FALMOUTH
UNIVERSITY

REMUNERATION COMMITTEE TERMS OF REFERENCE

Reports to
Board of Governors

Occurrence
At least once per year

Sub-committees
None

Membership
- Independent Member of the Board of Governor [Chair]
- Chair of the Board of Governors
- At least one further Independent Member of the Board of Governors.

In attendance
- Vice-Chancellor & Chief Executive (for specific agenda items only)
- Up to two representatives of the People & Culture Team (for specific agenda items only)
- Deputy Director of People & Culture [Secretary]
- External independent advisor(s) (upon invitation)

Important note: attendees will be required to leave the meeting for all discussions and decisions relating to their own remuneration.

Quorum
A meeting shall be quorate when three members, one of whom must be the Chair, are present (in person or by videoconference).

Terms of Reference
Within the framework of the Articles of Government of Falmouth University:

1. To provide an independent view, with governance monitoring of senior staff remuneration and the University's strategic approach to reward and recognition.

2. To have oversight of the University's policy framework surrounding pay and conditions of service of staff.

3. To determine and approve the individual pay and conditions of service of the Vice-Chancellor & Chief Executive (Board-appointed Designated Post Holder).

4. To oversee and ratify decisions taken by Executive Remuneration Group in relation to the pay and conditions of service of other Designated Post Holders (see Annex A, section 2).

5. To monitor the pay award for all other staff, following agreement at national level, and to approve any local pay approach which falls outside the guidance issued by the University & Colleges Employers' Association.

6. To monitor the total amount of any severance or early retirement arrangements for the Vice-Chancellor & Chief Executive and other Designated Post Holders.

7. To monitor guidance on remuneration and severance matters, as issued by the Office for Students, Committee of University Chairs, or other relevant bodies, and to monitor compliance with the Higher Education Senior Staff Remuneration Code, which has been formally adopted by the University.

8. Undertaking such other tasks which are reasonably consistent with the above as may be referred to the Committee by the Board of Governors.

The Remuneration Committee shall, in order to assist in its deliberations, have access to any available comparative information relating to other institutions in the Higher Education Sector, for example, UCEA comparative data.

The Remuneration Committee shall, in its deliberations, have due regard to public expenditure probity, the financial health of the University, equal pay, and the Gender Pay Gap.

Annual Remuneration Report
The Remuneration Committee will produce an Annual Remuneration Report to the Board of Governors. The report will provide sufficient assurance that the Remuneration Committee has effectively discharged its responsibilities.

The Remuneration Committee will provide for inclusion in the Financial Statements, a report covering the remuneration policy for the Vice-Chancellor & Chief Executive and Designated Post Holders and compliance with the CUC Higher Education Senior Staff Remuneration Code, in line with requirements set out in the Office for Students' Accounts Direction.

Published Annual Remuneration Statement
The Remuneration Committee will ensure that appropriate arrangements are in place with regard to the publication of an Annual Remuneration Statement.

Reporting Arrangements
The Board of Governors will receive a copy of the minutes (redacted to protect confidentiality) of all meetings.

The Secretary will be responsible for holding a complete record of minutes and decisions for the purposes of internal and/or external scrutiny/audit, as authorised by the Board of Governors.

The Remuneration Committee will annually receive and consider:

1. a confidential annual report prepared by the Chair of the Board of Governors, on the performance of the Vice-Chancellor & Chief Executive as related to their performance objectives for the 12-month period under review.
2. a confidential annual report prepared by the Vice-Chancellor & Chief Executive, setting out pay review recommendations for Members of University Executive Board informed, informed by the outcomes of the national pay review process and relevant sector salary benchmarking.
3. a confidential annual report prepared by the Vice-Chancellor & Chief Executive, setting out pay review recommendations for all remaining Designated Post Holders, informed by informed by the outcomes of the national pay review process and relevant sector salary benchmarking..

Post meeting
Normally within ten working days of the meeting:

- The Chair of the Remuneration Committee will write to the Vice-Chancellor & Chief Executive and Secretary to the Board notifying them of decisions relevant to the individuals.
- The Vice-Chancellor & Chief Executive will write to University Executive Board Members notifying them of decisions relevant to the individuals.
- The Executive Director, People & Culture will write to all remaining Designated Post Holders notifying them of decisions relevant to the individuals.

Authority for Chair's action
Given practicalities and sensitivities related to terms of any severance or early retirement arrangements, these may be approved by Chair's action, with due regard to the Committee of University Chairs (CUC) Guidance on Decisions Taken about Severance Payments in HEIs.

ANNEX A) DESIGNATED POST HOLDERS

1) Remuneration Committee of the Board of Governors

The remuneration of the following Board-appointed Designated Post Holders will be determined and approved at the Remuneration Committee of the Board of Governors:

- Vice-Chancellor & Chief Executive

The remuneration of the following Designated Post Holders will be overseen and ratified at the Remuneration Committee of the Board of Governors:

- All other members of staff remunerated outside of the national framework agreement, for example:
    - Deans of Faculty
    - Directors
    - Pro Vice-Chancellors

2) Executive Remuneration Group

The remuneration of the following Designated Post Holders will be determined and approved at the Executive Remuneration Committee:

- All other members of staff remunerated outside of the national framework agreement, for example:
    - Deans of Faculty
    - Directors
    - Pro Vice-Chancellors

Approved by:	
Board of Governors	21 November 2025