



Shropshire Church of England Academies Trust

Terms of Reference Pay & Remuneration Committee

Presented & Approved by Trust Board	08/04/2025
Name of Chair of Trust Board	Malcolm Maclean
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Terms of Reference: Pay and Remuneration Committee

The Trust Board has established a Pay and Remuneration subcommittee (which has no executive powers) to support it to discharge its responsibilities for remunerating the Chief Executive Officer of Shropshire Church of England Academies Trust and centrally employed personnel.

Terms of Reference

1 Key Principles

- a) The Pay and Remuneration subcommittee members should have a good understanding of the objectives and priorities of the organisation and of their role within the subcommittee.
- b) The members of the subcommittee should possess an appropriate mix of skills to allow them to carry out the committee's overall function.
- c) The scope of the subcommittee's work should be defined in its terms of reference and encompass all the needs of the trust board for advice in relation to the remuneration and pay scales of the chief executive officer and Shropshire Church of England Academies Trust centrally employed personnel.
- d) The Remuneration subcommittee should ensure that it has effective communication with all key stakeholders.

2 Purposes

- a) To consider, determine and keep under review a framework or policy for the remuneration, benefits and incentives of the Chief Executive Officer and such other members of the Executive Team as the Trust Board shall from time to time direct
- b) In determining that framework to seek evidence of the remuneration, benefits and incentives paid to senior executives in comparable employment within the commercial and voluntary sectors
- c) To consider the outcome of the appraisal of the performance of the Chief Executive Officer and determine his/her remuneration, taking into account the financial position of the trust and any other relevant matters
- d) To receive and approve recommendations from the Chief Executive Officer regarding the remuneration of staff within the central team
- e) To make recommendations to the Trust Board as to the remuneration, benefit and incentives that should be paid to the Chief Executive Officer and such other senior executives as the Board shall from time to time direct, with a view to ensuring that the officers are encouraged to enhance their performance and are, in a fair and responsible manner, rewarded for their contributions to the success of the Academy Trust and its progress towards fulfilling its objectives

- f) To make recommendations to the Trust Board as to the remuneration, benefits and incentives of newly appointed senior executives
- g) To receive and approve recommendations from the Education and Performance/Standards Committee for the salaries of academy leaders
- h) To consider the public interest and assist the board to avoid any inappropriate use of public funds when determining severance payments for any designated senior post holders.
- i) To consider other topics as defined by the Trust Board from time to time

3 Conflicts of interest

The process for recording declarations of conflicts of interests in the Pay and Remuneration subcommittee should mirror the processes used at the Trust Board.

4 Additional skills

Where necessary, the Pay and Remuneration subcommittee is empowered to both:

- a) co-opt members for a period of time (not exceeding a year, and with the approval of the trust board) to provide specialist skills, knowledge and experience which are needed at a particular time; and
- b) procure specialist advice at the expense of the organisation on an ad-hoc basis to support them in relation to particular pieces of trust business, including legal representation/support

5 Membership

The Pay and Remuneration subcommittee will have at least 3 members including two Trustees. The Chief Executive Officer will be in attendance.

6 Meetings

The Pay and Remuneration subcommittee will meet at least twice a year and more often as required.

7 Communication between the Remuneration subcommittee and the Trust Board

The work of the Pay and Remuneration subcommittee will be communicated and reported to the Trust Board at the first Trust Board meeting following any meeting of the Pay and Remuneration subcommittee.