

## **Governing Body Remuneration Committee**

### **Terms of Reference**

#### **1. Introduction**

The Remuneration Committee (the Committee) is established in accordance with the NHS Vale of York Clinical Commissioning Group's constitution, standing orders and scheme of delegation. These terms of reference set out the membership, remit, responsibilities and reporting arrangements of the Committee and shall have effect as if incorporated into the NHS Vale of York Clinical Commissioning Group's constitution and standing orders.

These terms of reference are accessible to the public on the NHS Vale of York Clinical Commissioning Group website.

#### **2. 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 of the following;

- Lay Chair of Governing Body
- Lay Member and Chair of Audit Committee
- Lay Member and Chair of Quality and Finance Committee

Other individuals such as the Clinical Accountable Officer, Chief Operating Officer, Chief Finance Officer, and external advisers such as Commissioning Support Unit 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.

#### **3. Chair and Vice Chair**

A Chair and Vice Chair must be appointed.

#### **4. Quorum**

The quorum shall be the 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 Chairman 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.

#### **5. Secretary**

A Secretary will be identified from 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.

#### **6. Frequency and notice of meetings**

Meetings shall be held as and when required upon a 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.

#### **7. Remit and responsibilities of the Committee**

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 employees of the group.
- Pensions, remuneration, fees and allowances payable to employees and to other persons providing services to the group.
- Development pay and the use of Recruitment and Retention Premiums.
- 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.

## **8. Relationship with the Governing Body**

The minutes of the Committee meetings will be submitted by the Committee Chair to the NHS Vale of York Clinical Commissioning Group Chair within 7 calendar days of the meeting.

## **9. Policy and best practice**

The Remuneration Committee will have due regard to declared interests of attendees of the Remuneration Committee. The Committee has full authority to commission any reports or surveys it deems necessary to help it fulfill its obligations. On occasion the Committee may also seek independent advice about remuneration for individuals. When making decision the committee will consider best practice and comply with relevant disclosure requirements for remuneration.

## **10. Conduct of the Committee**

The members of the Committee must ensure that at all times they:

- Observe the highest standards of propriety involving impartiality, integrity and objectivity in relation to the stewardship of public funds and the management of the bodies concerned.
- Always strive to maximize value for money through ensuring that services are delivered in the most efficient and economical way, within available resources and with independent validation of performance achieved wherever practicable.
- Are accountable to Parliament, to users of services, to individual citizens, and to staff for the activities of the bodies concerned, for their stewardship of public funds and the extent to which key performance targets and objectives have been met.
- Comply fully with the principles of the Citizen's Charter and the Code of Practice on Access to Government Information, in accordance with Government Policy on openness.
- Must comply with the Nolan's seven principles of public life.
- Bear in mind the necessity of keeping comprehensive written records of their dealings, in line with general good practice in corporate documents.

## **11. Terms of reference**

These Terms of Reference, and any subsequent amendments, shall be agreed by the NHS Vale of York Clinical Commissioning Group Board. These Terms of Reference will be reviewed on an annual basis or earlier if necessary to comply with changes in national guidance and legislation.

Author	Chief Operating Officer
Committee Approval (including date)	Remuneration Committee 6 August 2015
Approved by	Governing Body
Approved Date	
Issue Date	
Review Date	
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