

## Remuneration Advisory Panel

### Terms of Reference - Remuneration Advisory Panel

#### 1. Purpose

The Remuneration Advisory Panel is constituted as a committee of the ICO's Management Board

The panel's terms of reference may be amended at any time by the Management Board. Details of such changes would be shared for information, consultation or negotiation with our recognised trade unions consistent with our formal recognition agreement.

The advisory panel provides challenge, advice and scrutiny to the Commissioner on matters of Executive Team pay, development and succession planning.

The Commissioner shall retain decision making responsibility for all matters relating to ICO pay and remuneration.

Nothing in these terms of reference shall detract from the authority of the Information Commissioner as Accounting Officer and as a Corporation Sole.

#### 2. Authority

The Board's authority derives from the Commissioner. The panel is authorised to:

Undertake business within its terms of reference;

Obtain external legal or other professional advice where required;

Secure the attendance of anyone it considers has relevant experience, expertise or knowledge. The panel may also invite the recognised Trade Unions and staff representatives to attend part or all of the meetings; and

Give free and confidential access to the Chair of the Remuneration Panel and the Commissioner to representatives from internal and external auditors.

#### 3. Objectives

To provide challenge, advice and appropriate scrutiny to the Commissioner on the remuneration strategy for the Executive Directors within the ICO.

To ensure that no person shall be involved in any decisions on their own remuneration.

To consider Executive development and succession planning.

In considering these objectives, the panel will take account of the wider pay environment and shall have regard to the ICO's commitments to equality, diversity and inclusion.

#### **4. Responsibilities**

The role of the panel is to provide challenge, advice and scrutiny to the Commissioner in determining the remuneration of the Executive Team.

The panel will consider proposals from the Commissioner about the remuneration of the Executive Team and provide advice on such proposals.

These proposals will take account of both organisational and individual performance. Executive Directors pay scales and pay progression system will be determined by collective bargaining and subject to pay negotiations as with the rest of the organisation.

In providing its advice, the panel shall have regard to:

- The ICO's Information Rights Strategic Plan, other relevant strategies and performance against them;
- The ICO's Pay Policy;
- The individuals objectives and performance against them;
- The overall pay budget;
- Value for money; and
- Any other factors which it deems necessary, including internal and external comparative information and benchmarking data where appropriate

Comment upon and advise the Commissioner on Executive Team pension arrangements and other employee benefits.

The panel shall consider executive development and succession planning taking into account the challenges and opportunities facing the ICO and the skills and expertise required in the future.

Advise and provide appropriate challenge to the Commissioner in regard to pay and remuneration arrangements and changes which apply across the ICO, including commenting upon changes to the pay strategy and offer guidance on its effect and implementation.

#### **5. Membership and frequency**

The panel shall be appointed by the Commissioner from amongst the Management Board membership and shall consist of not less than three members including two Non-Executive Directors and the Commissioner.

The panel shall be chaired by a Non-Executive Director.

In the absence of the panel chair, the remaining members present shall elect one of their number to chair the meeting. The Panel is quorate with two members present.

The panel may appoint an Independent Member with appropriate experience in remuneration matters.

The panel shall be required to meet at least twice per annum. These will, at a minimum, include one meeting to advise the Commissioner on objective setting for the Executive Team and one to advise the Commissioner on the remuneration of the Executive Team and provide advice on such proposals. The panel may also meet on an ad hoc basis as required.

The ICO shall provide secretariat support to the panel.

The minutes will be reported to the Management Board.

## **6. Information requirements and reporting**

The panel should ensure that arrangements are in place to enable it to discharge its responsibilities effectively, including the timely provision of information in an appropriate form and quality.

To produce an annual report of the organisation's remuneration policy and practices which will form part of the annual report.

To ensure that all provisions regarding disclosure of remuneration, including pensions are fulfilled.

## **7. Budget**

The panel is not responsible for a specific budget.