



RC/002

TERMS OF REFERENCE FOR THE REMUNERATION COMMITTEE OF THE UK SUPREME COURT

MEMBERSHIP

1. The members of the Remuneration Committee will consist of:
 - Two non-executive directors UKSC Board members.
 - And one executive UKSC Management Board member, either:
 - the Chief Executive
 - or, in the Chief Executive's absence, the Director of Corporate Services
 - In addition, the meeting will be attended by:
 - either, or both, the:
 - Director of Finance
 - Head of Human Resources
 - One or both Registrars
2. The Remuneration Committee will be chaired by a Non-Executive Director, usually a Non-Executive Director not appointed as Chair of the Audit and Risk Assurance Committee.
3. The Remuneration Committee will be provided with a secretariat function by the Human Resources team.

REPORTING

4. The Remuneration Committee will formally report to the UKSC Board after each committee meeting.

RESPONSIBILITIES

5. The Remuneration Committee will make recommendations to the UKSC Management Board, consistently with any arrangements which apply to the Civil Service as a whole, by:

Recommending direction for:

- The annual pay remit for all UKSC employees (SCS and non-SCS);
- UKSC Pay Strategy
- The process for Annual Performance bonuses (SCS and non-SCS)

And advising on:

- The UKSC Performance Management System, where relevant to the total reward package
 - Other UKSC Employee Terms and Conditions where relevant to the total reward package
6. The rate of pay for Non-Executive Directors is determined by the Chief Executive and not the Remuneration Committee.

RIGHTS

7. The Remuneration Committee may:
 - co-opt additional members to provide specialist skills, knowledge and experience;
 - procure specialist ad-hoc advice at the expense of the UKSC, subject to budgets agreed by the UKSC Management Board.

CONFLICTS OF INTEREST

8. The committee will raise any Conflicts of Interest at the start of the meeting and acknowledge that a potential conflict of interest exists where board members are involved in discussions and decisions affecting their own remuneration.

9. Discussions relating to SCS pay will only be attended by the Head of HR and NEDs, and discussions related to non-SCS pay will only be attended by the Chief Executive, NEDs and Head of HR.

MEETINGS

10. The Remuneration Committee will meet at least once every year. The Chair of the Committee may convene additional meetings, as deemed necessary;
11. The Remuneration Committee may ask any other officials of the UKSC, trade union representatives and / or officials from the Cabinet Office or Civil Service HR Policy to attend meetings to assist with discussions on pay strategy and UKSC employee terms and conditions, if deemed appropriate.

QUORUM

12. At least 2 members of the Remuneration Committee including one of the Non-Executive Directors and the Chief Executive (or Director of Corporate Services) must be present for the meeting to be deemed quorate. The Head of HR can represent the CEO in discussions about SCS pay.

INFORMATION REQUIREMENTS

13. **For each meeting the Remuneration Committee will be provided with:**
 - a progress update from the Head of Human Resources summarising any pay strategy or performance related issues or emerging information relevant to the development of pay strategy and reward.
14. **As and when appropriate the Remuneration Committee will also be provided with:**
 - relevant guidance and updates from the Cabinet Office with regards to Civil Service Pay & Reward;

- comparator data from other Government Departments where available;
- advice from Civil Service HR Policy on Pay Strategy;
- statistical data on internal performance management where considered necessary by the Committee;
- statistical data relating to UKSC staff reward and recognition;
- any applicable financial or funding restrictions or limitations, whether internal or external;
- any other relevant statistical information regarding UKSC staff benefits and total reward package.