



**VICTIM
SUPPORT**

REMUNERATION COMMITTEE

Terms of Reference

19 March 2021

Purpose

The Remuneration Committee is a permanent sub-committee of the Board of Trustees. The Remuneration Committee shall have authority hereby delegated to it by the Trustees from time to time to monitor, report to the Trustees and make recommendations and decisions delegated to it as required on all matters of their responsibilities including the following:

Terms of employment and remuneration

1. Consider and agree to the terms and conditions of employment and remuneration of staff and the procedures and policies through which these are determined.
2. Consider the draft budget approved by the Finance, Audit and Risk Committee and recommend the Board of Trustees annual pay awards and other costs within the salaries budget.
3. Make recommendations to the Board of Trustees in relation to the appointment of a new Chief Executive Officer and approve on behalf of the Board of Trustees Senior Management Team appointments and any significant structural changes to the Senior Management Team.

Performance and remuneration

4. Monitor, review and report to the Board on the annual performance and any changes to the terms of employment of the Chief Executive Officer.
5. Recommend to the Board of Trustees any changes in remuneration for the Chief Officer and Senior Management Team.
6. In the event of any serious conduct or performance concerns in relation to any member of the Senior Management Team, the CEO will advise RemCo in the first instance who will make appropriate recommendations to the Board of Trustees if deemed necessary.

Structure and composition

7. The Board of Trustees will appoint a Chair of the Committee.
8. Membership of the Committee shall be three Trustees. Members of the Senior Management Team and wider management team may be requested to be in attendance to provide advice and support.
9. All appointments to the Committee shall be made by the Board of Trustees.
10. Remuneration Committee members shall be appointed for a fixed term of three years and no individual shall usually be eligible to serve as a Committee member for more than two consecutive terms.

Meetings and proceedings

11. The Chief Officer will attend meetings of the Committee in an advisory capacity and may be requested to withdraw during discussions related to the terms and conditions of employment of the Chief Executive Officer or any other matter at the discretion of the Chair of RemCo.
12. The Committee will meet at least twice in each year. Meeting may be held by telephone conference. The Chair of the Committee may convene additional meetings, as they deem appropriate.
13. A Committee quorum shall consist of two members of the Committee.
14. A member of staff will take minutes (if requested to do so) and note action points at each Committee meeting. Minutes of the Committee shall be circulated promptly to all members of the Committee.