

**Administration:**

<b>Group Name</b>	Remuneration Committee	
<b>Group Tier (1 or 2)</b>	Tier 1	
<b>Meeting Frequency</b>	The Remuneration Committee shall meet formally on an annual basis or more frequently if required	
<b>Reports To</b>	University of Suffolk Board of Directors	
<b>Quorum</b>	Three members.	
<b>Chair / Deputy Chair</b>	University of Suffolk Independent Director	As nominated
<b>Clerk</b>	Chief People Officer	

**Purpose:**

As per 'Terms of Reference' section below.

**Terms of Reference:**

1. To make recommendations to the Board regarding the Remuneration Policy of the Company in line with the schedule of policy review.
2. To use the delegated authority of the Board and the recommendation of the Chair of the Board to determine the salary of the Vice-Chancellor and Chief Executive Officer.
3. To use the delegated authority of the Board and the recommendations of the Chair of the Board and Vice-Chancellor and Chief Executive Officer to determine the salary of the senior direct reports to the Vice-Chancellor (new structure to be established).
4. To report the overall outcome of decisions concerning the salary of the Vice-Chancellor and Chief Executive Officer, and any other relevant posts as per point 3 above, within appropriate levels of disclosure.
5. For the staff / posts governed by Remuneration Committee, to make recommendations on terms and conditions of employment and, where appropriate, on severance payments (where these fall outside of contractual payments).
6. To approve the salaries for any other staff whose full time equivalent (FTE) remuneration is more than £110,000.
7. To consider the public interest of all forms of payment, reward, and severance relevant to the Committee's decisions.
8. To undertake such tasks as shall be referred to it by the Board.

**Membership (job titles/representation):**

- Ex Officio*
- Senior Independent Director (Chair)
  - Independent Directors (3) one of whom is the Chair of the Board.

- External Member of the Audit and Risk Committee

Total membership: 4

*In attendance*

- Vice-Chancellor and Chief Executive Officer

**Notes on Membership:**

- Membership of the Remuneration Committee will include 4 Independent Directors to include the Senior Independent Director (as chair of the committee) and the Chair of the Board.
- Membership will also include one external member (i.e. not a Board Director) of the Audit and Risk Committee.
- In attendance will be the Vice-Chancellor and Chief Executive, and the Chief People Officer who will also act as Clerk to the Committee. None of those in attendance would be present for matters pertaining to their own employment or in relation to colleagues where information discussed may be confidential or privileged or outside of the normal auspices of professional knowledge and information sharing.
- Members will normally serve for a minimum of 3 years and a maximum of seven years.

**Sub-committees:**

None.

**Delegated Authority/Approval Rights:**

This committee has approval rights in line with the Institution's 'Scheme of Delegation.' Anything not included in the Scheme of Delegation must be reported to the Board of Directors for approval.

**Administration Notes (Agenda/Papers/Minutes):**

Meeting papers, actions, and minutes will be facilitated and shared by the Clerk accordingly.

**Approvals/Version Control:**

<b>Document Owner</b>	Chair
<b>Version Number</b>	9.0
<b>Current Version Approved By</b>	Committee
<b>Approval Date</b>	November 2024
<b>Review Frequency</b>	Annually
<b>Next Review Date</b>	Summer 2026