



<b>MEETING TITLE</b> Board of Directors		<b>MEETING DATE</b> 31/08/2017	
<b>TITLE of PAPER</b>	<b>For Approval: Updated Terms of Reference of the Remuneration and Terms of Service Committee (RTSC)</b>	<b>PAPER REF</b>	4.5
<b>STRATEGIC OBJECTIVE(S)</b>	All		
<b>PURPOSE OF THE PAPER</b>	That, in compliance with the Trust's Standing Orders, 2017, the Board of Directors approves the updated RTSC Terms of Reference which have been amended to reflect organisational practice and deliver the appropriate governance of the Committee.		
<b>For Approval</b>	<input checked="" type="checkbox"/>	<b>For Assurance</b>	<input checked="" type="checkbox"/>
<b>For Decision</b>	<input type="checkbox"/>	<b>Discussion/Information</b>	<input type="checkbox"/>
<b>AUTHOR / LEAD</b>	Anne Allen, Trust Secretary	<b>ACCOUNTABLE DIRECTOR</b>	Chief Executive
<b>DISCUSSED AT / INFORMED BY – include date(s) as appropriate (free text – i.e. please provide an audit trail of the development(s)/proposal(s) subject of this paper):</b> The Trust's Standing Orders and Standing Financial Instructions, V2.3 were approved by the Board of Directors, 31 January 2017 including the Terms of Reference of the RTSC. Since then these TOR have been reviewed and further amended, by TEG, 19 June and the RTSC, 22 June, and recommended to the Board for approval.			
<b>PREVIOUSLY AGREED AT:</b>	<b>Committee/Group:</b> Board of Directors	<b>Date:</b> 31/01/2017	
<b>RECOMMENDATION(S)</b>	That, in compliance with the Trust's Standing Orders, 2017, the Board of Directors approves the updated RTSC Terms of Reference which have been amended to reflect organisational practice and deliver the appropriate governance of the Committee.		
<b>RISK ASSESSMENT</b>		<b>Yes</b>	<b>No</b>
<b>Corporate Risk Register and/or Board Assurance Framework amended</b> <i>If 'Yes' – expand in Section 4. / attached paper</i>		<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>Resource Implications (Financial, Workforce, other - specify)</b> <i>If 'Yes' – expand in Section 2. / attached paper</i>		<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>Legal implications/Regulatory requirements</b> <i>If 'Yes' – expand in Section 2. / attached paper</i>		<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>Diversity and Inclusion Implications</b> <i>If 'Yes' – please attach to the back of this paper</i>		<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>ASSURANCE/COMPLIANCE</b>			
<b>Care Quality Commission</b> Choose a DOMAIN(s)		5: Well led 2: Effective	
<b>NHSI Single Oversight Framework</b> Choose a THEME(s)		1. All	

## **Updated Terms of Reference of the Remuneration and Terms of Service Committee (RTSC)**

### **1. PURPOSE/AIM**

- 1.1 That, in compliance with the Trust's Standing Orders, 2017, the Board of Directors approves the updated Remuneration and Terms of Service Committee (RTSC) Terms of Reference which have been amended to reflect organisational practice and deliver the appropriate governance of the Committee.

### **2. BACKGROUND/CONTEXT**

- 2.1 The Trust's Standing Orders, Reservation and Delegation of Powers and Standing Financial Instructions (SOs/SFIs, V2.3) were approved by the Board of Directors, 31 January 2017. As part of that governance process the Board approved the Terms of Reference (TOR) of several Committees including those of the RTSC.
- 2.2 It was later resolved by TEG and RTSC to put forward further amendments which better reflect current organisational context and practice.

### **3. PROPOSALS/NEXT STEPS**

- 3.1 Following approval of the Board these decisions will be appropriately disseminated to relevant stakeholders including Audit partners.

### **4. RISK ASSESSMENT**

- 4.1 If the Trust were not to comply with its SOs and SFIs it may risk compromising its duties and obligations to the Secretary of State for Health, including those of the NHS Constitution, NHS England, NHS Improvement and regulators, for example the Care Quality Commission, together with potential non-compliance with relevant legislation and regulation.

### **5. RECOMMENDATIONS**

- 5.1 That, in compliance with the Trust's Standing Orders, 2017, the Board of Directors approves the updated RTSC Terms of Reference which have been amended to reflect organisational practice and deliver the appropriate governance of the Committee.

### **6. APPENDICES/BACKGROUND INFORMATION**

Updated Terms of Reference of the Remuneration and Terms of Service Committee