

**Bristol, North Somerset and South Gloucestershire  
Clinical Commissioning Group  
Remuneration Committee  
Terms of Reference 2019-2020**

Version Control		
Version	Date	Consultation
V.2	12/03/19	Remuneration Committee

## **Bristol, North Somerset and South Gloucestershire Clinical Commissioning Group**

### **Remuneration Committees**

#### **Terms of Reference**

##### **1. Introduction**

The Remuneration Committee of the Bristol, North Somerset and South Gloucestershire (BNSSG) Clinical Commissioning Group (CCG) is established in accordance with the constitution, scheme of delegation, standing orders and Standing Financial Instructions of the group. These terms of reference set out the membership, remit, authority, responsibilities and reporting arrangements of the Committee and shall have effect as if incorporated into the CCG's Constitution and Standing Orders.

This Committee has no executive powers other than those specifically delegated in these Terms of Reference.

The Committee is authorised by the Governing Body to act within these terms of reference. All members and employees of the Group are directed to co-operate with any request made by the Committee.

##### **2. Remit and responsibilities of the Committee**

The CCGs membership have delegated to the Committee:

- Make recommendations to the Governing Body determining the remuneration, fees and allowances payable to employees of the CCG and to other persons providing services to the CCG and determining allowances payable under pension schemes established by the CCG.
- Recommend the terms of conditions of employment of employment for all employees.
- Approve the terms and conditions, remuneration and allowances for GP representatives including those GP members of the Governing Body including pensions and gratuities

The Committee will also:

- Consider and recommend to the Governing Body, when relevant, the severance payments of the Chief Executive and other senior employees, seeking HM Treasury approval as appropriate and in accordance with HM Treasury guidance.
- Ensure appropriate mechanisms are in place for succession planning for key members of the Governing Body

- Provide assurance regarding the performance review process for all members of the Governing Body, including the Chair and Clinical Members
- Arrange regular performance evaluation of the effectiveness of the Executive Team and the Clinical Leaders and provide assurance that the Executive Team and the Clinical Leaders have the right balance of skills, knowledge and perspectives required for the Executive Team and the Clinical Leaders and contribute to ensuring that the organisation values diversity and promotes equality and inclusivity in all aspects of its business.

### **3. Membership**

The Committee is appointed by the CCG from amongst its Governing Body members as follows:

- The Independent Lay Member with a lead for Patient and Public Engagement (the Chair of the Committee)
- The Independent Lay Member with a lead for Audit, Governance and Risk
- The Independent Lay Member with a lead for Strategic Finance
- The Independent Registered Nurse
- The Independent Secondary Care Doctor

Only members of the Committee have the right to attend committee meetings and the right to vote on decisions. Other individuals such as the Chief Executive, Clinical Chair of the Governing Body and the Chief Financial Officer and external advisors may be invited by the Chair to attend for all or part of the meeting, as and when appropriate and necessary.

### **4. Location of Meetings**

The location of the meetings will be published in advance to all members of the Committee.

### **5. Chair**

The meeting will be chaired by the Independent Lay Member with a lead for Patient and Public Engagement or in their absence or where there is a conflict of interest, by the Independent Lay Member with a lead for Audit, Governance and Risk or one of the other independent members.

### **6. Quorum and Voting**

A minimum of two members will constitute a quorum. The aim will be to reach consensus without the need to resort to a vote. A decision put to a vote at the meeting shall be determined by a majority of the votes of members present. In

the case of an equal vote, the Chair of the Committee shall have a second and casting vote.

## **7. Administration**

The Committee will be supported by a named administrator who will be responsible for the provision of support to the Committee. The Corporate Secretary will ensure that there is clarity on the annual cycle of business for the Committee and will ensure that minutes of the meeting are accurately produced and agreed with members.

The Chief Executive will be responsible for supporting the Chair in drafting agendas and specifying content of reports.

A named Human Resources manager will be responsible for drawing the Committees attention to best practice, national guidance and other relevant documents, as appropriate.

Except in the event of urgent meetings, a minimum of ten days' notice of a meeting of the Committee will normally be provided confirming the venue, time and date together with an agenda of items to be discussed. Supporting papers will normally be sent to all members and other attendees as appropriate, no later than 5 working days before the meeting.

All members or attendees at the Committee are required to declare any potential or actual conflict of interest before items are discussed. There will be a standing agenda item at the beginning of each meeting for this purpose. Even if an interest has been recorded in the register of interests, it must still be declared in meetings where matters relating to that interest are discussed. Declarations of interest will be recorded in minutes of meetings.

The Chair of the meeting, with support of the Corporate Secretary and/or Conflicts of Interest Guardian, will proactively consider ahead of meetings what conflicts are likely to arise and how they should be managed, including taking steps to ensure that supporting papers for particular agenda items of private sessions/meetings are not sent to conflicted individuals in advance of the meeting where relevant.

## **8. Frequency and Notice of Meetings**

The Committee shall meet at least twice a year but additional meetings may be requested at any time by the Chief Executive of the CCG.

## **9. Reporting arrangements**

The Committee will report in writing through a summary report to the Governing Body in closed session, on the items considered at Committee meetings, the basis on which decisions have been based and any recommendations made. This report will be prepared by the named Corporate Secretary and agreed with the Chair of the Committee.

The Committee will submit an annual report to the Governing Body, having undertaken a self-assessment in respect of its performance and in fulfillment of its functions, as set out in these Terms of Reference.

### 10. Policy and Best Practice

When considering remuneration and terms of service the Committee should take into account the following points:

- remuneration packages should be such as to enable people of appropriate ability to be recruited, retained and motivated - within levels of affordability;
- all NHS bodies are part of the public sector and what they do, including the pay of their employees, must be publicly defensible and subject to audit;
- NHS bodies must comply with current disclosure requirements for remuneration;
- a remuneration package should be supported by a clear statement of responsibilities linked to their measurable discharge;
- where appropriate, independent advice should be sought regarding pay structures for comparable organisations and the state of the market.

In all of their decisions and recommendations, the Committee should remain aware that the CCG is corporately responsible for ensuring that its pay arrangements are appropriate in terms of Equal Pay requirements and other legislation.

The Committee will have full authority to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary, within its terms of reference and within a limit determined by the Chief Finance Officer.

### 11. Approval and Review

These terms of reference will be reviewed on an annual basis or sooner is required with recommendations made to the Governing Body for approval.

#### Review History

Version	Reviewed and Approved by:	Date Approved	Review date
V1	<b>Governing Body</b>	5/06/18	June 2019