

**ANNUAL REMUNERATION REPORT 2023/24  
TO THE BOARD OF GOVERNORS**

**INTRODUCTION**

**1. Terms of reference**

The Committee's terms of reference can be found below at Appendix 1. During 2023/24 Senior Post Holders (SPH) were: the Vice Chancellor; and the Deputy Vice-Chancellor.

The Remuneration Review Procedures applicable during 2023/24 for the Vice Chancellor can be found below at Appendix 2, and for the SPHs/Clerk/Deputy below at Appendix 3.

**2. Remuneration Committee Membership (until July 2024)**

- Anna Corbett ©, Deputy Chair of the Board of Governors;
- Sue Brownlow, Chair of the Board of Governors; and
- Mark Greaves, Governor and Chair of Finance & Estates Committee;
- Beth Evans, Student Governor;
- Margaret Campbell, Staff Governor.

The Vice Chancellor is not a member of the Remuneration Committee.

**3. Remuneration Committee Meetings**

The Committee met twice in 2023/24: 30 October 2023; and 24 June 2024.

All meetings were quorate. All members were present on both 30 October 2023, and 24 June 2024.

**APPROACH TO REMUNERATION**

4. The basic principles can be found at paragraph five of the Remuneration Review Procedure for the Vice Chancellor and Chief Executive.

5. The type of factors used in considering reward proposals for senior post holders can be found at paragraphs 6-11 of the Remuneration Review Procedure for the Vice Chancellor and Chief Executive.

6. The data that supports this approach is drawn from:

- a) Benchmark institutions financial statements and annual remuneration reports ie Norwich University of the Arts, Arts University Bournemouth; Falmouth University, Leeds Arts University and Ravensbourne University London;
- b) the latest Office for Students' Senior Staff [Pay Report](#) 2019/20; and
- c) internal analysis of salary distributions.

7. The University introduced a HERA role analysis scheme in 2017-18. All posts including those of SPHs (excluding the Vice Chancellor) were evaluated against the role and remit of the post (not the person). All posts were scored using a standardised, approved matrix. In introducing HERA at the University it was possible to migrate all staff to the nationally recognised single pay spine. All staff migrated to the new single pay spine, effective from 1 August 2018. Pay Awards are based on successful performance and the University uses an Annual Performance Appraisal scheme to monitor those staff who are entitled to have a salary review (provided they do not exceed their current salary banding).

8. Salary progression is subject to an annual Performance Appraisal, with the achievement of meeting expectations. Any increases are subject to individual performance and are normally applied on the 1 August of that year, provided that the individual has satisfactorily completed a minimum of six months' service in post, at the previous salary point".

9. The University follows the collective negotiations of the Universities and Colleges Employers Association (UCEA) and whilst it is not a member, strives to implement their annual pay recommendations subject to the financial sustainability of the organisation. The UCEA pay award applies to all staff (excluding the Vice Chancellor, who is subject to a separate arrangement) and is considered by the Board following recommendation by the Remuneration Committee.

10. The approach used by the Committee in benchmarking positions offered within comparator institutions can be found at paragraphs 12-16 of the Remuneration Review Procedure for the Vice Chancellor and Chief Executive.

## **PAY RATIO**

11. During 2023/24, the Vice Chancellor & Chief Executive's basic salary (and total remuneration) was 4.8 the median pay salary (and total remuneration) of staff, where the median pay is calculated on a full-time equivalent basis for the salaries paid by the provider to its staff (2023: 5.1 times; 2022: 4.4 times; 2021: 5.7 times; 2020: 6.6 times; and 2019: 6.4 times). This data has only been collected since 2018/19.

12. The Vice Chancellor & Chief Executive's total remuneration was 5.1 times the median total remuneration of staff, where the median total remuneration was calculated on a full-time equivalent basis for the salaries paid by the provider to its staff (2023: 5.5 times; 2022: 4.8 times; 2021: 6 times; and 2020: 7.3 times).

## EMOLUMENTS OF THE VICE CHANCELLOR

13. See table below.

<b>Emoluments of the Vice Chancellor</b>	<b>2023-24</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>	<b>2019-20</b>	<b>2018-19</b>
Salary	<b>£164,000</b>	<b>£152,000</b>	<b>£141,000</b> *	<b>£173,555</b>	<b>£166,880</b> **	<b>£163,929</b>
Performance related pay	8%	8.5%	-	4%	1.8%	2.78%
Benefits	-		-	-	-	£1,000
Subtotal	£164,000	£152,000	£141,000	£173,555	£166,880	£164,929
Pension costs	£42,000	£36,000	£32,000	£41,000	£38,000	£27,000
Total	£206,000	£188,000	£173,000	£214,555	£204,880	£191,929

\* from 25 January 2022

\*\* from 1 January 2020

## External Appointments and Expenses

14. The policy on SPH retention of income generated from external bodies can be found [here](#).

15. The amount retained from external bodies by the HoI for 2023/24 was zero.

16. The Vice Chancellor's expenses are in line with the University's Financial Regulations and Expenses Policy. The Remuneration Committee monitors these expenses on an annual basis.

17. The Vice Chancellor's expenses for 2023/24 are set out in the table below:

<b>expense type</b>	<b>Total</b>
air	0
hotel	695
subs	65
taxi	0
rail	1,148
<b>Grand Total</b>	<b>1,908</b>

18. The below table sets out the expenses for the other Senior Post Holders i.e. the Deputy Vice-Chancellor, 2023/24:

<b>Row Labels</b>	<b>Sum of share</b>
<b>RK</b>	<b>1,707</b>
<b>Travel and Subsistence Claims</b>	<b>1,707</b>
<b>Grand Total</b>	<b>1,707</b>

### **Severance**

19. There were no severance payments made to Senior Post Holders during 2023/24.

**TERMS OF REFERENCE – REMUNERATION COMMITTEE**

**1. Purpose**

- 1.1 The Committee is responsible for recommending and monitoring the level and structure of remuneration for the Vice Chancellor, Senior Post Holders, the Clerk and Deputy Clerk.
- 1.2 The Remuneration Committee must produce an annual remuneration report to the Board of Governors. That report will need to provide sufficient assurance to the Board that the Remuneration Committee has effectively discharged its responsibilities.

**2. Remit**

- 2.1 The Committee shall have the following specific responsibilities:
  - a. To consider reports annually on the performance appraisals of the Vice Chancellor, all other Senior Post Holders, the Clerk and Deputy Clerk.
  - b. To make recommendations to the Board of Governors on, all remuneration decisions, including the review of any Senior Post Holder severance packages including those determined by the Special Committee, affecting the emoluments of the Vice Chancellor, all other Senior Post Holders, the Clerk and Deputy Clerk, and of such other senior managers as the Board may determine.
  - c. To set the Remuneration Review Procedure for the Vice Chancellor, and for SPHs, the Clerk and the Deputy Clerk.
  - d. To review the on-going appropriateness and relevance of the Remuneration Review Procedures.
  - e. To consider and advise the Board on the pay and allowances framework for the University.
  - f. To carry out such other tasks as may, from time to time, be assigned by the Board.
  - g. To review, within the areas under the Committee's oversight, whether satisfactory arrangements are in place to promote economy, efficiency and effectiveness or value for money.

**3. Limitation**

- 3.1 The Board of Governors shall, itself, retain ultimate responsibility in law as "the employer".

**4. Membership and Attendance**

- 4.1 The Committee shall comprise six members (allowing for any current vacancies); including the Board of Governors Chair, the Senior Independent Governor, two other Governors including a Governor or Independent Consultant who has skills, knowledge and/or experience of HR and employment, the SU President as student governor, and a staff governor. The Board will appoint to the Committee annually, or on retirement of an existing member.
- 4.2 The Board of Governors shall appoint the Chair of the Committee biennially, from its independent members. The Chair of the Committee must not be the Chair of the Board of Governors. The Committee will not normally meet in the absence of the Board of Governors Chair.
- 4.3 The Committee may determine to appoint a Chair Designate to have a handover period between the outgoing Chair of the Committee and the new Chair of the Committee, particularly where the latter is relatively new to the Corporation. The Chair Designate would not be a formal office and would not carry any specific authority. The Chair Designate will need to be formally appointed as the Chair of the Committee on the retirement of the existing Chair of the Committee.
- 4.4 Senior Post Holders and members of staff, other than the Staff Governor, shall not be eligible for appointment to the Committee.
- 4.5 The University's Head of Human Resources will routinely attend the Committee for those agenda items appropriate to their duties. The Committee may, from time to time, invite the Board of Governors' legal advisors and/or other parties with an established and relevant interest to attend all or part of a meeting. Such persons may be invited to speak but may not vote.
- 4.6 The Vice Chancellor will routinely attend the Committee for those agenda items appropriate to their duties ie staff and Senior Post Holder pay, but will not attend for any part of the meeting relating to the Vice Chancellor's remuneration.
- 4.7 Given the nature of the work of the Committee, the quorum for meetings shall be two Governors.
- 4.8 The Clerk to the Board of Governors shall act as Clerk to the Committee.

## **5. Meetings and Conduct of Business**

- 5.1 The Committee will meet at least twice a year in accordance with the Board of Governors' Meeting Schedule. The Chair may call additional meetings as required and subject to a minimum of 7 day's notice.
- 5.2 The Clerk or the Deputy Clerk may be required to withdraw from discussion of those items of direct relevance to them. Separate minutes of those parts of the debate relating to the Clerk are to be compiled by the Deputy Clerk or a member of the Committee nominated by the Chair. Papers relating to the remuneration and conditions of the Clerk will be circulated by the Chair with the assistance of the Deputy Clerk.

- 5.3 The Committee is entitled and empowered by the Board of Governors to access all data and information it considers necessary to the effective pursuit of its remit, and may require members of staff and others as appropriate to produce such information. It may seek professional and/or specialist advice from the University's legal advisors directly, and without further resource to the Board of Governors.
- 5.4 In order to function effectively and to provide timely advice to the Board of Governors, the Committee will, as a minimum, include in its agenda at the appropriate time, all items detailed in the Board of Governors' Cycle of Business. If necessary the Committee may receive reports outside of meetings on order to be kept informed of University business decisions eg posts at risk of redundancy.

## **6. Procedures and Reporting**

- 6.1 The procedures, standards and requirements laid down in the Instrument & Articles of Government, Board of Governors' Standing Orders, and the Members' Code of Conduct apply in full to the activities of this Committee and to all its members, regardless of whether or not they are members of the Board.
- 6.2 The Committee Chair shall deliver an oral report on the business of this Committee at the Board of Governors as required. The Committee Chair shall also bring urgent matters to the early attention of the Board, the Vice Chancellor/CEO and the Clerk as appropriate, and may also direct that reports on specific topics be prepared for submission to the Board as an agenda item.
- 6.3 The Board of Governors will formally receive the minutes of the Committee.

**REMUNERATION REVIEW PROCEDURE -  
VICE-CHANCELLOR AND CHIEF EXECUTIVE**

**Introduction**

1. This procedure has been drawn up with due reference to the regulatory framework<sup>1</sup> and also good practice and guidance<sup>2</sup>.
2. The Articles of Government specify that the employment and remuneration of Senior Post Holders and of the Clerk and Deputy Clerk are properly the domain of the Board of Governors, which is responsible for all decisions including the appointment, grading, suspension, dismissal and determination of pay and conditions of service for those posts.
3. The Board has established a Remuneration Committee in line with the Committee of University Chairs (CUC) Higher Education (HE) Code of Governance (2.9 & 2.10). "Remuneration" refers to the full range of the reward package an individual receives, including pay, benefits (including pension contributions of all kinds) allowances and incentives/rewards.
4. The Board has delegated to the Remuneration Committee (the Committee) the responsibility for the annual review of the Vice Chancellor's salary, and for making recommendations thereafter to the Board.
5. The Board adopted the Higher Education Senior Staff Remuneration Code (June 2018) in July 2018 (updated in November 2021).

**Basic principles**

6. The following basic principles will be followed in this pay review process:
  - the process should be agreed by all parties;
  - the process must be robust and rational;
  - outcomes should be justifiable and clearly recorded and communicated;
  - the outcomes must be affordable;
  - all decisions taken must be transparent.

In the process of review, the Committee will take account of the following:

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<sup>1</sup> Office for Students, Securing student success: Regulatory framework for higher education in England (February 2018)

<sup>2</sup> the Higher Education Senior Staff Remuneration Code 2021; Committee of University Chairs, The Higher Education Code of Governance, 2020; ACEVO, The Good Pay Guide for Charities and Social Enterprises, 2013.



- perceptions of University staff - being mindful of the general level of wage and salary settlements being received by staff and how any proposed increase for the Vice Chancellor might be viewed;
- proportionality - being fair and consistent - within the University and within the HE sector;
- performance - ensuring the salary paid works for the University and its students;
- recruitment and retention - keeping valued staff within the University;
- avoidance of excessive reward - the importance, for 'public institutions' of being able to evidence that the level of remuneration is not excessive and the public interest is safeguarded.

## **Process**

7. The Committee understands the need to take account of a range of information.
8. This will include evidence of performance against agreed objectives in the form of a report from the Chair of the Board based on the annual performance development review process.
9. The Committee has indicated that, although the performance development review should not be directly linked to pay reviews, personal performance indicators, which evidence progress against the University's strategic aims, will be considered in arriving at recommendations to the Board.
10. The Committee will consult benchmark data on equivalent posts in similar institutions (see paragraphs 12-14 below).
11. The Committee will also take account of anticipated levels of pay settlements for all staff in the sector.

## **Comparative Data**

12. Comparative data offers a benchmark of the rewards paid to similar roles in comparable institutions, e.g. Norwich University of the Arts, Arts University Bournemouth; Falmouth University, Leeds Arts University and Ravensbourne University London.
13. The availability of useful comparative data for benchmarking pay awards is limited. Data for Vice Chancellor salaries is based on published Financial Statements/annual remuneration reports, and therefore when applied is two years out of date. It may also be useful to look locally for comparisons with similar sized organisations out of sector to compare pay scales, and other comparable sectors.

14. The Committee should routinely have available the following information to assist salary reviews:

- the latest Office for Students' Senior Staff [Pay Report](#) 2019/20
- the Guild HE survey of Vice Chancellors' salaries; UCEA's senior staff remuneration survey ;
- the annual survey undertaken by the Times Higher Education; (last carried out in [2018](#)) and
- actual or forecast national pay settlements for all staff in the sector for the forthcoming 12 months, and percentage increases on offer to other members of staff who are not Senior Post Holders.

### **Comparative data risk**

15. The use of benchmark data is expected to inform the level of remuneration, rather than be the sole basis on which the Committee makes a decision.

16. The UK Corporate Governance Code warns that a Remuneration Committee should use such comparisons with caution, in view of the risk of an upward ratchet of remuneration levels with no corresponding improvement in [University] and individual performance'.

### **Reporting to the Board of Governors**

17. It is important that reports from the Committee to the Board provide sufficient detail of its deliberations to enable governors to assure themselves fully that a rigorous, fair and defensible process had taken place, since overall responsibility for this rests with the Board and not the Committee.

18. The University must publish a readily accessible annual statement, based on an annual report to its Board of Governors, the parameters for which are set out in the Remuneration Code.

**SENIOR POST HOLDERS, CLERK AND DEPUTY CLERKS' REMUNERATION  
REVIEW PROCEDURE**

**Introduction**

1. The Articles of Government specify that the employment and remuneration of senior post holders (SPHs), the Clerk and Deputy Clerk are properly the domain of the Board of Governors, which is responsible for all decisions including the appointment, grading, suspension, dismissal and determination of pay and conditions of service for such posts.
2. The Board has established a Remuneration Committee in line with the Committee of University Chairs (CUC) Higher Education (HE) Code of Governance (2.9 & 2.10). "Remuneration" refers to the full range of the reward package an individual receives, including pay, benefits (including pension contributions of all kinds) allowances and incentives/rewards.
3. The Board has delegated to the Remuneration Committee (the Committee) the responsibility for the annual review of Senior Post-Holders' and the Clerk and Deputy Clerks' salaries, and for making recommendations thereafter to the Board.
4. The SPHs at this time are: the Vice Chancellor; and the Deputy Vice Chancellor.
5. The Board adopted the Higher Education Senior Staff Remuneration Code (June 2018) in July 2018 (updated in November 2021).
6. The Vice Chancellor's remuneration review is subject to a separate procedure.

**Some basic principles**

7. It is proposed that there are key points and basic principles which should feature in this pay review process:
  - the process should be agreed by all parties;
  - the process must be robust and rational;
  - outcomes should be justifiable and clearly recorded and communicated;
  - any outcomes must be affordable;
  - all decisions taken must be transparent
  - any changes to bandings or salary reviews will be subject to the outcomes of the University's recognised HERA role analysis process.

**The Process**

8. The Committee will take account of anticipated levels of pay settlements for all staff in the sector.
9. Salary progression will be subject to an annual Performance Appraisal and staff having being assessed as having met the expectations of their role. This is normally

applied on the 1 August of that year provided that they have satisfactorily completed a probationary period prior to the commencement of the PA cycle, or have otherwise completed 6 months service at the previous pay point. In the event that the staff member has reached the highest spinal point within their Band they will no longer receive incremental progression but will still be eligible for any UCEA Pay Award as described below.

10. The University follows the collective negotiations of the Universities and Colleges Employers Association (UCEA) and whilst it is not a member, strives to implement their annual pay recommendations subject to the financial sustainability of the organisation. The UCEA pay award applies to all staff (excluding the Vice Chancellor, who is subject to a separate arrangement) and is considered by the Board following recommendation by the Remuneration Committee.

### **Financial Sustainability**

11. After HERA review, from 1 August 2018, SPHs, Clerk and Deputy Clerk were on an appropriately benchmarked management pay spine.

12. Given the current environment and financial position of the University, the Deputy Vice-Chancellor, the Clerk and Deputy Clerks' pay award will be on the same basis as the overall University pay award.