

Executive Summary of Business for Council

Title	Remuneration Committee Annual Report to Council 2023 – 2024
Status	Open
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Date	19/11/2024
Summary of paper	The paper addresses requirements specified by the Office for Students (OfS) and the Committee of University Chairs (CUC) in relation to remuneration. The report sets out the Remuneration Annual Report to Council.
Strategic context	<p>Under the Higher Education Research Act 2017, the Secretary of State issued strategic guidance that asks the OfS to: (a) drive better value for money and transparency in relation to senior staff pay; (b) publish guidance on severance pay and the remuneration of senior staff; and (c) ask Higher Education Institutions (HEIs) to publish their pay ratios, to aid transparency. Consequently, the OfS issued an Accounts Direction with which HEIs must comply as an on-going condition of registration. That Accounts Direction informs the Audited Financial Statement (AFS), prepared by the Director of Finance.</p> <p>The Accounts Direction also provides that the HEI must “have regard to” the Higher Education Senior Staff Remuneration Code issued by CUC. Use of the CUC Code is voluntary, but HEIs are encouraged to adopt it and the University has done so. The CUC Code requires the production of a Remuneration Annual Report (RAR) to the HEIs governing body, this is set out below.</p>
Suggested reading	OfS: Regulatory advice 9: Accounts direction. Guidance on preparing and publishing financial statements see: Accounts direction OfS 2019.41 CUC: The Higher Education Senior Staff Remuneration Code (November 2021)

Classification	No Classification
Risk analysis	Failure to submit and publish the Remuneration Annual Report would carry reputational risk, such as raising doubts about the good stewardship of the University.
Academic Freedom and Freedom of Speech	When drafting this report, the Academic Freedom and Freedom of Speech implications were considered, and no risks were identified.
Resource implications	None Identified
Value for Money	The production of this report ensures the University is judiciously using its funds, and is in compliance with the CUC Higher Education Senior Staff Remuneration Code.
Equalities Impacts	This report has been produced with reference to the CUC's "The Higher Education Remuneration Senior Code Staff (November 2021)". Compliance with the code provides greater assurances to key stakeholders and partners, including the student community and wider society.
Environmental Impacts	If approved this recommendation will not increase: energy use, pollution, waste; or result in a loss of biodiversity.
Consultation	Remuneration Committee A were consulted and approved the report below.
Future actions	This cover report, and the RAR appended is an annual exercise.
Effective date of introduction	For context, the Audited Financial Statement (AFS) must be published on our website no more than two weeks after it is signed by the Chair of Council and the Accountable Officer (the Vice-Chancellor), and at the latest by the end of December 2024 - (being a maximum of five months from the end of the 2023/24 financial year on 31 July). The AFS must be submitted to the OfS by the 31 December 2024 (with concessions if institutions have good reason). Given the publication dates for the AFS we suggest aligning publication of the Remuneration Annual Report with that timetable, i.e. before the end of calendar year 2024.
Recommendation	Council is asked to APPROVE the signing and publication of the Remuneration Committee Annual Report to Council 2023/24.

Remuneration Committee Annual Report to Council 2023/24

1. Introduction

- 1.1. This report covers the financial year 1st August 2023 to 31st July 2024 and any significant events up to the date of the circulation of the report to Council (29 November 2024).
- 1.2. The Committee of University Chairs (“CUC”), published the “Higher Education Senior Staff Remuneration Code” in June 2018, which was updated in November 2021. The “CUC Code” is voluntary, but governing bodies of Higher Education Institutions (HEIs) are encouraged to adopt it to demonstrate “leadership and stewardship in relation to remuneration within their institutions, illustrate the values that underpin their operation and help to protect institutional reputation and provide greater assurances to key stakeholders and partners, including the student community and wider society.” The University of Sussex, has adopted the CUC Code. The CUC Code requires the submission of a Remuneration Annual Report (“RAR”) to Council by the Remuneration Committee (Rem Com).
- 1.3. When drafting this RAR, the University has also considered the guidance issued by the OfS in October 2019: [Compliance with the 2017-18 Accounts Direction: Observations, Compliance and Areas for Improvement](#). This guidance was based upon an assessment of reports in previous years that were submitted by HEIs.
- 1.4. The CUC Code notes that “fair and appropriate remuneration is key to the success and development of the UK HE sector, operating as it does within an intensively competitive global environment.” The CUC Code identifies three elements of fair and appropriate remuneration:
 - 1.4.1. a fair, appropriate and justifiable level of remuneration;
 - 1.4.2. procedural fairness; and
 - 1.4.3. transparency and accountability.

Each element is underpinned by a set of principles. The CUC Code further explains these elements and principles through a series of Explanatory Notes. The principles set out in the CUC Code apply to all remuneration decisions affecting the Vice-Chancellor and senior staff.

- 1.5. Whilst the CUC Code details a variety of matters that might be included in the RAR, it notes that in different jurisdictions across the UK reporting requirements vary and so the Code is to be used on an “comply or explain” basis. The following RAR for 2023-24 is drafted on the principal of complying with the code, and on that basis follows the format proposed by CUC. Whilst the University takes seriously the remuneration of all staff, this Report only focuses upon senior staff pay, in accordance with the CUC Code.
- 1.6. For the purposes of this report senior staff are defined as members of the University’s Leadership Forum (ULF) which includes the University’s Executive Team (UET). Details of the full membership of ULF is appended at Annexe A.
- 1.7. In the November 2021 update, the CUC Code explanatory notes added a definition of Fair Work for the first time. Fair Work is defined as “where workers are fairly rewarded, heard and represented, secure and able to progress in a healthy, inclusive environment where rights are respected.” There are six characteristics of Fair Work listed, the first of which is Fair Reward. There are nine indicators of fair reward set out in the Code’s explanatory notes,

one of which is that the Real Living Wage is paid for all working hours and that the employer has achieved or is working towards accreditation as a Living Wage Employer. The University gained Living Wage Foundation accreditation in October 2022, although had been paying the Foundation's Living Wage rate on a voluntary basis since 2014.

- 1.8. The CUC Code stipulates as a principle of fair pay that "remuneration must consider matters of equality, diversity, and inclusion to ensure that there are no biases pertaining to gender or other protected characteristics within the pay structure." As part of delivering our strategic ambitions, as laid out in our Inclusive Sussex Strategy and People Strategy, and in line with our Values, the University has a comprehensive set of actions to drive improvements across all aspects of equality, diversity, and inclusion (e.g. Athena Swan action plan, Race Equality Charter action plan). These actions also underpin this CUC principle. The University continues to make significant progress which is reported in the University Annual EDI Report, which can be found at: <https://www.sussex.ac.uk/equalities/publications/ediannualreports>.
- 1.9. Furthermore, Remuneration Committee receives reports regarding the protected characteristics of university employees in February each year detailing the outcomes of the Discretionary Pay Review (DPR), the protected characteristics of Market Supplement recipients, £100k+ earners (see table at 7.1 below) and of the Professoriate, to ensure that the policies and practices endorsed by Remuneration Committee do not have any unintended consequences and are aligned to the University's responsibilities and values outlined in 1.8 above.

2. **Remuneration Committee Membership and Terms of Reference:**

- 2.1. The University has established two Remuneration Committees:
 - 2.1.1. Rem Com A: is responsible for determining, reviewing and reporting on the remuneration of the Vice-Chancellor. The Committee is chaired by an Independent Member of Council. The Committee comprises five other Independent Members of Council: they are the Chair of Council, the Chair of the Strategy and Performance Committee, the Chair of the Audit and Risk Committee, the Chair of the Finance and Resources Committee and a member of the Finance and Resources Committee. The Committee cannot further delegate its responsibilities to any deputies. The Vice-Chancellor is neither a member of the Committee, nor are they in attendance for any meetings. Two senior staff officers are in attendance, they are Chief Operating Officer and the Director of Human Resources who attends to present papers requested by the Committee and answer questions on remuneration processes. The Director of HR is supported by the Assistant Director of Human Resources: Reward and Retention who acts as secretary to the committee.
 - 2.1.2. Rem Com B: is responsible for determining, reviewing and reporting on the principles and strategy for the reward of all other employees of the University, including the University Executive Group and University Leadership Team. The membership of the Committee is the same as for Rem Com A. The Vice-Chancellor is not a member of the Committee, but is in attendance to discuss the remuneration of other senior staff. No member of staff is present for discussion of their own remuneration and must leave the meeting should this be an agenda item.
- 2.2. The Terms of Reference for the Remuneration Committee, in operation during the year to which this report relates is appended at Annexe B.

3. **Remuneration Committee Meetings:**

3.1. Rem Com A met three times in the academic year 2023 – 2024, please see table 1 below for details.

TABLE 1: Rem Com A - Committee Meetings for 2023-2024

Date of Meeting	Independent Council Members Present	In Attendance
13 October 2023	Professor Stephen Caddick (Chair), Rosemary Martin, Mark Devlin, Tony Bullman	Colin Shipp (Director of Human Resources), Matt Naish (Assistant Director of Human Resources: Reward and Retention; and Secretary)
23 February 2024	Professor Stephen Caddick (Chair), Rosemary Martin, Mark Devlin, Tony Bullman, Professor Paul O’Prey	Emma Potts (Interim Chief Operating Officer), Colin Shipp (Director of Human Resources), Matt Naish (Assistant Director of Human Resources: Reward and Retention; and Secretary)
7 June 2024	Professor Stephen Caddick (Chair), Rosemary Martin, Mark Devlin, Tony Bullman, Professor Paul O’Prey, David Curley	Emma Potts (Interim Chief Operating Officer), Matt Naish (Assistant Director of Human Resources: Reward and Retention; and Secretary)

3.2. Rem Com B: the number and dates of meetings and members’ attendance for the academic year 2023-2024 may be found in the table below:

TABLE 2: Rem Com B - Committee Meetings for 2023-2024

Date of Meeting	Independent Council Members Present	In Attendance
13 October 2023	Professor Stephen Caddick (Chair), Rosemary Martin, Mark Devlin, Tony Bullman, David Curley	Professor Sasha Roseneil (Vice-Chancellor), Colin Shipp (Director of Human Resources), Matt Naish (Assistant Director of Human Resources: Reward and Retention; and Secretary)

23 February 2024	Professor Stephen Caddick (Chair), Rosemary Martin, Mark Devlin, Tony Bullman, Professor Paul O'Prey	Professor Sasha Roseneil (Vice-Chancellor), Emma Potts (Interim Chief Operating Officer), Colin Shipp (Director of Human Resources), Matt Naish (Assistant Director of Human Resources: Reward and Retention; and Secretary)
7 June 2024	Professor Stephen Caddick (Chair), Rosemary Martin, Mark Devlin, Tony Bullman, Professor Paul O'Prey, David Curley	Professor Sasha Roseneil (Vice-Chancellor), Emma Potts (Interim Chief Operating Officer), Matt Naish (Assistant Director of Human Resources: Reward and Retention; and Secretary)

4. Approach to Senior Staff Remuneration

- 4.1. The University has adopted the CUC Code to guide its approach to decisions relating to the remuneration of its senior staff (as defined in 1.6 above) to ensure that, through the work of its two Remuneration Committees, it is able to demonstrate its processes for determining senior staff pay are rigorous, transparent and fair. This is in order to give assurance to: the University's students, staff, alumni, funders, the Government, and the public generally, that the University is judicious in its use of resources and how it remunerates its senior staff. In particular, balancing the need to recruit, retain and reward high calibre staff who are able to deliver the best outcomes for students, society and the economy while demonstrating effective use of the University's resources.
- 4.2. The University uses the Hay job evaluation scheme to evaluate senior roles which ensures a fair, consistent and transparent approach to remuneration for this cohort. For academic roles, and all professional services roles at grade 9 and below the University uses the Higher Education Role Analysis (HERA) job evaluation methodology.
- 4.3. At its February 2023 meeting Remuneration Committee B approved the introduction of a Discretionary Pay Review (DPR) scheme for senior staff who had previously been excluded from the University's established pay award processes (i.e. All Grade 10 staff except for the Professoriate, the Vice-Chancellor, Deputy Vice-Chancellor and Chief Operating Officer). This non-contractual scheme provides a non-consolidated award for exceptional performance up to a year and where the performance is over a longer period then the award may be consolidated.
- 4.4. This scheme ran for the second time between January and April 2024, recognising performance in the period prior to October 2023, with pay increases back dated to 01/10/2023, so as to be in line with the DPR schemes for all other staff.
- 4.5. 21 leaders were rewarded for their exceptional performance (compared with 33 awards made in May 2023). This reduction in the number of awards made is to be expected, as in 2023 there was no limit to the numbers of staff within the cohort who could be recognised, this changed in the most recent iteration to 33%.

- 4.6. At its June 2024 meeting Remuneration Committee B approved in principle a Professorial Pay Framework, pending further consideration by the University on an appropriate implementation plan and timescales.

Senior Staff Performance

- 4.7. Senior staff performance is managed through a well-established process of objective-setting, performance reviews and development discussions. A range of institutional indicators inform individual objectives, including:
- 4.7.1. Education: e.g. TEF, NSS, student outcomes and employability, teaching awards, feedback on the student experience, education innovation.
 - 4.7.2. Research: e.g. research leadership, publications, grants, impact, citations, engagement.
 - 4.7.3. Leadership and citizenship: e.g. quality of academic or professional leadership, excellent service provision and continuous improvement, enhanced School or Service performance, contribution to wider University goals beyond own functional role, through project leadership, Committee work, assuming additional Officership roles, leading major change projects.
 - 4.7.4. Engagement: e.g. leadership in external academic or professional networks: regional, national and international, contribution to Government's Industrial and Civil Society Strategies, shaping or contribution to external policy agenda.
 - 4.6.5. The University's values as outlined in the Sussex 2025 strategy document.
- 4.8. The performance of senior staff (see 1.9 above for Senior Staff definition) is appraised using a robust appraisal system, the outcome of the annual appraisal is one of the considerations used when determining the outcome of the Discretionary Pay Review (see 4.2 – 4.4), as such the appraisal system is an important tool to ensure performance against key objectives. The University's Capability Policy/Process as described in University Regulation 33 would be activated in the case of poor performance.
- 4.9. The national pay negotiations that took place in 2023/24 saw a new extended JNCHES negotiation process. The final pay increase was confirmed by UCEA in September 2024 and will be made in two stages. Effective from 1 August 2024 all colleagues will receive an uplift to their annual salary of £900. Then from 1 March 2025: staff on spinal points 12-22 will receive a further £300 annual uplift; staff on spinal points 23-37 will receive a further £250 annual uplift; staff on spinal points 38 and upwards will receive an annual uplift which equates to a total salary increase of 2.5%.
- 4.10. All senior staff whose pay is above the levels in the national pay scale will also receive an overall 2.5% salary increase.

5. Pension schemes

- 5.1. The remuneration package also includes pensions. The two schemes to which most senior staff will belong are the Universities Superannuation Scheme and (for some Clinical Academics) the NHS Pension Scheme. More information about the schemes, including contribution rates can be found at <https://www.uss.co.uk/> and <https://www.nhsbsa.nhs.uk/nhs-pensions> respectively.

6. Vice-Chancellor's remuneration

- 6.1. The total remuneration package of the Vice-Chancellor is reported in accordance with the OfS Accounts Direction.

Emoluments of the Vice-Chancellor Professor Sasha Roseuil (01/08/2023 to 31/07/2024)	Year Ended 31 July 2024 (£'000)	Year Ended 31 July 2023 (£'000)
Salary	297	285
Other pay	-	31 ¹
Non-taxable benefits:		
Qualifying relocation expenses	-	8
USS Death in service and incapacity benefits	11	18
	308	342

- 6.2. Pension contributions made are in respect of employer's contributions to USS and are paid at the same rates as for other academic and related staff.

Pay Ratios

- 6.3. The table below expresses the Vice-Chancellor's salary and total remuneration in comparison with the median earnings of other employees.

Vice-Chancellor Professor Sasha Roseuil	Year Ended 31 July 2024	Year Ended 31 July 2023
Vice-Chancellor's salary as a ratio of the median basic salary of staff (excluding sessional staff):	7.1	7.5
Vice-Chancellor's total remuneration as a ratio of the median total remuneration of staff (excluding sessional staff):	6.3	7.6

- 6.4. The latest available data shows that in the year 2022/23, across the sector the median salary ratio (i.e. the comparator figure for the top row in the above table) was 6.9:1, (the lower quartile was 6.0:1 and the upper quartile was 7.9:1). The median pay ratio where total remuneration is calculated (i.e. the second row of the above table) was 7.3:1 (the lower quartile was 6.1:1 and the upper quartile was 8.3:1).²
- 6.5. To derive the comparator data, we have excluded "sessional workers", for the purpose of this report sessional workers include workers provided to the University by an employment agency, (who are excluded because we do not have a robust process to calculate the full time equivalent for these categories of staff), and casual staff not engaged during the period

¹ Non-qualifying relocation expenses - taxable

² <https://www.ucea.ac.uk/member-resources/pay-and-reward/pay-ratio-benchmarking/>

01 August 2023 – 31 July 2024 (who are excluded as their earnings during the period covered by this report are £0).

Justification of Vice-Chancellor's remuneration

- 6.6. The Vice-Chancellor's remuneration package reflects the level of responsibility and skills required to lead an institution such as the University of Sussex which operates against a backdrop of a highly competitive and regulated environment, alongside sector wide financially challenging circumstances. In determining the Vice-Chancellor's remuneration, the Remuneration Committee considers comparative data (see below) and considers the wider remuneration context of the University. It also receives from the Chair of Council an assessment of the Vice-Chancellor's performance against her objectives for the year and considers the University's progress on the key metrics described elsewhere in this Annual Report.

Comparator Salary information for Head of Institution

- 6.7. At its meeting in October 2023 Remuneration Committee A reviewed the Vice-Chancellor's salary. To inform this review VC remuneration at the University's nominated comparator institutions was looked at. This enables Remuneration Committee to provide assurance that the University is not out of step with the wider HEI sector as well as demonstrating compliance with the CUC code on Senior Remuneration which states within its first principle that "Remuneration should take account of the context in which the institution operates."

8. External appointments and expenses

- 8.1. The University's Policy on the retention of income generated from external bodies can be found at: <https://www.sussex.ac.uk/webteam/gateway/file.php?name=rke-income-distribution-policy-october-2017.pdf&site=377policy-october-2017.pdf&site=377>
- 8.2. The Vice-Chancellor does not retain any income from external bodies.
- 8.3. The University's Policy on Expenses can be found at: <http://www.sussex.ac.uk/finance/how/expenses>
- 8.4. Details of the Vice-Chancellor's expenses are reported publicly on our website on a quarterly basis and can be found [here](#).

9. Severance payments

- 9.1. In making any severance payments the University has regard to the "Guidance on Decisions Taken about Severance Payments in HEI", published by the CUC.
- 9.2. The following information is provided in accordance with the OfS Accounts Direction.
- 9.3. No payments to senior staff in lieu of notice were made to senior staff during the year (2022/23: £Nil).
- 9.4. The total amount of severance payments in 2023/24 was £578,000 which was paid across 74 individuals (2022/23: £1,176,000 across 81 individuals). This figure includes payments for severance, redundancy and loss of office.

- 9.5. The prior year total included £850,000 of severance payments across 14 individuals in relation to the third Voluntary Severance Scheme. This was provided for in the 2021/22 year.
- 9.6. No compensation for loss of office was paid to the Vice-Chancellor (or any former Vice-Chancellor) in the 2023/24 financial year.

ANNEXE A

Remuneration Committee Meetings

Table 1: University Executive Team (UET) Roles [As at 31st July 2024]

1	Vice-Chancellor
2	Deputy Vice-Chancellor and Provost
3	Interim Chief Operating Officer and University Secretary
4	Pro Vice-Chancellor (Education and Students)
5	Pro Vice-Chancellor (Culture, Equality and Inclusion)
6	Pro Vice-Chancellor (Research and Innovation)
7	Pro Vice-Chancellor (Global and Civic Engagement)
8	Executive Director of Human Resources
9	Chief Financial Officer
10	Executive Director of Communications, Engagement and Advancement
11	General Counsel, Director of Governance and Compliance
12	Chief Digital Transformation Officer
13	Chief of Staff and Director of the Vice-Chancellor's Office
14	Interim Dean (University of Sussex Business School)
15	Interim Dean (School of Media, Arts & Humanities)
16	Head of School – representing Social Science Cluster, during reporting period; Head of Law, Politics and Sociology
17	Head of School – representing Science Cluster, during reporting period; Head of School of Engineering and Informatics

Table 2. University Leadership Forum (ULF) roles [As at 31st July 2024]

Members of ULF comprise **all** members of UET in Table 1 plus:

	Heads of Schools (HoS)
1	Dean of University of Brighton and Sussex Medical School
2	HoS of Education and Social Work
3	HoS of Engineering and Informatics
4	HoS of Law, Politics and Sociology
5	HoS of Life Sciences
6	HoS of Mathematical and Physical Sciences
7	HoS of Global Studies

8	HoS of Psychology
	Deputy Pro Vice-Chancellors
1	Deputy Pro Vice-Chancellor (Education and Innovation)
2	Deputy Pro Vice-Chancellor (Research)
3	Deputy Pro Vice-Chancellor (Student Experience)
4	Deputy Pro Vice-Chancellor (International)
5	Deputy Pro Vice-Chancellor (Knowledge Exchange)
6	Deputy Pro Vice-Chancellor (Academic Experience)
	Professional Services Leadership Team members
1	Director for the Student Experience
2	Director of Research and Enterprise
3	Director of Library Services and University Librarian
4	Director of Operations and Strategic Planning
5	Director of Estates, Facilities & Commercial Services
6	Head of Research Development and Initiatives
7	Executive Director Special Capital Projects
8	Associate Director of Communications
9	Director of Student Recruitment, Admissions and International Development
	Heads of Professional Services (HoPS)
1	HoPS for the Arts Cluster
2	HoPS for the University of Sussex Business School
3	HoPS for the Science Cluster
4	HoPS for the Social Science Cluster
	Other Ex-Officio members
1	Dean of Doctoral School
2	CEO of the Sussex Innovation Centre
	Professional Services Grade 10 Leaders

1	Director of Innovation and Business Partnerships
2	Interim Director of Student Recruitment
3	Interim Director of Student Support & Deputy Director for the Student Experience
4	Assistant Director, IT Strategy and Architecture
5	Deputy Director (Academic Services)
6	Assistant Director (student Systems and projects)
7	Deputy University Librarian
8	Assistant Director, Digital Engagement
9	Secretary of Brighton & Sussex Medical School
10	Director of Strategic Projects & Change
11	Associate Director of Technical Operations
12	Director of Faculty Professional and Technical Services
13	Deputy Director of IT
14	Deputy Director of Estates and Facilities
15	Deputy Director of Finance
16	Research & Open Scholarship Senior Manager
17	Assistant Director - IT Infrastructure
18	Creative Director of the Attenborough Centre
19	Head of Sustainability
20	Assistant Director, IT Operations
21	Director of Development & Alumni Relations
22	Assistant Director, Projects CTO
23	Deputy Director of Finance
24	Deputy Director of Human Resources

ANNEXE B

Remuneration Committee A – Terms of Reference 2023/24

The following Terms of Reference were UPDATED and AGREED by Remuneration Committee A in February 2024. The update changed the composition membership to reflect that the Strategic Resources and Performance Committee had been split into two committees – Strategy and Performance Committee and Finance and Resources Committee.

Remuneration Committee A: Vice-Chancellor's pay (Rem Com A)

Key Role

To determine, review and report on the remuneration of the Vice-Chancellor.

The Committee has a responsibility to ensure that value for money for all students and taxpayers is embedded in decision making, in line with the University's Value for Money Policy, having regard to VfM whenever it is called to review proposals and approve plans in line with its delegated authority, ensuring transparency and accountability in operational decision making and planning for the future.

Where appropriate this regard to VfM should include measuring and reporting on performance to

determine if projects have delivered their intended outcomes and secured value for money.

Terms of Reference

- a) To determine, review and report on the remuneration of the Vice-Chancellor either on appointment or in post.
- b) To determine any individually negotiated termination package for the Vice-Chancellor.
- c) To comply with the guidance within the CUC Higher Education Senior Staff Remuneration Code in regard to all decisions.
- d) To report annually to Council with a written report

Composition Membership

- Independent member of Council (who is not a Chair of any other sub-committee) (Chair)
- Chair of Council
- Chair of Strategy and Performance Committee
- Chair of Audit and Risk Committee
- Chair of Finance and Resources Committee
- Member of Finance and Resources Committee

In attendance

- Director of Human Resources
- Chief Operating Officer

Deputising for members is not permitted without explicit agreement of the Chair.

The Committee cannot further delegate its responsibilities as set out above.

Committee Management

Secretary:	Through the HR Division
Quorum:	Three members
Frequency of meetings:	Three times per year (additional meetings can be arranged at the request of the Chair).
Reports to:	Council.

Remuneration Committee B – Terms of Reference 2023/24

The following Terms of Reference were UPDATED and AGREED by Rem Com B in February 2024. The update changed the composition membership to reflect that the Strategic Resources and Performance Committee had been split into two committees – Strategy and Performance Committee and Finance and Resources Committee.

Remuneration Committee B: Staff Pay (Rem Com B)

Key Role:

To determine, review and report on the principles and strategy for the reward of staff. To determine, review and report on the remuneration of the Officers of the University (excluding the Vice-chancellor) i.e. Provost, Pro Vice-Chancellors, Chief Operating Officer and the framework for the remuneration of the broader University Leadership Team and Professoriate. The Committee has a responsibility to ensure that value for money for all students and taxpayers is embedded in decision making, in line with the University's Value for Money Policy, having regard to VfM whenever it is called to review proposals and approve plans in line with its delegated authority, ensuring transparency and accountability in operational decision making and planning for the future. Where appropriate this regard to VfM should include measuring and reporting on performance to determine if projects have delivered their intended outcomes and secured value for money.

Terms of Reference:

- (a) To determine, review and report on the principles and strategy for the reward of all staff, excluding the Vice-Chancellor.
- (b) To determine review and report on the remuneration of all Officers of the University (excluding the Vice-Chancellor) i.e. Provost and Chief Operating Officer, either on appointment or in post.
- (c) To determine the framework for the remuneration (including Discretionary Pay Review) of all Heads of School, Professional Services Directors at grade 10, the Librarian, the Professoriate, the PVCs and DPVCs either on appointment or in post; and to receive reports on the application of this.
- (d) To receive the outcome of salary reviews for staff in grades 1-9.
- (e) To determine individually negotiated termination packages for staff in the University Executive Group, excluding the Vice-Chancellor, and any staff whose salary is in excess of the

level specified by CUC in its Guidance on Decisions Taken about Severance Payments HEIs, and any guidance from the Office for Students on this matter.

- (f) To determine individually negotiated termination packages for all staff (except the Vice-Chancellor) where the package is expected to exceed £95,000.
- (g) To comply with the guidance within the CUC Higher Education Senior Staff Remuneration Code in regards to all decisions.

Composition of Rem Com B

Membership:

- Independent member of Council (who is not a Chair of any other sub-committee) (Chair)
- Chair of Council
- Chair of Strategy and Performance Committee
- Chair of Audit and Risk Committee
- Chair of Finance and Resources Committee
- Member of Finance and Resources Committee

In attendance:

- Vice-Chancellor
- Chief Operating Officer*
- Director of Human Resources*

*Officers to withdraw when matters relating to their remuneration are under consideration.

Deputising for members is not permitted without explicit agreement of the Chair.

The Committee cannot further delegate its responsibilities as set out above.

Committee Management

Secretary: Through the HR Division

Quorum: Three members

Frequency of meetings: Three times per year (additional meetings can be arranged at the request of the Chair)

Reports to: Council