



THE WINDSOR FOREST COLLEGES GROUP CORPORATION

REMUNERATION COMMITTEE

TERMS OF REFERENCE

1.0 PURPOSE

- 1.1 To consider all matters relating to the remuneration and terms and conditions of employment of the senior staff of the College Group.
- 1.2 The Articles of Government of the College Group do not require the Corporation specifically to establish a Remuneration Committee, but it may do so under its general powers

2.0 POWERS & DUTIES

- 2.1 To recommend to the Corporation
 - 2.1.1 Which staff, in addition to the Group Principal/CEO, should be categorised as senior post holders as defined by the Instrument and Articles of Government.
 - 2.1.2 The organisation structure relating to Senior Post Holders including job descriptions and person specifications
 - 2.1.3 The selection process to be used to appoint any new Senior Post Holders and the Clerk
 - 2.1.4 The determination of the pay and conditions of service of the Group Principal/CEO, other Senior Post Holders and the Clerk to the Corporation, including setting clear criteria against which to consider its determinations.
 - 2.1.5 Monitoring the performance of Senior Post Holders and setting annual objectives.
 - 2.1.6 Determining the employment policies and procedures for Senior Post Holders.
 - 2.1.7 Such other duties delegated to the Committee by the Corporation from time to time.
- 2.2 To review risks allocated to the Committee under the College Group Risk Management Framework.

3.0 MEMBERSHIP

- 3.1 The Committee will consist of five members of the Corporation, other than student or staff members and the Group Principal/CEO. It may also co-opt persons who are not members of the Corporation.
- 3.2 The Group Principal/CEO will attend as required by the Committee



3.3 The Committee may co-opt additional individuals as committee members.

3.4 All Corporation members of the committee shall be entitled to vote, apart from the Group Principal/CEO.

4.0 CHAIR AND VICE CHAIR

4.1 At the first meeting of the yearly Committee cycle the Committee will appoint a Chair and Vice Chair from amongst its members.

5.0 QUORUM

5.1 A quorum will be any three Corporation members of the Committee.

6.0 PROCEEDINGS OF MEETINGS

6.1 The Committee will meet at least once per term and more frequently, if required. Additional meetings will be called by the Chair of the Committee.

6.2 Meetings will be clerked by the Clerk to the Corporation, who will also maintain the official record of the meetings, minutes and attendance of the Committee.

6.3 In accordance with the Instrument and Articles of Government (1h), presence at the meeting may include by phone or video conference facilities.

6.4 All matters to be decided at a meeting of the Committee will, unless there is clear unanimity on that matter, be decided by a majority of the members present and entitled to vote.

6.5 The attendance of observers at Remuneration Committee meetings, except as provided in these terms of reference, is not permitted.

6.6 For those sections of the meeting relating to the Clerk, the Clerk shall withdraw and the Chair of the Committee will take notes of any decisions to be recorded in the minutes.

7.0 REPORTING

7.1 The minutes of the Remuneration Committee will be presented to the next subsequent meeting of the Corporation.

8.0 TERMS OF REFERENCE REVIEW

8.1 The Review of the Terms of Reference will normally be every 2 years.