



St Helens
Clinical Commissioning Group

REMUNERATION COMMITTEE

TERMS OF REFERENCE

Version	1
Implementation Date	15 th August 2017
Review Date	September 2018
Approved By	Governing Body
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The Remuneration Committee (the Committee) is established in accordance with NHS St Helens Clinical Commissioning Group's (the CCG) 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 CCGs Constitution and Standing Orders.

1. Membership

- 1.1 The Committee shall be appointed by the Clinical Commissioning Group from amongst its Governing Body members. The Committee shall comprise the three Lay Members, one GP Governing Body member, and the clinical lead member for secondary care.
- 1.2 The Lay Member for Governance shall chair the Remuneration Committee. If the Lay Member for Governance is not present, an alternative chair from the Lay Members present will be agreed.
- 1.3 The following co-opted members will be in attendance at meetings: the Accountable Officer, the Associate Director of Corporate Governance and appropriate HR Advisor.
- 1.4 Any Officer or Committee member must not be present when any decision about personal remuneration for those posts is taken.
- 1.5 The CCG Associate Director of Corporate Governance, or a deputy, will be in attendance to administer the Committee.
- 1.6 Arrangements for HR support to the Committee will be through the Commissioning Support Unit (Peoples Services). The HR Advisor will be responsible for supporting the Chair in the management of remuneration business and for drawing the Committee's attention to best practice, national guidance and other relevant documents as appropriate.

2. Quorum

- 2.1 A quorum shall be a minimum of three members of the Governing Body
- 2.2 No member of the Remuneration Committee may take part in any discussion or decision making in respect of their remuneration or terms and conditions. A quorum for any such decision remains a minimum of three members.
- 2.3 A decision may be reached by majority vote if necessary

- 2.4 Deputising arrangements must be agreed by the Chair. Where deputies are agreed, it must be clear they have been given a mandate to make decisions by the person they represent.

3. Accountability

- 3.1 NHS St Helens Clinical Commissioning Group's Remuneration Committee will be accountable to the CCG's Governing Body.

4. Responsibilities

- 4.1 The Committee will make decisions on behalf of the Governing Body on determinations about pay, remuneration, and terms & conditions for any officers and employees (outside of Agenda for Change) of the Clinical Commissioning Group and people who provide services to the Clinical Commissioning Group. This will include allowances under any pension scheme it might establish as an alternative to the NHS pension scheme.
- 4.2 The Committee will make decisions on any severance payments
- 4.3 The Committee will address any pay and conditions of service related issues including, but not limited to, the following:
- Contractual notice period
 - Subsistence and expenses
 - Redundancy and compensation
 - Performance related pay
 - Annual inflationary uplifts
 - Which posts are subject to Remuneration Committee determination
 - Additional payments for supplementary work and complexity
 - Reduced payments for developmental periods
 - Benchmarking and review of remuneration levels

5. Decision Making

- 5.1 In making its recommendations and decisions the Committee will take into account:
- Provisions of any national guidance arrangements
 - Relevant legislation (in particular anti-discrimination and equal pay legislation)
 - Best practice and affordability
 - Employee relations and relevant staffing matters within the CCG
 - Remuneration levels elsewhere in the NHS and other relevant labour markets
 - Trends and developments in non-pay benefits and terms and conditions
 - Organisational Performance

- Auditor requirements
 - Existing terms and conditions of service
- 5.2 The Committee will determine any requirements for patient and public involvement as it conducts its business.
- 5.3 The Chair will determine the requirement to invite an independent representative to scrutinise decision-making where the removal of members with a conflict of interest would make the meeting no longer quorate.

6. Conflicts of Interest

- 6.1 To ensure that members are aware of what may constitute a Conflict of Interest, that Conflicts of Interest are formally disclosed, and subsequently managed in adherence with the CCG's Conflict of Interest Policy and the Nolan Principles for Standards for Public Life.
- 6.2 To formally record within the relevant minutes and disclosures of conflicts of interest and the actions taken in the management thereof. Any failures to disclose, or other breaches of the policy, must be reported to Accountable Officer or the Associate Director for Corporate Governance, in the first instance.

7. Frequency of Meetings and Administration

- 7.1 Meetings shall be held at least once annually.
- 7.2 A minimum of ten working days shall be given as notice in advance of a meeting.
- 7.3 The Chair or the Remuneration Committee may call extraordinary meetings at his / her discretion.
- 7.4 The Committee will be supported by an appropriate Secretary who will be responsible for supporting the Chair in the management of the Committee's business.
- 7.5 Minutes of the Remuneration Committee will be presented to Governing Body in Part 1, and in Part II only where there is a need for confidentiality.

8. Review

- 8.1 The Committee will review its own performance, membership and terms of reference annually. Any resulting changes to the Terms of Reference will be approved by the Governing Body.