

**NHS North Cumbria Clinical Commissioning Group**  
**Remuneration Committee**  
**Terms of Reference**  
**October 2018**

**1. Introduction**

The Remuneration Committee (the committee) is established in accordance with NHS North Cumbria Clinical Commissioning Group's (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 clinical commissioning group's constitution and standing orders.

The Committee is a non-executive committee of the Governing Body and has no executive powers, other than those specifically delegated in these terms of reference.

**2. Membership**

Core Membership of the Committee will be:

Lay Member for Finance and Governance	NHS North Cumbria CCG
Lay Member for Public Engagement	NHS North Cumbria CCG
Lay Member for Quality & Performance	NHS North Cumbria CCG
Governing Body Specialist Care Doctor	NHS North Cumbria CCG

Meetings will be chaired by the Lay Member for Finance and Governance. In the absence of the Chair a deputy will be nominated prior to the commencement of the meeting. Other officers of the CCG will attend as appropriate.

The Chair of the CCG will also be in attendance along with a member of the Human Resources Team from North of England Commissioning Support.

<b>3. Committee Support</b>
<p>The CCG will provide committee support to the Committee through its Corporate Team.</p> <p>Items for the agenda are to be submitted to the Governing Body Support Officer two weeks prior to the Committee meeting.</p> <p>The Governing Body Support Officer will:</p> <ul style="list-style-type: none"> <li>• agree the agenda with Chair;</li> <li>• collate and distribute the agenda and supporting documents;</li> <li>• take minutes and keep a record of matters arising and issues to be carried forward.</li> </ul>
<b>4. Quorum</b>
A quorum shall be three members.
<b>5. Frequency of the meetings</b>
<p>Meetings shall be held at least once per financial year on such dates and times as to be decided by the Committee. Written notice specifying the business to be transacted shall be circulated at least three clear days prior to the date of the meeting. However subject to the agreement of the Chair a member of the Committee may give written notice of an emergency motion after the issue of the notice of meeting and agenda, up to one clear day before the time fixed for the meeting. The notice shall state the grounds of urgency. If in order, it shall be declared to the Committee at the commencement of the business of the meeting as an additional item to be included in the agenda. The Chair's decision to include the item or not shall be final.</p>
<b>6. Remit and responsibility of the Committee</b>
<p>The Committee will make recommendations to the Governing Body about appropriate remuneration and terms of service for all posts above the top threshold of the National Agenda for Change (AfC) pay-scale, including off-payroll appointments, including:</p> <ul style="list-style-type: none"> <li>• all aspects of salary (including any performance-related elements / bonuses);</li> <li>• provisions for other benefits e.g. car allowances</li> <li>• advise on and oversee appropriate contractual arrangements for such staff including the proper calculation and scrutiny of termination payments taking account of such national guidance as is appropriate.</li> </ul> <p>Review disciplinary arrangements where the Accountable Officer is an employee or member of another CCG.</p> <p>The Committee shall report in writing to the Governing Body the basis for its recommendations. The Governing Body shall use the report as the basis for their decisions, but remains accountable for taking decisions on the remuneration and terms of service of those specified</p>

above. Minutes of the Governing Body's meetings should record such decisions.
<b>7. Reporting Structure</b>
The committee reports to the CCG Governing Body. The minutes of Remuneration Committee meetings shall be submitted to the Governing Body. The Chair of the committee shall draw to the attention of the Governing Body any issues that require disclosure.
<b>8. Policy and best practice</b>
<p>The committee will apply best practice in decision making processes.</p> <p>In considering individual remuneration the committee will:</p> <ul style="list-style-type: none"> <li>• comply with current disclosure requirements for remuneration;</li> <li>• on occasion seek independent advice about remuneration for individuals; and</li> <li>• ensure that decisions are based on clear and transparent criteria.</li> </ul> <p>The committee shall have full authority to commission any reports or surveys it deems necessary to help it fulfil its obligations.</p>
<b>9. Standards of Business Conduct and Conflicts of Interest</b>
<p>Members of the Committee shall at all times comply with the standards of business conduct and managing conflicts of interest as laid down in the CCG's Constitution and the Business Code of Conduct Policy.</p> <p>Declarations of interest will be a standing item on all meeting agendas.</p> <p>Members and attendees who have any direct/indirect financial or personal interest in a specific agenda item will declare their interest. The Chair of the meeting will decide the course of action required, which may include exclusion from participation in the discussion and/or the meeting for the duration of the discussion dealing with the item for which a declaration has been made.</p> <p>All declarations of interest and actions taken in mitigation will be recorded in the minutes.</p>
<b>10. Conduct of the committee</b>
<p>The committee shall conduct its business in accordance with national guidance and relevant codes of conduct / good governance practice.</p> <p>At least annually the Committee will review its own performance, membership and terms of reference. Any resulting changes to the terms of reference or membership shall be approved by the Governing Body.</p>

## **11. Approval and Review**

**Date reviewed:** March 2018

**Date approved by Committee:** March 18

**Date approved by Governing Body:** October 18

**Date to be reviewed:** March 2019