

CCEA COMMITTEE TERMS OF REFERENCE

REMUNERATION COMMITTEE

1. Constitution

1.1. The Remuneration Committee (the Committee) supports Council in its responsibilities on all performance related issues of the Chief Executive, Directors and Senior Managers.

2 Membership

2.1 Members of the Remuneration Committee (the Committee) shall be appointed by the Chairperson. The Committee should be made up of at least three members of Council. The Chairperson of Council may also be a member of the Committee.

2.2. Only members of the Committee have the right to attend Committee meetings. Officers of the Council may be invited to attend for all or part of any meeting as and when appropriate.

2.3. DE Officials may attend meetings in an observer capacity.

2.4. Appointments to the Committee shall be for a period of up to three years which may be extended for one further two-year period, provided the member still meets the criteria for membership of the Council.

2.5. The Chairperson of Council will appoint a Chairperson of the Committee. In the absence of the Committee Chair the remaining members will elect a chair for the meeting.

3. Secretary/Senior Officer

3.1. The Council Secretariat Manager shall be the Secretary and Senior Officer to the Committee.

4. Quorum

4.1. The quorum necessary for the transaction of business shall be no less than three, including the Chairperson. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.

5. Meetings

5.1. The Committee shall meet at least once a year and at such other times as the Chair of the Committee shall require or as business arises.

6. Notice of meetings

6.1. Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Committee.

7. Minutes of meetings

7.1. The Manager of the Council Secretariat shall minute the proceedings and resolutions of all Committee meetings, including the names of those present and in attendance.

7.2. Minutes of the Committee shall be held as a 'Confidential' record.

8. Reporting to Council

8.1. The Chair of the Committee shall provide a report of meetings of the Committee to Council as appropriate.

8.2. The Committee shall be responsible for making recommendations to Council as appropriate in any area of its remit.

9. Annual Remuneration Report

9.1. An Annual Remuneration Report, for inclusion in the Council Annual Report and Accounts, is produced by the Financial Services Manager and approved by the Chief Executive and Chairman as part of the final sign-off process.

9.2. This report should be forwarded to the Remuneration Committee and Council for information.

10. Duties

10.1. The Committee shall be responsible for:

- (a) ensuring that it is satisfied that it understands the requirements of all current DE/DFP guidance on the pay remit approval processes as well as those contained in the CCEA Management and Financial Statements and Managing Public Money requirements relating to pay and staffing issues and that decisions are in line with the requirements before being submitted to DE for approval.
- (b) ratification of the salary and level of annual performance related pay for the Chief Executive Officer (to a maximum of 15% of basic salary) as proposed by the Chairman of Council in accordance with the CCEA Policy on Performance Related Pay (PRP).

- (c) ratifying the proposals of the Chief Executive for the approval of salary levels and PRP of the Top Management Team (TMT) in accordance with the CCEA Policy on Performance Related Pay (PRP) (subject to DE approved scales).
- (d) determination of the appropriateness of salaries and PRP related to other staff grades in CCEA (subject to DE approved scales).
- (f) review of the ongoing appropriateness and relevance of the remuneration framework of CCEA,
- (g) Advice to Council giving due regard to relevant legal and/or departmental requirements as set out in the Management Statements and departmental correspondence and circulars;
- (h) the review and annual note of the remuneration trends across the organisation;
- (i) Ensuring that all provisions regarding remuneration are fulfilled;
- (j) consider and agree the annual appraisal documentation for the Chief Executive in conjunction with the Chair of Council;
- (k) put forward recommendations on the Chief Executive's performance (in agreement with the Chair of Council) for DE consideration.

11. **Authority**

11.1. The Committee shall be included in discussions and approvals for salaries for the CEO and executive Directors from the early stages of a recruitment process.

11.2. The Committee shall satisfy itself that the DE approval of salary and PRP entitlement has been granted before letters of offer of contract are issued to candidates.

11.3. The Committee is authorised to obtain appropriate independent professional or legal advice as necessary in pursuance of its duties.