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# Terms of Reference - Remuneration Committee

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## 1 Composition

- 1.1 Four members of the Corporation, including the Chair of the Corporation and the Chair of the Business Services Committee.

## 2 Membership

- 2.1 The Principal and Chief Executive\*, staff and student members shall be excluded from membership.
- 2.2 The Chair of the Corporation shall not act as Chair of the Committee.

## 3 Terms of Reference

- 3.1 To advise the Corporation on the remuneration, performance and terms and conditions of employment of the Principal and Chief Executive and other designated senior post holders including the Clerk\*\*.
- 3.2 To review the performance of the Principal and Chief Executive, other Executive members and the Clerk and the extent to which performance targets have been met.
- 3.3 To keep under review the disciplinary, grievance and capability procedures for senior post holders.

## 4 Quorum

3 members.

## 5 Meetings

- 5.1 The Principal will normally be in attendance but will be required to withdraw when the Principal's remuneration, performance and terms and conditions of employment are being considered.
- 5.2 Meetings of the Committee will be held as and when appropriate. The main meeting to be held at the start of each academic year in October / November to review SPH performance for the prior year.
- 5.3 The Clerk to the Corporation shall be the Clerk to the Remuneration Committee

## 6 Authority

The Committee has the authority to obtain outside legal or other independent professional advice, and to secure the attendance of others with relevant experience and expertise at its meeting, if its considers this necessary, provided that the Committee may not incur direct expenditure in this respect [in excess of £5,000] without the prior approval of the Corporation.

## 7 Publication of Minutes

Minutes and papers of the Committee will normally be confidential and not made available to staff and student members of the corporation. Other corporation members may request remuneration minutes from the Clerk.

\* all references to the Principal and Chief Executive will be considered interchangeable with the post of Chief Executive and Acting Principal

\*\*all references to the Clerk will be considered interchangeable with the post of Acting Clerk)