



**St Joseph**  
Catholic Multi Academy Trust

## Appointments and Remuneration Committee Terms of Reference

Reviewed By	Approved By	Date of Approval	Version Approved	Next Review Date
Carena Graham-Benson	Trust Board	05.02.24	2.1	September 2025
Carena Graham-Benson	Trust Board	25.09.23	2.0	September 2025
Andrew Truby	Trust Board	12.12.22	1.0	November 2023

**Document Properties**

Document Owner	Carena Graham-Benson
Organisation	St Joseph Catholic MAT
Title	Head of Governance and Compliance

**Abstract**

Committee terms of reference to outline the scope and responsibilities of the committee.

**Version History**

Date	Version	Status	Summary of Changes
05.02.24	2.1	Approved	Addition of the approval of policies by the committee (section 6)
20.09.23	2.0	Approved	Reviewed in line with changes to SOD.
12.12.22	1.0	Approved	

**For the purpose of this policy the following representatives need to sign off this document:**

Role & Responsibilities	Name
Chair of the Board of Directors	Ann Connor OBE
CEO	Andrew Truby
Head of Governance and Compliance	Carena Graham-Benson

**Website:**

Yes/No	Yes (Trust)
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# The Key Functions of the Appointments and Remuneration Committee

1. To appoint directors and governors.
2. To be responsible for pay decisions for the Trust.

## 1. Appointment of Governors and Directors

The committee reviews expressions of interest for governors for local governing bodies and for directors for the Board. For directors, the Chair of the Board interviews the individual as part of the process.

### Process for Appointing Governors to Local Governing Bodies

- Expressions of interest are submitted to SJCMAT for consideration by the Appointments and Remuneration Committee, including a skills audit.
- References, including Parish Priest reference are sought by the Trust.
- The Appointments and Remuneration Committee appoint governors to the LGB.
- Foundation governors are approved formally by the respective Diocese, who send a letter to the individual.
- Non-foundation governors receive a letter on behalf of the Board.

Please refer to the Terms of Reference for Local Governing Bodies for further information around the constitution.

### Members, trustees and local governors

The trust must make sure the following are carried out on members, trustees, and local governors with delegated responsibilities:

- An enhanced Disclosure and Barring Service ([DBS](#)) check
  - This will need to include a barred list check if they will be in regulated activity (see below)
- A [section 128 check](#)
- Checks to confirm their identity (including as a part of the DBS check)
- Checks to confirm their right to work in the UK
- Any other checks deemed appropriate where the individual has lived or worked outside the UK ([guidance available](#))

This is outlined in paragraphs 319 to 326 of (KCSIE) , and in section 20(6)(b) of [The Education \(Independent School Standards\) Regulations 2014](#).

For members and directors, the checks are led by the Head of Governance and Compliance. For local governors, the checks are undertaken by the ~~academy office staff~~ the academy.

For the Chair of the Board, a Suitability Check is also required by ESFA.

### The suitability check includes:

- verification of identity.

- confirmation of the right to work in the United Kingdom.
- an enhanced Disclosure and Barring Service (DBS) check.

<https://www.gov.uk/government/publications/academy-trust-chair-suitability-checks>

## 2. The role of the Committee in determining pay decisions

The governing board is responsible for making pay determinations for all staff on an annual basis. **The Board of St Joseph CMAT** delegates this responsibility **in full** to the Appointment and Remuneration committee.

The committee's responsibility is to ensure that all pay determinations are in accordance with the Trust's pay policies and procedures, including adherence to any timings of pay determinations.

These policies include:

- Teachers' Pay Policy
- Support Staff Pay Policy

It is possible that the same members of the Appointment and Remuneration Committee who make pay determinations for the headteacher will hear the appeals of other members of staff.

The Board of St Joseph CMAT will not permit:

- The same members of the Appointment and Remuneration Committee who determine the CEO or headteacher's pay to hear appeals for the CEO or headteacher.
- The same members of the Appointment and Remuneration Committee who determine other staff pay to hear the appeals for other staff.

## 3. Membership and quorum

The Appointment and Remuneration Committee will be appointed by the Trust board.

The minimum number of directors on the committee will be **three**. This will be to ensure that there is an adequate number of directors to hold a majority when voting on matters discussed by the committee.

The headteacher will be permitted to attend in an advisory capacity; however, they will not be present at their own pay determination.

Membership will be decided based on the outcome of the Director's skills audit. Directors with the required skills and knowledge will be appointed to the Appointment and Remuneration committee.

Only full members of the committee who have been approved by the Trust board will have the right to vote on any matters.

## 4. Term of office

Members of the committee will hold office from either the date of their appointment until their resignation, or their omission from the Appointment and Remuneration committee as decided by the Trust Board – whichever occurs first.

It is recommended that membership of the CEO/headteacher review panel should be changed on a regular basis (ideally by changing one member every year) to ensure that no complacency develops which might detract from an objective review.

## 5. Meetings

### Frequency and attendance

The committee will meet as often as is necessary to fulfil its responsibilities, including in relation to timescales outlined in the school's pay policies and procedures, and at least once per **term**.

The Chair of the Appointments and Remuneration committee, or any **two** committee members, will only call unscheduled meetings where necessary, and only as long as appropriate notice of at least **seven** days is given to the other members. A shorter notice may be given where the chair of the Appointment and Remuneration committee decides a particular pay or appeals issue requires addressing immediately.

The frequency and dates for committee meetings will be considered before the **Autumn** term of the school year.

A register of attendance will be kept for each meeting and will be published on an **annual** basis.

### Responsibilities of the clerk

The clerk to the committee will circulate the following items no fewer than **five** working days prior to a meeting:

- An agenda
- Copies of minutes of the previous Appointment and Remuneration committee meeting
- Any other documents to be considered

The clerk will take minutes of the meeting, which will then be circulated to the Appointment and Remuneration committee members. These will be approved by the chair of the committee as accurate representations of the meeting before they are handed to members of the committee.

Minutes of the Appointment and Remuneration committee will be regarded as **confidential** and stored securely.

### Voting entitlement

The Appointment and Remuneration committee may invite non-members to meetings to assist or advise on a particular matter or issue. These additional attendees will not be entitled to vote on any matters.

Each matter to be decided upon will be determined by a majority vote – where there is an equal division of votes, the chair of the Appointment and Remuneration committee will have the deciding vote.

Each member of the committee who is present at the meeting will be entitled to one vote. Absent members will not be able to take part in the voting process.

### Meeting quorum

The quorum of any meetings of the Appointment and Remuneration committee will be **three** directors.

## 6. Authority

The committee is authorised by the Trust board to:

- Investigate any activity within its terms of reference.
- Seek any information it requires from any employee, with all employees directed to cooperate with any request made by the committee.
- Obtain any external legal or independent professional advice, where necessary.
- Approve committee relevant policies on behalf of the Trust Board (with the exception of statutory policies which should be approved by the Board).

## 7. Calendar of business

The committee will meet at least once per term. The items of business that will be discussed during the meetings are outlined below.

### Autumn term 1/Autumn 2

Reference number	Item description
1	Elect a chair of the committee.
2	Establish a panel of <b>three</b> Directors from the Board to facilitate the CEO performance review. <i>It is recommended that the Chair of the Board is a member of the CEO performance review panel.</i>
3	Establish a panel of <b>three</b> Directors to hear any pay appeals.

	The same members responsible for pay determination for the CEO/Headteacher or other staff cannot be on the appeals panel of the same tier of staff.
4	Confirm meeting dates, if these have not already been established at the end of the previous academic year.
5	Review the committee's membership and plan to fill any vacancies.
6	Make determinations in respect of the performance management and pay audit for the academic year..
7	Revise the headteacher's recommendations for teachers' pay progression decisions in line with the timescales outlined in the Teachers' Pay Policy.
8	Make pay determinations for teachers in line with the timescales outlined in the Teachers' Pay Policy.
9	Request that salary statements are issued to teaching staff to confirm the pay committee's determinations.
10	Receive the headteacher's recommendations for support staff pay determinations in line with the timescales outlined in the Support Staff Pay Policy ( <i>please note there is no PRP so merely a formality to confirm no one is on capability</i> ).
11	Make pay determinations for support staff in line with the timescales outlined in the Support Staff Pay Policy. (as above).
12	Request that salary statements are issued to support staff to confirm the pay committee's determinations. ( <i>please note there is no requirement for support staff, it is only because it is in the STPCD for teachers</i> )

### Autumn term 2/Spring term 1

Reference number	Item description
1	Receive the headteacher's performance recommendations in line with the timescales outlined in the school's pay policies and procedures.
2	Make determinations for the headteacher's pay in line with the timescales outlined in the Teachers' Pay Policy.



<b>3</b>	Request that a salary statement is issued to the headteacher to confirm the pay committee's determinations.
<b>4</b>	Complete a notification form to provide details of the headteacher's pay determination to payroll. This is to be completed by the CEO on behalf of the committee.

## 8. Duties

### General

Reference number	Duty description
<b>1</b>	To appoint a clerk to advise and guide the Appointment and Remuneration committee on their duties and responsibilities, and to record minutes of all committee meetings.
<b>2</b>	To establish terms of reference for the Appointment and Remuneration committee and review these on an <b>annual</b> basis.
<b>3</b>	To manage all matters relating to salaries and appraisal that may be referred by the Trust board.
<b>4</b>	To keep up-to-date with any relevant legislation and advise the Trust Board of when related pay policies need to be revised.
<b>5</b>	To minute all meetings and report all decisions to the Trust board as a confidential item.
<b>6</b>	To seek professional advice as necessary.
<b>7</b>	To attend relevant training when appropriate.

### CEO performance review

Reference number	Duty description
1	At the beginning of the academic year, to establish a panel of <b>three</b> Directors from the Appointment and Remuneration committee to facilitate the CEO's performance review.
2	To conduct the CEO's performance review.
3	To set performance related objectives in conjunction with the CEO.

### Trust Staff members' performance review

Reference number	Duty description
1	To review Headteachers recommendations for pay and performance determinations within their academy.
2	To annually determine, as required by the most recent edition of the DfE's 'School teachers' pay and conditions document' (STPCD), the salaries of teaching staff.
3	To annually review the salaries of all staff and, where appropriate, take the advice of the headteacher in relation to staff meeting their performance objectives.
4	To annually determine, in accordance with the Support Staff Pay Policy and within the salaries budgeting strategy, the salaries of support staff.
5	The CEO to set performance-related objectives in conjunction with the headteacher.
6	The CEO to support the headteacher with the annual report to the Trust board, in relation to performance management arrangements and pay progression for academy staff.
7	To fairly apply the criteria related to discretionary payments.
8	To agree/ratify the awarding of teaching and learning responsibility points.
9	To ensure that all staff members are notified of any decisions made relating to pay.

<b>10</b>	To follow the principle of confidentiality in relation to staff pay.
<b>11</b>	To ensure that statutory and contractual requirements are applied appropriately to all staff members.

### Appeals

Reference number	Duty description
<b>1</b>	To agree an appropriate procedure for hearing staff pay appeals in line with the pay policies.
<b>2</b>	To agree an appropriate procedure for hearing the headteacher's pay appeals as per the Pay Policy.
<b>3</b>	To ensure that all staff members are aware of the agreed appeals procedure as per the Pay Policy
<b>4</b>	To hear any appeals made by staff within the Trust concerning pay and performance outcomes.
<b>5</b>	To communicate, as per agreed procedures, the panel's decisions concerning pay and performance outcomes.


## 9. Monitoring and review

These terms of reference will be reviewed on an annual basis by the Trust board.

Upon review, this document will be signed by the Chair of the Trust.

Changes to these terms of reference will be distributed to all members of the Appointment and Remuneration committee.

## 10. Sign Off

<b>Presented &amp; Approved by Trust Board</b>	05.02.24
<b>Signed by Chair of Trust Board</b>	
<b>Name of Chair of Trust Board</b>	Ann Connor OBE
<b>Date</b>	05.02.24
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