

**TERMS OF REFERENCE
LONDON & SOUTH EAST EDUCATION GROUP (LSEEG)
REMUNERATION COMMITTEE**

Purpose

To review and determine the remuneration and conditions of service of the Senior Post Holders of the College including the Governance Professional & Clerk to the Boards, taking into consideration the individual's contribution and value to the overall performance of the College, the financial health of the college, equality, diversity and inclusion, sector remuneration comparators and the context in which the College operates.

Membership

The Remuneration Committee shall comprise at least three Governors or Trustees

- Chair of LSEC Corporation and Group Board
- Chair of LSEAT Board
- Vice Chair LSEC Corporation (Committee Chair)
- Group Chief People Officer
- Independent – by invitation for remuneration matters only

Arrangements

- Chair of the Committee will be the Vice Chair of the Corporation.
- The Group Principal & CEO will **not** be in attendance for matters where her own remuneration is to be discussed.
- The Governance Professional & Clerk to the Boards shall be the Clerk to the Committee except when the Clerk's performance or remuneration is being considered, when a member of the Committee will act as Clerk for that item.
- The Committee may invite advisers or other appropriate individuals to attend a meeting to provide information.
- The Principal/CEO may attend the Committee for the purpose of advising on the performance of other Senior Post holders.
- The Committee shall meet at least once in every academic year but ideally once a term and more frequently as business needs determine.
- In-line with agreed policy, meeting can be held virtually, and decisions can be taken by email involving all Committee members

Quorum

The quorum for the Committee shall be three Members

Terms of Reference

- To demonstrate that the remuneration of the designated Senior Postholders and Governance Professional & Clerk to the Boards, is recommended to the Corporation by persons who have no personal interest in the outcome and which gives due regard to the interests of the public and the financial health of the College.
- To adhere to the principles of the AoC Senior Postholder Remuneration Code 2018.
- To monitor the appraisal, performance review and/or target setting process of the Senior Postholders and the Governance Professional & Clerk to the Boards
- To review and determine on behalf of the Corporation and Trust Board (where appropriate), the Executive Pay Policy which outlines the remuneration of the Group Executive Team, including Senior Post Holders and the Governance Professional & Clerk to the Boards and that this is updated at least every three years against available benchmarking .
- Committee will act in an advisory capacity and make recommendations to the Independent Boards for approval.
- The Committee will periodically scan the horizon for Good Governance practice and application, through membership organisations e.g. NGA, CST, AOC and the DfE, to support and recommend changes to governance models and/or practice.

General

- Committee will be held accountable through the Committee Chair presenting a verbal report at the next scheduled meeting of the Independent Boards and the recording of any decisions.
- The Minutes of Committee meetings will be treated as confidential and will not be circulated to the Boards or made available for public access in accordance with the Instrument and Articles of Government.
- In order to ensure good practice, the terms of reference will be reviewed annually by the Committee.
- The Committee papers will be prepared and presented by Group Chief People Officer with support from the Group Executive Director Governance and Clerk the Boards where appropriate.
- Next review – July 2022