



**HSDC CORPORATION
REMUNERATION COMMITTEE
TERMS OF REFERENCE**

(APPROVED 3RD JULY 2017 EFFECTIVE FROM 1ST AUGUST 2017/REVIEWED & APPROVED BY THE BOARD 13TH DECEMBER 2023)

1. Membership

The membership will comprise 4 members of the Corporation, as follows:

- Chair of the Corporation
- Vice-Chair of the Corporation
- Chair of the HR Committee
- Chair of the Audit Committee

Where any members hold more than one of the above roles, then another Governor will join the Committee to ensure 4 members.

The Principal, staff members and student members will not be eligible to serve as members of the Committee.

2. Quorum

The quorum shall comprise 2 members of the Committee.

3. Purpose

To advise the Corporation on the remuneration and conditions of service of designated senior post holders and the clerk.

4. Appointment of the Chair

The Chair will normally be the Vice-Chair of the Corporation.

The Committee will also elect a Vice-Chair of the Committee.

5. Officers in Attendance

The Committee has the right to invite any other person to attend for a part of or for the whole of a meeting.

All officers in attendance shall have no voting rights.

6. Meetings

- i) The Committee shall meet as and when necessary for the proper discharge of its responsibilities, but shall meet at least once a year.
- ii) The Clerk to the Corporation shall act as Clerk to the Committee. **In circumstances where the Clerk is required to withdraw from the meeting, the meeting will be clerked in accordance with the procedures laid down in the Corporation's Standing Orders.**
- iii) All responsibilities of the Committee will be subject to the Corporation's approved Scheme of Delegation. Consequently, all decisions of the Committee shall be referred to the Corporation for confirmation, except those specifically delegated, which shall be reported to the Corporation.

- iv) The Principal and Clerk to the Corporation may be required to withdraw from specific parts of the meeting in line with the Instrument of Government. Persons in Attendance at the meeting may also be required to withdraw from specific parts of the meeting.

7. Terms of Reference

- i) To advise the Corporation on the grading and determination of pay and conditions of service of the designated senior post holders and the Clerk. This will include, where the Clerk is, or is to be appointed as, a member of staff, his/her appointment, conditions of service, grading and determination of pay in his/her capacity as a member of staff, and, where the Clerk has a contract for services, the key terms of that contract.
- ii) To undertake an annual pay review of designated Senior Post Holders and Clerk to the Corporation (if he or she is an employee of the College), and to make recommendations to the Corporation on the payments of annual pay awards/ bonus/*ex-gratia* payments. Where the Clerk has a contract for services, to review the annual fee and make recommendations to the Board.
- iii) Where the Clerk has a contract for services, to undertake a formal review prior to the termination date and advise the Board on the action to be taken.
- iv) To undertake formal probationary reviews for staff newly appointed to the designated senior post holder roles and the Clerk's role.
- v) To consider the formal annual performance management reviews of Senior Post Holders and the Clerk and to advise the Corporation accordingly.
- vi) To ensure that appropriate arrangements are in place to provide effective training and development for senior post holders.
- vii) To ensure that all senior post holders are properly supported in their roles, in accordance with the Corporation's Policy on the Employment of Senior Post Holders.
- viii) To deal with any matters specifically referred to the Committee by the Corporation.