

ANNEX 4
DORSET CLINICAL COMMISSIONING GROUP
REMUNERATION COMMITTEE
TERMS OF REFERENCE

1. CONSTITUTION

- 1.1 The Remuneration Committee (the Committee) is constituted as a standing committee of the Governing Body, the terms of reference of which are set out below. The Committee is a non-executive committee of the Governing Body and has no executive powers other than those specifically delegated in these Terms of Reference.
- 1.2 The terms of reference shall be reviewed by the Governing Body, and any resulting changes to the terms of reference or membership of the Committee shall be approved by the Governing Body.

2. MEMBERSHIP

- 2.1 The Committee shall be appointed by the Governing Body and may only include individuals who are members of the Governing Body. The Remuneration Committee shall comprise of the Chair, the Deputy Chair, the Chair of the Audit and Quality Committee, the Chair of the Primary Care Commissioning Committee, and three other individuals who are members of the Governing Body. The Governing Body shall appoint the Chair of the Remuneration Committee. The Chair of the CCG shall not Chair the Remuneration Committee and members of the Governing Body other than Lay Members are disqualified from being Chair of the Remuneration Committee.
- 2.2 The Director of Engagement and Development will advise the Committee on HR issues.
- 2.3 The Secretary and General Counsel will service the Committee.
- 2.4 A quorum shall be one third of the total number of members and Chair.

3. ATTENDANCE

- 3.1 The Committee can require the attendance and assistance of any employee of the CCG. However no member of staff should be present for discussion about their own remuneration and/or terms of service.

4. FREQUENCY

- 4.1 The Committee will normally meet four times a year but can meet on other occasions as necessary.

5. AUTHORITY

- 5.1 The Committee is authorised to act within its terms of reference in recommending to the Governing Body the remuneration and other terms of service for the Chief Officer, directors and other appropriate members of the senior team.

6. REMIT AND FUNCTION

6.1 The Committee shall:

- 6.1.1 Review the appraisal of the performance of the Chief Officer, directors and other appropriate members of the senior team.
- 6.1.2 Recommend to the Governing Body the remuneration and terms of service of the Chief Officer, directors and other appropriate members of the senior team and annual salary awards.
- 6.1.3 Recommend to the Governing Body special severance payments of the Chief Officer, directors and all other staff, subject to receiving HM Treasury (if necessary) approval in accordance with any current guidance.
- 6.1.4 Consider and make recommendations to the Governing Body regarding any significant structural changes, Director and Directorate structures, and the wider system implications of any internal changes.
- 6.1.5 Determine a matter where the Governing Body is unable to determine the matter because of an inability to form a quorum and has specifically delegated to the committee a matter or matters to be determined by the Committee on behalf of the Governing Body.
- 6.1.6 Determine any matter delegated to it by the Governing Body.

7. REPORTING

- 7.1 Minutes of each meeting will be recorded and submitted to the non officer members of the Governing Body at the next meeting after those minutes have been approved by the Committee.
- 7.2 The Chair may report recommendations and determinations to the Governing Body at any time.

8. SUB-COMMITTEE

- 8.1 The Committee may establish sub-committees for specific areas of work.
- 8.2 Where it does so it will keep the sub-committee arrangements under regular review to ensure relevance and effectiveness.
- 8.3 Minutes for any sub-committees will be presented to the Committee as soon as they have been approved by the relevant sub-committee.
- 8.4 The Committee shall conduct its business in accordance with the Nolan principles of public life.
- 8.5 The Committee will, annually, review its own performance, membership and terms of reference.