

Remuneration & Human Resources (HR) Committee – Terms of Reference

Purpose

The purpose of the Remuneration & HR Committee is to ensure detailed scrutiny of SDS remuneration matters including senior management team remuneration, company-wide pay increases, terms and conditions, pensions arrangements, employment related policy, Fair Work practices and other human resources (HR) matters.

Responsibilities

On behalf of the SDS Board, the Remuneration & HR Committee will monitor and recommend actions in respect of:

- Annual Pay Remit for submission to the Scottish Government
- People Strategy and Plan
- Employment Policies
- Organisational Development Strategies and Plans
- Employee Relations
- Equality and Diversity Strategies and Plans
- Health, Safety & Well-being Strategies and Plans
- Actions Arising from Staff Employee Engagement Surveys
- Review updates in relation to Employment Law obligations

Membership/Composition

The Remuneration & HR Committee will comprise up to a minimum of four SDS Board members (including co-opted members).

The following individuals will attend scheduled meetings:

Director of HR
Director of Finance, Information Governance, Resilience and Risk
Trade Union Representative

Other Executive Governance Board members/individuals may attend meetings by invitation, for specific items of business.

The Remuneration & HR Committee will be provided with a secretariat function by the Board and Committee Team.

Quorum

The quorum for meetings shall be two or more Board members (including co-opted members) being present at meetings.

Meetings

There will be a minimum of three separate meetings during each financial year. Meetings will normally be held in the SDS Offices, Monteith House, George Square, Glasgow or, when appropriate, at another location or via online video call.

The SDS Board or the Executive may ask the Remuneration & HR Committee to convene further special meetings to discuss particular issues on which they require the Committee's advice.

Each meeting will be minuted. Minutes will be produced and submitted to the following SDS Board meeting.

Reporting

The Remuneration & HR Committee reports its activities and findings to the SDS Board. Minutes and an update from the Chair of the Remuneration & HR Committee will be provided at the following SDS Board meeting after each Committee meeting.

Review

The forward plan for each financial year details items to be considered over the full annual cycle. This forward plan will be kept under regular review by the Remuneration & HR Committee, and amended as necessary, taking account of business also being considered through other Committees. Where matters arise in the work of the Remuneration & HR Committee that are felt appropriate for raising with the SDS Board or that merit further Committee review, these will be included within the forward plan.

The Remuneration & HR Committee will on an annual basis prepare an Annual Report - (i) business review summarising the activities during the period; (ii) self-assessment of the Board's own performance/effectiveness and (iii) review of the Committee's Terms of Reference to ensure and affirm they are fit for purpose.

**Skills Development Scotland
August 2024**

Next Review Date November 2025