

PLANNING, REMUNERATION and GOVERNANCE COMMITTEE
Terms of Reference 2017-18

1 Purpose

- 1.1 The Committee is responsible for the setting out of the process for developing and agreeing the Strategic Plan and the coordination of contributions in order to place drafts before the full Governing Body.
- 1.2 The Committee shall ensure that progress of the College's Strategic Plan is fully reviewed either in its own proceedings, or in those of other committees of the Governing body.
- 1.3 The Committee shall have responsibility for HR matters within the College but shall make budgetary recommendations to the Resources Committee.
- 1.4 The Committee shall advise the Governing Body on the remuneration of the holders of senior posts including the Clerk to the Governing Body, ensuring that:
 - I. There is adequate and comprehensive framework against which to make pay recommendations.
 - II. The annual objectives of the senior post-holders reflect the strategic plan and that those objectives are monitored through the appraisal process.
 - III. There are regular annual pay reviews
- 1.5 The Committee will review the business of the meeting and receive reports from individual Committee Chairs to ensure that any emerging risks have been identified for inclusion on the risk register
- 1.6 The Committee shall be responsible, subject to the approval of the Governing Body, for devising, implementing and monitoring the governance structure for the College.
- 1.7 The Committee shall from time to time consider and make recommendations to the Governing Body on the Governing Body's composition, skills balance, and on the procedures for appointment to the Governing Body.
- 1.8 The Committee shall develop, and recommend to the Governing Body, policies and procedures for the induction, training and development of Governing Body members.
- 1.9 The Committee shall monitor actions to be taken arising from the annual self-assessment process relating to Governance.
- 1.10 The Committee shall be responsible for determining the process whereby candidates are nominated as governors, subject to any existing statutory provision and arrangement. The process and procedures are set out in the Recruitment, Renewal and Succession Policy. With regards to interviewing

potential governors then the interview panel will be made up of Members of the Governing Body and will be organised through the Clerk.

2 Membership

- 2.1 The Committee shall consist of the Chairman and Vice Chairman of the Governing Body and the Chairmen of each of the other Committees. If the Chair of the Committee were unable to attend the Vice Chair should attend and in such circumstances would be a full member of the Planning, Remuneration and Governance Committee. The Vice Chairman of the Governing Body will be the appointed Chairman of this Committee by virtue of office.
- 2.2 The Principal is not a member of the Committee but will normally be in attendance for the purpose of giving advice and information and shall withdraw when the Principal's remuneration is being discussed.
- 2.3 The Clerk to the Governing Body shall withdraw when the Clerk's remuneration is under discussion.
- 2.4 The Deputy Principal and Vice Principal will be in attendance for the purpose of giving advice and information with respect to matters relating to the College's strategic and development planning. They shall withdraw when remuneration is being discussed

3. Proceedings of Meetings

- 3.1 The Vice Chairman of the Committee shall be appointed biennially by the members at the first meeting of the academic year and must be a Governor of the College. On the expiry of his/her term of office, such Vice-Chairman shall be eligible for re-appointment.
- 3.2 Meetings of the Committee shall be quorate if three members are present.
- 3.3 The Committee shall meet at least once each term. Other meetings shall take place as and when necessary.
- 3.4 Every question to be decided at a meeting shall be determined by a majority vote of the members present and voting on the question. Where there is an equal decision of votes, the Chairman of the meeting shall have a second or casting vote.
- 3.5 When a senior postholder post becomes vacant the Governing Body shall determine the salary and terms and conditions of the vacant post. A selection panel will be appointed comprising at least three members of the Governing Body, plus the Principal (except where the Principal's post is being considered). The selection panel for the Principal's post shall comprise at least five members of the Governing Body including the Chairman or Vice Chairman or both.
- 3.6 Should it be considered appropriate to dismiss a senior post holder the matter will be referred to a Special Committee. Membership of the Special Committee will be drawn from the membership of the PRG Committee with the exception of the Chairman of the Corporation who is ineligible under the terms of the Corporation's standing orders. In the event that specialist advice is required any other member of the Governing Body with the exclusion of the Principal, Staff and student members, may be co-opted onto the Special Committee. External experts may also be co-opted for this purpose

- 3.7 The Committee may amend its terms of reference at any time and report any changes to the Governing Body.