

REMUNERATION AND TERMS OF SERVICE COMMITTEE

TERMS OF REFERENCE

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CONSTITUTION

1. The Trust Board hereby resolves to establish a Committee of the Board to be known as the Remuneration and Terms of Service Committee (The Committee).

MEMBERSHIP

2. The Committee comprises:
 - The Board Chair
 - 2 Non-Executive Directors
3. The Chief Executive, or other Executive Directors, may be invited to attend the Committee in an advisory capacity but will withdraw when a matter concerning his/her remuneration package, terms of service or other matter of individual confidentiality is being discussed or documented.
4. The Director of Human Resources and Organisational Development will also be in attendance.

QUORUM

5. No business shall be transacted at a meeting unless the Chair of the Board or Vice Chair and 2 Non-Executive Directors are present for the whole meeting.

FREQUENCY

6. The Committee will meet as required by the Chair of the Board and will meet on at least two occasions per year.

AUTHORITY

7. The Committee is authorised by the Board to undertake any activity within its terms of reference. In particular it may:
- Seek advice from whatever source it deems to be appropriate in order to fulfil its function.
 - To implement remuneration packages approved by the Board, providing the sums are within the delegated powers in the Standing Orders and Standing Financial Instructions and are in line with Department of Health guidance.

DUTIES

8. The main functions of the Committee are:
- To make recommendations in writing to the Board on all aspects of remuneration and terms and conditions of employment for the Chief Executive and other Executive Directors. For the purpose of clarity, an Executive Director for this purpose is defined as a Chief Executive, Executive Director and Functional Director who operates at board level within the Trust.
 - To advise the Board on performance, development, succession planning and appropriate remuneration and terms of service for the Chief Executive and all Senior Executives, guided by Department of Health policy and best practice. Advice to the Board on remuneration includes all aspects of salary as well as arrangements for termination of employment and other contractual terms.
 - To ensure robust objectives, performance measures and evaluation processes are in place within the Trust in respect of Senior Executives.

- To make such recommendations to the Board on succession planning and on the remuneration, allowances and terms of service of the Chief Executive and, on the advice of the Chief Executive, other Senior Executives.
 - To ensure that the Chief Executive and Senior Executives are fairly rewarded for their individual contribution to the organisation having proper regard to the organisation's circumstances and performance and to the provision of national arrangements.
 - To monitor and evaluate the performance and development of the Chief Executive and on the advice of the Chief Executive, the other Senior Executives of the Trust.
 - To advise the Board and oversee appropriate contractual arrangements for the Chief Executive and Senior Executives including the proper calculation and scrutiny of termination payments taking account of relevant guidance as appropriate.
9. The Chief Executive is responsible for ensuring that the Director of Human Resources and Organisational Development brings forward the necessary information in a timely manner to enable the Committee to discharge its functions and takes appropriate follow-up action.

REPORTING

10. Formal minutes will be recorded of each meeting of the Committee and, with the exception of items of individual confidentiality, will be distributed to the members of the Committee. Recommendations made by the Committee will be reported in writing to the next Trust Board meeting for approval.

SOUTHERN HEALTH AND SOCIAL CARE TRUST
REMUNERATION AND TERMS OF SERVICE COMMITTEE

MEMBERSHIP 2018-19

Mrs Roberta Brownlee (Chair)
Mrs Siobhan Rooney, Non Executive Director
Ms Geraldine Donaghy, Non Executive Director

In attendance

Mrs Vivienne Toal, Director of Human Resources and Organisational Development
Mrs Sandra Judt, Board Assurance Manager (Secretary to Committee)