

REMUNERATION COMMITTEE

- Membership:** Independent Governor (Chair)
Chair of the Court and Pro Chancellor (ex officio)
Chair of the HR Committee (ex officio)
One additional independent Governor
Co-opted non-governor members with particular expertise (as appropriate)
- In attendance:** Director, Human Resources and Organisation Development (professional adviser)
Clerk to the Court
Other staff, including the Vice-Chancellor, may attend by invitation of the Chair
- Quorum:** Three independent Governors
- Meetings:** The Committee usually meets twice a year. Additional meetings may be called or matters considered by correspondence as deemed necessary by the Chair to execute the business of the Committee.

Terms of Reference

1. To review and determine the remuneration, terms and conditions of employment, and, where appropriate, severance payments of the Vice-Chancellor*; to devise and implement appropriate measures and procedures whereby the Vice-Chancellor's performance may be assessed;
2. To review and determine the salaries, terms and conditions of employment for the other 'holders of senior posts*', and the other members of the University Executive Board, and to agree with the Vice-Chancellor appropriate measures and procedures whereby the performance of these individuals may be assessed;
3. To consider appropriate schemes of remuneration for 'holders of senior posts', and the members of the University Executive Board, and the measures and procedures by which their performance against the targets shall be assessed for the purposes of determining payment due;
4. To receive information as appropriate on the level of remuneration of all staff on senior management contracts;
5. To seek comparative information on salaries and on other emoluments and conditions of service in the HE sector and where possible in other relevant not-for-profit organisations; to give due regard to the provisions of the HE Code of Governance, the HE Senior Staff Remuneration Code, and the CUC illustrative practice note concerning Remuneration Committees and their operation;
6. To act as the formal authority for the authorisation of expenses claims made by the Chair of the Court; to require the Chief Operating Officer to discharge this responsibility on behalf of the Committee;
7. To report to the Court of Governors, as appropriate.

* 'Holders of senior posts' and members of the University Executive Board must withdraw from the Committee when their own remuneration, terms and conditions of appointment or severance payment are under discussion.