

Newham Community Learning - Pay and Performance Committee: Terms of Reference

The Pay and Performance Committee is a committee of the Trust Board, and acts in accordance with these terms of reference. As a committee, it is also subject to the Leadership and Governance Decision Planner, part of the Scheme of Delegation.

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Applies to: Newham Community Learning

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newhamcommunitylearning.org

Tel: 0203 102 4002 | Email: ceo.pa@newhamcommunitylearning.org | [@NCLTrust](https://twitter.com/NCLTrust)
Newham Community Learning, Pretoria Road, London E16

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1. Newham Community Learning: Pay and Performance Cttee Terms of Reference

1.1. Introduction

The Trustees have the power to establish any committee to assist in the conduct of the business of the Trust. If a committee is to have decision making authority, the committee board must comprise a majority of Trustees, enabling a quorate decision to be made. Where committees consist of four trustees, and three are present at a meeting, this will enable quorate decision making.

Details of the committees established by the Trust are noted in the Trust's Structure Diagram which forms part of this Scheme of Delegation suite of documents.

The Trust Board has established this committee pursuant to Article 100 (b) in the Trust's Articles of Association.

1.2. Authority

The Pay and Performance Committee is a committee of the Trust Board and is authorised to investigate any activity within its terms of reference or specifically delegated to it by the Board. It is authorised to:

The primary responsibility of the Pay and Performance Committee is to ensure, on behalf of Trustees, that the remuneration of the Trust's CEO is reviewed. In carrying out this duty, the committee takes appropriate independent external advice.

The committee is authorised to:

- review the CEO's performance against the objectives set the previous year;
- conduct the CEO's appraisal, in line with the Trust's Teacher Appraisal Policy - which includes the setting of objectives for the following year;
- recommend and/or propose key decisions that fall within its remit to the Trust Board;
- request any information it requires from any external provider or relevant member of staff; and
- obtain outside legal or independent professional advice it considers necessary, normally in consultation with the CEO/ the Trust Board.

1.3. Reporting

The Committee will:



- report back to the Trust Board when relevant.

1.4. Membership and clerking

Members of the committee will be NCL trustees, from whom a Chair will be appointed. The committee structure includes provision for an external adviser, whose services will be procured by the committee and who may also attend committee meetings, where appropriate.

The meetings of the committee will take place in line with the performance review cycle of the Trust's CEO, and in addition, as and when required (see 1.6 for further information). All meetings shall be minuted by an external clerk, in accordance with the Trust's governance support arrangements.

1.5. Constitution

This committee has been established as a committee of the Trust Board, responsible for recommending or proposing decisions to the Trust Board.

The chair will be a Trustee and will be appointed as committee chair by the Board of Trustees, taking into account the required skills and experiences required for the position and the balance of chairing responsibilities within the Trust.

1.6. Frequency of meetings

The Pay and Performance Committee will meet at least twice annually (in line with the start of the year and mid-year appraisal meetings outlined in the Trust's Teacher Appraisal Policy, which includes the appraisal of the CEO). The Committee is aware that as per the Trust's Teacher Appraisal Policy, recommendations for changes to Headteacher pay, including that of the CEO, need to be made by the 31st December of each year.

The Chair has the power to call a meeting of the Committee at any time. All meetings will be clerked by an external clerk.

The quorum for meetings shall be any three members of the committee, all of whom will be trustees.

In the absence of the Chair, the committee will appoint a Chair for the meeting on that day.

1.7. Delegated decision making - pay and performance

The following functions may be delegated to any committee dealing with pay and performance.

- Review the CEO's performance;



- Recommend any actions to the Trust Board should the CEO's performance not meet the objectives set by the Board; and
- Recommend to the Trust Board any changes to the CEO's pay.