

Remuneration Committee

Terms of Reference

1. Membership

- 1.1 The Committee shall comprise up to four persons, namely:
 - i. The Chair of the Finance, Infrastructure & People Committee
 - ii. The Chair of the Quality of Education & Skills Committee
 - iii. The Chair of the Audit, Risk & Assurance Committee
 - iv. At least one other governor appointed by the Corporation on the recommendation of the Search & Governance Committee.
- 1.2 A Chair shall be appointed from the persons listed in 1.1, normally for a four year period, by the Corporation on the recommendation of the Search & Governance Committee.
- 1.3 No staff or student governors shall be entitled to serve on the Committee.
- 1.4 The Principal shall be entitled to be present at meetings of the Committee and shall be obliged to withdraw whenever required.
- 1.5 The Chair of the Corporation shall be expected to be present at meetings of the Committee.
- 1.6 Other Corporation members may attend meetings, in an observer capacity, with the prior approval of the Chair of the Committee, excluding staff and student members.
- 1.7 The Committee is authorised by the Corporation to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise if it considers this necessary (such persons shall not have a vote but shall be entitled to speak at the meeting). The Corporation may also require experts to be present and to advise when drafting disclosures to be made in the Corporation's report and accounts.

2. Quorum

The Quorum for meetings of the Committee shall be three members.

3. Clerk

- 3.1 The Head of Governance shall be Clerk to the Committee.

3.2 The Head of Governance shall be responsible for calling meetings, for issuing agendas and agreeing the inclusion of items to the agenda following consultation with the Chair of the Committee and the Principal.

3.3 If the Head of the Governance withdraws from a meeting or part of a meeting, the Committee shall appoint a person from among the members to act as Clerk during this absence.

4. Meetings

The Committee shall meet annually or more frequently if required.

5. Responsibilities

5.1 In accordance with the Senior Post Holder Remuneration Policy, determine and recommend to Corporation the approval of the pay, terms and conditions of the Principal and other senior post holders, currently:

- Chief Finance Officer
- Director of Curriculum Development
- Director of Operations
- Director of Student Experience
- Director of Business Partnerships & Apprenticeships
- Director of Quality & Penwith Campus
- Director of Teaching and Learning
- Head of Governance

5.2 The Committee is authorised by the Corporation to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee of the College and all employees of the College are directed to co-operate with any request made by the Committee.

6. Reporting Responsibilities

The Head of Governance shall make available the confidential minutes of the meetings of the Committee to Corporation members on request, excluding staff and student members.

7. Review

7.1 The membership and terms of reference of the Committee shall be reviewed by the Committee every four years.

7.2 Amendments to membership and terms of reference shall be made by the Corporation on the recommendation of the Committee.