

Annual Report of the Remuneration Committee 2024/25

Introduction

1. The Remuneration Committee conducted its business during 2024/25 in accordance with the guidance issued by the [Committee of University Chairs' \(CUC\) HE Senior Staff Remuneration Code](#) (CUC Rem Code)
2. This report outlines the Committee's approach and the decisions reached over the course of 2024/25 (including meetings held on 10 October and 8 December 2025). The report was considered [and approved] at a meeting of the College's Board of Governors held on 22 January 2026.

Terms of Reference and membership

3. The Committee has responsibility for all matters relating to the remuneration of Board appointee's who are the Principal and CEO and the Clerk to the Board. The remuneration of other key staff may also be referred to the Committee for consideration.
4. In addition, the Committee can review the College's approach to the management of pay for those who fall outside the national framework for pay bargaining in higher education (Professors and Senior Administrative staff).
5. The Committee receives reports on the number of staff whose pay exceeds £100,000 and approves any payment made on the departure from the College of a member of staff earning more than £100,000.
6. The Committee comprises independent members and for 2024/25 was as follows: Anni Domingo (Chair), Jennifer Sims (Chair of the Board), Helen Fairfoul, Mike Whittaker (to October 2024), Alex Bols (from May 2025) and Lynne Warwick (external consultant).
7. From 23 October 2025 the membership is as follows: Anni Domingo (Chair), Janet Smith (Chair of the Board), Helen Fairfoul, Alex Bols and Lynne Warwick (external consultant).
8. The Committee met three times in 2024/25. It also met in October 2025 and December 2025 to consider matters relating to 2024/25. The College's Head of People and Talent attended the December 2025 meeting to advise the Committee on benchmarking information.
9. The Committee reviewed its terms of reference at its meeting in October 2025 recommending changes to the Board for approval to reflect alignment with the CUC Rem Code and to extend the remit of the Committee to include members of the College Executive Group (CEG). The revised terms of reference are appended.

Remuneration of the Principal and CEO: the principles and process

10. The Principal and CEO is not a member of the Remuneration Committee. He attends by invitation to provide recommendations for members of the CEG whose remuneration is agreed by the Committee.
11. The Committee agrees annually the performance criteria against which the performance of the Principal and CEO will be reviewed. These criteria will typically include a series of objectives related to the strategic performance and development of the College and may also include a number of personal objectives, in the form of a formal annual appraisal.

Different weightings will be attached to these objectives dependent on views about relative priorities.

12. The Principal and CEO reports to the Chair of the Board who assesses how these criteria have been met and makes a recommendation annually to the Committee. In considering the Chair's recommendation the Committee will also take into account:
 - any guidance on senior staff pay issued by the CUC and the Office for Students (OfS);
 - informal consultation, the views of members of the Board, including student members, about the Principal and CEO's performance and pay;
 - the current remuneration of the heads of institutions of a similar size and standing;
 - guidance from the OfS Accounts Direction, which requires the calculation of the pay multiple. The pay multiple must be expressed as the full-time equivalent of the Principal and CEO's remuneration divided by the median pay of all employees of the College (also calculated on a full-time equivalent basis).
13. Having received and approved a recommendation from the Chair of the Board about overall performance, the Committee recommends how that should be rewarded.
14. The Principal and CEO is required to submit details of all external appointments to the Committee for approval and complete the annual Declaration of Interests.
15. The Chair of the Board approves the Principal and CEO's annual leave and reviews expenses which are claimed in line with the College's Financial Regulations.

External perspectives received by the Committee

16. The Committee took account of the CUC Rem Code as well as benchmark information relevant to the roles within its remit using the following external sources: the Universities and Colleges Employers Association (UCEA) Senior Staff Remuneration Survey and data extracted from published financial statements. This external information allowed the Committee to take account of remuneration for key senior roles in comparable institutions.

Equality considerations

17. The Committee will consider the impact of its decisions on pay equality in taking decisions about the remuneration of staff within its remit. Given the size of the College and the number of staff overseen by the Committee this is a limited exercise.
18. As the College has a staff headcount of below 250 it is not legally obligated to make gender pay or other equality pay reports. A gender pay gap report was considered by the Committee at its May 2025 meeting.

Remuneration Decisions for 2024/25 - the Principal and CEO

19. The Principal and CEO's remuneration for the year ending 31 July 2025 was:

Salary = £146,260
Non-consolidated bonus = £2,840
Benefits = none
Pension costs = £42,722
Total = £191,822

20. The Committee confirms that the Principal and CEO was not present for the discussion on his performance or remuneration for the period 2024/25.
21. The Chair of the Board reported on the annual appraisal for the Principal and CEO. The Committee were of the view that the Principal and CEO had provided strong leadership during a very difficult period and agreed that he had exceeded the targets set for him. In view of his performance the Committee agreed the Principal and CEO's remuneration.

Pay relativities

22. The median basic salary of all full-time staff is £45,029 and the median total remuneration £45,029.
23. In assessing the pay of the Principal and CEO, the Committee took account of internal as well as external pay relativities. The Committee examined a range of other measures of relativity, as recommended by the CUC and others, as follows:
 - the Principal and CEO's current basic salary divided by the median basic salary;
 - the Principal and CEO's total remuneration divided by the median total remuneration.
24. The Principal and CEO's current basic salary divided by the median basic salary is 3.31 and the total remuneration divided by the median total remuneration is 3.81.

Principal and CEO's Report on other post-holders within its remit

25. The Committee received the Principal and CEO's report on other postholders within its remit – the members of the College Executive Group (CEG) - and confirms that none were present for the discussion on their pay. The Committee agreed the remuneration for CEG members.
26. The Committee recorded its thanks to the Principal and CEO and the CEG for their dedication, efforts and commitment to the College in 2024/25.

Severance arrangements

27. There were no severance arrangements that are required to be reported.
28. The Committee continues to monitor its compliance with the CUC Rem Code.

Rose Bruford College Remuneration Committee December 2025

Appendix: Remuneration Committee terms of reference

Remuneration Committee – 23 October 2025

1. The governing body, the Board of Governors, has established a committee of the Board known as the Remuneration Committee. The Remuneration Committee will report annually to the Board of Governors and, as necessary, on the remuneration of staff appointed by the Governing Body and other postholders that the committee has determined come under the remit of the Committee.
2. In discharging its terms of reference the Committee will:
 - 2.1 apply and operate within the College's equality, diversity and inclusion statement;
 - 2.2 apply the principles of the Committee of University Chairs Higher Education Senior Staff Remuneration Code:
 - (i) fair, appropriate and justifiable levels of remuneration; (ii) procedural fairness; and (iii) transparency and accountability;
 - 2.3 consider the public interest and the safeguarding of public funds alongside the interest of the College.

Terms of Reference

3. Within the framework of the Articles of Association of Rose Bruford College, the Remuneration Committee is responsible to the Board of Governors for:
 - 3.1 determining and approving the individual pay and conditions of employment of:
 - 3.1.1 staff appointed by the Governing Body - the Principal and Chief Executive Officer (CEO) and the Clerk to the Board,
 - 3.1.2 other post holders who the Committee has determined come under the remit of the Committee - members of the College Executive Group,
 - 3.1.3 any other member of staff earning £100k or over per annum.
 - 3.2 considering and deciding upon the terms of any early retirement voluntary severance or other special termination arrangements for staff that it has determined come within the remit of the Committee as set out in clause 3.1.
 - 3.3 providing a justification for the total remuneration package for the Principal and CEO, which will be published in the College's annual remuneration report. The justification shall include reference to the context in which the College operates, and be linked to the value and performance delivered by the Principal and CEO. It should contain an explanation of the process adopted for judging performance.

Remuneration of other staff

- 3.4 To consider and agree the College's policies and approaches to remuneration for all staff, ensuring that these support the attraction, motivation and retention of high calibre staff.

Committee Membership

4. The Remuneration Committee will comprise:
 - the Chair of the Board of Governors,
 - the Committee Chair, being an independent Governor appointed by the Board of Governors
 - two independent Governors appointed by the Board of Governors
 - at the determination of the Board of Governors, an external voting member.

In attendance

5. The following will be in attendance
 - The Principal and CEO
 - The Head of People and Talent or equivalent may be invited to attend meetings of the Committee with agreement of the Chair of the Committee.

Mode of operation

6. The quorum for meetings shall be three members, one of whom shall be the Committee Chair and another the Chair of Board of Governors.
7. The Remuneration Committee will normally meet once a year to undertake an annual review of the performance, pay and conditions of staff appointed by the Governing Body. Other meetings will be held in accordance with the Committee's annual schedule of business (appended) or at the discretion of the Committee Chair.
8. The Committee will be chaired by an external member of the Board who is not the Chair of the Board.
9. The Principal and CEO will not be a member of the Committee and will not be present for any decision on his/ her own remuneration or terms and conditions
10. The Clerk shall withdraw from meetings when decisions about their pay and terms of employment are discussed or if requested by the Committee Chair in which case a minute taker will be nominated by the Chair.
11. No individual will be involved in deciding his or her own remuneration.
12. The Remuneration Committee will receive and consider the following confidential annually:
 - 12.1 a report prepared by the Chair of the Board of Governors on the performance of the Principal and CEO as related to their performance objectives for the 12-month period under review.

- 12.2 a report prepared by the Principal and CEO, providing assurance on the performance of the other post holders within the remit of the committee as related to their performance objectives for the 12-month period under review.
13. The Chair of the Board of Governors shall be responsible for providing the justification set out in Clause 3.3 to the Board of Governors immediately after the Committee has confirmed the total remuneration package for the Principal and CEO.
14. To assist in its deliberations the Remuneration Committee shall have access to any available comparative information relating to other institutions in the Higher Education Sector including, but not limited to, UCEA comparative data.
15. The pay review process occurs on an annual basis and pay, and conditions are not normally reviewed in the period between meetings. However, the Principal and CEO and other post holders within the remit of the Committee can in exceptional circumstances write at any time to the Chair of the Remuneration Committee requesting a review of their pay and conditions. Upon receipt of such a request the Chair will seek advice, as appropriate and may call a special meeting of the Remuneration Committee to consider the matter, or may defer the matter to the committee's next scheduled meeting.

Reporting Arrangements

16. A copy of the minutes and decisions of all meetings will be recorded and held under confidential cover by the Clerk to the Board of Governors for the purposes of internal and/ or external scrutiny/ audit, as authorised by the Board of Governors. Minutes will record the reasons for key decisions. The Clerk will be responsible for holding a complete record of minutes and decisions. A summary of key decisions arising from meetings of the Committee will be reported to the Board of Governors.
17. The Committee will submit an Annual Report of its work to the Board of Governors. The Report will be published on the College's website once approved by the Board of Governors. The report will include:
- a list of the postholders within the remit of the Committee
 - justification on its decisions on the remuneration of postholders within its remit
 - membership of the Committee
 - information on the use of comparator institutions/ organisations
 - its policy on income derived from external activities
 - the pay multiple of the Principal and CEO and illustrate how that has changed over time, explaining any increases.

Appendix – Remuneration Committee schedule of business

	Meeting 1 in person	Meeting 2 by email correspondence	Meeting 3 online
AGENDA ITEM	October	December	May
Matters arising from the Minutes	X	X	X
Terms of Reference and Membership	X		
Review of Sector Salary Data	X		
Review of Principal and Clerk to the Board's performance and salaries	X		
Review of other post holder salaries within the remit of the Committee	X		
Remuneration policy for all staff	X		
Approval and publication of Annual Report		X	
Compliance with the CUC guidance for Remuneration Committees	X		
Pay Gap on protected characteristics			X
Workforce Strategy			X