



# PETERBOROUGH KEYS ACADEMIES TRUST

## **SALARY REVIEW COMMITTEE**

### **TERMS OF REFERENCE**

**2023-24 v1.1**

#### **1. POWERS OF THE BOARD OF TRUSTEES**

- 1.1. The Trustees shall establish the Salary Review Committee as empowered by the Trust's Articles of Association (Article 100b).
- 1.2. The Trustees shall determine and approve the Committee's Terms of Reference and shall review the Terms at the end of each academic year to take effect from 1 September (Article 101).
- 1.3. The Trustees shall determine and approve the delegation of powers, responsibilities and duties to the Committee and shall review this Scheme of Delegation at the end of each academic year to take effect from 1 September (Article 105).

#### **2. POWERS OF THE SALARY REVIEW COMMITTEE**

The Committee shall exercise the powers, responsibilities and duties delegated by the Trust Board as set out in the Terms of Reference and Scheme of Delegation, and in particular:

- 2.1. To review benchmarking information on executive pay in multi-academy trusts,
- 2.2. Via the Committee Chair, to arrange the annual Appraisal Review of the Chief Executive Officer with appropriate external support (SoD 3.6),
- 2.3. To agree the pay of the Chief Executive Officer,
- 2.4. To receive and agree the pay recommendations for the other members of the Trust Executive from the Chief Executive Officer (SoD 3.7).

#### **3. COMPOSITION AND APPOINTMENT OF THE SALARY REVIEW COMMITTEE**

- 3.1. The composition of the Committee shall be as follows;
  - 3.1.1. The Chair of Trustees,
  - 3.1.2. The Chair of the Finance, Audit and Risk Committee,
  - 3.1.3. The Chair of the People and Infrastructure Committee,

#### **4. TERM OF OFFICE AND RESPONSIBILITIES OF COMMITTEE MEMBERS**

- 4.1. Committee Members shall be appointed annually at the end of each academic year to take up the role from 1 September.
- 4.2. On appointment members are each required to familiarise themselves and to agree to comply with;
  - 4.2.1. The Trust's Articles of Association,

- 4.2.2. The Trust's Master and Supplementary Funding Agreements,
- 4.2.3. Trust Scheme of Delegation,
- 4.2.4. these Terms,
- 4.2.5. The Trust Pay Policy,
- 4.2.6. current relevant legislation and guidance on the employment and remuneration of executive staff including from the Education and Skills Funding Agency and the National Governance Association ('Executive Pay: Considerations for trust boards').

## 5. MEETINGS OF THE COMMITTEE

- 5.1. The Committee shall meet at least once per year and in particular;
  - 5.1.1. The Committee shall meet in September each year.
  - 5.1.2. The members will receive notice of each meeting seven (7) clear days before the date of the meeting.
  - 5.1.3. The agenda, papers and minutes of Committee meetings will be sent to the Clerk to the Trustees when they are issued to members.
  - 5.1.4. Minutes will be signed by the Committee Chair at the next meeting to verify that the minutes are a true record.
- 5.2. Quorum for a meeting of the Committee shall be three Trustees.
- 5.3. Each question to be decided at a meeting of the Committee shall be determined by a majority of votes of members present and eligible to vote on the question. The Chair shall have the casting vote in the case of equal votes for and against the decision.

## 6. APPOINTMENT OF THE CHAIR

- 6.1. The Chair of Trustees act as Chair of the Committee.

## 7. APPOINTMENT OF A CLERK

- 7.1. The Trust Board shall appoint a Clerk to the Committee.

## DECLARATION

*The Board of Trustees, at its meeting on 11 July 2023, resolved to adopt these Terms of Reference.*

*Claire Higgins*

Claire Higgins  
(Chair of the MAT Board)

Date of signature: 18 July 2023