

NHS Blood and Transplant

Status: Official

Remuneration Committee

Annual Report 2019/20

1 PURPOSE OF THE REPORT

The Remuneration Committee has prepared this report to the NHSBT Board in order demonstrate how the Committee has satisfied its terms of reference during 2019/20.

2 OVERVIEW

The duties of the Remuneration Committee are:

- To exercise the authority delegated by the Board of NHSBT on the remuneration and other contractual arrangements for the Chief Executive and NHSBT Directors. This to be done with due regard to the provisions of the ESM Pay Framework and/or other relevant guidance and best practice, ensuring that they are fairly rewarded and motivated and their terms are reviewed and remain competitive and appropriate.
- Through the Chairman of NHSBT and the Chief Executive, to monitor and evaluate the performance of the Chief Executive and individual NHSBT Directors respectively and to use the authority delegated by the Board to set performance bonuses, if appropriate and within guidelines and/or requirements set by DH.
- To oversee and advise the Board on termination and severance arrangements in relation to the Chief Executive and NHSBT Directors.
- To act as a nominations committee for appointments to the Chief Executive and other Executive Director posts.
- To be responsible for determining which Executive Directors are members of the NHSBT Board.
- To ensure that appropriate details of Board Members' remuneration and other benefits are published in the Annual Report.
- To consider and approve any individual redundancies with projected costs in excess of £100,000.

- To consider and approve redundancy proposals within organisational change exercises, where the total estimated redundancy cost exceeds £500k.
- To consider and approve the use of PILON (Pay in Lieu of Notice) proposals in relation to redundancy cases
- To consider and approve proposals to establish management posts at Band 9 of the NHS national pay bands.
- To consider and approve recommendations for local Clinical Excellence Awards to NHSBT medical staff.
- To assess and then agree the specialist experience and skills required for Non-Executive appointments on behalf of the Board before advertisement.
- To agree and monitor progress of all matters associated with Diversity & Inclusivity. To include strategy objectives, key indicators such as Gender and Ethnicity Pay Gap Reports, Stonewall Survey and WRES etc.
- To oversee the overall approach to NHSBT recommendations for national honours. To review the eligible categories and proactively seek nominations to these categories on a bi-annual basis.
- At the request of the NHSBT Board, to undertake succession planning and any other appropriate duties to ensure that a stable, experienced and viable team is in place at executive at non-executive levels.

3 MEMBERSHIP

The Remuneration Committee membership in respect of the financial year 2019/20 was:

- Lord Jonny Oates - Non-Executive Director and Chair of the Remuneration Committee
- Jeremy Monroe - Non-Executive Director
- Helen Fridell - Non-Executive Director
- Millie Banerjee – NHSBT Chair

Jeremy Monroe replaced Lord Jonny Oates as Chair of the Remuneration Committee in April 2020

The following individuals were normally in attendance at meetings:

- Betsy Bassis - Chief Executive, NHSBT
- Katherine Robinson – People Director, NHSBT

- Kathy Zalewska, - Head of Secretariat – CEO Office attends to minute the meetings except for any items held in private session.

Shane White has attended meetings since January 2020 in order to facilitate the preparation and running of the committee.

4 COMPLIANCE WITH TERMS OF REFERENCE

Formal meetings of the Remuneration Committee were held as follows:

5th July 2019
 11th October 2019
 16th January 2020
 4th May 2020

All meetings were quorate, and the Committee complied with all aspects of its Terms of Reference.

5 DUTIES AND FINDINGS

At formal meetings during 2019/20 the Committee discussed and agreed a number of matters which included the following:

5th July 2019

- Executive Team Update
- ESM Contractual Notice Periods
- Assistant Director and Deputy Director Talent Share
- Executive Pay and Performance Bonus Arrangements
- Retire and Return Arrangements
- Gender Pay Gap Review

Executive Director Exit Interview

11th October 2019

- Executive Team Update
- Organisational Design Update
- Executive Pay Award 2019/20
- Executive Performance Framework

- Improving People Practices – NHS Improvement letter to the NHS
- BAME Talent Share

16th January 2020

- Organisational Design and Executive Team Update
- Executive Exit Interviews
- Non-Executive Director Recruitment Update
- Remuneration Committee Terms of Reference.

4th May 2020

- Confirmation of Remuneration Committee Terms of Reference
- Organisational Design
- Executive Director Performance Review
- Response to the Organisational Diagnosis report at Colindale and McKinsey Report
- Non-Executive Director Recruitment Update

6 CONCLUSION

The Remuneration Committee has complied fully with its Terms of Reference and duties during 2019/20.