

Terms of Reference: **Remuneration Committee**

Key purpose

- R1. To establish a transparent procedure for the remuneration of the Chief Executive, Executive Management Team, Council Members (including the Chair) and other associate post holders.
- R2. To ensure that there are appropriate incentives to encourage enhanced performance and that rewards are made in a fair and responsible manner and are linked to the individual's contributions to the success of the General Dental Council (GDC) and the successful performance of the GDC in general.
- R3. To annually review the organisation's pension schemes and make reports and/or recommendations as appropriate to Council, based on actuarial data and advice.

Delegated Powers

- R4. Approve the appointment process for the Chief Executive.
- R5. Approve the remuneration, benefits and terms of service for the Chief Executive and the Executive Management Team annually, in line with the remuneration policy set by the Council.
- R6. Approve the policy for authorising claims for expenses from the Chief Executive and the Chair of the Council.
- R7. Where necessary, the Committee is authorised by the Council to obtain external legal or other professional advice, but only within budgetary limits.

Functions and Duties

Chief Executive and Registrar (Chief Executive), the Executive Management Team and HR Policy

- R8. Oversee the appointment process for the appointment of the Chief Executive, in accordance with the Council's agreed delegation.
- R9. Review and recommend to the Council an appropriate remuneration policy for the Chief Executive and the Executive Management Team (EMT), consistent with the organisational objectives and within the overall budget agreed by the Council.
- R10. Approve the terms of any special severance arrangements applying in the event of any required and unplanned early termination of employment of the Chief Executive or any member of the EMT, having regard to relevant guidance and codes of practice and their contracts of employment.
- R11. Develop a system for, and oversee the appraisal of, the Chief Executive.¹
- R12. Review the arrangements for succession planning of the Chief Executive and the EMT so that adequate assurances can be provided to the Council.

¹ The appointment, performance review, disciplining and setting of terms and termination of contracts of staff are the sole responsibility of the Chief Executive.

- R13. Consider any significant changes to HR policy or changes to the employee benefits structure, including the pension scheme, and offer advice and direction to the Executive Director, Organisational Development, as appropriate.²
- R14. Advise the Council on any actions which it must, or is advised, take as an employer under pension fund arrangements.
- R15. Provide review and oversight of the organisation's People Strategy workstreams (including EDI) and report to and advise the Council accordingly.
- R16. Communicate to the Finance and Performance Committee (FPC) any advice it receives, or action it would wish the Council to take in regard to the GDC Pension Scheme, which has a financial implication for the GDC.
- R17. Regularly receive the Executive Director, Organisational Development's report on HR / workforce indicators (including the outcome of staff surveys or similar exercises, and the annual staff appraisal round) before it is presented to the Council. This should include matters relating to Risk and the actions being taken to mitigate these risks.

The Council, the Chair and Associates

- R18. Recommend any changes for approval at the Council any changes to the remuneration and terms of service for the Council Members, including the Chair and any associates.
- R19. Review the expenses policy for Council Members and associates and recommend any changes for approval at the Council.
- R20. Advise the Council on the process for the appraisal of the Council Members and the Chair.
- R21. Agree with the Chair arrangements for the Council to review annually its performance and effectiveness.
- R22. Review the process for the recruitment of new Council members and the reappointment of existing Council members.

² The Finance and Performance Committee will consider any financial implications of changes to the Pension Scheme.