

Human Resources & Remuneration Committee Terms of Reference

Date first approved	
Review Officer	
First review date	May 2022
Date review approved by BOM	May 2022
Next review date	June 2022
Approved by BOM	August 2022
2023 Review Dates	March 2023, June 2023
Updated at Committee	May 2023
2023-2024 Review Date	June 2024
2024-2025 Review Date(s)	January 2025

Constitution

The Board of Management has established a committee known as the Human Resources & Remuneration Committee. The quorum for all meetings and decisions of the committee shall be:

- three Board members, with
- at least one from the 'Other Board Members' group or the committee chair, with
- at least 50% of board members present being Independent Directors, whilst
- discounting any Ex-Officio members present

The Committee may be attended, at the invitation of the Chair by members of Shetland UHI's academic and support staff or by external advisers. The purpose of such an invitation will be to provide specialist information and advice to assist the Committee in its deliberations. Individuals attending on this basis may not vote on any decision made by the Committee.

Membership

Not less than five Board Members, including the prescribed roles of:

- Chair of the Board of Management
- Chair of the Audit Committee,
- Chair of Finance & General Purposes Committee
- Chair of Learning, Teaching, & Research Committee.

The Principal may attend this meeting by invitation, but must withdraw when his/her own salary is being discussed.

When exercising the remit of remuneration, any Staff Directors and Student Directors must withdraw from the meeting in their capacity as directors. They may (like any other staff member or student of Shetland UHI), by request of the committee, present evidence in line with Clause C.20 of the Code of Good Governance. When an interim Chair of the Committee is needed, and such an interim Chair is the Chair of the Board of Management, the Vice-Chair of the Board of Management shall serve as chair of the committee when the committee exercises its remuneration remit.

Chair	Vacant
Vice Chair	Amanda Hawick – Independent Director
Prescribed Board members	<u>Interim</u> Chair of the Board of Management – Vacant <u>Mason Robbins</u> Chair of Audit Committee – Claire Christey Chair of Finance & General Purposes Committee – Vacant Chair of Learning, Teaching, and Research Committee – Karen Hall

Other Board members	Selina-May Miller- Staff Director Mason Robbins – Independent Director Brian Smith – Independent Director <u>Vice-Chair of Finance and General Purposes Committee</u>
Ex Officio	Principal – Jane Lewis (by invitation only)
Management Team Member	HR and OD Lead – Kathy MacDonald
Staff in attendance	Board Secretary – Matt Sierocinski King

Frequency of Meetings

The Committee shall meet no less than four times each year.

Remit (Human Resources)

The Committee has overall responsibility for the direction and oversight of all personnel matters relating to the function of the Board of Management as employer of Shetland UHI's staff.

The Committee shall oversee the development and auditing of all human resource strategies and work streams, and this shall include:

1. Overseeing the Organisation and Professional Development Strategy and Annual Action Plan and monitoring actual performance against KPIs.
2. Overseeing the human resources measures surrounding turnover, absence, diversity and teaching qualifications
3. Ensuring that the Shetland UHI has appropriate succession plans in place for senior management, teaching and support staff
4. Reviewing all Human Resource policies within the Shetland UHI.
5. Overseeing the provision of occupational health support, the provision of computerised human resources systems and a Job Evaluation system.
6. Monitoring progress against Equality Scheme Action Plans.
7. Ensuring that the Shetland UHI provides appropriate Staff training and development.
8. Ensuring the Shetland UHI has in place an effective Performance Management framework monitored through regular statistical reports to the Committee.
9. Ensuring appropriate arrangements are in place for effective dialogue with trade unions
10. Ensuring that pay and conditions of employment are properly determined and when applicable in line with National Bargaining and that pension arrangements are monitored
11. Ensuring there is a recognition and procedural agreement and that appropriate dialogue with trade unions is maintained
12. Ensuring that Shetland UHI is operating within all legal requirements relating to employment law and other legislation affecting employment.

Remit (Remuneration)

Members must undertake the online training module for Remuneration Committees provided by College Development Network within one month of appointment.

The Committee shall consider and make decisions on the remuneration package and conditions of service, and any changes thereof, of Shetland UHI's Principal and such other senior staff as is considered appropriate, taking into account:

1. That Shetland UHI senior management should be fairly rewarded for their individual performance and contribution to the Shetland UHI's overall performance
2. Where, in terms of senior management remuneration, the Shetland UHI stands in relation to other comparable institutions in the sector, organisations of a similar size and the local market;
3. The Scottish Government's approach to remuneration in the public sector;
4. The relationship between the remuneration of the senior management and that of other employees of Shetland UHI
5. The benefits granted to senior management; and
6. The adequacy of pension arrangements and also the cost implication of pension arrangements including the pension effect of remuneration proposals.

The Committee shall review the annual appraisal of the Principal and Chief Executive by the Chair of the Board and review the Principal and Chief Executive's continuing professional development.

One member of the Board of Management shall represent the Board on the interview panel for Senior Management appointments.

The Committee shall consider such other matters relating to the Board of Management which the Chair shall from time to time determine, in particular in relation to severance payments.

The Committee should endorse any proposals for severance payments to Senior Managers and any exceptional settlements which will require to be formally notified to the Board of Management.