

MEETING OF THE REMUNERATION COMMITTEE

TUESDAY 9 APRIL 2024
11.00 – 12.30
BEACON HOUSE, 4th FLOOR, ROOM 4.04

MINUTES

Present: Andrew Carr (Chair, Deputy Chair of the Board of Trustees, Independent Trustee) Jack Boyer (Chair of the Board of Trustees, Independent Trustee), Gillian Bowen (Member, Independent Trustee), Stephen Robertson (Member, Independent Trustee).

In attendance: Lucy Penrose (Deputy Head of Governance), James Bigwood (Interim 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 and President) – for a specific time slot.

1 WELCOMES, APOLOGIES AND ANNOUNCEMENTS

- 1.1 The Chair welcomed members to the meeting, specifically the new members: Ms Gillian Bowen and Mr Stephen Robertson.
- 1.2 The Chair of the Board also welcomed the new Chair of the Remuneration Committee, Professor Andrew Carr.
- 1.3 There were no apologies.

2 DECLARATIONS OF INTEREST

- 2.1 There were no new declarations of interest.

3 MINUTES OF PREVIOUS MEETINGS (*on file*).

- 3.1 The minutes of the meeting held on 6 November 2023, were **APPROVED** as a fair and accurate record.

4 ACTIONS & MATTERS ARISING

- 4.1 **NOTED:** that comparative performance would be reviewed by this committee going forward, starting from the September 2024 meeting. The interim Chief People Officer would provide some internal and external principles-based comparisons for the committee to consider.

ACTION: Interim Chief People Officer

- 4.2 All other actions on the register had been completed and would now be closed.

5. REMUNERATION POLICY FOR REMUNERATION COMMITTEE REMIT GROUP – UPDATE (reference **REMC/23-24/007** (*on file*)).

- 5.1 The committee **NOTED** the Board of Trustees approved revisions to the Remuneration Policy for Remuneration Committee Remit Group at its meeting on 22nd March 2024.

6. PROPOSAL FOR A SENIOR STAFF M4 SALARY COMMITTEE (reference **REMC/23-24/008** (*on file*)).

- 6.1 The committee **CONSIDERED** the proposed new annual pay process for Grade M4 posts not in the Remuneration Committee Remit Group.

- 6.2 The following was discussed:

- 6.2.1 Where there were discussions around an individual's performance being 'exceptional', then the University needed to be clear about how 'exceptional' would be defined i.e. what 'good' versus 'exceptional' looked like. This was in order that the Remuneration Committee could better understand assessment of comparability and the rigour of the

basis for making these sorts of decisions. For the Remit Group, it was discussed whether the RAG rating could be adapted to take into consideration an exceptional categorisation. For the purposes of fairness and transparency, it was noted that any definition of exceptional performance should be consistent with where this was defined for all other staff in the University.

ACTION: Interim Chief People Officer

- 6.2.2 The evolving Remuneration strategy for M3 and M4 staff and the importance of testing that strategy in relation to the University's strategic ambition to be in the Top 50 of Universities worldwide. It was agreed that the Chief People Officer would work with University Executive Board to shape an agreed reward strategic approach, which would then be shared with the Remuneration Committee at its meeting in April 2025.

ACTION: Interim Chief People Officer

- 6.2.3 The total number of M3 and M4 staff in the University would be provided to the committee members as an appendix to these minutes.

ACTION: Interim Chief People Officer

- 6.3 **APPROVED:** the proposed new annual pay process for Grade M4 posts not in the Remuneration Committee Remit Group.

7. PROPOSAL FOR APPROVAL PROCESS OF SENIOR SALARY REMUNERATION EXCEEDING £150,000 (reference REMC/23-24/009 (on file)).

- 7.1 The Committee **CONSIDERED** the proposed new process for senior salary remuneration exceeding £150,000.

- 7.2 The following was discussed:

- 7.2.1 The Annual Report of the Remuneration Committee, which was considered by the Board of Trustees in November, should include a summary of the larger awards that had been made that year under this new process, for visibility purposes only.

- 7.2.2 It was agreed that the last sentence of 2.1 should be revised to read *"The Chair of the Remuneration Committee will be made aware, for information purposes, when such salary decisions have been made, and in exceptional circumstances, after consultation with the Chair of the Board of Trustees, they can provide a view on the matter"*.

ACTION: Interim Chief People Officer

- 7.3 **APPROVED:** subject to the above amendment, the proposed new process for senior salary remuneration exceeding £150,000. It was also **AGREED** that the £150,000 threshold would need to be reviewed and if necessary revised on a periodic basis.

8. REMIT GROUP NATIONAL PAY AWARD AND EXCEPTIONAL PERFORMANCE (reference REMC/23-24/010 (on file)).

- 8.1 The committee **CONSIDERED** a) the proposal to uncouple the awarding of the national annual pay rise from the performance requirements of the Remit Group, whilst still maintaining appropriate oversight of performance and; b) the awarding of additional remuneration for exceptional performance.

- 8.2 The following was discussed:

- 8.2.1 The external visibility of the University's Recruitment and Retention strategies and what the University's obligations were in relation to the publication of salaries of certain senior post holders.

- 8.2.2 The fact that the proposal provided more flexibility to the committee in recognising exceptional performance.

- 8.2.3 The way in which Recruitment and Retention payments were currently used/applied across limited roles in the university.

- 8.2.4 The fact that the University of Bristol makes use of RR1 payments to ensure alignment with market rates for highly competitive roles, and the work underway by HR to ensure that they are applied consistently and appropriately in support of the University strategy.

8.2.5 The committee requested a more detailed sector perspective including a hotspot analysis of areas of concern (or areas that could become concerning). It was agreed that this would be provided to the committee on an annual basis.

ACTION: Interim Chief People Officer

8.2.6 The fact that RR2's were used sparingly and recent audits had confirmed that the University was using them appropriately. The committee requested a more thorough overview for its next meeting of how RR2's were utilised across the University, noting that the same rules were followed across the entire university to ensure transparency and fairness.

ACTION: Interim Chief People Officer

8.2.7 It was unanimously agreed that when rewarding exceptional performance of our remit group we should be consistent with how we define exceptional performance for staff at all levels.

8.3 **APPROVED:** the proposal around the Remit Group national pay award and exceptional performance.

The VC, DVC & Provost and the Registrar & COO joined the meeting

9. MID-YEAR REVIEW OF OBJECTIVES FOR STAFF IN REMIT GROUP (reference **REMC/23-24/011** (on file)).

9.1 The Chair introduced the item. The Vice-Chancellor, the DVC & Provost, and the Registrar and Chief Operating Officer joined the meeting.

9.2 The committee **CONSIDERED** the progress of the Remit group against objectives, in particular any barriers to meeting those objectives and any exceptional individual performance i.e. individuals outperforming in a way that had not been previously anticipated.

9.3 It was noted that all of the Remit Group objectives were aligned with the University's Strategic Performance Indicators (SPIs).

9.4 The DVC & Provost addressed the committee and the following was discussed:

REDACTED: Section 43(2) - Commercial interests

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REDACTED: Section 43(2) - Commercial interests

The DVC & Provost left the meeting

9.5 The Chief Operating Officer, Registrar & University Secretary addressed the committee and the following was discussed:

REDACTED: Section 43(2) - Commercial interests

REDACTED: Section 43(2) - Commercial interests

REDACTED: Section 43(2) - Commercial interests

The COO, Registrar & Uni Sec left the meeting

9.6 The Vice-Chancellor addressed the committee and the following was discussed:

REDACTED: Section 43(2) - Commercial interests

REDACTED: Section 43(2) - Commercial interests

ACTON: Vice-Chancellor

REDACTED: Section 43(2) - Commercial interests

REDACTED: Section 43(2) - Commercial interests

REDACTED: Section 43(2) - Commercial interests

The Vice-Chancellor left the meeting

9.7 The Chair of the Board addressed the committee and a discussion ensued about the performance of the Vice-Chancellor.

REDACTED: Section 43(2) - Commercial interests

9.8 The committee discussed the sector-wide issues particularly around financial sustainability and sustainability and climate change targets and the need to align with others in terms of re-framing those targets.

9.9 The committee also discussed the importance of staff and student wellbeing and that this continued to be a 'golden thread' throughout all of the Executive team's objectives, ensuring that the appropriate individuals with the correct skills were looking after it.

10. UPDATE ON UCEA NATIONAL PAY NEGOTIATIONS

10.1 The interim Chief People Officer provided a verbal update on UCEA National Pay negotiations and the internal review of the University's pay structures.

10.2 The following was **NOTED**:

10.2.1 Two meetings were scheduled for 22nd and 29th April 2024. If a resolution could be reached then we would proceed to implement at a local level from 1st August 2024. If not, then there would be a time-limited disputes process to try and reach a resolution.

10.2.2 Separately the University was currently negotiating with its Trade Unions about adjustments to its pay structures. It had received a positive response from two of the Unions and a response was still pending from the third. In the event that the third response was negative, the interim Chief People Officer would have a discussion with the Executive regarding next steps. The Executive would then advise the Board and Remuneration Committee of when an agreement had been made. It was noted that the above would be a very unusual situation were it to occur.

11. ANY OTHER BUSINESS

11.1 There was none. Date of next meeting: **18 September 2024.**

Signed by:

[Redacted Signature]

Andrew Carr (Chair)

Date: _____

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