



## REMUNERATION COMMITTEE

4 SEPTEMBER 2025

### REDACTED MINUTES FOR PUBLICATION

A meeting of the Remuneration Committee was held remotely via Zoom videoconferencing on Thursday 4 September 2025 from 09.00am–11.00am.

Present: Graeme Scott [GS] – Honorary Treasurer and Chair  
Prof. Nick Braisby [NB] – Vice Chair of the Board of Trustees  
Adam Denton [AD] – Student Trustee Observer  
Peter McCrea OBE [PM] – Chair of the Board of Trustees

Apologies: Andy Macdonald [AM] – External Representative

In Attendance: Jane Fawkes [JEF] – University Secretary – up to end item 3.1 only  
Lyndsay Hughes [LH] – Note taker  
Ashley Wheaton [AW] – Vice Chancellor – up to end item 4.1 only  
Lisa Wilks [LW] – Director of HR

#### **0566** **1.1/ DECLARATION OF ANY CONFLICTS OF INTEREST**

0567 There were no conflicts of interest declared though it was noted that Ashley Wheaton would leave the meeting from item 4.1 onwards and Jane Fawkes would leave the meeting from item 3.1 onwards.

#### **0568** **1.2/ APOLOGIES FOR ABSENCE**

0569 There were apologies for absence from Andy Macdonald.

#### **0570** **1.3/ MINUTES OF THE MEETING HELD ON 25 OCTOBER 2024**

0571 The minutes of the Remuneration Committee held 25 October 2024 (paper 1.3) were **APPROVED** as a true record and signed by the Chair of the Remuneration Committee. The proposed redactions from these minutes were approved ahead of being published on the University's website.

#### **0572** **1.4/ MATTERS ARISING AND ACTIONS SUMMARY**

0573 The Committee **NOTED** all that the outstanding actions agreed by the Committee have all been closed or deferred due to the change in Chair of the Board mid-way through the last academic/financial year and will be

taken forward for the full year ahead by the new Chair of the Board in discussions with the Vice Chancellor. Objectives for the year ahead will be shared at the October meeting of the Committee. The Committee also noted that the action on preparing a pay banding model would be taken forward during 2025-26 as part of the newly agreed People Strategy. The People Strategy had been shared with the Committee prior to the meeting for information and would be discussed at the full Board meeting later in September.

## **0574**      **2.1/ ROLE AND REMIT OF THE REMUNERATION COMMITTEE**

0575      The Committee was reminded of its role through consideration of its Terms of Reference, the requirements of the Office for Students Accounts Direction and the CUC Higher Education Senior Staff Remuneration Code guidance provided in papers 2.1a, 2.1b and the link to the CUC Higher Education Senior Staff Remuneration Code. The Committee **NOTED** that its deliberations will be transparent to the wider Board and that minutes (with redactions) will be published on the University website. The Committee also **NOTED** that full transparency is driven by the Office for Students Conditions of Registration and the requirement to publish a pay transparency justification statement and a pay multiples submission later in the year.

0576      The Committee **NOTED** that Prof. Nick Braisby had stepped back as Vice Chair of the institution on 31 August 2025 but remained on the Committee for the deliberations at this meeting as he had been Vice Chair and in the Board Leadership Group for the second half of the year being appraised. The Chair thanked NB for his contributions on this basis.

0577      The Committee **NOTED** the context in which it is empowered to make decisions on remuneration of senior roles at University of the Built Environment and **NOTED** the relevant guidance provided.

## **0578**      **3.1/ STAFF REMUNERATION AND REWARD**

0579      Lisa Wilks reminded the Committee that the Board of Trustees had approved, on 10 July 2025, the budget for 2025-26, which included a sum available to the Executive to assign to pay review. Paper 3.1 outlined how the Executive plans to allocate this budget towards staff pay review in 2025 across benchmarking, pay rises and bonuses. The first element is consideration of a pay increase for all eligible staff (where conditions relative to performance and length of service are met). Historically, this has been a flat percentage rise for all eligible staff but in 2024-25, whilst 3% of the total pay bill has been budgeted, it will be awarded variably with a minimum target of 2% for all staff. The remainder being used to support benchmarking requirements to ensure all staff are paid at least at their Lower Quartile benchmark range. It is intended that pay awards will be made in September 2025. Secondly, during 2024-25, a total of REDACTED (including Executive Team and Hong Kong in the core Group 1 staff pool of

circa 300 employees) for discretionary, non-contractual performance related bonuses to be distributed against a revised three-point graded performance score for all staff with a £1,500 payment for exceeding expectations and a £1,000 payment for meeting expectations (due to be paid in October 2025 and currently being finalised by the Executive Team). REDACTED The package of awards applies to the University's core group 1 employees only (264 employees, not Associate Lecturers, for example, who are typically paid set rates for specific work they are contracted to undertake). Anyone leaving the University will not be eligible for a pay increase and those performing below expectations will not be eligible for a bonus.

- 0580 To support the discussion of this item, the recently approved People Strategy was circulated prior to the meeting. In initial reaction to the Strategy, the Committee commented that whilst the strategy provided laudable intent, it lacked detail on how the aims would be achieved. LW responded that a detailed Y1 action plan to break down delivery over the coming years had been prepared in the last two weeks and will be progressing to Executive for approval in September. This could also be shared with the Board and staff thereafter to provide some comfort about the work that will be delivered. LW assured the Committee that a major focus in Y1 was pay and developing a sustainable pay model for the institution.
- 0581 LW clarified that bonus payments were one-off, discretionary and non-pensionable, and that sums had been fixed by the Executive earlier in the year. The fixed sums disproportionately but deliberately reward those on lower salaries. The Committee queried the institutional policy on awarding bonuses to those who have 'met' objectives, given that this is what they are remunerated for. It is unusual for the higher education sector to award performance bonuses. The whole process associated with reward (bonus/PDRs/criteria etc) will be reviewed as part of the People Strategy. The Committee suggested a university-wide collective bonus for overperformance applied on an equal basis might be more palatable and should be considered as part of this. Or indeed, the allocation of funds to the pay budget rather than to bonus awards. All options will be considered in the review stage of this project.
- 0582 It was noted that the preparations for Remuneration Committee had been challenging in terms of timeframe and process. With various decisions not yet having been through Executive consideration and approval this has posed some complications. The Committee was also concerned that this was not a sufficiently clear element of the budgeting process and decisions taken in the early summer on the deficit level for the year ahead, though the total sums allocated for pay review were within the budget approved. This will be rectified through a full review of the Board's annual calendar and schedule, relative to institutional business, to be undertaken in October 2025 by the Governance Team.

- 0583 The Committee queried the benchmarking criteria where substantive uplifts will only be available to staff earning below the lower quartile, at a time when inflation is running at 3.8% but the University will be targeting a 2% rise for all other staff (noting that these pay uplifts are made regardless of performance) and that this represents a real terms decrease for many. The Committee was particularly concerned about how this would be received by staff at a time when morale is already challenged. It was suggested that the cost to the institution of varying levels of potential pay awards should be presented with the budget proposals to allow the Board to more transparently consider aspired institutional pay levels through the wider budgeting process. REDACTED Sensitive communications on pay review will be required.
- 0584 REDACTED
- 0585 The Committee queried whether the benchmarking this year will resolve the gap to ensure no staff remain paid below Lower Quartile benchmark. It was noted that the benchmarks used are almost instantly out of date, such that whenever pay awards are made the goal posts shift again by the following year, however LW confirmed that the awards to be made will resolve this for virtually all staff for the immediate future.
- 0586 The Committee expressed its concern at the overall low pay review award for most staff compared to inflation (despite noting the sector-wide award of only 1.4%) given the lower employee engagement scores across the institution at present. It was in this context that the Committee had hoped to see more detail in the People Strategy on when this position will improve and by how much. The Committee concurred that whilst it would support the Executive recommendations on this pay award, it questioned whether the approved budget is being spent in the right areas and whether it could be better utilised on pay awards.
- 0587 The Vice Chancellor reminded the Committee that University of the Built Environment has the highest pay bill in the sector as a proportion of student income and that productivity improvements to differentiate the rise in income from the concurrent rise in the pay bill are now essential. However, it was also commented that being online, without a physical estate like most institutions and with its major assets being its staff and its technology, it is not surprising or overly worrying that this institution, with its very different operating model, would be at the top of this ranking.
- 0588 The Committee queried which benchmarks the University is using for pay review purposes as there are several provided by UCEA. NB commented that the most appropriate one for University of the Built Environment is likely to be 'post-92 institution by income', however this is only available at the detailed level for senior staff so for all staff it is an overall universities benchmark that is used, except in the case of academic staff where some

relevant filters can be used. It was noted that UBE's academic staff compare relatively well against this benchmark following significant work on the academic pay scale several years ago.

0589 The Committee **NOTED** the planned pay review process at the University for 2025 for all eligible staff, thanked the team for all the work to date to deliver and process it, and encouraged the team to take the comments and discussion as constructive support for future enhancements rather than any form of criticism.

0590 Jane Fawkes left the meeting at the conclusion of this item.

**0591 4.1/ THE VICE CHANCELLOR'S PROPOSALS FOR EXECUTIVE TEAM REMUNERATION AND REWARD FOR 2024-25 (BONUS) AND 2025-26 (BASIC SALARY)**

0592 AW proposed pay awards and bonus payments for the Executive Team in line with the approved Executive Team Performance Award (ETPA) bonus scheme, with the relevant benchmarking data and with the overall budget available for pay rises (paper 4.1, 4.1a, 4.1b and 4.1c), for approval by the Remuneration Committee. Proposals were for 2% pay uplifts and all proposals for bonus awards align with the sums accrued during the year. AW also advised that the proposals conform to the terms of the ETPA: 70/30 split between collective performance on the delivery of the CX9 and individual performance rated against the institutional 3-point performance scale (exceeded/met/not met).

0593 It was noted that no changes were proposed to the ETPA scheme (outside of rebranding to University of the Built Environment) and it was **RE-APPROVED** for the year ahead as presented.

0594 AW advised his proposals reflect his review of performance during the year against the agreed CX9 targets as good overall, despite the challenges in areas of staff engagement and QAR, but also in particular the exceptional (and historic) achievement of becoming a full University and renaming as the University of the Built Environment. Added to this is recognition for the exceptional work undertaken by the Executive Team in successfully completing the merger with the London School of Architecture and making such positive progress on the post-merger integration. REDACTED

0595 REDACTED

0596 The Committee discussed the proposals at length. REDACTED

0597 REDACTED

0598 REDACTED

0599 The Vice Chancellor left the meeting at this point in proceedings to allow the Committee to discuss the alignment of the proposed Executive Team performance/bonus awards with that proposed for the Vice Chancellor. REDACTED.

0600 The following decisions were confirmed after the discussion about the Vice Chancellor's award at agenda item 4.2, though the Committee requested its unease be noted regarding the lack of clarity on benchmarking to inform the decisions and that this be rectified for the future, REDACTED.

**ACTION: Provide clear rationale for the choice of a single benchmark for senior roles and provide only this to the Committee in future years. [LW]**

0601 The Remuneration Committee **APPROVED** a 2% pay adjustment for Jane Fawkes REDACTED

0602 The Remuneration Committee **APPROVED** a 2% pay adjustment for Wendy Finlay REDACTED.

0603 The Remuneration Committee **APPROVED** a 2% pay adjustment for David Balme REDACTED

0604 The Remuneration Committee **APPROVED** a 2% pay adjustment for Stephen Bartle REDACTED

0605 The Remuneration Committee **APPROVED** a 2% pay adjustment for Aled Williams REDACTED.

0606 The Committee **NOTED** that it would have an opportunity to finalise the performance-based bonus recommendations and approvals, if necessary, at the October 2025 Committee meeting when the final financial results for the year are complete. The Committee also **NOTED** that the total budget impact of these awards relative to 2024-25 were all within agreed and approved budgets. REDACTED Finally, the Committee **NOTED** that, in taking these decisions on remuneration and bonuses, where any basic salary over £100,000 per annum or total remuneration package exceeds £100,000 per annum, the University will be required to disclose this in accordance with the relevant OfS accounts direction.

**ACTION: Process the remuneration adjustments for the Executive Team in the September 2025 payroll, backdated to August 2025 and the bonus payments in November 2025, pending Remuneration Committee final confirmation (for bonuses) in October 2025. [LW]**

**0607**      **4.2/ PROPOSAL FOR THE REMUNERATION AND REWARD OF THE VICE CHANCELLOR FOR 2024-25 (BONUS) AND 2025-26 (BASIC SALARY)**

- 0608      The Chair of the Board of Trustees introduced papers 4.2, 4.2a and 4.2b which provided proposals on pay and reward for the Vice Chancellor for 2024-25 (bonus) and 2025-26 (basic salary). This was in the context of benchmarking information and performance information as provided in the papers.
- 0609      The Committee **NOTED** that the Vice Chancellor is currently in receipt of a basic salary of £237,471 per annum. The contract of employment contains provision for a discretionary annual bonus of such amount as the Board may determine.
- 0610      The previous Chair of the Board agreed metrics against which the award of any bonus to the Vice Chancellor for the 2024-25 year would be determined prior to leaving the Board of Trustees. These metrics were focused on four areas of work. These areas were: 1) operational and overall business performance based on the CX9 targets; 2) strategic priorities around business productivity, an estate strategy, evolution of the Executive Team and operational improvements based on the 4Ps; 3) increasing the profile and brand of the University; and, 4) personal development. There is no established compensation scheme for the Vice Chancellor relative to differentiated performance within each of these areas, the role is not currently included in the Executive Team Performance Award and nor is the award of a bonus in his contractual terms.
- 0611      The Committee considered feedback from the Chair of the Board on the Vice Chancellor's performance (paper 4.2), on the self-assessment provided by the Vice Chancellor against his agreed metrics (paper 4.2a), on the overall CX9 performance for the year (paper 4.2b) and the Director of HR's data on current remuneration and benchmarking (paper 4.2 appendix). The Director of HR did not make any recommendation to the Committee on the remuneration and reward it could/should make to the Vice Chancellor for the 2024-25 or 2025-26 year, this was provided solely by the Chair of the Board of Trustees.
- 0612      REDACTED
- 0613      The Chair of the Board introduced his thoughts on the Vice Chancellor's performance for the year. The Chair of the Board proposed no pay rise for the Vice Chancellor in 2025-26 in line with the Vice Chancellor's own wishes. The Chair of the Board considered and proposed that £30,000 would be an appropriate bonus for the Vice Chancellor for what has been achieved this year, considering his performance as Met expectations overall.
- 0614      REDACTED

0615 REDACTED

0616 REDACTED. The Committee concurred that the proposal is reasonable and fair REDACTED

0617 The Committee queried the award of any staff bonuses for Met expectations. Whilst bonuses can be seen as a motivational element of overall remuneration packages, it is not the norm within higher education. The Committee believes that the perception needs to be changed for all staff to understand that they are remunerated for meeting the expectations of their roles and that bonuses, if paid at all, should be more exceptional and only for genuine over-performance. Only 20 Higher Education Institutions pay bonuses to their Vice Chancellors (of which University of the Built Environment is one), primarily because this can be very politically sensitive across the sector. It was also stated that the Vice Chancellor is already extremely-well remunerated versus the sector for the size, scale and turnover of institution and that high remuneration is indicative of high-performance expectations. Overall, whilst the Committee felt able to approve the proposed bonus of £30,000, given the context of the awards made in recent years to the Vice Chancellor, it was done so with a degree of discomfort at its ongoing high level and with an intention of changing the culture and expectation around award of bonuses over the coming year(s) through a very clear framework of targets and objectives being set for 2025-26. This framework will need to properly take into account where objectives might change through the year, as institutional workload associated with the LSA merger was fully acknowledged as outside of targets set at the beginning of the year in 2024-25. This was also to be noted as being the case for all staff across the institution and not just the senior team.

0618 The Committee noted that the absence of Andy Macdonald from this meeting had been disadvantageous to the discussions and in providing externality from the sector. The Committee noted that Andy's appointment was due for renewal in Autumn 2025 and that it may be preferable to consider a new, fully independent appointee with remuneration expertise linked more directly to the sector (Andy had left JISC and now works outside of Higher Education). It will also be important to prepare for the Committee further in advance of the meeting itself in 2026 so that the expertise of this representative can be sought during the preparation of papers and in the process of re-setting expectations around bonus awards over the coming years. The University Secretary will be asked to consider this.

**ACTION: Review the appointment of Andy Macdonald as External Representative on the Committee (renewal point is October 2025). [JEF]**

0619 Finally, the Committee queried how staff respond to the award of bonuses to the Executive Team/Vice Chancellor. LW reminded the Committee that



only the Vice Chancellor's bonus is fully disclosed with staff able to see the amount. Those of the Executive Team are only known to relevant staff within HR and Finance from a processing perspective. Overall, not all staff speak up on this matter, but where they do it is seen as disproportionately generous compared to what staff have any potential to achieve themselves. It was agreed the messaging around staff pay review 2025 must be handled sensitively and well.

0620 The Committee endorsed the Chair of the Board's view of performance of the Vice Chancellor rated at Met expectations. The Committee **APPROVED** a performance-related fixed-sum bonus of £30,000 (approx. 13%) for the Vice Chancellor for the 2024-25 year to be paid in November 2025 **REDACTED**. The Committee also **APPROVED** that there would be no pay rise for the Vice Chancellor in 2025-26 in line with the Vice Chancellor's own wishes.

**ACTION: Inform the Vice Chancellor of the decisions of the Committee regarding remuneration and reward for the 2024-25 (bonus) and 2025-26 year (basic pay). [PM]**

**ACTION: Process the bonus payment for the Vice Chancellor in November 2025 following the October Remuneration Committee, at which a final opportunity to review and confirm these decisions will be available. [LW]**

0621 The Committee **NOTED** that the objectives for 2025-26 were still being agreed between PM/AW and will be shared with the wider Committee by the next meeting in October. The Chair of the Board assured the Committee that the objectives would be clear and explicit with regard to potential for reward, starting the journey of culture change the Committee would like to bring about with regards to bonus payments across the whole institution. The Committee expressed its gratitude to the Chair of the Board for leading this process.

**ACTION: Share the agreed performance targets and metrics for the Vice Chancellor for the 2025-26 year with the wider Committee in October 2025 once finalised. [PM/LH]**

0622 The Committee **AGREED** that the University should continue to accrue the average of the last three-years of bonus payments to the Vice Chancellor for potential bonus in 2025-26 (total sum of £36,667).

0623 The Committee **NOTED** that its decisions for the remuneration and reward for the Vice Chancellor would be fully and publicly available for scrutiny with the finalisation of the University's Financial Statements and Accounts for 2024-25 and the OfS Financial Return.

**0624 5.1/ ANY OTHER BUSINESS**

- 0625 No other matters of business were raised. The Chair thanked LW and the wider governance team for all the work put into preparing for the meeting and the matters discussed. The Chair then closed the meeting at 10.25am.
- 0626 The date and time of the next Remuneration Committee meeting will be Wednesday 29 October 2025 at 10.00am.

Signed: 

Name: Graeme Scott

Position: Chair, Remuneration Committee

Date: 29 October 2025