



Remuneration Committee 2020/21

TERMS OF REFERENCE

The remuneration committee should ensure that all pay determinations act in accordance with the trust's pay policies and procedures, including adherence to any timings of pay determinations.

Membership and quorum

The remuneration committee will be appointed by the board of directors. The minimum number will be three, to ensure there are enough members to hold a majority when voting. Any paid employees of the school who are also trustees are unable to be members of the pay committee.

The CEO is able to attend meetings in an advisory capacity as and when invited by the committee; however, they will not be present at their own pay determination.

Membership will be decided based on the board of director's skills audit, and the trustees with the required skills and knowledge will be appointed to the committee.

Only full members of the committee who have been approved by the board of directors have the right to vote on any matters. The committee may decide to appoint non-voting members, as approved by the board of directors, who are able to provide advice on matters.

The quorum of the committee will be one half of the numbers of the committee rounded up to the nearest full number, e.g. if the committee consists of five members, then a minimum of three members must attend the meeting in order to meet the quorum.

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Term of office

The committee will be appointed annually by the board of directors and shall hold office from either the date of their appointment until their resignation, or their omission from membership of the committee on subsequent consideration by the board of directors – whichever occurs first.

Meetings

- The committee will meet as often as is necessary to fulfil its responsibilities, but at least three times per year.
- The chair of the committee or any three committee members may, by giving notice in writing to the clerk, call unscheduled meetings as long as appropriate notice of at least seven days is given to other members of the committee. A shorter notice may be given where the chair of the committee decides a particular matter requires addressing immediately.
- The frequency and dates for committee meetings will be considered before the first Autumn term of the academic year.
- The clerk to the committee will circulate an agenda, copies of minutes of the previous committee meeting, and any papers to be considered, no fewer than seven working days prior to the meeting.
- Members will withdraw from the meeting if there is an identified or potential conflict of interest, or there is a motion to question their ability to remain impartial.
- The clerk will take minutes of the meeting. This will be approved, by the chair of the committee, as accurate representations of the meeting before they are handed to committee members for final

approval at the next committee meeting. Following approval, the clerk will distribute the minutes to the board of directors.

- Confidential minutes will only be shared with directors who were present at the meeting where the confidential item was discussed.
- The committee may invite non-members to meetings to assist or advise on a particular matter or issue. These additional attendees will not be entitled to vote on any matters.
- Every matter to be decided upon will be determined by a majority vote – where there is an equal division of votes, the chair will have the deciding vote. Each member of the committee who is present at the meeting will be entitled to one vote.
- A register of attendance shall be kept for each meeting and will be published on the trust's website on an annual basis.

Calendar of business

The committee will meet at least once per term. The items of business that may be discussed during the Autumn term 1 and Autumn term 2/Spring term 1 are outlined below.

Autumn term 1

- Elect a chair of the committee.
- Establish a panel of three trustees from the remuneration committee to facilitate performance review of executive leaders and hear any pay appeals.
- Confirm meeting dates, if these have not already been established at the end of the previous academic year.
- Review the committee membership and plan to fill any vacancies.
- Determine the pay policy for executive leaders.
- Determine the pay policy for teaching and support staff.
- Make determinations in respect of the audit of performance management and pay for the academic year, nominating a member to undertake the annual audit if applicable.
- Revise the recommendations for teachers' pay progression decisions, as set out in the trust's scheme of delegation and in line with the time scales outlined in the trust's pay policies and procedures.

Autumn term 2/Spring term 1

- Receive executive leaders' performance recommendations, in line with the time scales outlined in the trust's pay policies and procedures.
- Make determinations to the pay of executive leaders, in line with the time scales outlined in the trust's pay policies and procedures.
- Request that a salary statement is issued to executive leaders to confirm committee determinations.
- Complete a notification form to provide notification of pay determinations to payroll (to be completed by chair of the committee).

Duties -General

- To observe and comply with the trust's trustee code of conduct, at all times.
- To appoint a professional clerk to advise and guide the remuneration committee of their duties and responsibilities, and to record minutes of all committee meetings.
- To establish terms of reference for the remuneration committee and review these on an annual basis.
- To deal with all matters relating to salaries and performance management that may be referred by the board of trustees.
- To keep up-to-date with any relevant legislation and advise from the board of trustees of when policies need to be revised.
- To ensure the trust submits and publishes the required pay equality information.

The committee will meet at least once per term. The items of business that may be discussed during each term are outlined below.