

**A VIRTUAL MEETING OF THE REMUNERATION COMMITTEE**

**06 NOVEMBER 2023**

**16.00 – 17.15**

**Meeting held virtually via 'Microsoft Teams'**

**MINUTES**

**Present:** Linda Fletcher (Chair, independent trustee), Jack Boyer (Chair of the Board of Trustees, independent trustee), Andy Carr (Deputy Chair of the Board of Trustees, independent trustee).

**In attendance:** Lucy Barling (Deputy Head of Governance), Claire Buchanan (Chief People Officer), Michael Flay (Head of Governance), Lucinda Parr (COO, Registrar & University Secretary) – for a specific time slot, Judith Squires (DVC & Provost) – for a specific time slot, and Evelyn Welch (Vice-Chancellor) – for a specific time slot.

**1 WELCOMES, APOLOGIES AND ANNOUNCEMENTS**

1.1 The Chair welcomed members to the meeting. There were no apologies.

**2 DECLARATIONS OF INTEREST**

2.1 There were no new declarations of interest.

**3 MINUTES OF PREVIOUS MEETINGS**

3.1 Subject to a couple of minor clarifications in relation to Chair's Powers and the changes to the Remit Group approvals process, the minutes of the meeting held on 19 September 2023, were **APPROVED** as a fair and accurate record.

**4 ACTIONS & MATTERS ARISING**

4.1 **NOTED:** that completed actions would be removed from the register. The remainder of the actions were scheduled for discussion in April 2024.

4.2 **NOTED:** that any consequential amendments to the University Constitution and associated policy as a result of the decision to redefine the Remit Group, would be presented to the Board of Trustees for approval at its meeting on 2<sup>nd</sup> February 2024.

*The Vice-Chancellor, the DVC & Provost and the COO, Registrar & Uni Sec joined the meeting  
The Chief People Officer left the meeting*

**5 PERFORMANCE REVIEW OF REMIT GROUP AND SALARY RECOMMENDATIONS AGAINST PERSONAL AND INSTITUTIONAL TARGETS (reference REMC/23-24/003 (on file)).**

5.1 Before the discussion commenced, the Committee considered the CUC Higher Education Senior Staff Remuneration Code, which had been included in the paperwork for reference purposes, and the Chair brought to the attention of the Committee to the key elements of the Code when discussing fair and appropriate remuneration.

5.2 Further, the Vice-Chancellor informed the Committee that, today, the UCU ballot for striking before the Spring had not met the required thresholds. This result would assist the Committee in its general pay discussions, specifically in terms of understanding the external climate within which the University was currently operating.

5.3 It was further noted that a paper would be brought to the Committee in 2024 to discuss a performance reward system and the metrics behind this.

5.3 The COO, Registrar and University Secretary introduced her direct reports for the Committee's consideration.

REDACTED: Section 43 (commercial interests) and Section 40 (personal info)

REDACTED: Section 43 (commercial interests) and Section 40 (personal info)

*The Chief People Officer rejoined the meeting*

REDACTED: Section 43 (commercial interests) and Section 40 (personal info)

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5.18 It was agreed that going forward the Board would have more regular contact with the Executive Director for Education & Student Success.

**ACTION: Head of Governance**

REDACTED: Section 43 (commercial interests) and Section 40 (personal info)

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*The COO, Registrar & Uni Sec left the meeting*

5.21 The DVC & Provost introduced her direct reports for the Committee's consideration.

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*The DVC & Provost left the meeting*

5.44 The Vice-Chancellor introduced her direct reports for the Committee's consideration.

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*The Vice-Chancellor left the meeting*

5.65 The Chair of the Board of Trustees introduced his direct report, the Vice-Chancellor, for the Committee's consideration.

Vice-Chancellor

5.66 **NOTED:** the Chair of the Board had conducted a review with the VC in terms of her own performance during the year, the outcome of which substantially underpinned the conclusions in the paper. In advance of the review, the Chair undertook a significant amount of consultation with Board Committee Chairs as senior trustees. The consensus of their views informed the remuneration recommendation.

5.67 The Vice-Chancellor had achieved a very strong performance in 2022/23 and the Committee discussed the high level of energy which she brings to the role.

5.68 **NOTED:** the Vice-Chancellor did not receive the 2% national pay award increase in February which the wider staff body was awarded.

5.69 **NOTED:** that appropriate Russell Group benchmarking assessments had been undertaken.

5.70 **APPROVED:** the full 5% national pay award salary increase, in line with the wider staff body, to be backdated to 1 August 2023.

**6 REMUNERATION PROPOSAL: BUSINESS SCHOOL** (reference **REMC/23-24/006** (*on file*)).

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**7. EQUALITY DIVERSITY AND INCLUSION**

7.1 The remuneration considerations at today's meeting included discussions around matters of equality, diversity, and inclusion to ensure that there are no biases pertaining to gender or other protected characteristics within the pay structure.

**8. COMMUNICATION AND CONSULTATION**

8.1 The outcome of today's discussions would be formally communicated with the key individuals.

[REDACTED]

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[REDACTED]

9.3 A revised version of the Annual Report of the Remuneration Committee would possibly be circulated separately from the main BoT meeting pack, due to timing constraints.

9.4 **The date of the next meeting was scheduled to be:** 9<sup>th</sup> April 2024, 10.00 – 13.00, Beacon House Boardroom, room 4.04 (4<sup>th</sup> floor).

[REDACTED]

[REDACTED]

REDACTED: Section 40