

Remuneration Committee Minutes

Meeting held on 10 September 2026 at 08.30am, via Zoom videoconference

Present

Role	Title	Name
<i>Chair</i>	Honorary Treasurer	Graeme Scott
<i>Appointed member</i>	Chair of the Board of Trustees	Ros Kerslake CBE
	Vice Chair of the Board of Trustees	Prof. Michelle Jones
<i>By invitation</i>	Vice Chair Designate of the Board of Trustees	Dr Liz Marr
	Student Observer	Adam Denton
	Vice Chancellor	Prof. Ashley Wheaton (excluding items 3.2 and 3.3)
	Deputy Vice Chancellor and University Secretary	Jane Fawkes (excluding items 3.1, 3.2, and 3.3)
	Director of HR	Lisa Wilks
<i>Secretary</i>	Clerk to the Board	Lyndsay Hughes

Absent

Role	Title	Name
<i>By invitation</i>	External Member to Remuneration Committee	Vacancy

A	Standing items		
1.1	Received:	Recording of the meeting	Verbal
0745	Noted:	Consent for recording of the meeting for the purposes of supporting minute taking was received.	
1.2	Received:	Welcome and apologies	Verbal
0746	Noted:	There were no apologies for absence. The Chair welcomed Dr Liz Marr to observe the Committee, ahead of her appointment to the Committee and the role of Vice Chair of the Board from 17 September 2026.	
1.3	Received:	Conflicts of Interest	Verbal
0747	Noted:	The VC declared an interest in item 3.2 and 3.3 and it was noted that he would withdraw from the meeting for these. The DVCUS declared an interest in items 3.1, 3.2, and 3.3 and it was noted that she would withdraw from the meeting for these. No other declarations of interest were received.	
1.4	Received:	Minutes of the previous meeting	RC/2026/02/1.4
0748	Agreed:	The minutes of the previous meeting held 30 June 2026 were approved (pending correction of some minor typographical	

errors in paper RC/2026/02/1.4 ahead of finalisation) and will be signed then published on the University website.

1.5	Received:	Matters arising and actions summary	RC/2026/02/1.4
0749	Noted:	Updates on actions from previous meetings were noted with the majority closed and two others deferred to the October meeting or being delivered as part of wider projects.	

B	Substantive items for discussion or decision		
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2.1	Received:	Role of the Remuneration Committee	RC/2026/02/2.1
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0750	Noted:	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.	
0751	Agreed:	The Committee discussed its role in approving any remuneration packages over £100K FTE and/or all members of the Executive Team and recognised it should have this authority but this had not been explicitly the case to date (noting reference to paper 3.5 where the Committee had not been consulted on remuneration in advance and would now be retrospectively noting these two cases for inclusion in mandatory reporting to the Office for Students). It was agreed that point 2.4 in the Terms of Reference should be made more explicit on this pre-approval requirement. It was further agreed that approval could be via consent for a salary range prior to roles being advertised in order not to delay any appointments once further into recruitment processes, given that the turnaround timeframe to secure approval without losing candidates could be swift.	RC/2026/02/2.1a
0752	Noted:	The Committee also discussed point 2.5 in the Terms of Reference regarding oversight of all staff remuneration and reward. This currently allows only for noting retrospectively the approach for all staff (and through the Finance Committee overall budget approval process) and the Committee	

discussed whether it should have greater visibility of and approval over proposals prior to implementation given the increasing external focus on Remuneration Committees, pay for Executive relative to all staff and governance controls.

Redacted

0753 Agreed: It was **agreed** that clarity on these points should be made in further edits to the Remuneration Committee Terms of Reference to be presented in October 2026, in order for the new Vice Chancellor to fully understand their remit and the level of delegation of authority.

Action – Update the Terms of Reference to be more explicit on points 2.4 and 2.5 and re-presented for approval in October 2026.

DVCUS / Clerk

0754 Agreed: It was **agreed** that the structure of the Executive Team (and any changes to it, including promotions) should receive some Board oversight and control, and it was noted that this approval process would be explicitly added to the Nominations & Governance Committee Terms of Reference for re-approval in October 2026.

Action – Revise the Nominations & Governance Committee Terms of Reference to include approval to any changes in structure or membership of the Executive Team in the future – for approval at the Committee meeting on 7 October 2026.

DVCUS / Clerk

0755 Noted: 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.

3.1 Received: Senior Team Salary Benchmarking

RC/2026/02/3.1

0756 Noted: The DHR presented to the Committee the results of benchmarking work undertaken this year at the request of the Committee and provided the rationale for the chosen benchmarks in paper 3.1. The data reflects some bespoke UCEA data and analysis of HESA data returns. The DHR and Chair confirmed the benchmark chosen was institutional income (at the current time), though the VC raised concerns that the institutions included were not, in his view, directly comparable to University of the Built Environment in terms of status, viability and role/sector (they are mainly arts institutions). It was noted, however, that those the VC would propose including are 5-10 times bigger than University of the

Built Environment and therefore their relevance was also questioned.

The DHR confirmed that the University's pay for the Executive Team is broadly in line with the bespoke benchmark data.

0757 Noted: The Committee **noted** the benchmarking information provided to support decision-making on Executive Team pay awards for the year 1 August 2026 to 31 July 2027.

3.2 Received: **Proposal for reward of the Vice Chancellor 2025-26 (bonus)** RC/2026/02/3.2

0758 Noted: The Chair of the Board introduced her proposal for reward for the Vice Chancellor (bonus) for the 2025-26 financial year. A self-assessment of performance against all agreed objectives for the year, alongside an assessment of CX9 performance were provided to support this. Redacted

0759 Noted: The Chair of the Board gave further context to her proposals, and a robust discussion was held between members of the Committee on the proposal made. This included:

Redacted

0760 Noted: Redacted

0761 Noted: The Committee **noted** the strong performance against the agreed CX9 metrics for the 2025-26 year by the entire University team, and for the Executive and Vice Chancellor redacted. Accordingly, a bonus award of £40,000 was **approved**.

0762 Noted: Redacted

Action - Redacted

**Chair of the
Board / DHR**

0763 Noted: The Committee **noted** that no annual pay adjustment will be awarded to the Vice Chancellor, in line with his planned departure from the institution in October 2026.

0764 Noted: The Committee **noted** that the new Chair of the Board and the new Vice Chancellor will agree performance metrics for 2026-27 as necessary following their respective appointments during the year. The Interim Vice Chancellor will be focused on steady state and delivery of the agreed KPIs for the year until the new Vice Chancellor is in post.

0765 Agreed: The Committee **agreed** to accrue the maximum eligible sum under the rules of the ETPA for the new Vice Chancellor for potential future bonus payments.

3.3 Received: **Interim Vice Chancellor Role** RC/2026/02/3.3

0766 Noted: The Chair of the Board outlined the proposed terms of appointment for the Interim Vice Chancellor position that Jane

Fawkes will undertake from 1 November 2026 for up to six months for the consideration and approval of the Committee. The Chair of the Board confirmed that:

- Redacted

0776 Agreed: The Committee **approved** the remuneration proposals (redacted) for Jane Fawkes as interim Vice Chancellor from 1 November 2026 for a six-month period until the new permanent Vice Chancellor is appointed.

3.4 Received: **Vice Chancellor's proposals for Executive Team remuneration and rewards for 2025-26 (bonus) and 2026-27 (basic salary)**

RC/2026/02/3.4

0777 Noted: Redacted

0778 Noted: The Chair of the Board informed the Committee that:

- Redacted

0779 Noted: Redacted

0780 Noted: Redacted

0781 Noted: Redacted

0782 Noted: The VC returned to the meeting and presented proposals in paper 3.4 for pay and reward for the Executive Team (ET), in line with the pay increase proposed for all staff and the Executive Team Performance Award scheme (ETPA). He advised that his proposals reflect his view of the successful performance over the year and the agreed CX9 targets. The proposals were therefore for:

- Redacted

0783 Noted: The Vice Chancellor advised that the pay proposals for Prof Malcolm Todd were to be omitted from consideration in this meeting as they require correction. They will be presented in October for consideration instead.

0784 Noted: The Committee queried the individual performance awards and percentages and were advised that redacted

0785 Noted: Redacted

0786 Agreed: The Committee **approved** the 3% pay award for members of the Executive Team.

The Committee **approved** the redacted bonus award for collective delivery of the CX9 targets for all eligible members and pro-rated where necessary.

The Committee **approved** the individual bonus proposals under the ETPA for all members of the Executive Team.

0787 Noted: Redacted

		Action – Put in place a budget and a process for the award of small discretionary bonuses in exceptional circumstances in the future.	DHR / DVCUS
0788	Agreed:	The Committee approved the revisions to the ETPA to include the new Vice Chancellor on the same terms as the wider Executive for bonus eligibility in the future (V2.01).	RC/2026/02/3.4 a
0789	Noted:	In summary, the following remuneration and reward decisions were made:	
0790	Agreed:	The Remuneration Committee approved a 3% pay adjustment for Jane Fawkes redacted	
0791	Agreed:	The Remuneration Committee approved a 3% pay adjustment for Wendy Finlay redacted	
0792	Agreed:	The Remuneration Committee approved a 3% pay adjustment for David Balme redacted	
0793	Agreed:	The Remuneration Committee approved a 3% pay adjustment for Stephen Bartle redacted	
0794	Agreed:	The Remuneration Committee noted that Aled Williams would remain in the ETPA (following an initial decision to remove him from the scheme which was presented to the Committee in October 2025). The Remuneration Committee approved a 3% pay adjustment for Aled Williams redacted	
0795	Agreed:	Redacted	
0796	Noted:	Action – Process the remuneration adjustments for the Executive Team in the October 2026 payroll, backdated to August 2026 and the bonus payments in November 2026, pending Remuneration Committee final confirmation (for bonuses) in October 2026.	DHR
0797	Noted:	The Committee reaffirmed its desire (stated at 0754) that the Nominations & Governance Committee must address a governance gap in the lack of Board input and oversight to Executive Team changes and appointments. Redacted. Action – Redacted.	Clerk
0798	Noted:	The Committee noted that it would have an opportunity to finalise the performance-based bonus recommendations and approvals, if necessary, at the October 2026 Committee meeting when the final financial results for the year are complete. The Committee also 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.

0799 Agreed: The Committee **agreed** to accrue the maximum eligible sum under the rules of the ETPA for the potential award of bonus payments in 2027.

3.5 Received: **Additional members of staff earning over £100K FTE** RC/2026/02/3.5

0800 Noted: The Committee was reminded of its role in overseeing policy and arrangements for determining salary/total remuneration for any staff earning an FTE basic salary of over £100,000. These employees are also subject to reporting in the OfS Accounts Direction. Two employees now fall into this category as at 31 July 2026 – redacted .

0801 Agreed: The Committee **approved** 3% pay awards for the two employees earning an FTE basic salary over £100,000 (redacted).

The Committee **agreed** that senior appointments in this pay bracket should have approval by the Committee in advance and any bonus awards should also secure the pre-approval of the Committee – the Terms of Reference will be made explicit to cover this (as per action 0753).

4.1 Received: **Staff remuneration and reward** RC/2026/02/4.1

0802 Noted: The DHR reminded the Committee that the Board of Trustees had approved, on 8 July 2026, the budget for 2026–27, which included a sum available to the Executive to assign to pay review. Paper 4.1 outlined how the Executive plans to allocate this budget towards staff pay review in 2026 across benchmarking, pay rises and bonuses as follows:

- A pay increase for all eligible staff (where conditions relative to performance and length of service are met – currently 311 employees) of 3% (inclusive of Executive Team).
- A budget of redacted for benchmarking requirements to ensure all staff are paid at least or as near to their Lower Quartile benchmark range (redacted).
- Pay awards to be made in September 2026 and backdated to August 2026. The total pay budget assigned to this (including all on costs) is £552,548.
- A total of redacted (same sum as in FY25) accrued for discretionary, non-contractual performance-related

bonuses to be distributed against the Met and Exceeded performance grade for all eligible staff, redacted

0803 Noted: The Committee expressed concern that some staff remain below lower quartile pay but the DHR confirmed this number had reduced following years of work to address this. Addressing pay concerns fully is part of the People Strategy work now well underway.

Redacted

0804 Noted: The Committee **noted** the pay review process for all staff at the University for 2026.

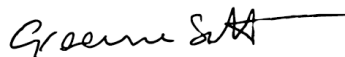
D Any other business

5.1 Received: Update on Vice Chancellor Recruitment

0805 Noted: The DHR provided a brief update on progress with Vice Chancellor recruitment, currently underway with Anderson Quigley. The search phase closes on 18 September and AQ advise there is a strong and interested field of credible candidates. Dates have been agreed for each stage of the selection process. Redacted

0806 Noted: No other items of business were reported.
Next meeting(s): Friday 16 October 2026 via Zoom Videoconference.

Signed:



Name:

Graeme Scott

Position:

Chair, Remuneration Committee

Date:

16 October 2026