

CONFIRMED MINUTES OF THE MEETING HELD ON 20 SEPTEMBER 2023

PRESENT:

Penny Thompson CBE (Chair)	Meg Munn
John Cowling	Giles Searby

IN ATTENDANCE:

	AGENDA ITEM
Michaela Boryslawskij, University Secretary	All
Professor Chris Husbands, Vice-Chancellor (VC)	Items 1-6
Professor Sally Jackson, Chief People Officer & PVC (Diversity and Inclusion) (CPO/PVCDI)	All
Tracey Taylor, Committee Secretary	All

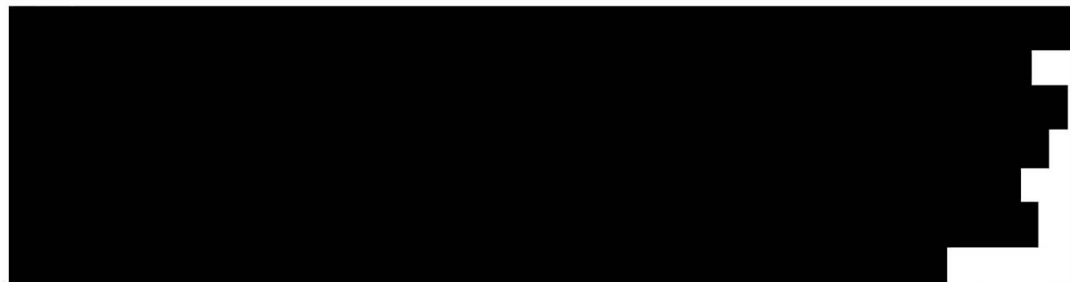
APOLOGIES: Andrea Walters, Jo Allen

Minute Ref	Item of Business	Paper Ref
REM_2023_09_20_1	DECLARATIONS OF INTEREST	
1.1	There were no declarations of interest.	
REM_2023_09_20_2	CHAIR'S BUSINESS	
2.1	The Chair highlighted the recent report from the Higher Education Policy Institute (HEPI) on Vice-Chancellor's pay, a copy of which had been made available to members in Diligent.	
REM_2023_09_20_3	MINUTES OF THE PREVIOUS MEETING	REM_2023_09_20_P3
3.1	The minutes of the meetings held on 20 June 2023, including the confidential minutes, were approved as a correct record.	
REM_2023_09_20_4	MATTERS ARISING AND ACTION TRACKER	REM_2023_09_20_P4
4.1	Members noted the action tracker and received an update on the following matter arising: <ul style="list-style-type: none"> • The CPO/PVCDI provided a progress update on the triennial benchmarking report from Korn Ferry on University Executive Board (UEB) salaries. It was noted Korn Ferry had reviewed all UEB roles and salary information and that the draft benchmarking report had been received. The VC and CPO/PVCDI had yet to discuss and agree the recommendations to the Committee though, from an initial review, the report was unlikely to present any particular issues. The Committee agreed to consider the outcomes of the report at the January 2024 meeting, rather than convene an extraordinary meeting. 	
REM_2023_09_20_5	UNIVERSITY EXECUTIVE BOARD (UEB)/BOARD APPOINTMENTS OBJECTIVES/PAY REVIEW	
5.1	The Vice-Chancellor explained that UEB's overall objectives were linked to the draft University Plan (to be presented to the Board of Governors (the Board) on 13 October) and noted that any pay review should be set in the context of the worsening budget position over the past few months. The Vice-Chancellor	

confirmed that he was recommending no additional payments/bonuses for UEB members, particularly since the draft report from Korn Ferry indicated that salaries compared well with the sector.

The Committee received reassurance that personal impact and behaving in concert with the University Values was an implicit part of objective setting and that work over the last two years in this area had successfully brought about a culture change. The CPO/PVCDI highlighted that, in addition to formal, biannual PDR meetings, regular dialogue took place with the senior team with emphasis on the Values. Furthermore, through the SLDP programme, regular discussions were held with senior staff with emphasis on the Values.

5.2



Action: CPO/PVCDI to provide an update on the senior staff pay review process at the January 2024 meeting.

M/2023-0202/6

ANNUAL HIGH LEVEL SEVERANCE PACKAGES REPORT

REM_2023_09_20_P6

6.1

Members reviewed the Annual Severance Packages Report which provided comparative data over the last 5 years on redundancies (including Associate Lecturer (AL) redundancies) and settlement agreements. The CPO/PVCDI highlighted that in relation to voluntary redundancies none of the payments had been higher than the contractual/statutory entitlement.

It was reported that AL redundancies were significantly higher over the 2022/23 period due to the annual review process having been paused during the pandemic and having only been picked up again last year. It was noted that a project on transferring staff from zero-hour contracts to more secure fixed term contracts was ongoing and would be completed early next year at which point a final AL redundancy exercise would be undertaken. It was agreed that an update on this project would be provided to a future Finance and Employment Committee (FEC) meeting.

In relation to settlement agreements, it was noted that the vast majority were a result of the recent Voluntary Severance Scheme (VSS) and that no significant individual payments had been made.

6.2

Members discussed the approach to reporting and that much of the detail related to the University's employment approach which may fit better with FEC's remit.

The University Secretary provided a helpful overview of the distinction between the remits of Remuneration Committee (RemCo) and FEC; RemCo had delegated authority to approve severance payments for UEB/Board appointments, people earning over £100k and any severance payments above £100k. The information in the report was therefore provided as context in consideration of high-level severance payments. FEC was responsible for the overall employment framework and consequently it may be helpful to build this into the People Plan reporting to FEC. Members agreed, since RemCo decisions were historically few and far

between, that a year-on-year, high level comparison review would be of benefit to FEC.

Action: the CPO/PVCDI to:

- provided an update on the move from zero-hours to fixed term contracts at a future FEC meeting; and
 - share high-level reporting on redundancies and severance payments with FEC in future (as well as overall dispute numbers).
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6.3 The Chair, on behalf of the Committee, recorded their appreciation to the VC for his excellent management of the University and outstanding contribution locally, regionally and nationally.

The following 2 agenda items were taken out of order. The Vice-Chancellor left the meeting.

REM_2023_09_20_7

REMUNERATION COMMITTEE ANNUAL REPORT

REM_2023_09_20_P8

7.1 Members considered the changes to the draft Remuneration Statement since it was last presented to the Committee in June, including:

- the addition of the VC's remuneration and institutional ratios for 2022/23;
- updates to the External Activity section (noting all of which was directed to the Hallam Fund at the VC's request); and
- updates to the Institutional Performance section to reflect the latest performance data.

It was suggested that the Remuneration Statement should also reference that the VC's annual (all staff) bonus payments had been donated to charity.

It was also proposed that the Remuneration Statement should recognise Lord Kerslake's contribution to the Committee, as well as the inclusion of the University's performance in the 2023 National Student Survey (NSS).

7.2 The Committee resolved to **recommend** the Report and the Remuneration Statement to the Board, subject to the above amendments. Members agreed that the additional content would be approved under Chair's action prior to submission to the Board.

7.3 The University Secretary highlighted the positive feedback from the annual Committee effectiveness survey. It was noted that no development areas had been identified but that members' comments/suggestions were welcomed at any point in the cycle.

7.4 The Committee considered proposed revisions to the Terms of Reference as follows:

- the inclusion of oversight of Equality, Equity, Diversity and Inclusion (EEDI) considerations in relation to the Committee's remuneration decisions; and
- membership updates.

Members discussed whether the Committee should add oversight of pay gap/equal work for equal pay reporting to the annual cycle of business, however, since this was reviewed by FEC (together with benchmarking data), it was agreed that the Committee should be provided with this information as it related to UEB when determining remuneration.

7.5 The Committee resolved to **recommend** the revised Terms of Reference to the Board for approval.

REM_2023_09_20_8 **VICE-CHANCELLOR'S PAY REVIEW** REM_2023_09_20_P7

8.1 The Chair of the Board presented a summary of the VC's pay review and objectives and the Committee confirmed its agreement with the assessment, particularly with regard to improvements in the cohesiveness of the senior team which was evidenced by their collective approach and response to the University's current financial position.

8.2 In terms of the transition to a new VC, it was noted that the Vice-Chancellor and the University Secretary were meeting regularly with the incoming VC with oversight from the Chair of the Board and that an induction program, which included early engagement with Committee Chairs and Board Members was in train.

REM_2023_09_20_9 **COMMITTEE ANNUAL CYCLE OF BUSINESS FOR 2023/43** REM_2023_09_20_P9

9.1 The forward schedule of business for the 2023/24 academic year was noted.

REM_2023_09_20_12 **ANY URGENT BUSINESS**

10.1 There was no other business.

REM_2023_09_20_13 **DATE OF THE NEXT MEETING**

11.1 Wednesday, 31 January 2024, 11.00-12.00 tbc.