

Remuneration Committee of Council

TERMS OF REFERENCE

1. TITLE OF COMMITTEE

Remuneration Committee

2. ESTABLISHMENT

The Remuneration Committee is established under Part 3 Section 19(1) of the [Charles Darwin University Act 2003](#).

3. FUNCTIONS AND RESPONSIBILITIES

The functions and responsibilities of the Remuneration Committee are to assist the Council in exercising governance, due care, diligence and skill in relation to discharging the following broad duties:

- Determination of the remuneration package and other non-salary benefits of the Vice-Chancellor on initial appointment;
- Considering advice from the Chancellor regarding the annual performance review of the Vice-Chancellor;
- Annual review of the remuneration package and other non-salary benefits of the Vice-Chancellor with delegated power to determine any changes and to seek advice as it sees fit in determining such changes;
- Annual review of the remuneration packages and non-salary benefits payable to the Executive staff of the University (Deputy Vice-Chancellor, Pro Vice-Chancellor, and Executive Director level) and providing advice as appropriate to the Vice-Chancellor;
- Annual review of the honoraria and other non-salary benefits payable to members of Council and providing advice as appropriate to Council.

4. MEMBERSHIP

The membership of the Remuneration Committee shall comprise the following:

- Chancellor;
- Deputy Chancellor;
- Vice-Chancellor (for matters other than in relation to VC salary and related payments or benefits);
- One additional Council member (not an elected student or staff member) by appointment of the Chancellor.

Observers

The following positions have observer status and right of debate at meetings of the Committee:

- Director, Office of Human Resource Services;
- Other persons invited by the Chancellor as required depending on the issues for consideration.

5. CHAIR

The Chair of the Remuneration Committee will be the Chancellor.

6. SECRETARY

The University Secretary (or nominee) shall act as secretary for the Committee.

7. TERM OF OFFICE

All members of the Remuneration Committee are Ex Officio.

8. QUORUM

A quorum shall comprise three (3) members of the Remuneration Committee one of whom cannot be the Vice-Chancellor.

9. MEETINGS

The Committee will meet as required, and at least once per year.

10. RESOLUTIONS OF THE REMUNERATION COMMITTEE

Matters requiring resolution by the Committee are to be determined by consensus of the members present.

The Chair shall have a deliberative and casting vote should a vote be required to determine a matter where consensus has not been achieved.

11. AGENDA

The agenda is to be distributed with supporting documentation at least seven (7) days prior to the meeting date.

12. REPORTING

The report from each meeting of the Remuneration Committee will kept.

Document History and Version Control

Last amendment:	15 Dec 2017
Sponsor:	University Secretary
Contact Officer:	University Secretary

Version	Date Approved	Approved by	Brief Description
1.00	8 Apr 2013	University Secretary	Creation of original document and upload to CDU website.
1.01	14 Sep	Governance	Conversion to new Governance template due to new University branding