

University of Suffolk

## REMUNERATION COMMITTEE

### Terms of Reference

1. To make recommendations to the Board regarding the Remuneration Policy of the Company on an annual basis.
2. To use the delegated authority of the Board and the recommendation of the Chair of the Board to determine the salary of the Vice-

Secretary  
Director of People and Organisational Development

Notes on membership

- 1) Membership of the Remuneration Committee will include 4 independent directors to include the Senior Independent Director (as chair of the committee) and the Chair of the Board.
- 2) Membership will also include one external member (i.e. not a Board Director) of the Audit and Risk Committee.
- 3) In attendance will be the Vice Chancellor and Chief Executive, the Secretary to the Board and the Director of People and Organisational Development who will also act as Secretary to the Committee. None of those in attendance would be present for matters pertaining to their own employment.
- 4) Members will normally serve for a minimum of 3 years and a maximum of seven years.

Quorum  
3 members

Frequency of meetings

The Remuneration Committee shall meet formally on an annual basis or more frequently if required.

Reports to

- x University of Suffolk Board of Directors

The terms of reference for the Remuneration Committee will be reviewed by the Board at least annually.