



# FOUR Cs MAT

## REMUNERATION COMMITTEE

### TERMS OF REFERENCE

#### 1.0 MEMBERSHIP

- 1.1 The Committee will consist of three Trustees. The Full Trustee Body may also appoint another Trustee who has relevant experience to bring the total committee up to four members.
- 1.2 The CEO and any member of the Senior Management Team (SMT) will not be a member of the Committee but if so requested by the committee may attend meetings to present such recommendations, data and information as the committee shall require for the proper discharge of its responsibilities.
- 1.3 The Chair of Trustees is regarded as an arbiter in case of appeal and is therefore precluded from being a member of the committee and from attending meetings.
- 1.4 Actual membership of the Committee for each academic year will be formally appointed by the Full Trustee Body at its Annual General Meeting (AGM).
- 1.5 The members of the committee will not be employed by the MAT in any capacity.
- 1.6 No other members of the Trustees or Local Governing Committees may attend these meetings.

#### 2.0 QUORUM

- 2.1 The quorum for Committee Meetings will be any three members excluding the CEO and any member of the SMT.

#### 3.0 MEETINGS

- 3.1 The Committee shall meet as often as may be required to conduct its business. At least one meeting will be held each academic year.
- 3.2 All meetings will be closed to Parents, Staff (except those invited under 1.2) and members of the general public.

#### 4.0 CONDUCT OF MEETINGS

- 4.1 An agenda, together with any relevant papers will be issued for each meeting and will be distributed to all members of the Committee at least seven (7) days before each meeting date.
- 4.2 All decisions of the Committee will be decided by a majority of votes. Each member of the Committee will have one vote and, in case of an equality of votes, the Chair will have a second casting vote. The committee will only conduct a valid vote if the majority of the meeting are Trustees. If attending, the CEO and any member of the SMT will have no vote.
- 4.3 Any voting member of the Committee who is, in any way, directly or indirectly personally interested in any item of business being considered by the Committee will declare such interest, will not participate in the discussion, and will physically leave the meeting whilst that business is considered.

#### 5.0 TERMS OF REFERENCE

- 5.1 The Committee will ensure that, at all times, its Terms of Reference, activities and projects (subject to not violating staff confidentiality) are known to other Committees of the Trustee Body so that the operations of and interfaces between such Committees are clearly established and understood.

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- 5.2 The Committee will have delegated powers from the Full Trustees and will act for the them in all matters relating to Trustees' responsibilities under the law as below: -
- 5.2.1 The definition of "Personnel," is understood to include Pupils, Staff, Trustees, Governors and others having access to and use of the MAT facilities and environment (including but not limited to community,) for which the committee will have oversight and responsibility for all matters relating to remuneration, pay policies, payment reward, Performance Management (PM), threshold management, salary grading, pay relativities, application of national pay scales and annual settlements, allowances, benefits and all other such associated matters relating to the "remuneration" of such personnel but excluding all other decisions, policies and actions pertaining to human resources management, which will be the exclusive remit of the Trustees' Resources Committee as detailed in the Specific Responsibilities of that committee in force from time to time.
  - 5.2.2 The Committee will ensure that the PM policy, as formulated by the Trustees, is followed and will seek documented confirmation that the PM process is cascaded downwards from the CEO through the schools to the rest of the staff.
  - 5.2.3 The Committee will seek three Trustees who will have specific responsibility for setting, monitoring and reviewing the CEO's objectives. These objectives will be set in line with the MAT PM policy.
  - 5.2.4 These Trustees will be formally appointed each year at the first meeting of the Full Trustees Committee. Each objective setter will serve a three year term. The objective setters will appoint one of their number to act as spokesperson. The Chair of the Remuneration Committee will not be one of the objective setters.
  - 5.2.5 The Chairmanship of the Remuneration Committee will be rotated on a three-yearly basis. This provides continuity and allows each committee member to be involved in a key role. The Chair & Vice-chair will be formally (re)elected at the first meeting of each academic year.
  - 5.2.6 The Committee will review the CEO's recommendations for staff salary increase due to performance, to ensure that they fall in line with the adopted policies and procedures. This will fall into three categories;
    - 5.2.6.1 SMT (at each school) will be reviewed at the end of the PM annual review. The committee will be mindful of the budget position and any financial guidelines from the Academy Handbook when making any decisions regarding pay increases.
    - 5.2.6.2 Classroom teachers who are applying to go through the threshold or to progress along the Upper Pay Spine (UPS).
    - 5.2.6.3 Progression points for classroom teachers who are neither members of the SMT nor applying for threshold and UPS but who have made the required amount of progress against their PM objectives.
- 5.3 The members of the Remuneration Committee will form an appeal panel when required to review decisions taken by the CEO about which a member of staff wishes to appeal.
- 5.4 No member of the Review Committee can be part of the Review Appeals Committee which will be formed from the Full Trustees to hear appeals against decisions taken by the Remuneration Committee.
- 5.5 The Chair of the Committee or in his/her absence, the vice-Chair of the Remuneration Committee, will have authority in conjunction with the MAT Management to authorise such action or to take such decisions, in event of emergency circumstances only,

where it is not practical to convene a meeting of the Committee, subject always to such action or decision being reported to the next meeting.

**6.0 REVIEW**

6.1 The Committee’s Terms of Reference will be reviewed annually by the Remuneration Committee and reported to the Full Trustees for approval at its AGM.

**7.0 STANDING ORDERS AND CODE OF CONDUCT**

7.1 Where appropriate reference will be made to the Standing Orders of the Full Trustees in force from time to time for any matters relating to the conduct and operation of all committees and in the case of any conflict between such Standing Orders and these Terms of Reference the former will prevail.

7.2 All actions and proceedings of the Full Trustees and its Committees will be subject to the Code of Conduct of the Full Trustees in force from time to time.

Signed ..... on ..... [date]

Chair of Committee

Date last Reviewed: Autumn 2020

Rev. No.	Date	Changes	Sign
0.	11/10/17	Composed from AMVC Review Committee TOR	GD
1.	15/11/17	Revised after the first Remuneration Meeting	GD
2.	08/11/18	No changes	GD
3.	24/11/20	No changes	DW