

One step ahead

Status: Approved

REMUNERATION COMMITTEE MEETING

CONFIDENTIAL MINUTE OF MEETING HELD ON 6 JUNE 2024 AT 16:00 - VIA TEAMS

Present:						
Sue Irving (SI) - Chair	Ann Hill (AH)	Jamie Ross (JR)				
Caroline Stuart (CS)						
In attendance:						
Douglas Dickson (DD)	Lorraine Grierson (LG) – Board Secretary	Joe McGraw (JM)				
Apologies:						
Claire McLean (CMc)	Richard Nash (RN)	Sharon Hodgson (SH)				
Will Dowson (WD)						

1. Welcome and Apologies for Absence | Verbal | Chair S Irving

- 1.1.1 The Chair welcomed everyone to the meeting and apologies were noted from Claire McLean, Richard Nash and Sharon Hodgson. The meeting was recorded as quorate.
- 1.1.2 SI expressed condolences from the Committee to Joanna Campbell on her recent bereavement.
- 1.2 <u>Declaration of Interest | Verbal | Chair S Irving</u>
- 1.2.1 The Chair reminded members to indicate any declaration of interest and/or connections as appropriate throughout the course of the meeting. LG declared an interest in Paper 3.

FOR APPROVAL

- 2. <u>Minutes of Previous Meetings and Matters Arising | Chair S Irving</u>
- 2.1. Minute of Meeting held 12 February 2024 | Paper 2.1 | Chair S Irving
- 2.1.1. The minute was approved as an accurate record of the meeting.
- 2.2. Action Log | REM0523-2.2 | L. Grierson
- 2.2.1 LG confirmed that action 2 was now closed however actions 1 and 3 will be brought to the next meeting due to the Principal's personal circumstances, which the committee acknowledged.

REMUNERATION COMMITTEE MEETING

3. <u>Governance Professional Job Description and Salary | Paper 3.1 | J McGraw/C Stuart</u>

3.1 LG left the meeting for this item only, and a confidential minute was taken. JM was invited to join the meeting.

4. Principal's Objectives | Paper 4.1 | C Stuart

- 4.1. CS addressed the paper taking it as read. She advised members that the Objectives were completed earlier this year in line with the new Strategy to allow for the setting of team objectives down the line. CS reminded members that the objectives had been sent out prior to the meeting to allow scrutiny, and comments had been considered and amendments made accordingly.
- 4.2. SI confirmed that the objectives were SMART with more measures than previous years and the timing of completion was more appropriate.
- 4.3. Confidential to members.
- 4.4 SI asked members if they agreed with the objectives subject to these changes, and members approved the Principal's objectives for 24-25.
- 5. ELT Objectives 2024-25 and Performance Updates | Paper 5.1 | D Dickson
- 5.1 DD joined the meeting at 16.39 hrs and was invited to address his paper. DD confirmed that Mission 2030 will come to the Board for approval and the objectives are based on this, however there may be changes after the board meeting.
- 5.2 Confidential to members.
- 5.4 The Committee were happy to approve the objectives based on amendments above, which would be circulated via email once updated.

J Ross left the meeting at 17.05 hrs.

FOR DISCUSSION

- 6. Committee Self Evaluation and Terms of Reference | Paper 6.1 | L Grierson
- 6.1 The Board Secretary discussed the results of the evaluation survey with members who were happy with the content.
- 6.2 LG advised that the terms of reference had been reviewed and point 4.7 had been added to incorporate regular performance updates for ELT/SLT and this had been added to the business schedule. The terms of reference had been mapped against the business schedule and the committee could take assurance that all their remit was covered throughout the year.

FOR INFORMATION ONLY

7 AOCB | S Irving

REMUNERATION COMMITTEE MEETING

7.1 There was no other business raised and the meeting adjourned at 17:30 hours.

8 <u>Date of the Next Meeting</u>

8.1 The date of the next meeting is scheduled for 2 September 2024.



One step ahead

Ongoing Closed Overdue

Remuneration Committee Action Log 6.06.24

No	Meeting Date	Action	Lead	Deadline	Status	Commentary
1	29/1/24	JC to bring a benchmarking paper to the meeting re salaries across the Region/Sector.	JC	June 24 Sep 24	Ongoing	Due to personal circumstances, the Principal is working to a reduced schedule. Therefore, the paper will be brought to the next Rem Com.
2	29/1/24	Performance updates for senior staff should be presented to Rem Com at each meeting in order that members are well informed on performance before making any final decision re performance pay progression.	JC	June 24	Complete	This has been included in Agenda for June 24 meeting and added to Terms of Reference and Business Schedule.
3	29/1/24	JC to bring a paper to Rem Com re ELT Capacity	JC	June 24 Sep 24	Ongoing	Due to personal circumstances, the Principal is working to a reduced schedule. Therefore, the paper will be brought to the next Rem Com.