

## **REMUNERATION, HR MANAGEMENT & SELECTION COMMITTEE**



themelton  
melton mowbray building society

### **TERMS OF REFERENCE**

**Composition:** The Committee shall comprise a minimum of 3 Non-Executive Directors and the Chief Executive and Secretary.

**Meetings:** Meetings shall be held quarterly and at any other appropriate time as required in respect of job evaluation requests from the Society, and any other requirement to meet including where required to support managerial selection or time-sensitive matters.

**Minutes:** Minutes (including any Private Minutes) shall be circulated to the full Board.

#### **Terms of Reference:**

1. To provide an independent mechanism for job evaluation into which the Society's Executive can place requests for evaluation of a job to arrive at a job grade and therefore consequently a rate of pay for that grade, taking into account market forces, skills, experience and also relativities, ie comparators. This will provide a level of supervision and control.
2. To ensure that the Society's management and staff develop skills and competencies to meet the Society's current needs and future opportunities.
3. To review annually and as circumstances dictate the balance of skills and experience of the Society's Directors, senior management, management and staff to ensure that the Society can meet its business objectives, and to implement recruitment plans to fill gaps revealed by that review.
4. To be responsible for considering all elements of Executives' and staff remuneration such that the Society attracts and retains executives of sufficient calibre for its continued wellbeing. To consider all details relating to staff compensation, ie pay and benefits, and consider amendments suggested by the Executive.
5. To formally consider management succession planning at least annually.
6. To determine the policy on Directors' remuneration, in particular the rate to be paid to Directors in accordance with Rule 19, not to exceed three pence per one hundred pounds of total assets of the Society as at the first day of the financial year in which payment is made. The remuneration to be divisible among the Directors in said proportion as may be agreed.

7. To ensure the principles of Corporate Governance contained in the Combined Code are taken into account in relation to the remuneration, compensation and service in so far as they are relevant to Directors of Building Societies.

8. Fulfil a role responsible to Chairman for Non-Executive Directors' succession and nominations process and succession planning for key management positions.

9. To recommend annual pay and compensation arrangements for the Group.