

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 members of the University Leadership Board, including (but not limited to): basic salary, pension entitlement, ancillary benefits and other remuneration matters.
2. To propose to the Board of Governors severance payments (namely any payment that an employee is not contractually entitled to) on termination of employment for the Vice-Chancellor. The Board of Governors will be responsible for the approval, or otherwise, of any such proposal.
3. To determine severance payments (namely any payment that an employee is not contractually entitled to) on termination of employment for:
 - members of the University Leadership Board;
 - staff earning a basic full time equivalent (FTE) salary of more than £100,000 per annum; and
 - where the payment to the individual is more than £100,000, regardless of the salary of the individual staff member.
4. 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.
5. To keep under review the operation and effectiveness of any bonus schemes for senior staff in the university.
6. To submit an annual remuneration report to the board providing assurance that the committee has effectively discharged its responsibilities.
7. 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 1-7 above, the committee will:

- a. Consider and apply the 'Guidance for Remuneration Committee: University Leadership Board Members' Remuneration and Severance Arrangements' as approved by the Board of Governors and amended from time to time. The Guidance embeds the principles of the Committee of University Chairs' 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 Services; and
 - Legal advice.

C Membership

The committee consists of the following members:

- The Chair of the Board;
- Four independent members of the board, one of whom will serve as the Chair of the Remuneration Committee.

Neither the Vice-Chancellor, nor the staff and student governors, may serve as members of the committee.

D Quorum

A quorum is two members of the committee.

E Servicing and Support

Servicing and support will be provided by the Governance Office.

F Attendance at meetings

The Vice-Chancellor, Executive Director of People Services, HR representative, and Registrar (Academic) and Secretary to the Board may attend meetings of the committee but will not be present for items that relate to their own terms and conditions of employment.

The committee may invite the university'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).

G Meeting schedule

Meetings will normally be held annually although additional meetings may be called as required.

There may, on occasion, be a requirement to conduct business between meetings via email. In such cases, the item(s) of business in question will be conducted according to the relevant Standing Order, with the caveat that the nature of that business might mean it more appropriate for the proposed decision(s) to be circulated to the committee by the Vice-Chancellor or a senior representative of the People Services directorate, rather than the Secretary or their nominee.

G Sub-committees

None.

H Approval and revision

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

Approved: 13 November 2023

Endorsed by parent committee: 30 November 2023