

UNIVERSITY OF HERTFORDSHIRE HIGHER EDUCATION CORPORATION

VICE-CHANCELLOR'S REMUNERATION COMMITTEE

A QUORUM

3, of whom one (1) shall be either the Chair of the Board or the Vice-Chair of the Board.

B ARTICLES OF GOVERNMENT

Extracts from the Articles of Government approved by the Privy Council with effect from 1 September 2012 which provide as follows:

"3 RESPONSIBILITIES OF THE BOARD OF GOVERNORS, VICE-CHANCELLOR AND ACADEMIC BOARD

The Board of Governors

3.1 The Board of Governors shall be responsible for:

- (d) the appointment, grading, suspension, dismissal, appraisal and determination of the pay and conditions of service of the holders of senior posts; and it will also determine the composition and structure of senior management together with the assignment of other senior posts and be responsible for the appointment, grading, suspension, dismissal, appraisal and determination of the pay and conditions of service of any senior posts so designated;
- (e) setting a framework for the pay and conditions of service of all other staff.

....."

"5 DELEGATION OF FUNCTIONS AND COMMITTEES

5.1 Subject to the following provisions of this Article, the Board of Governors may establish committees for any purpose or function, other than those assigned elsewhere in these Articles to the Vice-Chancellor or to the Academic Board, and may delegate powers to such a committee or to the Chairman of the Board of Governors or to the Vice-Chancellor.

5.2 The Board of Governors shall establish:

- (a) a committee, the membership of which shall be drawn from members of the Board other than staff and student governors, to determine and advise the Board on matters remitted to it by the Board relating to employment policy, in respect of staff other than those for whom the Board has direct responsibility;
- (b) a committee, the membership of which shall be drawn from members of the Board other than staff and student governors, to determine and advise the Board on matters remitted to it by the Board relating to financial policy;
- (c) an audit committee in accordance with guidance issued by the " *Committee of University Chairs (CUC) in its Higher Education Audit Committees Code of Practice.*

C TERMS OF REFERENCE

C.1 General

C.1.1 The Board of Governors has established the Vice-Chancellor's Remuneration Committee to enable it to meet the requirement of 3.1(d) of the University's Articles of Government.

C.1.2 To alert the Board to issues of concern.

C.1.3 As necessary and appropriate, to make recommendations to the Board

C.2 Remuneration of the Vice-Chancellor

C.2.1 To determine and review the remuneration and conditions of service of the Vice-Chancellor.

C.2.2 In fulfilling its role, when considering all forms of payment, reward and severance in relation to the Vice-Chancellor, the Committee will consider the public interest and the safeguarding of public funds as well as the interests of the University and guidance thereon issued by any regulatory body.

C.3 Reporting

The Committee will make:

- a a report to the Board concerning the business discharged at each meeting;
- b an Annual Report to the Board.

D COMPOSITION

Members are eligible for re-appointment for further terms of office.

Category

1	Chair of the Board of Governors (ex officio)	1
2	Vice-Chair of the Board of Governors (ex officio)	<i>Vacant</i>
3	<i>Chair of the Finance Committee (ex officio)</i>	1
4	Chair of the Audit and Risk Committee (ex officio)	1
5	Not less than two (2) Independent or external Co-opted Members, appointed for terms of office of no more than two (2) years	$\frac{4}{7}$

Officers in attendance:

Secretary and Registrar
Director of Human Resources
Head of Governance Services (Clerk to the Committee)
Governance Services Officer

Sharon Harrison-Barker
Chizoma Okaro
Elizabeth Heath
Nick Harper

E **MEMBERSHIP**

	Category	Period of office to:	
1	Chair of the Board of Governors (ex-officio)	31.08.26	David Sproul
2	Vice-Chair of the Board (ex officio)		Vacancy
3	<i>Chair of the Finance Committee (ex officio)</i>	<i>31.08.25</i>	<i>David Williams</i>
4	Chair of the Audit and Risk Committee (ex officio)	31.08.25	Bob Macnaughton
5	Not less than two (2) Independent or external Co-opted Members, appointed for terms of office of no more than two (2) years	31.08.25 31.08.25 31.08.25 31.08.27	Raj Singh Dr Jon Walmsley <i>Lesley Titcomb (Chair)</i> <i>Dr Sam Bakri</i>

Officers in attendance:

Secretary and Registrar
Director of Human Resources
Head of Governance Services (Clerk to the Committee)
Governance Services Officer

Sharon Harrison-Barker
Chizoma Okaro
Elizabeth Heath
Nick Harper

F GOVERNANCE AND OPERATION OF THE COMMITTEE

F.1 The Vice-Chancellor's Remuneration Committee is a committee of the Board of Governors.

F.2 The Committee will normally meet once each Academic Year. Further meetings may be convened as necessary. Formal minutes of the Committee's proceedings will be published and circulated by the Head of Governance Services.

F.3 The Committee will note its terms of reference, composition and membership at the first meeting of each Academic Year and any subsequent changes to these.

F.4 Private pre-meetings

At its discretion, the Committee may choose to hold a private meeting, without Officers in Attendance, prior to the main meeting.

F.6 Director of Human Resources

F.6.1 The *Director* of Human Resources:

- i shall provide all necessary background information required in relation to the remuneration and conditions of service of the Vice-Chancellor;
- ii shall take all appropriate steps to implement the Committee's decisions by:
 - a preparing a Schedule of Revised Salaries for the Committee Chair's approval;
 - b subsequently preparing all correspondence to the individuals concerned for signature by the Committee Chair;
 - c authorising the appropriate amendments to the Executive payroll.