

Remuneration Committee

Terms of Reference

1. The Remuneration Committee, on behalf of the Board of Trustees, and in accordance with policies agreed by the Board of Trustees, shall:
 - 1.1 determine and review the salary, emoluments, allowances and other financial benefits payable by the University to the Vice-Chancellor, or sums reimbursed to another employer for the services of the Vice-Chancellor;
 - 1.2 approve and review the salary, emoluments, allowances and other financial benefits payable by the University to its most Senior Staff; and
 - 1.3 receive agreed objectives and a report on the performance of the University's most senior staff.
2. The Committee shall receive annually from the Vice-Chancellor a report on the salaries paid to the University's other Senior Staff.
3. The Committee shall approve severance payments to the staff whose salaries are reviewed or reported under paragraphs 1.1, 1.2 and 2 or where the severance payment or cost of severance exceeds £100,000 (other than in respect of ordinary pension sums).
4. The Committee shall consider and deal as appropriate with other such issues or matters referred to it by the Board of Trustees.

Constitution

The Remuneration Committee, which shall be appointed by the Board of Trustees, shall comprise:

At least three independent members of the Board of Trustees (one of whom shall act as Chair).

The Chair of the Board of Trustees.

One Head of Member Institution on the Board of Trustees.

The Committee may co-opt an additional external member with appropriate specialist expertise in the field of remuneration.

Mode of Operation

The Chair shall have the power to act on behalf of the Committee in case of urgency.

The quorum for the Committee will be three. Independent members must form a majority of those present.

The Vice-Chancellor is not a member of the Committee, but may be invited to attend and participate in its meetings to advise the Committee as required on his/her direct reports. The Vice-Chancellor, the Secretary and any other officer or member attending shall not be

present when their remuneration and terms and conditions of employment are being considered.

The Secretary to the Board of Trustees shall be Secretary to the Remuneration Committee.

The Director of Human Resources shall attend all meetings of the Remuneration Committee.

The University's most senior staff are currently those staff who make up the Vice-Chancellor's Executive Group. Remuneration Committee has delegated power to amend this definition.

Remuneration Committee can determine the definition of "other Senior Staff" – currently this group comprises Directors, Professors employed by the University, and the administrative and other staff employed by the University on Level 10 of its unified grading structure.