



## Minutes Meeting of Senior Remuneration Committee

**Date and time:** Monday 16 April 2018, 12.30-2.30pm

**Present:** Mr Tony Pedder in the Chair  
Mrs Alison Hope  
Mr Richard Mayson  
Mr David Young  
Mr Stephen Sly  
Ian Wright, Deputy Director of HR (Secretary)

**In attendance:** Suzanne Duke, Head of Reward (taking the minutes)

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| 1. | <b>Apologies</b><br>No apologies were given.   |
| 2. | <b>Declaration of conflicts of interest</b><br>No conflicts of interest were declared.   |
| 3. | <b>Minutes of last meeting &amp; matters arising</b><br>The minutes of the meeting on 18 February 2018 were approved as an accurate record.<br>The Committee noted that any matters arising from February's meeting were to be covered in the agenda items of this meeting.  |
| 4. | <b>President &amp; Vice-Chancellor Recruitment &amp; Remuneration Update</b><br>The Committee received an update on the recruitment timeline to appoint a new President & Vice-Chancellor and noted that both an additional Senior Remuneration Committee and Council meeting had been scheduled on 25 June 2018 to approve both the remuneration package and appointment.<br>The Committee agreed that that the University would wish to be transparent with the agreed remuneration package as soon as it was appropriate to do so. They agreed that Human Resources and Communications colleagues should commence planning to make this information public. |
| 5. | <b>Senior Remuneration and Transparency</b> <ul style="list-style-type: none"><li>OfS Regulatory Framework &amp; CUC Remuneration Code</li></ul> The Committee received an update on the senior pay requirements in relation to both the OfS Regulatory Framework and the anticipated timescales of the publication of the CUC Remuneration Code.  |

In advance of a final version of the CUC Remuneration Code being published, the Committee agreed the following statement to be published and submitted to OfS as part of the University's registration process:

*The University of Sheffield intends to fully comply with the anticipated requirements of the CUC Remuneration Code.*

This statement will initially be published within the notes of the terms of reference of the Senior Remuneration Committee which are available on the University web pages.

The Committee reviewed the OfS accounts direction covering the publication of the pay of senior staff. The Committee considered these requirements in relation to both the anticipated CUC Remuneration Code requirements and the University's senior pay governance structures. The Committee agreed that its own terms of reference would need to be amended to ensure an appropriate level of oversight and governance on senior pay overall in relation to these requirements as follows:

**1. President & Vice-Chancellor and UEB members** – The Senior Remuneration Committee would continue to determine the remuneration of both the President & Vice-Chancellor and, (after receiving advice from the President & Vice-Chancellor), the remuneration of all members of the University Executive Board. These roles are likely to be deemed as 'in scope' of the anticipated CUC Remuneration Code

**2. Other specific senior roles, including those with a basic pay of £150,000 or more** – The Senior Remuneration Committee to be consulted on any remuneration proposal relating to specific senior roles, including those with a basic pay of £150,000 or more. The President & Vice-Chancellor would ultimately determine the remuneration of these roles, following consultation with the Committee. The specific senior roles to be included would be determined by both the Senior Remuneration Committee and the President & Vice-Chancellor in relation to their job size and portfolio, and would be subject to regular review by the Committee.

**3. Roles with basic pay earnings of £100,000 or more** – To be reported to the Senior Remuneration Committee on an annual basis.

The Committee agreed that they would review the above when the CUC Remuneration Code was published, and following any further guidance from the OfS on its accounts direction. It was agreed that Human Resources colleagues should give further consideration to how the above would be managed practically, particularly in relation to the differing senior remuneration review cycles.

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|    | <p><b>Pay Multiples</b> - The Committee agreed that their terms of reference should also be revised to take consideration of the pay multiple publication requirements.</p> <ul style="list-style-type: none"> <li>• Senior Expenses</li> </ul> <p>The Committee discussed whether and to what extent that they should have oversight of senior expenses, noting that the CUC Remuneration Code may include publication requirements relating to senior expenses.</p> <p>The Committee agreed that, if it were to have oversight of senior expenses, its role should be to determine and review annually any specific 'policy' in relation to senior expenses that varied from the University's Travel and Business Expenses Regulations. The Committee agreed that it should be the role of the President &amp; Vice-Chancellor and University Executive Board to ensure that any specific 'policy' is then followed, including the agreed approval process for expenses claims.</p> <p>The Committee agreed that they should annually review and have oversight of any senior expenses claims, but agreed that they would review this position in line with requirements in the CUC Remuneration Code when it is published.</p> <p>The Committee noted that the University was shortly about to launch revised Travel and Business Expenses Regulations to be followed by all staff, including senior staff. The Committee agreed that they would receive further guidance at their next meeting to determine if there should be any further guidelines beyond these regulations for senior staff.</p> <ul style="list-style-type: none"> <li>• SRC Terms of Reference</li> </ul> <p>The Committee agreed that it would need to recommend amendments to its terms of reference in light of the items discussed above. A draft amended terms of reference should be presented to the Committee for review at their next meeting, or following publication of the CUC Remuneration Code. Any proposed changes to the terms of reference will then be presented to Council for review and approval.</p> |
| 6. | <p><b>Senior Job Evaluation and Pay Benchmarking</b></p> <p>The Committee received and reviewed an independent report by Korn Ferry Hay Group. The Committee had commissioned Korn Ferry Hay Group to undertake the independent job evaluation of senior roles which were likely to be in scope of the CUC Remuneration Code or OfS publication requirements. The Committee had selected Korn Ferry Hay Group given that their method of job evaluation (Hay) is widely used and recognised as a</p>   |

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|           | <p>robust methodology to support salary decision making. It is also commonly used in the sector to evaluate senior roles.</p> <p>The Committee reviewed the report and noted that the information within it would be helpful in supporting remuneration reviews and decisions relating to senior post-holders in the future, and would assist the University in demonstrating its compliance with the anticipated requirements of the CUC Remuneration Code.</p> <p>The Committee considered whether the pay award determined through the national pay negotiations 2018-19, should be applied to University Executive Board members. The Committee agreed that the award should be applied in 2018 reflecting practice in previous years.</p> <p>The Committee discussed the Executive Bonus Scheme and agreed that it should be reviewed at a later Committee date.</p> |
| <p>7.</p> | <p><b>AOB:</b></p> <ul style="list-style-type: none"> <li>• JUCC request for the VC's current salary details.</li> </ul> <p>The Committee agreed to share the current salary details of the current President &amp; Vice-Chancellor with JUCC in line with their recent request.</p> <ul style="list-style-type: none"> <li>• Date of next meeting</li> </ul> <p>The Committee agreed the next meeting should be scheduled following the 9 July Council Away Day.</p>   |



## Minutes Meeting of Senior Remuneration Committee

**Date and time:** Monday 25 June 2018, 10.00-11.00am

**Present:** Mr Tony Pedder in the Chair  
Mr Richard Mayson  
Mr Stephen Sly  
Ian Wright, Deputy Director of HR (Secretary)

**In attendance:** Andrew Dodman, Chief Operating Officer  
Suzanne Duke, Head of Reward (taking the minutes)

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| 1. | <p><b>Apologies and attendees.</b></p> <p>Apologies were received from David Young and Alison Hope. The Committee noted that with three members in attendance, it was quorate.</p> <p>The Committee noted Andrew Dodman was in attendance to discuss the remuneration of the proposed new President &amp; Vice-Chancellor given his role as Secretary to the Appointment Committee.</p>   |
| 2. | <p><b>Declaration of conflicts of interest</b></p> <p>No conflicts of interest were declared.</p>   |
| 3. | <p><b>Minutes of last meeting &amp; matters arising</b></p> <p>The minutes of the meeting on 16 April 2018 were approved as an accurate record.</p> <p>The Committee noted that any matters arising from April's meeting were to be covered in the agenda items of their next meeting on 23 July 2018.</p>  |
| 4. | <p><b>President &amp; Vice-Chancellor - Remuneration Package</b></p> <p><i>(This item was chaired by Mr Richard Mayson in order to meet a principle in the new HE Senior Staff Remuneration Code, that Remuneration Committees when considering Hol remuneration, must be chaired by a lay governor who is not a Chair of the governing body).</i></p> <p>The Committee received the details of the proposed remuneration package to be offered to the new President &amp; Vice-Chancellor subject to Council's approval of the appointment.</p> <p>The Committee noted that the proposed base salary was in line with the median quartile based on HE and external market data, and sat at the lower end of the salary range that had been considered and recommended by the Committee at their February meeting (prior to advertisement of the post). The benchmark salary data was based on independent job evaluation of the role undertaken by Korn Ferry Hay Group.</p> |

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|           | <p>In line with both the guidelines and publication requirements from the recently published HR Senior Staff Remuneration (CUC) Code and OfS Accounts Direction, the Committee were also presented with pay multiple data. This showed the relationship of the proposed remuneration package with the remuneration of all other University employees. The Committee noted that under these new guidelines and requirements, the University would need to publish and explain the pay multiple position annually.</p> <p><b>The Senior Remuneration Committee approved the remuneration package as proposed and agreed to recommend it to Council.</b></p> <p>The Committee also agreed to recommend to Council that a statement which contained the details of remuneration package and explanation should be published. It was agreed that a statement, aligning to the requirements of both the HE Senior Staff Remuneration Code and the OfS Accounts Direction, would be drafted for review and approval by the Committee at its next meeting in July.</p> <p>The Committee commended all those involved in the appointment process and noted a positive outcome. The Committee agreed that it would be useful for the HR Committee to review and reflect on the recruitment and selection process at a later date.</p> |
| <p>5.</p> | <p><b>The Higher Education Senior Staff Remuneration Code and OfS Accounts Direction</b></p> <p>The Committee received an update on the very recently published Higher Education Senior Staff Remuneration Code and OfS Accounts Direction. The Committee noted that preparations were now underway to ensure that the University is able to demonstrate that it fully complies with the HE Senior Staff Remuneration Code as soon as is possible. These preparations also included preparing for the OfS senior remuneration publication requirements in line with the final accounts direction.</p> <p>The Committee agreed that they would review the detail at their meeting on 23 July 2018, including any areas of impact and change identified to ensure the University is fully compliant. This is likely to include proposing changes to the terms of reference of the Committee to ensure oversight and ongoing compliance to the HE Senior Remuneration Code, as well as draft publication material to include pay multiples. Any changes to the Committee's terms or reference would be presented to Council at its next meeting in October for final approval.</p>   |
| <p>6.</p> | <p><b>AOB:</b></p> <p>Dates &amp; times of next meetings:</p> <ul style="list-style-type: none"> <li>• 23 July 2018, 11.00am-1.00pm</li> <li>• 22 October 2018, 12.30-2.30pm</li> </ul>   |