

MEETING OF THE REMUNERATION COMMITTEE**FRIDAY 11 APRIL 2025****10.00 – 11.45****DRAFT 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 - online), Stephen Robertson (Member, Independent Trustee - online).

In attendance: Lucy Penrose (Deputy Head of Governance - online), James Bigwood (Chief People Officer), Michael Flay (interim Deputy University Secretary & 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) – for a specific time slot.

1. WELCOMES, APOLOGIES AND ANNOUNCEMENTS

1.1 The Chair welcomed members to the meeting. There were no apologies.

2. DECLARATIONS OF INTEREST

2.1 There were no new declarations of interest.

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

3.1 The minutes of the meeting held on 19 September 2024 and the minutes of the extraordinary meeting held on 7 March 2025, were **APPROVED** as a fair and accurate record.

4. ACTIONS & MATTERS ARISING (*enclosed, on file*).

4.1 **RECEIVED** and **NOTED**: the actions register and any matters arising.

4.2 **AGREED**: that a short briefing note would be prepared by the interim Deputy University Secretary & Head of Governance about what other universities in the sector were doing in respect of executive remuneration in their subsidiary companies.

4.3 **AGREED**: that for the Autumn 2025 meeting of this Committee, there would be a clearer distinction between personal and collective objectives and the extent to which a collective objective was being applied to an individual's performance review.

Action: Head of Governance

5. CHAIR'S REPORT

5.1 There was nothing to report.

6. MID-YEAR REVIEW OF OBJECTIVES FOR STAFF IN REMIT GROUP (reference **REMC/24-25/007** (*on file*)).

6.1 **RECEIVED** and **DISCUSSED**: the mid-year progress of the Remit group against objectives.

6.2 **NOTED**: that all objectives were on track to be delivered and no significant concerns were raised.

6.3 **DISCUSSED**: a specific challenge around matrix management, and what was being done in this area. It was **NOTED**, firstly, that the University was working hard to clarify all academic leadership role descriptions, having a clear RACI for each role, and clearly specifying where the hard reporting lines are and where the dotted reporting lines were.

Secondly, an academic line management project was currently underway with HR in order to help individuals better understand how to line manage a team and what good academic line management entailed. And thirdly, the University was bringing in external consultants with HR to work on team building e.g. how can the Executive Group work effectively together.

- 6.4 **DISCUSSED:** strategic hires in the current global context, and how the University was taking opportunities in this space whilst also balancing the financial needs of the institution.
- 6.5 **NOTED:** that the new Senior Staff Salary Committee process was working well from the perspective of both the Executive and the Chair of the Remuneration Committee.
- 6.6 **DISCUSSED:** the National Student Survey (NSS) and the importance of consistency and working together to collectively raise the game. It was noted that the Education and Student Experience Division was currently being restructured.
- 6.7 **DISCUSSED:** the Global Education Plan and how TNE was a good example of introducing new opportunities and delivering them with great expertise and doing so swiftly. It was noted that Project Mango formed part of the overarching Global Education Plan and the Board of Trustees would continue to be appraised of developments in this area.
- 6.8 **NOTED:** that the Climate Action Plan would be discussed at a Board of Trustees meeting imminently and was on the Board Forward Plan.
- 6.9 **DISCUSSED:** the Faculty restructuring, which was on track to be achieved this summer. It was noted that all of the senior role appointments had been strong, and that there was a very clear recognition across the institution that the restructuring had enabled a more strategic wider collaborative thinking about research and educational opportunities. It was noted too that the challenge now was how to transition to business as usual for TQ. The Executive as currently considering this and the need to have proactive curation and oversight to maintain the TQ vision. More clarity would be provided between now and the opening of the TQ campus in September 2026.
- 6.10 **DISCUSSED:** succession planning within the Executive Group.
- 6.11 **NOTED:** the strong relationship between the Chair of the Board and the Vice-Chancellor.
- 6.12 **AGREED:** that the paperwork for the Chief Financial Officer would be re-circulated as there had been an administrative error and some of the paperwork was not entirely clear.

Action: Secretary

7. TALENT MANAGEMENT AND STRATEGIC REWARD (*on file*).

- 7.1 **RECEIVED** and **DISCUSSED:** a PowerPoint presentation.
- 7.2 **DISCUSSED:** the challenges and opportunities, specifically, for the University to be successful it must compete effectively to attract, develop and retain talent.
- 7.3 **DISCUSSED:** the University's approach to these challenges and opportunities, which was as follows:
- Delivering an effective total reward strategy remained challenging in the current context.
 - From 1st April 2025 the HR division was being significantly reorganised to better align with the University's strategic vision and the challenges that it faced.
 - At no extra cost to the institution, a number of key functions within HR (Resourcing, Reward, People Development and Employability) were being brought together into a new talent management focussed team.
 - A new Director of Talent and Career Development had been appointed, and this represented a step change in advancing a talent focussed approach to delivering the workforce the University needed to achieve its vision.
 - The Division had developed three priorities that would endure a transition to a 'talent' focussed approach to HR strategy overall. These were:
 1. Future focussed HR services and support
 2. An inclusive high achieving University community
 3. World class careers for talented people
- 7.4 **DISCUSSED:** what a future Reward Strategy for the University might look like.

7.5 **DISCUSSED:** the prospect of a new Culture and Inclusivity Committee, reporting into the Board of Trustees.

8. **REMUNERATION FIGURES FOR CLINICAL STAFF PAY** (reference **REMC/24-25/008** (*on file*)).

8.1 **RECEIVED** and **NOTED:** a summary of how clinical staff were employed and remunerated by the University.

8.2 **AGREED:** that the Chief People Officer would bring a report to the Autumn 2025 meeting of this Committee around clinical staff pay specifically in respect of the recharge arrangements and whether it was the University or the NHS who was paying for the additional allowances. It was noted that should there be a recharge back to the NHS, then this Committee may not need to consider clinical staff pay within its remit.

Action: Chief People Officer

9. **Update on UCEA national pay negotiations**

9.1 **RECEIVED** and **NOTED:** a verbal update from the Chief People Officer.

10. **ANY OTHER BUSINESS**

10.1 There was none.

DATE OF NEXT MEETING: THURSDAY 2 OCTOBER 2025

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