

CONFIRMED MINUTES OF THE MEETING HELD ON 8 OCTOBER 2021

PRESENT:

Meg Munn
Lord Kerlake
Penny Thompson (Chair)

IN ATTENDANCE:

Michaela Boryslawskij (University Secretary)
Professor Chris Husbands (Vice-Chancellor)
Dr Sally Jackson (Chief People Officer)
Tracey Taylor (Minute Secretary)

AGENDA ITEM

All except items 7 and 8
Items 7-10 only
All except items 7 and 8
All

APOLOGIES: Jo Allen

Agenda item 1 Paper Ref	Chair's Opening Remarks	Minute Ref REM/4/21/1
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1.1 The Chair welcomed members and attendees to the first meeting of the academic year.

Agenda item 2 Paper Ref	Declaration of Interests	Minute Ref REM/4/21/2
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2.1 There were no declarations of interest.

Agenda item 3 Paper Ref REM/2/21/M	Minutes of Previous Meetings	Minute Ref REM/4/21/3
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3.1 The minutes of the meeting held on 13 July 2021, including the confidential minutes, were approved as a correct record.

Agenda item 4 Paper Ref REM/3/21/4	Matters arising/Action Tracker	Minute Ref REM/4/21/4
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4.1 REM/2/21/6 - members agreed with the Chief People Officer's suggestion to amend the action relating to the implementation of an institutional interview policy for senior appointments, i.e. to substitute procedure/approach for policy.

Action: Minute Secretary

4.2 REM/3/21/4.5 - the Committee was updated on progress with the recruitment of an external co-opted member; several applications had been received and the next step was to proceed to interview.

Action: University Secretary

Agenda item 5 Paper Ref	Other Urgent Business	Minute Ref REM/4/21/5
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5.1 There was no other business.

Agenda item 6 Paper Ref REM/4/21/6	Vice-Chancellor's Objectives and Pay Review	Minute Ref REM/4/21/6
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6.1 The University Secretary presented comparative data on Vice-Chancellor remuneration for the University's competitors and highlighted the strictly confidential nature of the information. The Committee noted the differential between the lowest and highest paid and the position of the Vice-Chancellor within this range which was below average. In terms of the pay multiple to median remuneration comparison, again Hallam was slightly below the average. The data

evidenced different approaches to bonus payments and it was noted that none of the Vice-Chancellors in the competitor group (including Hallam) benefited from a University car or residence. The approach to Governor remuneration was also highlighted. Members commented on the helpful nature of the data and, whilst being reassured that the historic position had been maintained, the Committee agreed that it was important not to be complacent and that the University should remain competitive having cognisance of the potential impact of the HE pay environment on senior staff pay more generally.

6.2 For parity, the Chief People Officer confirmed that ULT had received a cost of living increase only over the past few years and the tri-annual Korn Ferry review had identified that the University was in line with the HE and other sectors. Following on from earlier discussions, it was noted that colleagues in Human Resources and Organisational Development (HROD) had undertaken additional benchmarking against Korn Ferry's conclusions. There was some evidence to indicate that there were some expectations for increased remuneration at a level below ULT and the Chief People Officer confirmed that benchmarking was undertaken on a quarterly basis against the HE and other sectors to inform and support any reviews at this level. It was highlighted that salary expectations related to any new appointments would need to be considered in the round with other Board appointments to ensure these were aligned.

6.3 A confidential minute was recorded.

6.4 The Committee considered the additional information on the Vice-Chancellor's approach to leadership (circulated to members in advance of the meeting), following consideration of his objectives at the July meeting, and acknowledged the transparent and honest nature of the Vice-Chancellor's self-reflection. Members agreed that, following the pattern of previous years and in the context of the current HE landscape, the Committee should not consider an amendment to salary at this time.

Post meeting note: for clarity, members agreed that the 1.5% cost of living uplift would be paid to all ULT and Board appointments, including the Vice-Chancellor.

6.5 Members discussed issues which had been observed around mask wearing on campus. Members agreed that making mask wearing mandatory and the difficulties in policing such a mandate was impractical and at odds with the Students' Union's approach. It was noted that the senior team had been asked to set an example and provide challenge where appropriate. The Committee agreed that the University could be stronger in its language in terms of its expectations of staff and students in this regard.

The University Secretary and Chief People Officer left the meeting at this point.

Agenda item	7	Evaluation of University Leadership Team (ULT) Roles and Objectives	Minute Ref	REM/4/21/7
Paper Ref	REM/4/21/7			

7.1 Having presented a detailed summary of ULT members' objectives and performance, the Vice-Chancellor confirmed the pay review recommendation for ULT members of a 1.5% cost of living increase only (as for staff on the single pay spine).

7.2 A confidential minute was recorded.

7.3 The key priorities of accelerating the Campus Plan, the FSP and further developing positive relationships with the Trade Unions were highlighted, together with the need to deploy ULT members in the most effective way possible. Following a question on what Remuneration Committee/Board members could do to support the leadership team in this time of transition, the Vice-Chancellor acknowledged the strong relationship with the Board, particularly the frank and transparent exchange of views, and hoped that this would continue to be the case.

Agenda item 8 Paper Ref	Board Appointments Pay Review	Minute Ref REM/4/21/8
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8.1 A confidential minute was recorded.

The University Secretary and Chief People Officer re-joined the meeting.

Agenda item 9 Paper Ref REM-4-21-9	Annual High Level Severance Packages Comparison Report	Minute Ref REM/4/21/9
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9.1 The Committee considered a detailed report on redundancy payments made and settlement agreements entered into between 1 August 2020 and 31 July 2021. It was noted that the comparison over the previous three years showed significant changes year on year and members were pleased to note the lower redundancy and settlement figures for the 2020/21 academic year.

9.2 A confidential minute was recorded.

9.3 Members noted that the majority of (voluntary) redundancy payments related to a single change process. A confidential minute was recorded.

9.4 It was noted that the annual redundancy exercise for Associate Lecturers had not been undertaken in 2020/21 due to the uncertainty caused by the pandemic and associated pressures on academic staff to maintain a quality student experience. It was reported that the next review would be undertaken in summer 2022.

Agenda item 10 Paper Ref	Deputy Vice-Chancellor (DVC) Recruitment	Minute Ref REM/4/21/10
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10.1 The Committee was updated on progress with the recruitment of a new DVC (Academic) following the engagement of Gatenby Sanderson to assist with the search. It was reported that the shortlisted candidates had participated in a series of exercises on campus culminating in a panel interview (including the Chairs of the Board of Governors and the Employment and Finance Committee) on 1 October. The Vice-Chancellor noted that a meeting with Gatenby Sanderson was taking place the following week with a view to progressing discussions.

Action: Vice-Chancellor

10.2 A confidential minute was recorded.

Agenda item 11 Paper Ref REM/3/21/11	Draft Annual Remuneration Committee Report	Minute Ref REM/4/21/11
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11.1 The University Secretary highlighted the further amendments since the report was previously presented in July including information on the pay multiple of the Vice-Chancellor compared to median salary levels across the University and some updating of the institutional performance section. The Chair expressed her appreciation to the Committee Secretary and the HROD Manager for Resourcing and Reward for their contribution. Members recommended the Report to the Board of Governors for approval and publication of the Remuneration Statement in the Annual Report and Financial Statements.

Action: University Secretary

Agenda item 12 Paper Ref REM/3/21/12	Annual Review of Committee Effectiveness and Revised Terms of Reference	Minute Ref REM/4/21/12
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12.1 Members considered the Annual Review of Committee Effectiveness, particularly the positive responses to the effectiveness questionnaire in terms of the Committee's role and responsibilities, member contribution and skills balance. In term of Committee operation, it was noted that remote meetings had worked well, and should be sustained with one or two face-to-

face meetings to debate development type items, together with the possibility of including committee gatherings at Board Strategy events.

12.2 The Committee elected Meg Munn as Deputy Chair of the Committee for the 2021/22 academic year.

12.3 Members considered the proposed revisions to the Committee' Terms of Reference, particularly:

- to seek delegated authority from the Board for the Committee to approve severance payments for senior staff (earning a basic salary of £100k or more) and where the payment is £100k or more irrespective of the individual's salary;
- to specify the arrangements for Chair's action; and
- to clarify the Committee's responsibilities for remuneration decisions.

In response to a member's question, the University Secretary confirmed that the delegations had not yet been tested with Board members and that the suite of Committee Terms of Reference were to be presented at the Board meeting on 15 October, together with the rationale for any changes (the rationale for the proposed delegations being that this would assist the Board prioritise agenda items, and that the Committee had a strong understanding of its responsibilities in this arena, received sufficient detail and provided effective scrutiny to enable it to make decisions on behalf of the Board).

The Committee recommended the revised Terms to the Board for approval.

Agenda item 13 Paper Ref	Update on Pay Award Negotiations	Minute Ref REM/4/21/13
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13.1 The Chief People Officer updated the Committee on the outcome of the national pay negotiations, noting that the average 2020/21 pay award of 1.5% (with a 3.6% increase for those on the lower end of the pay scale) had been approved by the Chair of the Board under his delegated authority. Members noted that UCU had confirmed it would be balloting members with a view to strike action, but that Unison would not be balloting locally.

Agenda item 14 Paper Ref REM/3/21/14	Guidance for Remuneration Committee Members	Minute Ref REM/4/21/14
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14.1 Members noted the Guidance for Remuneration Committee Member which had been updated to align with the revised Committee Terms of Reference. The University Secretary highlighted the comprehensive review undertaken by governance and HROD colleagues and the Chair asked that the Committee's appreciation be passed onto those concerned.

Agenda item 15 Paper Ref REM/3/21/15	Committee Annual Cycle of Business for 2021/22	Minute Ref REM/4/21/15
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15.1 The Committee received the forward schedule of Committee business.

Agenda item 16	Date of Next Meeting	Minute Ref REM/4/21/16
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16.1 Thursday, 3 February 2022 at 13.30