

COMPOSITION AND TERMS OF REFERENCE

REMUNERATION COMMITTEE

Last reviewed by the Committee:	25 th August 2009
Last formal approval by Corporation:	4 th November 2009

Statutory Authority

The Articles of Government of Otley College, Clause 4 (1) gives the Corporation power to establish a Committee of the Corporation for any purpose or function other than those assigned elsewhere in the Articles to the Principal, and states that the Corporation may delegate power to such a Committee, Clause 4 (2) states that the number of members of the committee, and the terms on which they hold office, shall be determined by the Corporation Clause 7 states that any committee established by the Corporation may include persons who are not members of the Corporation

1. Membership and Quorum

- i. The Chairman of the Corporation, the Chairman of the Human Resources Committee, and two other governors (not being the Principal or a staff or student governor) appointed at the Annual Meeting of the Corporation in the Autumn of each year. The Chairman of the Corporation shall be Chairman of the Committee.
- ii. The Principal, as a non-voting Observer (see Standing Orders para 2.3.1)
- iii. The Quorum shall be 2 members.

2. Terms of Reference

- i. The Corporation has delegated its responsibilities for the Conduct of Otley College to the Remuneration Committee as follows:
 - (a) The Remuneration Committee shall be responsible for the preparation of a framework of Pay and Conditions of Service of holders of Senior Posts and the Clerk for approval by the Corporation
 - (b) The Remuneration Committee shall be responsible for monitoring arrangements for the appointment, grading suspension and dismissal of holders of Senior Posts and the Clerk
 - (c) The Remuneration Committee shall be responsible for the Appraisal of holders of Senior Posts and the Clerk, undertaking the Appraisal of the

Principal and Clerk directly but normally delegating to the Principal the appraisal of other holders of Senior Posts.

- (d) The Remuneration committee shall be responsible for making recommendations to the Corporation on the remuneration of the Principal, holders of other senior posts and the Clerk.
- (e) The Remuneration Committee shall be responsible for the preparation of the policy framework covering other employment issues affecting holders of senior posts and the Clerk.
- (f) Members of the Remuneration Committee assisted as necessary by other Members of the Governing Body (other than the Principal, Staff or Student members) shall be responsible for discharging any responsibility of the Governing Body for appointment of holders of senior posts and the Clerk or hearing appeals concerning holders of senior posts and the Clerk under grievance, redundancy, competence or disciplinary procedures; except that the Chairman of the Corporation, or the Vice-Chairman, may not serve on a Special Committee considering the possible dismissal of a holder of a senior post.
- (g) The Corporation requires the Committee at least once each year, to consider the information and training needs of its members as they relate both to their work as members of the committee and as members of the Corporation, and to report them in writing to the Corporation

3 Conduct of Meetings

- i. The committee will normally meet on 1 occasion each year, on a date set in the calendar approved annually by the Corporation. Special meetings shall be called by the Clerk at the request of the Chairman or any Member under similar general rules as apply to Special meetings of the Corporation.
- ii. The agenda of each meeting shall be prepared by the Clerk in consultation with the Chairman of the Committee and Principal, and circulated together with all relevant agenda papers to all members of the Committee at least seven days before each meeting.
 - (a) Because matters of a sensitive or confidential nature are to be discussed at **every meeting** these matters shall be reserved to a confidential (Part II) agenda. Details and papers of such agenda shall not be circulated unless the circumstances which caused them to be considered as sensitive or confidential no longer pertain.
 - (b) The rules for adoption of resolutions etc. shall be as those directed from time to time in the Instrument of Government for meetings of the Corporation.
 - (c) No person other than a member of the Committee or the Principal or the Clerk to the Corporation shall be entitled to attend meetings of the Committee except at the invitation of the Committee.

4 Minutes

- i. Minutes of all meetings of the Committee shall be prepared by the Clerk in consultation with the Chairman of the Committee and circulated as soon as practicable after the meeting to all members of the Committee
- ii. Minutes of all meetings shall be circulated to all other Members of the Corporation (other than Staff or Student members), with papers for the next meeting of the Corporation, but not more widely.

5 Report of Meetings

The Clerk, in consultation with the Chairman, shall prepare a report of all meetings of the Committee, including any resolutions passed by the Committee, and this report will be presented by the Chairman of the Committee to the next following meeting of the Corporation.

Arthur Hicks
Clerk to the Corporation

July 2009