

**DE MONTFORT UNIVERSITY
BOARD OF GOVERNORS – REMUNERATION COMMITTEE
CONSTITUTION**

A Scope and purpose of the committee

The Remuneration Committee is a sub-committee of the Board of Governors.

Its purpose is to agree the terms of employment and remuneration in respect of the Vice-Chancellor as head of institution, and other senior post holders. It also has a role in determining severance payments for particular members of staff.

B Terms of reference:

1. To determine and approve, within the parameters of a policy framework agreed by the board, the terms of employment and remuneration in respect of the Vice-Chancellor as head of institution, and in respect of other senior post holders including (but not limited to): basic salary, pension entitlement, ancillary benefits and other remuneration matters.
2. To determine severance payments on termination of employment for staff earning a basic full time equivalent (FTE) salary of more than £100,000 per annum (not including the Vice-Chancellor); and severance payments where the payment to the individual is more than £100,000, regardless of the salary of the individual staff member.
3. To be informed on, and to review with the Vice-Chancellor, the general policy for senior staff remuneration at the level below those referred to above.
4. To keep under review the operation and effectiveness of any bonus schemes for senior staff in the university.
5. To submit an annual remuneration report to the board providing assurance that the committee has effectively discharged its responsibilities.
6. To undertake such other duties as may from time to time be assigned to the committee by the board.

In fulfilling its duties as set out in 1-6 above, the committee will:

- a. Consider and apply the Guidance for Remuneration Committee: Senior Staff Remuneration and Severance Arrangements approved by the Board of Governors and amended from time to time. The Guidance embeds the principles of the Higher Education Senior Staff Remuneration Code, which the university has formally adopted as a means of demonstrating a fair, appropriate and justifiable approach to senior staff remuneration;

b. Have access to:

- Internal and external professional advice on remuneration matters (including comparative information relating to other institutions), and guidance issued by the Executive Director of People and Organisational Development; and
- Legal advice.

C Membership

The committee consists of the following members:

- The Chair of the Board;
- Three independent members of the board, one of whom will be the Chair of the Remuneration Committee.

No staff or student governors may sit on the committee.

The committee may invite the Corporation's advisers, or other third parties, to attend meetings of the committee, as appropriate (such persons shall not have a vote, but will be entitled to speak at the meetings).

The Vice-Chancellor is not a member of the committee and will only be present for items that do not relate to their own terms and conditions of employment.

D Quorum

A quorum is two members of the committee.

E Servicing and Support

Meeting papers will be issued by the Clerk to the Board of Governors, in liaison with the Executive Director of People and Organisational Development.

Minutes of the proceedings of the committee shall be taken by the Executive Director of People and Organisational Development, or another member of the committee designated by the chair, and shall be lodged under confidential cover with the Executive Director of People and Organisational Development and the Clerk to the Board of Governors.

F Meeting schedule

Meetings will normally be held annually, in the autumn.

In exceptional circumstances, an extraordinary meeting of the committee may be convened to discuss urgent matters arising in points 1 and 2 of the committee's constitution. Wherever possible, such a meeting will be convened within 3-5 days of the request being made.

There may, occasionally, be a requirement to conduct some business electronically between meetings.

G Sub-committees

None.

H Approval and revision

This constitution will be reviewed and re-approved by the committee at its first meeting of every academic year, or sooner, if significant amendments are required.

Approved: 22 November 2018

Endorsed by parent committee: 7 March 2019

Received by university secretariat office: 7 March 2019