



## 1. Introduction

This report describes the role and work of the Remuneration Committee during 2024 including the total remuneration of the Vice Chancellor for 2023/24 financial year. It is intended to comply with the requirements of the Office for Students (OfS) and the Committee of University Chairs (CUC).

## 2. Background

In October 2022, the Chair of Council commissioned a comprehensive review of the University's Remuneration Committee.

A short-term working group (the 'Review Group') was formed to conduct a consultation exercise, to develop a series of recommendations, to clarify the responsibilities of Remuneration Committee and identify actions to strengthen and inform decision-making which was reviewed at Council on 21 March 2023.

As a result of the review, the Senior Salaries Committee (SSC) was established which is a subcommittee of the Remuneration Committee. Senior Salaries Committee considers matters related to Level 7 academic and professional staff pay (not including of University Executive Board members).

## 3. Senior Salaries Committee - Terms of Reference and Membership

SSC has delegated responsibility from the Remuneration Committee to review the total remuneration package of Senior Employees annually, based on a review of performance and to make a recommendation to the Remuneration Committee for approval.

### Members of the Committee

Chair and External Member of University Council: Michelle Haslem  
Deputy Vice-Chancellor  
Pro-Vice-Chancellor in Education and Student Experience  
Faculty Pro-Vice-Chancellor  
Chief Operating Officer

### In attendance

Chief People Officer  
Chief Governance and Risk Officer  
Secretary and Associate Director of Pay & Reward

The Chief People Officer attends meetings to provide advice, and the Associate Director of Pay and Reward also attends to advise and record minutes of the meeting.

### Pattern of Business

Remuneration Committee agreed on 21 November 2023 for SCC to meet twice per year and for the membership to be expanded to include a Faculty Pro-Vice-Chancellor and a further nomination from Professional Services as detailed within the membership above.



SSC met on 1 July 2024 and 11 September 2024. SSC considered proposals relating to Administrative, Professional and Managerial (APM) Level 7 banding project, changes applied to Professorial Pay Progression to address feedback on the approach, nominations received through the Nottingham Reward Scheme, pay progression nominations and considerations in relation to equality, diversity and inclusion for senior employees.

SSC's full Terms of Reference are available attached at appendix 1.

#### **4. Remuneration Committee - Terms of Reference and Membership**

Aligned to the principles of 'The Remuneration Code' the Committee's purpose is:

- to ensure a fair, appropriate, and justifiable level of remuneration for Senior Staff recognising individuals' performance and contribution to the Universities success. The Committee should ensure that the level of remuneration should be sufficient to recruit, retain and motivate staff, balanced with the need to demonstrate value for money and affordability.
- to provide procedural fairness and consistency in application providing independent robust decision making underpinned by appropriate evidence and data
- to set remuneration transparently for the University Executive Board and the Vice Chancellor ensuring the appropriate justification for remuneration that relates to the market value for the role, institutional and individual performance.

The membership categories and actual members in the past year are listed below:

##### **Members of the Committee:**

Sonya Leydecker	Chair of Remuneration Committee and Vice Chair of Council
Sir Keith O'Nions	Chair of Council
Michelle Haslem	External Member of University Council
Stephen Odell	External Member of University Council
Piyali Mitra	External Member of University Council

##### **In attendance:**

Vice-Chancellor and President  
Chief Governance and Risk Officer and Secretary to the Committee  
Chief People Officer  
Associate Director of Pay and Reward  
External Advisor from Korn Ferry (by invitation)

The Chief People Officer and the Associate Director of Pay and Reward attend meetings to provide advice.

The Vice-Chancellor is invited to attend the meeting in the Autumn for the item relating to University Executive Board Remuneration and other members of the Executive Board may be invited for specific items.

No individual is present for agenda items related to their own remuneration, benefits, and pension arrangements.



## Pattern of Business

Remuneration Committee met three times in 2024, on 12 March, 30 July and 21 October 2024. More meetings took place in 2024 than the 2 outlined in the terms of reference, as the Committee met to contribute to the development of the Pay & Reward Strategy as well as the APM Level 7 banding project. In addition, Remuneration Committee received a report by circulation for approval in December 2024, relating to the remuneration package of the President and Vice-Chancellor.

Items for discussion included:

- Pay & Reward Strategy
- APM Level 7 Banding Project including pay progression
- Annual review and amendments to the terms of reference for the Remuneration Committee and the Senior Salaries Committee.
- Considered Compromise Agreements, Severances, and Redundancies
- Approved the recommendations from SSC in respect of Professorial Pay Progression nominations
- Discussed and approved the University Executive Board Remuneration
- Discussed and approved the Vice-Chancellor's Remuneration and Interim Vice-Chancellors Remuneration

## Jobs within remit

The Committee has a direct decision-making role in relation to role holders within the remit of the Remuneration Committee in post at the end of this reporting year are:

a) University Executive Board as at May 2025

Name	Title
Jane Norman	Vice-Chancellor
Sam Kingman	Provost & Deputy Vice-Chancellor
Katherine Linehan	Pro-Vice-Chancellor, Education and Student Experience
Tom Rodden	Pro-Vice-Chancellor, Research and Knowledge Exchange
Zoe Wilson	Pro-Vice-Chancellor, Faculty of Science
Sube Banerjee	Pro-Vice Chancellor, Faculty of Medicine and Health Sciences
Chris Tuck	Interim Pro-Vice-Chancellor, Faculty of Engineering
Jeremy Gregory	Pro-Vice-Chancellor, Faculty of Arts Interim Pro-Vice Chancellor, Faculty of Social Sciences
Matt Atkinson	Interim Chief Financial Officer
Richard Every	Interim Chief Operating Officer
Kylie Colvin	Interim Chief Strategy Officer
Jason Carter	Chief Governance and Risk Officer
Helen McNamara	Chief People Officer

b) All professorial staff (R&T Level 7) excluding clinical academics who are paid on NHS pay structures.

c) All directors (APM Level 7)

The Committee's full Terms of Reference are available attached at appendix 2.



## **Remuneration Policy and Benchmarking**

Council has adopted the CUC Higher Education Senior Staff Remuneration Code published in June 2018.

The Remuneration Committee ensures procedural fairness by the application of a consistent framework using appropriate evidence and considers economic factors, competition, market rates, roles, skills, experience and individual performance when setting the remuneration of the Vice-Chancellor and the University's senior post holders. The same factors are applied in reviewing the remuneration of other senior staff.

When considering reward proposals for the Vice-Chancellor and the Executive Board, the Committee takes account of the following indicators:

- Performance in support of the University's strategic objectives and KPIs in the areas of teaching, research, management and administration, leadership of staff, partnerships and external relations internationally, nationally and locally and major initiatives and projects
- The size and complexity of the University
- The breadth, degree of complexity and level of challenge of the Vice-Chancellor and respective Executive Board roles
- The extent of colleagues' experience
- The nature of higher education markets and general issues of pay restraint, recruitment and retention challenges within the sector along with the University's position on senior pay ie match, lead or lag the market
- The University's position on performance pay
- The level of pay increases/reward other staff groups have received, or are eligible to receive
- The impact of decisions about remuneration on Equality, Diversity and Inclusion (EDI)

The data that supports these indicators are drawn from the following areas:

- University and Colleges Employer Associations Senior Staff Remuneration Survey
- Committee of University Chairs' Vice-Chancellor Salary Survey
- The annual survey of Russell Group universities, conducted by Korn Ferry
- Exceptionally and where justified, market data from beyond the sector or from international sources
- Internal equality, diversity and inclusion analysis
- Internal analysis of salary distributions, performance and contribution to the strategy of the University
- Nationally determined job evaluation schemes, nationally negotiated pay awards and nationally recognised higher education pension schemes are all considered by the Committee

When making market comparisons within the sector, the normal benchmark is the Russell Group.



## Policy on income derived from external activities

The University considers it important that its colleagues are represented on various bodies and boards and undertake academic and civic responsibilities at other organisations. Any additional income that could be generated for the individual derived from such positions is disclosed within the annual process of collating and updating the University's Register of Interests.

Any income that can be retained by the University as a result of such positions is disclosed within its financial statements.

Remuneration Committee will maintain oversight of consultancy work undertaken by members of the University Executive Board on an annual basis. Any consultancy work undertaken by members of the University Executive Board should be inline with the [External Work Policy](#) and category 3 work (external work that is not part of the University workload) requires written permission from the Vice Chancellor (or the Chair of Council if external work is undertaken by the Vice Chancellor).

## The pay level of the Vice-Chancellor

The Remuneration Committee ensures procedural fairness in determining the pay level of the Vice-Chancellor by the application of a consistent framework using appropriate evidence and considers economic factors, competition, market rates, roles, skills, experience and individual performance.

The previous Vice-Chancellor's salary was determined according to several factors including the University's key performance indicators and in-year objectives set by Council, which can be viewed here: [Vice-Chancellor's Objectives](#).

The current Vice-Chancellors salary was determined by Remuneration Committee by circulation in December 2024 after consideration of benchmarking from the University and Colleges Employer Associations Senior Staff Remuneration Survey, the annual survey of Russell Group universities, conducted by Korn Ferry and Committee of University Chairs' Vice-Chancellor Salary Survey. The Vice-Chancellors objectives for 2025/26 will be developed with the Chair of Council and will be reported to Council in the Autumn.

## The pay multiple of the Vice-Chancellor

There is a requirement to report on the relationship between the remuneration of the Head of Institution and the median for all other employees.

The multipliers below have been provided for the 2023/24 University Strategic Review and Financial Statement and are in relation to the previous Vice-Chancellor in post during 2023/24.

The **total pay** multiple of the Vice-Chancellor (in post in 2023/24) and the median earnings of the Institution's whole workforce is **8.0**.

The **basic pay** multiple of the Vice-Chancellor (in post in 2023/24) and the median earnings of the Institution's whole workforce is **7.7**.



### Total remuneration for the Vice-Chancellor

The table below outlines the remuneration of the previous Vice Chancellor who was in post until 31 October 2024.

Emoluments of the Vice-Chancellor	2022/2023 (01/08/22 – 31/07/23)	2023/2024 (01/08/23 – 31/07/24)
Basic Salary	£311,080	£323,400
Pension Opt-Out Allowance	£32,661	£36,118
Benefits in kind	Nil	Nil
Subtotal	£343,741	£359,518
Pension costs to maintain life cover	£19,598	£8,683
Total	£363,339	£368,201

### Future arrangements

Under its annual timetable of business, the Remuneration Committee will keep its own terms, policies and practices under review and will ensure they align with or exceed standards set in sector guidance and by the Regulator.

### Attachments

- Appendix 1 - Senior Salaries Committee Terms of Reference
- Appendix 2 - Remuneration Committee Terms of Reference (to follow once agreed at Remuneration Committee on 5 June 2025)



**Senior Salaries Committee Terms of Reference**

<b>Committee:</b>	<b>Senior Salaries Committee</b>
<b>Document:</b>	<b>Terms of Reference</b>
<b>Approval Date:</b>	<b>Scheduled for Remuneration Committee on 21 October 2024</b>
<b>Review Date:</b>	<b>September 2025</b>

**Purpose**

- To meet bi-annually to review and make a recommendation to Remuneration Committee for approval on the total remuneration packages of Senior Employees annually based on a review of performance and where relevant benchmarking information. This is inclusive of consideration of nominations received through the Nottingham Reward Scheme, pay progression nominations and considerations in relation to equality, diversity and inclusion.
- To ensure that Senior Employees are appropriately rewarded to support attraction and retention and reward through a process which is robust and proportionate, complies with sector guidance and considers principles of equality, diversity and inclusion.
- 'Senior Employees' shall mean employees appointed at Level 7 banding other than members of the University Executive Board including the Vice-Chancellor.

**Responsibilities**

1. The Committee has delegated responsibility from Remuneration Committee to review the total remuneration package of Senior Employees annually based on a review of performance to make a recommendation to Remuneration Committee for approval.

**Membership**

2. The Chair of the Committee shall be a member of the Remuneration Committee and will be determined by the Nominations Committee.
3. The membership will include the Chair of the Committee, the Deputy Vice-Chancellor and three officers from the University.
4. The Secretary to the Committee shall be the Associate Director of Pay and Reward.

**Attendance**

5. Professional external advisors may be invited to attend the Committee at the discretion of the Chair for all or part of the Committee as is appropriate for the requirements of the meeting.
6. The Chief People Officer and Associate Director of Pay and Reward shall attend meetings of the Committee to provide advice or information as appropriate for the requirements of the meeting.
7. The Chief Governance and Risk Officer shall attend meetings of the Committee to provide advice or information.
8. A person may not be present when their own remuneration or terms and conditions of employment are being considered.

**Quoracy**



9. As the membership of the Committee totals five, the quoracy shall be three.

#### Reporting

10. The Committee will submit the minutes of its meetings to the next meeting of Remuneration Committee outlining the decisions taken.

#### Review

11. The effectiveness of the Remuneration Committee, which includes its sub committees, shall be considered every three years.





Remuneration Committee Terms of Reference

<b>Committee:</b>	<b>Remuneration Committee</b>
<b>Document:</b>	<b>Terms of Reference</b>
<b>Approval Date:</b>	<b>23 June 2025 (Council)</b>
<b>Review Date:</b>	<b>October 2025</b>

**1. Purpose**

To be responsible for ensuring compliance with the HE Senior Staff Remuneration Code and related Office for Students requirements in relation to senior pay.

'Senior Staff' shall mean the Vice-Chancellor, members of the University Executive Board and staff appointed at Level 7.

**2. Responsibilities**

1. To review, determine and approve the Pay and Reward Strategy for 'Senior Staff' at the University including the remuneration framework and performance related pay progression. The Pay and Reward Strategy should be reviewed every three years, unless there is a requirement to review it earlier.
2. To determine and approve the total remuneration package of the Vice-Chancellor on appointment and annually.
3. To delegate to the Vice-Chancellor the determination of the total remuneration package on appointment or succession of University Executive Board (UEB) members and Senior Staff within the guidelines of the Remuneration Framework determined by the Committee.
4. To determine and approve the total remuneration package on appointment or succession of University Executive Board members and Senior Staff where the proposed package sits outside the guidelines of the Remuneration Framework.
5. To determine, in consultation with the Vice-Chancellor, the University Executive Board performance related pay progression and appraisal policy.
6. To take an active role to determine and approve the total remuneration package of University Executive Board members annually based on a review of performance against their objectives and recommendation of the Vice-Chancellor.
7. To receive reports annually detailing roles with basic earnings in excess of £100,000, as required by the Office for Students.
8. To review, determine and approve any severance packages for University Executive Board members.
9. To receive reports to note the terms of any severance packages (within the overall parameters of the Universities severance or redundancy scheme) for employees with basic pay earnings of over £100k per annum, as required by the Office for Students.
10. To review and approve exceptions, where the terms of any severance packages exceed the parameters of the Universities severance or redundancy scheme, for employees with basic pay earnings over £100k per annum.
11. To consider equality, diversity and inclusion matters in the determination of its policy and approach to remuneration and remuneration decisions to ensure that there are no biases pertaining to sex or other protected characteristics.



12. Approval of the Senior Salaries Committee Terms of Reference.

13. To discuss and approve the recommendations of the Senior Salaries Committee in relation to performance related pay progression and reward decisions for Senior Staff (other than University Executive Board members).

### 3. Membership

#### 14. Constitution

External member of University Council (Chair)

Chair of Council

3 other External Council members

#### 15. In Attendance

President and Vice-Chancellor (substitute Deputy Vice-Chancellor, in agreement with the Chair)

Chief People Officer

Chief Governance and Risk Officer

Associate Director for Pay & Reward

Professional external advisors may be invited to attend the Committee at the discretion of the Chair, if considered necessary.

16. The Vice-Chancellor and Chief People Officer will remain present throughout discussions relating to the remuneration and/or terms and conditions of UEB members. The Chief Governance and Risk Officer to leave the meeting prior to discussions relating to the remuneration and/or terms and conditions of UEB members.

17. The Vice-Chancellor and Chief People Officer should leave prior to discussions around their own remuneration commencing. The Associate Director for Pay & Reward will remain present throughout to minute the discussion.

18. The committee will meet twice per annum, in October and in April. The committee may meet on additional occasions, either in person, online or by correspondence, as determined necessary by the Chair of the Committee.

19. Papers for the Committee should be circulated at least one week in advance of meetings.

20. Minutes should be circulated to members of the Committee within seven days of the meeting.

21. The Secretary to the Committee shall be the University Secretary (Chief Governance and Risk Officer).

### 4. Quoracy

22. Quoracy is attendance of 3 external members

### 5. Reporting

23. The Committee will:

- a) submit the minutes of its meetings to the next meeting of Council.
- b) deliver an annual report to Council on its activity and remuneration at the University, including trends, market competitiveness, gender pay and academic/professional staff pay trends.

### 6. Review

24. The effectiveness of the Committee shall be considered periodically by Council, as determined by the Chair of the Committee and/or the Chair of Council.