



Remuneration Committee Constitution

Approved: 13 January 2026

A Scope of the committee

1. To be responsible to Council for the terms of employment and remuneration of the Vice-Chancellor and other senior post holders falling within its remit. It also has a role in determining severance payments for the Vice-Chancellor and those proposed for any other member of staff over a value of £100,000.
2. In conducting its work, the committee shall:
 - a. apply the principles set out in the CUC Higher Education Senior Staff Remuneration Code and any other applicable external guidance in this area;
 - b. apply the principles set out in the CUC Guidance on decisions taken about severance payments in HEI and any other applicable external guidance in this area; and
 - c. pay particular attention to equality and diversity, making sure that reward policy and practice reflect the University's commitment to ensuring equal treatment.

B Terms of reference

3. The duties of the committee are as follows:
 - a. To maintain a formal and transparent Framework for the Remuneration of the Vice-Chancellor and other senior staff, including, but not limited to, contracts of employment, severance arrangements (i.e. any payment that an employee is not contractually entitled to) in the context of the remuneration of all the University's employees.
 - b. To receive and review reports from the Chair of Council and others, as required on the performance of the Vice-Chancellor and consider and determine their remuneration, as required.
 - c. To receive and review reports from the Vice-Chancellor on the performance of senior staff and consider and determine their remuneration, as required.
 - d. To consider and determine salaries and terms and conditions of any other roles falling within the remit of the committee, as set out in the Senior Staff Remuneration Framework.
 - e. To determine at the time of appointment the remuneration of staff within the remit of the committee, as set out in the Senior Staff Remuneration Framework.
 - f. On request, to give guidance to the Vice-Chancellor and other senior staff in setting levels of remuneration for the University.
 - g. Obtain reliable, up-to-date information about remuneration in other institutions of comparable scale and complexity.

- h. To consider and recommend for approval to Council where it considers it appropriate, severance payments to the Vice-Chancellor and those proposed for any other member of staff over a value of £100,000. In exercising this responsibility, the committee shall ensure that any terms are fair to the University and to the individual, that failure is not rewarded and that the duty to mitigate loss is appropriately recognised.
 - i. To receive an annual report of Director of Human Resources on remuneration matters.
 - j. To submit an annual remuneration report to Council providing assurance that the committee has discharged effectively its responsibilities, the content of which will form the basis of an annual statement to be published on the university's website.
 - k. To undertake any other tasks as delegated to it by Council.
4. The duties of the Committee shall be exercised at all times in accordance with the University's Senior Staff Remuneration Framework, which itself shall be reviewed and approved by the Committee on an annual basis.

C Membership

Independent member (Chair)	Name
Chair of Council	Name
Chair of Finance and Resources Committee	Name
Up to three further independent members	Name Name

- 5. Other than in exceptional circumstances that may require it, (i.e. the late notice of the absence of the Chair), no committee chair shall chair any other committee of the Council.
- 6. No staff or student members of Council may sit on this committee.
- 7. The committee may seek external advice or guidance, which may include the attendance of appropriate external advisors at meetings, if and when required.

D In attendance

Vice-Chancellor*
Secretary to Council*
Director of Human Resources*
Governance Secretary

* Shall attend all meetings but will not be present for any matters relating to their role.

E Frequency of meetings

- 8. The committee should meet no less than twice per year.
- 9. The committee may conduct its business via circulation when appropriate to do so.

F Quorum

- 10. The quorum is half the total members.

G Reporting structure

11. The committee reports to Council.

H Servicing and support arrangements

12. Servicing will be provided by the Office of the Secretary to Council.

13. The committee will have access to internal and external professional advice on remuneration matters (including comparative information relating to other relevant institutions) and, when it may be necessary, legal advice.