

Holy Cross Catholic MAC

(The 'Company')

TERMS OF REFERENCE

Pay and Remuneration Committee

Responsible for Policy	Marina Kelly
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Document Control:

Version History

Version	Status	Date	Author	Department	Summary of Changes
1.0	**Draft**	June 2019	J Parry	HCCMAC, Central Team	Draft document for Board Approval
1.1	**Approved**	5 Sept 2019		MAC Board	Approved by MAC Board of Directors
2.0	**Approved**	2 Sept 2020	J Parry	HCCMAC, Central Team	Amended terms of Reference approved by MAC Board.
2.1	**Approved**	1 Sept 2021		HCCMAC, Central Team	Approved by MAC Board.
2.2	**Approved**	19 October 2022		HCCMAC, Central Team	Approved by MAC Board
3.0	**Approved**	5 Dec 2023	J Parry	HCCMAC, Central Team	Presented to MAC Board 20 December 2023
4.0	**Approved**	11 Sept 2024	J Parry	HCCMAC, Central Team	Draft presented to MAC Board for approval
5.0	**Approved**	September 2025	J Parry	HCCMAC, Central Team	Annual review of P and R Terms of Reference
6.0		September 2026	J Parry	HCCMAC, Central Team	Annual review of P and R Terms of Reference

Terms of reference – Pay and Remuneration Committee

1. Introduction

The board of directors (Directors) of Holy Cross Catholic Multi Academy Company (the Company Board) has established a committee of the Company Board to be known as the Resources Committee.

The Committee is authorised to:

- Carry out any activity authorised by the MAC Board;
- Investigate any activity within its terms of reference or specifically delegated to it by the Board; and
- Seek any appropriate information that it requires from any officer within the Company and all officers shall be directed to co-operate with any request made.
- Request staff attend a meeting of the committee to present information or to answer questions on a matter under discussion.
- Obtain outside legal or independent professional advice it considers necessary, normally in consultation with the Accounting Officer and/or Chair of the Board. However, the Committee may not incur expenditure without the prior approval of the Board of Directors
- Establish time-limited task groups where appropriate.

2. Pay and Remuneration Committee Responsibilities

The Pay and Remuneration Committee will exercise responsibility for and oversight of:

a. To agree an HCC MAC Pay Policy for recommendation to the MAC Board

b. To agree a HCC MAC appraisal policy for recommendation to the MAC Board

c. To receive recommendations from MAC School's Pay and Remuneration Committees

d. To operate in accordance with the statutory appraisal regulations and the relevant MAC's adopted policy as follows:
    - to select an external adviser to advise the Committee undertaking the appraisal of the Headteachers
    - to take advice from the external adviser when agreeing objectives and reviewing Headteacher's performance
    - to agree performance objectives with Headteachers
    - to conduct Headteacher's appraisal

- to determine whether the outcome of Headteacher's appraisals meet the criteria for pay progression as covered under the adopted pay policy

e. To hear any appeal by a teacher employed at any School against the outcome of their threshold assessment application.

f. To determine annually, in accordance with the School Teachers' Pay and Conditions Document, the Appraisal and Pay Policies adopted by the MAC and the MAC's salaries budget, the salaries of teaching staff.

g. To determine annually, in accordance with the adopted Pay Policy and any appropriate regulations and agreements and within the MAC's salaries budget, the salaries and gradings of support staff.

h. To deal with any other matters relating to pay, appraisal and employment as may be referred by the Company Board.

3. Membership and Administration

3.1 Membership

- The Committee will consist of at least two Directors of the Board together with the Chief Executive Officer (CEO). Additionally, another co-opted may also be appointed. Any Director may attend and vote at Committee meetings.
- No vote on any matter shall be taken at a meeting of the Committee unless the majority of the Committee members present are Directors.
- The Committee will be quorate if (i) three members are present (at least one of which must be a Director or (ii) two Directors are present. No resolution may be passed by the Committee unless at least two Directors are present in the relevant meeting.
- The Chair of the Committee shall be appointed by Directors.
- Each school year the Committee shall, at their first meeting in the year, elect a Vice-Chair from among their number.
- Agendas will be agreed in advance by the Chair of the Committee (based on, but not limited to, a pre-agreed annual schedule of activity; provided that any member may request that a matter is included in the agenda.

3.2 Proceedings of Committee Meetings

- This Committee reports directly to the MAC Board of Directors which receives minutes, reports and recommendations from the Committee.
- All members have equal voting rights.
- In the event of an equal division of votes, the Chair shall have a casting vote.
- However, no vote on any matter shall be taken at a meeting of a committee of the Directors unless the majority of members of the committee present are Directors.
- The Committee shall be responsible for the setting up of any sub-committee to hear any matters in connection with staff disciplinary, capability, redundancy, absence or grievance matters. (See also the policies and procedures adopted by the directors, namely: Redundancy Procedures; Grievance and Discipline Procedures; Managing Staff Sickness Absence; Capability Procedures).
- The Committee shall meet at least annually in the autumn term but may meet more frequently as required.
- Administrative support will be provided by the Company Clerk.
- The Committee shall conduct an annual review of its work and these terms of reference and shall report the outcome and make recommendations to the Company.