

## REMUNERATION COMMITTEE

### Terms of Reference

#### 1 **Constitution and Authority**

NHS Vale of York Clinical Commissioning Group Governing Body resolves to establish a Remuneration Committee which has delegated decision making authority as set out in these Terms of Reference. The Remuneration Committee is authorised by the Governing Body to approve any activity within its Terms of Reference. The Remuneration Committee is authorised to create working groups as necessary to fulfil its responsibilities within these Terms of Reference.

#### 2 **Purpose of the Committee**

The Remuneration Committee is responsible for determining the terms and conditions, remuneration and travelling or other allowances for staff who are members of the Governing Body. Those staff who are employed by the CCG and not members of the Governing Body will have their terms and conditions, remuneration and travelling or other allowances determined by the Executive Committee of the Governing Body. This includes those employees not currently working under the terms of Agenda for Change.

#### 3 **Remit**

The Committee shall approve the terms and conditions, remuneration and travelling or other allowances for Governing Body members, including pensions and gratuities.

The Committee shall make recommendations to the Governing Body on:

- The terms and conditions of employment for all Governing Body members of the Clinical Commissioning Group (the Group).
- Pensions, remuneration, fees and allowances payable to employees and to other persons providing services to the Group.
- Retention Premia.
- Annual salary awards [where applicable].
- Allowances under any pension scheme it might establish as an alternative to the NHS pension scheme.
- The severance payments of NHS Vale of York Clinical Commissioning Group employees and contractors, seeking HM approval as appropriate in accordance with the guidance 'Managing Public Money'.
- Policies and instructions relating to remuneration.
- Any significant amendments to the terms and conditions of employment which affects all employees of the Clinical Commissioning Group generally (for example changes to the Agenda for Change terms and conditions)

- The CCG's Talent Management Processes including the provision of funding for training for staff.
- The CCG's approach to staff wellbeing
- The CCG's Freedom to Speak Up processes where this relates to staff.

#### **4 Frequency**

Meetings shall be held as and when required upon receipt of a request to the Chair or Vice Chair. The Committee will meet a minimum of twice per financial year. Seven calendar days' notice will be provided of the meeting and any documents to be considered / discussed at the meeting will be circulated to the Committee at least two calendar days prior to the meeting.

#### **5 Membership**

The Committee shall be appointed by the NHS Vale of York Clinical Commissioning Group from amongst its Governing Body members. The membership of the Committee shall comprise the following:

- Lay Chair of Primary Care Commissioning Committee and Quality and Patient Experience Committee (Vice-Chair)
- Lay Member and Chair of Audit Committee (Chair)
- Lay Member and Chair of Finance and Performance Committee

Other directors and external advisers such as Human Resources representatives may be invited to attend for all or part of any meeting as and when appropriate. The role of other individuals who attend and external advisors will be to draw the Committee's attention to best practice, national guidance and other relevant documents as appropriate.

Full time employees or individuals who claim a significant proportion of their income from the NHS Vale of York Clinical Commissioning Group are not permitted to be voting members of the Committee.

No individual should be in attendance for discussion about their own remuneration and terms of service.

#### **6 Quoracy**

The quorum shall be the Chair (or in his or her absence, the Vice Chair) plus one other member.

Where a quorum cannot be convened from the membership of the meeting, owing to the arrangements for managing conflicts of interest or potential conflicts of interests, the Chair of the meeting shall consult with the Chair of the Audit Committee on the action to be taken. This may include:

- requiring another of the Group's committees or sub-committees, the Group's Governing Body or the Governing Body's committees or sub-committees (as appropriate) which can be quorate to progress the item of business, or if this is not possible,

- inviting on a temporary basis one or more Governing Body members to make up the quorum so that the group can progress the item of business.

**7 Accountability**

The minutes of the Committee meetings will be submitted by the Committee Chair within seven calendar days of the meeting.

**8 Decision Making**

All Members of the Remuneration Committee will have voting rights. Each member will have one vote, and the Chair shall have the casting vote.

**9 Administrative Support**

A Secretary will be identified by the NHS Vale of York Clinical Commissioning Group. The Secretary will be responsible for supporting the Chair in the management of remuneration business. This will include arranging, formally minuting and archiving of all reports and documentation associated with the business of the Committee.

**10 Committee Effectiveness**

The Committee shall review its effectiveness annually.

**11 Review of Terms of Reference**

The Committee shall review its terms of reference at least annually.

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