

STAFFORD COLLEGE

**STANDING ORDERS FOR THE
REMUNERATION COMMITTEE**

of the

STAFFORD COLLEGE CORPORATION

Approved by the Corporation on 14 December 2000

Latest update approved by the Corporation April 2010

REMUNERATION COMMITTEE

1. Purpose/Terms of Reference

- 1.1 To advise the Corporation on the remuneration and other terms and conditions of the holders of senior posts and of the Clerk to the Corporation.
- 1.2 To carry out an annual self-assessment of the performance of the Committee as part of the self-assessment process for the Corporation as a whole.
- 1.3 To undertake in-year amendments to the Committee's Standing Orders, subject to an annual review by the Corporation.

2. Composition

- 2.1 The Committee shall comprise four members, drawn from the members of the Corporation other than staff or student members.

3. Appointments, Chair, Term of Office

- 3.1 All appointments to the Committee shall be made by the Corporation.
- 3.2 The Chair of the Committee shall be elected by the Corporation.
- 3.3 The Clerk to the Corporation shall act as Clerk to the Committee.
- 3.4 If the Chair is absent from any meeting of the Committee, the members present shall choose one of their number to act as Chair for that meeting, provided that the member chosen shall be a member of the Corporation.
- 3.5 Appointments shall be reviewed annually by the Corporation. Members of the Committee shall be eligible for reappointment.
- 3.6 If at any time the Corporation is satisfied that any member of the Committee:
 - has been absent from meetings of the Committee for a period to be specified by the Chair of the Committee; or
 - is unable or unfit to discharge the functions of a member,

the Corporation may, by notice in writing to that member, remove the member from office and thereupon the office shall become vacant.

4. Meetings

- 4.1 The Committee shall meet at least once annually and shall hold such other meetings as may be necessary.
- 4.2 A special meeting may be called at any time by the Chair or at the request in writing of two members of the Committee.

- 4.3 Meetings will be quorate if at least 40% of members are present (ie a minimum of two members).
- 4.4 If for a lack of quorum a meeting cannot be held or, as the case may be, cannot continue, the Chair shall, if he thinks fit, cause a special meeting to be summoned as soon as conveniently may be.
- 4.5 Every question to be decided at a meeting of the Committee shall be determined by a majority of the votes of the members present and voting on the question. Where there is an equal division of votes, the Chair of the meeting shall have a second or casting vote.
- 4.6 A member may not vote by proxy or by way of a postal vote.
- 4.7 A summary report, prepared by the Clerk, of the business conducted at each Committee meeting shall be presented by the Chair of the Committee at the next full meeting of the Corporation, having regard to the provisions relating to Staff and Student Members contained in Clause 5.1 below.

5. Participation of Other Members of the Corporation

5.1 Members of the Corporation who are not members of the Committee:

- shall receive a summary of the minutes of the Committee (full minutes and agenda papers shall be available on request from the Clerk to the Corporation);
- shall have the right to attend meetings of the Committee as an observer;
- at the invitation of the Chair,
- may participate in any debate of the Committee;
- notwithstanding the above, shall not vote on any matter to be decided by the Committee.

Furthermore, staff and student members of the Corporation shall not attend Part II (confidential) meetings of the Committee or receive any papers or minutes relating to such items of business.