

the Sheffield College

**Terms of Reference**

**REMUNERATION COMMITTEE**

**1. Constitution**

The Governing Body resolves to establish a Remuneration Committee.

**2. Membership**

The Committee shall be appointed by the Governing Body and shall consist normally of

2.1 The Chair of the Governing Body, the Chair of Finance, Employment and General Purposes Committee, the Chief Executive (ex-officio) plus two other members of the Governing Body

2.2 Staff and Student Governors shall be excluded from membership

2.3 Other Governors shall have a right of attendance except staff and student Governors.

2.4 The Principal and Chief Executive will withdraw from that part of the meeting when his/her remuneration package is being considered. The Committee may invite other Senior Postholders to attend meetings when necessary.

2.5 The Clerk to the Governing Body shall be the Clerk to the Committee. The Clerk shall withdraw from that part of the meeting where his / her remuneration is being considered and the Committee will appoint one of its members to record the decision

2.6 The Executive Director of Human Resources and SRIS may be invited to attend meetings of the Committee to advise members as required.

**3. Quorum**

Meetings of the Remuneration Committee shall be quorate if 2 or more members who are Governors are present

**4. Appointment of Chair and Vice Chair**

The Governing Body shall appoint a Chair (normally the Chair of Governing Body)

**5. Frequency of Meetings**

The Committee shall meet at least once a year.

**6. Proceedings of Meetings**

6.1 Every question to be decided at a meeting of the Committee shall be determined by a majority of the votes of the members present. Where there is an equal division of votes, the Chair of the meeting shall have a second or casting vote.

6.2 A member may not vote by proxy.

## 7. Objectives

- 7.1 The Committee shall review and determine on behalf of the Governing Body the remuneration packages of Senior Postholders and will consider these in the context of a framework agreed by the Committee and endorsed by the Governing Body.
- 7.2 The Committee's proceedings will demonstrate that the remuneration of Senior Postholders is recommended by a Committee which has no personal interest in the outcome of its decision and which gives due regard to the use of public funds and of the financial health of the College.

## 8. Duties

The duties of the Committee shall be:

		<u>Frequency</u>
8.1	To agree a performance development review (PDR) process (which includes agreeing objectives) for the Chief Executive and other Senior Postholders and ensure their reviews are conducted, at least annually by the Chair of the Governing Body, (in the case of the Chief Executive) or the Chief Executive (in the case of the Executive Directors).  Currently Senior Postholders, in addition to the Chief Executive, are as follows: The Clerk to the Governing Body The Executive Director of Finance and Resources The Executive Director of Student Experience The Executive Director and Principal of Sheffield City College and the College of Applied Engineering The Executive Director and Principal of Hillsborough, Norton and Peaks Colleges The Executive Director of Strategic Planning and Business Development The Executive Director of Human Resources and Management Information Services (as agreed at the Governing Body May 2013)	Annual
8.2	To undertake an annual review of Senior Postholders' remuneration and advise the Governing Body that their remuneration is competitive and compatible with the financial resources of the College and in so doing shall consider the following component elements:- <ul style="list-style-type: none"> <li>• basic salary;</li> <li>• benefits in kind;</li> <li>• pension provisions;</li> <li>• main terms and conditions in each senior postholder's service agreement, with particular reference to the notice provisions.</li> <li>• To determine on behalf of the Governing Body the remuneration packages of the Chief Executive and the Clerk</li> </ul>	Annual
8.3	To receive and consider proposals from the Chief Executive before determining the remuneration packages for other Senior Postholders	Annually
8.4	To determine on behalf of the Governing Body on any compensation (including the augmentation of pension benefits) which may be payable in the event of the early termination of the employment of the Chief Executive or any other Senior Postholder with the aim of:- <ul style="list-style-type: none"> <li>• avoiding rewarding poor performance; and;</li> <li>• dealing fairly with cases where early termination is not due to poor performance.</li> </ul>	As necessary

8.5 To Periodically to review the Senior Postholders' remuneration policy and make this available for public inspection.

As and  
when  
required

9. **Authority**

The Committee has the authority to obtain independent legal or other independent professional advice, and to secure the attendance of others with relevant experience and expertise at its meetings

10 **Reporting Procedures/Accountability**

The Committee will report its decisions to the Governing Body.

1<sup>st</sup> revision approved 16 May 1997

2<sup>nd</sup> revision February 2000 and subsequently 12 May 2000

3<sup>rd</sup> revision June 2001

4<sup>th</sup> revision March 2006

5<sup>th</sup> revision October 2006 by the Clerk under authority delegated by the Governing Body

6<sup>th</sup> revision August 2007 by the Clerk under authority delegated by the Governing Body, to incorporate frequency in relation to section 8 and footnotes

7<sup>th</sup> revision in June 2009, Approved by Governing Body on 29 June 2009

8<sup>th</sup> revising in May 2010 – to amend the list of designated senior postholder posts

Note: The Remuneration Committee was discontinued in Spring 2011

9<sup>th</sup> revision – December 2012 approved by Governing Body on 17 December 2012

10<sup>th</sup> revision March 2013 approved by Governing Body on 20 May 2013