

REMUNERATION COMMITTEE

TERMS OF REFERENCE

1. INTRODUCTION

The remuneration committee (the committee) is established in accordance with NHS North East Lincolnshire Clinical Commissioning Group's constitution. These terms of reference set out the membership, remit, responsibilities and reporting arrangements of the committee.

The Committee, which is accountable to the CCG Governing Body **shall make recommendations** to the CCG Governing Body on determinations about the remuneration, fees and other allowances (with exception for national negotiation allowances) for employees, and any determinations about allowances under any pension scheme that the group may establish as an alternative to the NHS pension scheme.

The Council of Members shall approve amendments to terms of references, which shall be subject to ratification by the Governing body at a meeting held in public, which includes information on the members of the Committee.

These terms of reference are accessible to the public on the NHS North East Lincolnshire Clinical Commissioning Group website.

2. MEMBERSHIP

The Committee shall be appointed by the Governing Body and may only include individuals who are members of the Governing Body the membership of the committee shall comprise of the following;

- 2 Lay members of the Governing Body
 - 1 Lay Chair
 - 1 lead on financial management & governance
- 2 GP members of the Governing Body
 - 1 Chair of Council of Members (vice chair)
 - 1 GP elected member

Only members of the committee shall have voting rights.

Other Attendees

Whilst not a member of the committee, a senior member of the workforce team should be present at all meetings. Other individuals such as the Chief Operating Officer, Chief Finance Officer and external advisers such as Workforce Team 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 North East Lincolnshire 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. All individuals attending a meeting must declare any potential conflicts of interest.

3. CHAIR AND VICE CHAIR

The Chair and Vice Chair for the Remuneration committee will be the same as the Chair and Vice Chair of the full CCG Governing Body.

4. QUORACY

The quorum shall be the Chair or Vice Chair, and at least two other committee members.

5. SECRETARY

A Secretary will be identified from within/ by the 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. WORKFORCE TEAM

The Workforce Team will support the Chair to determine the business of the committee, including setting the agenda's and agreeing the papers that are to be provided.

7. FREQUENCY AND NOTICE OF MEETINGS

The committee will meet a minimum of twice per financial year. Meetings will be planned for March and October. Any documents to be considered / discussed at the meeting will normally be circulated seven calendar days in advance of the meeting. In some instances it may be necessary to circulate these at a minimum of two calendar days prior to the meeting.

Additional ad-hoc meetings may be arranged as and when required upon a receipt of a request to the Chair or Vice Chair. Ten working days notice will be provided of these ad-hoc 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 and where possible within seven calendar days of the meeting.

Where it is deemed appropriate, these ad-hoc meetings may take place 'virtually' using email (with a five day response deadline) and / or teleconference facilities. The quorum shall still be maintained for 'virtual' meetings.

8. REMIT AND RESPONSIBILITIES OF THE COMMITTEE

Unless otherwise specified by the Governing Body, the committee shall

- Recommend to the Governing Body the remuneration and terms of service for the employed roles (including clinically employed officers) outside of the nationally determined terms and conditions.
- Recommend to Governing Body annual salary awards and non-consolidated bonus payments in-line with very senior managers (VSM) framework.
- Recommend to Governing Body annual salary awards for locally determined clinical officer roles.
- Determining remuneration for other appointments at the CG under contract for services
- Determinations about pay and remunerations for people who support services to the NHS North East Lincolnshire Clinical Commissioning Group, e.g. community forum members.
- Recommend to the Governing Body severance payments for all employees subject to receiving HM Treasury (if necessary) approval in accordance with any current guidance
- To receive and approve policies and instructions relating to remuneration. Other workforce policies and procedures will be the responsibility of the delegated committee.
- In making recommendations the committee must ensure adherence with equal pay requirements.

9. RELATIONSHIP WITH THE GOVERNING BODY

The minutes of the committee meetings will be submitted by the admin support team to the NHS North East Lincolnshire Clinical Commissioning Group within 7 calendar days of the meeting.

10. POLICY AND BEST PRACTICE

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.

11. 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.
- 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.

12. TERMS OF REFERENCE

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

13. STANDARDS OF BUSINESS CONDUCT / CONFLICT OF INTEREST -

All Board Members must adhere to the CCG's Constitution and Standards of Business Conduct / Conflicts of Interest policies, together with NHS England statutory guidance on managing conflicts of interest.

Where a member believes that he /she has a conflict of interest in relation to one or more agenda items, they must declare this at the beginning of the meeting wherever possible, and always in advance of the agenda item being discussed. It will be responsibility of the Chair of Board to decide how to manage the conflict and the appropriate course of action.

To further strengthen scrutiny and transparency of CCG's decision-making processes the CCG has an appointed Conflict of Interest Guardian. This role is undertaken by the CCG's Integrated Governance & Audit Chair.

Any interests which are declared at a meeting must be included on the CCG's Declaration of interest Register. Where this is not already the case, the individual with the conflict must ensure that the item is added to their declaration as soon as is practicable following the meeting.

Reviewed by Committee – November 2018
Approved by Council of Members – November 2018
Ratified by Governing Body – December 2018