



SOUTH LANARKSHIRE COLLEGE (BOARD OF MANAGEMENT)

REMUNERATION COMMITTEE

Constitution and Membership

The Board of Management will establish a Committee of the Board to be known as the Remuneration Committee.

The Committee will normally be chaired by the Vice Chair of the Board of Management. The Chair of the Board of Management cannot be the Chair of the Remuneration Committee. The Committee will consist of all the Chairs of the Board's Committees and will include the Chair as an ordinary member.

The Governance Professional, or an appropriate substitute, is required to be in attendance at all meetings.

The Principal, whilst not a member of the Remuneration Committee, shall normally be in attendance at all meetings except when his/her salary, terms and conditions or severance payments are being considered and the Principal shall be consulted on remuneration relating to senior colleagues as defined and agreed by the Remuneration Committee.

All members of the Remuneration Committee are expected to comply with the Code of Good Governance and the Code of Conduct.

The Committee meetings shall be minuted and the draft minute will be agreed by Chair prior to circulation.

Purpose

The purpose of the Committee is to assure the Board of Management that the College has appropriate strategies, plans, budgets and controls in place so as to remunerate appropriately the Principal in particular and senior staff in general.

It is a requirement that all Board Committees consider, in respect of any matter before them, the implications of any strategic risk or equalities considerations which might arise and in the case of the Remuneration Committee, the Minutes should either report that no such issues arise or should direct the Governance Professional to refer the matter for consideration by the Audit & Risk Committee or the Human Resource Committee as appropriate.

Terms of Reference

These Terms of Reference ensure that the Remuneration Committee has specified authority and resources to form an opinion and to make recommendations and report to the Board on any matter forming part of the Committee Purpose.

Proceedings

The Committees shall meet as required to fulfil its remit and will normally meet at least twice per year with additional meetings as required.

Minutes, agendas and papers will normally be circulated to members of the Committee at least five working days in advance of the meeting.

Three members of the Committee shall be a quorum and, in the event that the Vice Chair is not available, an alternative Chair shall be appointed by the majority present. The Chair of the Board of Management may not however Chair the Remuneration Committee at any time.

Duties

The duties of the Committee shall include the following responsibilities:

- To approve in line with the Board of Management policies and procedures the total remuneration package for the Principal & Vice Principals and also any other staff outwith the National Recognition and Procedure Agreements – including but, without prejudice to the generality, the Governance Professional – as also for any other staff grouping as may be referred to them for approval.
- To advise the Board of Management and to oversee the preparation of policies and procedures in respect of salaries, enrolments and conditions of service including severance arrangements and to keep these under review for the aforementioned staff.
- To prepare an annual Appraisal of the Principal
- To prepare, or at the discretion of the Committee to delegate as appropriate, an annual appraisal of the Vice Principals.
- To seek from the Principal appraisal of any other senior staff deemed appropriate by the Remuneration Committee.
- Ensure that any severance packages must follow appropriate guidance issued by, inter alia, Scottish Funding Council and the Scottish Government.
- Refer any new severance schemes to the Scottish Funding Council requesting a written response as to the acceptability of the package.
- The Committee shall also demonstrate efficient and effective use of public funds in the Committee's decisions so that they reflect the performance of the organisation and the requirement for its ongoing financial sustainability.
- Determine the policy on Board members' expenses.
- To oversee the process of recruiting new Board of Management members and the appointment of a new Principal.
- The Committee will meet at least once every two years to undertake a review of its own performance and effectiveness as part of the overall review of the Board of Management.

- In order to fulfil its remit, the Committee may obtain professional advice as necessary.
- To undertake such other responsibilities as the Board of Management may determine.
- To be pro-active in considering and bringing to the attention of the Board of Management any matter which has the potential to present a risk which might need to be entered in the appropriate Risk Register
- At all times, in making decisions or recommendations, the Committee must be satisfied that the College is fully Equalities compliant – declaring for the avoidance of doubt that the term Equalities covers both the protected characteristics as defined in the Equalities Act 2010, as it may be amended from time to time, and also Equality of Opportunity for all irrespective of any adverse socio-economic factors.

Reporting Procedures

- The Committee should direct the minutes and appropriate papers of its meetings to the Board of Management.
- After approval, the Committee's Minutes and appropriate papers should be directed to the Regional Strategic Board and be published on the South Lanarkshire College Website.