



**PUBLIC MINUTES**  
**of the Nominations and Remuneration Committee (N&RC) meeting**  
**on Monday 17 November 2025 at 11:00 – FG48, 2 Marsham Street**

**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 of RSH Nominations and Remuneration Committee
Bernadette Conroy (BC)	Chair of RSH Board

**In attendance**

Sukhvinder Kaur-Stubbs (SK-S)	Board Member in observing capacity
Fiona MacGregor (FM)	Chief Executive
John O'Mahony (JOM)	Assistant Director Corporate Services (item 7 only)
Sandy Pacek (SP)	Head of Corporate Services (item 7 only)
Emma Tarran (ET)	Senior Assistant Director Head of Legal and Company Secretary
Jonathan Walters (JW)	Deputy Chief Executive

**Minutes:**

Christine Kitchen	Board Secretary
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**1 Welcome and introductions**

01/11/25 There were no apologies from members. Richard Peden, Director of Finance and Corporate Services, sent apologies. DG welcomed SK-S in an observing capacity and clarified that comments from SK-S on the paper and participation in discussions would be welcome, however decisions will be reserved to members of the Committee.

**2 Declaration of interests**

02/11/25 There were no new Declarations of Interest. The conflict of interest of the Executive members present, in respect to any discussion on their pay award, was NOTED.

**3 Minutes of last meeting – 15 September 2025**

03/11/25 The confidential and public minutes of the last meeting were APPROVED.

#### 4 Matters arising

- 04/11/25
- *16/05/25: Organisational effectiveness / EDI* – to remain on matters arising until March 2026.  
**UPDATE: matters arising and forward planner have been updated since this meeting.**
  - *19/05/25: meeting with Chair of ARAC to discuss overlap:* JW/ERT to find a date for meeting between ARAC & N&RC chairs.  
**UPDATE: this meeting took place on 5 February 2026.**  
*Actions agreed in May 2025 to be revisited:*
    - *Review of N&RC self-assessment*  
**UPDATE: this is on the revised forward planner.**
    - *Review of forward planner:* to ensure the flow of papers are planned to meet operational timescales. As below, the forward planner is currently being reviewed.  
**UPDATE: this has been done.**
    - *N&RC papers content:* ensure papers flag areas of concern. This was noted by officers.
    - *N&RC minutes:* to be circulated to Board once approved by N&RC.  
**UPDATE: this is already happening.**
    - *Central repository for papers/learning materials:* ERT confirmed this has not been forgotten. It is being investigated now that the digital transition is completed.

CK

FM

FM/JW

#### Forward Planner

- 05/11/25
- DG advised that a review of the forward planner is on-going and in discussion with JW, it was excluded from the pack, to allow for that review and today's conversation, and it will be available for the next meeting.

#### 5 Staff Pay award 2025

- 06/11/25
- JW gave members a verbal update, following discussions with the PCS Union. In addition to the annual pay award, they also brought national negotiation matters for discussion such as four day working week and restoration of pay back to 2011.

Members thanked JW for the update.

#### 6 Recruitment and Resources update

- 07/11/25
- JW and FM gave members a verbal overview of the discussions taking place amongst the Executive on the future of the Corporate Centre. Executive have identified the drivers for this review and are working through each to identify the outcomes needed to continue to deliver our statutory obligations in the most effective way. The Board will receive proposals for next steps at their January meeting.

#### 7 Organisational Development update

- 08/11/25
- JOM and SP joined the meeting. The committee had received the regular quarterly report, and this one gave members an update on the staff survey following the discussion at Board and updates on progress on action planning and focus groups for the three areas identified from the survey:
- One RSH

- Difficult conversations
- Energising work

09/11/25 JOM reported on a productive meeting with the BAME network where the analysis of the staff survey results was discussed. The focus groups are starting this week and will be completed by the end of December. ADs are encouraging active involvement from their teams and we have had thirty respondents who have expressed an interest in being involved with the thematic focus groups. The feedback from team discussions is being collected and we are working on the overarching issues. The discussions and action planning will then take form. DG asked whether there was any clarity coming out of the team meetings on the fear of speaking up point and what the drivers were for the concerns around having difficult conversations. JOM said that we are working on giving staff other routes to feed back, and it is not yet entirely clear what lies beneath these areas of concern. We are taking learning from teams where the results were good to see if there are things that could be used to help other teams. BC queried whether the concerns are that issues will not be dealt with or more simply staff are worried about speaking up. JOM said that we need to dig further into these areas and then close the loop and show that action is being taken. BC asked about incidents of whistleblowing and JW said there are not many, but staff are aware of the grievance policy and do use it.

10/11/25 Members NOTED the update on the People Plan and thanked JOM and SP. JOM confirmed updates will be provided in the next quarterly report to N&RC and DG reminded them that the Committee are also expecting to have a deep dive review of the People Plan KPIs.

## **8 NED recruitment**

11/11/25 DC confirmed that Chan Kataria joined the Board from 1 November 2025. Considering succession planning, BC reminded members that DG's term completes at the end of August 2026, Geoff, Kalpesh and Sukhvinder's terms end October 27 and BC's term ends March 2028.

12/11/25 BC said that it was helpful that Chan now brings housing management skills to the board. Based on conversations during the meeting and at Board, we may also need expertise in change management, AI, digital, and other skills, and so this would be a good time to re-run the board skills metrics exercise, which would also be helpful to have before BC's conversation on recruitment with the Department. FM agreed the time is right to have these conversations. It was AGREED that the document will be updated and N&RC can discuss at the March meeting.

## **9 Papers Review**

13/11/25 The single paper received had been informative, and DG referenced the various verbal updates today and said that in future where possible it would be helpful to have more supporting papers.

## **10 Any Other Business**

14/11/25 No other business.

**Date of next meeting:** 16 March 2026.

