



PUBLIC MINUTES
of the Nominations and Remuneration Committee (N&RC) meeting
on Monday 30 June 2025 at 1100 - MSTeams

8. Remote and virtual participation

8.1 Any member may validly participate in a meeting through the medium of conference telephone, video conferencing or similar form of communication equipment, provided that all persons participating in the meeting are able to hear and speak to each other throughout such meeting, or relevant part thereof. A member so participating shall be deemed to be present in person at the meeting and shall accordingly be counted in a quorum and entitled to vote.

8.2 A meeting shall be deemed to take place where the largest group of those members participating is assembled or, if there is no group which is larger than any other group, where the chair of the meeting is.

Members

Deborah Gregory (DG)	Chair
Jo Boaden (JBo)	via MS Teams
Bernadette Conroy (BC)	In observing capacity

In attendance

Kate Dodsworth (KD)	Chief of Regulatory Engagement
Fiona MacGregor (FM)	Chief Executive – via MS Teams
Richard Peden (RBP)	Director Finance and Corporate Services – via MS Teams

Minutes:

Christine Kitchen	Board Secretary
-------------------	-----------------

1 Welcome and introductions

01/06/25 There were apologies from Jonathan Walters and Emma Tarran. Following BC's re-appointment to the Board, the July Board meeting will be asked to re-appoint BC to N&RC. As a result, BC's attendance at this meeting would be in an observing capacity. The Committee is quorate with DG and JBo. DG confirmed that she would, nevertheless, welcome BC's input to the discussions at the meeting.

2 Declaration of interests

02/06/25 No new declarations of interests from members. The conflict of interest of the Executive members present, in respect to their pay award was NOTED.

3 Minutes of last meeting – 19 May 2025

03/06/25 The confidential and public minutes of the last meeting were APPROVED, subject to one minor typographical error.

4 Matters arising

04/06/25 The updates were NOTED.

15/01/24: NED Succession and induction planning: FM clarified that the induction meetings were successfully completed for the two newest NEDs. We will now embark on the induction programme for David Cassidy and for Chan Kataria after he starts in December. BC commented on the next round of NED recruitment and succession planning for board members and added that there needs to be a discussion initially with FM.

RBP

06/02/25: HR Policy Map: RPB advised that there will be more information available after the scoping meeting for this audit which is scheduled for Q3.

15/02/25 – completed.

19/05/25: N&RC/ARC overlap: RBP to schedule a date for the discussion the DG and John Liver once the IA planning meeting has taken place.

RBP

5 Forward Planner

05/06/25 The forward planner was NOTED. DG asked members of the committee and Executives to consider items for the agenda for 2026 meetings. The planner will be considered in more detail at the September meeting.

6 Pay award 2025/26

06/06/25 RBP presented the paper which members had read. The paper set out the parameters of the 2025/26 pay remit which is an average pay uplift of 3.25% with a flexibility to increase the award by up to an extra 0.5% to target specific organisational workforce issues. In previous years where there had been a very constrained pay remit, RSH implemented a tiered pay award, where senior staff took a lower award to allow a higher award for the lower grades. Whilst this was supported in those years, it was not considered to be sustainable every year and was not followed last year. In 2025/26 the 0.5% flexibility is to deal with specific issues and it is therefore proposed not to consider tiering through top slicing pay for senior grades. This approach delivers parity for all staff.

07/06/25 RBP set out for members the considerations for the additional 0.5% based on the criteria for this to be used to address workforce issues.

RBP advised that we have still got to negotiate the proposal in the paper with the Unions and opened up the discussion to members.

08/06/25 BC started by saying that she was finding it difficult balancing a decision about the proposal as she considered there is no guarantee that pay awards in future years will offer such flexibility, and our rationale for not using the additional 0.5% because we cannot justify it, particularly in light of the issues we have had in the past with recruitment to certain roles. RBP said again, that the previous recruitment issues are no longer a problem as we have in recent recruitment drives been able to recruit specifically to data analyst roles which had caused us problems previously. He added that we do not have different pay scales for specific roles, so there is no justification based on the criteria for the additional 0.5%.

09/06/25 DG asked about pay bands, in light of recent Government announcements about increases to low level bands, and whether this would impact us. RBP advised that we do not use Government/Civil Service pay bands. However,

with each pay award, our pay bands change so this is unlikely to be a problem for us.

- 10/06/25 JBo referred to para 18 of the paper and in particular to the point about external stakeholders, including PRPs and LAs funding RSH and MHCLG, and how we will seek to ensure we are not unnecessarily adding a cost burden on the sector. RBP responded saying that we do not have comparative salary data from PRPs or LAs, however the 3.25% increase will match the forecast inflation increase. We will discuss this with FRAP as we are now fully fee funded. FRAP did query the 5% increase we made in a previous year but the long term trend, including the historical 1% increase cap that had been imposed on us for a number of years, had been below inflation. Following negotiations with the Unions, we will discuss this proposed increase at a future FRAP meeting.
- 12/06/25 DG asked about the position being taken by Unions, and RBP said that currently there has not been any significant challenge from Unions, however PCS are active on pay awards, and have taken their members out on strike before in other bodies. We will know more on what their position is once we open negotiations with them. JBo asked how our other staff benefits play into negotiations on pay and conditions and RBP said that we offer a very competitive package of annual leave, health care and pensions, and HAY benchmark data against other public sector bodies, shows that our salaries are competitive. This is borne out by the successful recruitment we have had in the last year with median salaries being on the bottom of the relevant pay bands. KD confirmed that the quality and calibre of the staff we have recruited to all levels has been of a high standard. RBP added that there is no identified analytical distortion from looking at median pay.
- 13/06/25 DG asked about the process we have for performance related pay and RBP confirmed that the payments for that are based on box mark scoring and is at the discretion of the RSH. The payments are non-consolidated - £150 for those who meet their targets and £450 for staff that get an exceed. We have in the past used any unutilised balance on the non-consolidated pay pot to top up these amounts. Executive are considering the removal of the box mark process, however this will not be for another year.
- 14/06/25 DG thanked officers and members for a very useful and considered discussion. DG and JBo as the committee members, accepted the proposal set out in the paper for a 3.25% pay award to be presented to the Unions, and BC supported the proposal as well. Executive to continue their considerations of a business case for the additional 0.5% for the buy-out of the homeworking allowance.
- 15/05/25 Members NOTED the proposal from Government in respect of the Senior Level pay award which this year was also 3.25%. Whilst the Executive of the RSH are not Senior Civil Servants, it covers equivalent grades in public bodies and we have adhered to the recommendations. It was NOTED that this is not a decision the N&RC can influence. It was however NOTED that the Committee acknowledged that this was mandatory and as such agreed with the 3.25% award. RBP confirmed that he will keep the Committee updated with progress and an update will be provided to the 15 September meeting.

RBP

7 Papers Review

16/06/25 There was just the one paper discussed at the meeting and it was considered to be appropriate and informative.

8 Any Other Business

17/06/25 *Board effectiveness review:* FM confirmed that this is scheduled for the Autumn.

DG and BC both acknowledged that this was the last N&RC that JBo will be attending as she approaches the end of her terms as Board member. DG thanked JBo for her hard work on the Committee and the support she had provided to DG. BC added her thanks and said that a final farewell will be made to JBo at the Board meeting as well.

Date of next meeting: 15 September 2025.