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| **CONFIRMED MINUTES OF THE MEETING HELD ON 20 JUNE 2023** |
| PRESENT: |
| Penny Thompson CBE (Chair) |  John Cowling |
| Jo Allen  | Meg Munn  |
| IN ATTENDANCE: | AGENDA ITEM |
| Michaela Boryslawskyj, University Secretary | All (except item 5) |
| Professor Chris Husbands, Vice-Chancellor | Items 1-7 |
| Dr Sally Jackson, Chief People Officer and PVC (Diversity and Inclusion)  | All  |
| Tracey Taylor, Committee Secretary | All  |
| APOLOGIES: Lord Kerslake, Andrea Walters |

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| Minute Ref | Item of Business | Paper Ref  |
| REM/2023-06-20/1 | DECLARATIONS OF INTEREST |  |
| 1.1 | There were no declarations of interest.  |
| REM/2023-06-20/2 | CHAIR’S BUSINESS  |  |
| 2.1 | The Chair has no specific items of business to raise.  |
| REM/2023-06-20/3 | MINUTES OF THE PREVIOUS MEETING | REM/2023-06-20/P3 |
| 3.1  | The minutes of the meetings held on 2 February and 9 May 2023, including the confidential minutes, were **approved** as a correct record. |
| REM/2023-06-20/4 | MATTERS ARISING AND ACTION TRACKER | REM/2023-06-20/P4 |
| 4.1 | Members noted the action tracker and discussed the following matters arising:* **Election of Deputy Chair:** expressions of interest were sought during the meeting and members **resolved** to elect John Cowling as Deputy Chair of the Committee.
* The Chief People Officer and PVC for Diversity and Inclusion (CPO/PVCDI) updated members on the action relating to **coaching for resilience** discussions, noting that senior staff had benefitted from 3 coaching sessions during the Senior Leadership Development Programme (SDLP). It was noted that a review would take place over the summer with a view to establishing any further requirements in the autumn for discussion with the new Vice-Chancellor (VC).
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| The CPO/PVCDI and University Secretary left the meeting at this point.  |
| REM/2023-06-20/5 | **ANNUAL REVIEW OF PERFORMANCE OF UNIVERSITY EXECUTIVE BOARD (UEB)/BOARD APPOINTMENTS**  |  |
| 5.1 | The VC presented his summary performance review of UEB roles (including Board appointments. A confidential minute was recorded.  |
| 5.2 | The VC’s thoughts on the diversity of UEB were noted as well as a perception more widely across the University community that the senior team was not as diverse it should be. A confidential minute was recorded. |
| 5.3 | Members agreed that the VC’s summary was fair and consistent with expectations.In response to a query about the Committee having sight of the objectives set for UEB members to assist with oversight on the performance of the senior team, the VC would discuss this with the Deputy Vice-Chancellors (who line managed the other UEB members) and collate for the September meeting. In view of the line management arrangements, a query was raised in relation to whether the VC’s performance review commentary was shared with the individuals concerned. The VC noted that the essence of each summary was shared with individuals and that the content should present no surprises.  |
| The CPO/PVCDI and University Secretary re-joined the meeting.  |
| M/2023-0202/6 | BENCHMARKING OF UEB ROLES | REM/2023-06-20/P6 |
| 6.1 | The CPO/PVCDI introduced a proposal in relation to the benchmarking of the following UEB roles:* Deputy Vice-Chancellor
* Pro Vice-Chancellor
* Chief People Officer and Pro Vice-Chancellor (Diversity and Inclusion)
* Chief Finance Officer (CFO)
* University Secretary

It was noted that the last external review had been conducted in 2020 by KornFerry. Members considered the three options below, noting that the first two would present a cost saving in 2023/24:1. Postpone a review and benchmarking exercise.
2. Undertake an internal review and benchmarking exercise only.
3. Undertake an external review and benchmarking exercise.

The risks of options 1 and 2 in ensuring UEB members were appropriately paid were also noted, together with the importance of ensuring the University was competitive in an increasingly difficult recruitment market.  |
| 6.2 | Members highlighted that the University had recruited recently to the roles of DVC and CFO, meaning that 2 of the roles within the scope of the review had been market tested to some extent. The CPO/PVCDI responded, noting that it was important to carry out a review of all UEB members simultaneously for parity. It was suggested by the Committee that there may be other roles at Senior Staff Grade (SSG) level that would benefit from such a review, and it was agreed that it may be worthwhile extending this to Deans and Group Directors.  |
| 6.3 | The Committee resolved to **approve** the third option for KornFerry to undertake an external review (in line with the Committee’s commitment to review UEB roles in full every three years). It was agreed that this option would best ensure that the principle of equal pay for work of equal value was upheld and that the outcome of the review would be important for the new Vice-Chancellor on appointment. It was noted that the review would take place during the summer and that outputs would be reported to the Committee in the autumn term. |
| REM/2023-06-20/7 | UEB AND SSG PAY REVIEW AND CONTRIBUTION PAY PROCESS | REM/2023-06-20/P7 |
| 7.1 | Committee members considered the recommendations for the 2023 SSG Pay Review and Contribution Pay processes. The CPO/PVCDI reminder members that the senior staff pay review comprised 3 elements for senior staff: a consolidated award (in line with the national pay framework, a review of baseline salary and performance related non-consolidated awards. In response to a query, it was reported that the recommendations for the pay review process had been factored into the recent budgeting exercise. Members recommended, as on previous occasions, that the non-consolidated element should be removed from the senior staff pay review process and noted plans to refine the process as part of a major change programme of change along with work on Performance Development Review (PDR) framework and clarity of expectations. |
| 7.2 | The Committee **endorsed** UEB’s decision to pay the remaining 2023 national pay award to all staff on the single pay spine in August and resolved to **approve:*** the proposals in relation to SSG, i.e. to pay the consolidated award and to continue with a review of baseline salaries;
* to pay the consolidated award to UEB members; and
* that the non-consolidated bonus payment element of the process should remain on hold for a third consecutive year.
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| REM/2023-06-20/8 | RECRUITMENT OF A NEW VICE-CHANCELLOR | REM/2023-06-20/P8 |
| 8.1 | The Committee considered and **approved** revisions to the final contract of employment for a new VC in relation to sick pay entitlement in the first year of employment (aligned with other staff at the University), following feedback from the University’s external legal advisors. |
| REM/2023-06-20/9 | DRAFT REMUNERATION COMMITTEE ANNUAL REPORT | REM/2023-06-20/P9 |
| 9.1 | The University Secretary presented the draft Annual Report which had been updated to streamline content and remove some duplication. It was noted that further work would be undertaken over the summer months and a final draft would return to the Committee in September for approval. In response to a query on the Committee’s role for UEB outside of Board appointments, the University Secretary clarified that, under the current Terms of Reference for the Committee, this was only an advisory role and was helpful to inform parity on decision-making for senior staff remuneration outside of the Committee’s direct remit. Members were invited to contact the University Secretary with any further comments outside of the meeting.  |
| REM/2023-06-20/12 | COMMITTEE ANNUAL CYCLE OF BUSINESS FOR 2023/43 | REM/2023-06-20/P10 |
| 10.1 | The forward schedule of business for the 2023/24 academic year was noted. |
| REM/2023-06-20/13 | ANY URGENT BUSINESS |  |
| 11.1 | There was no other business.  |
| REM/2023-06-20/14 | DATE OF THE NEXT MEETING  |  |
| 12.1 | Wednesday, 20 September 2023, 11.00-12.00 |