

SCHEDULE 4

Nominations and Remuneration Committee Responsibilities

The responsibilities of the Committee are to:

- 1 manage the process for nominations for membership of the Board and Committees, taking into account the need for balance in composition, experience, skills, leadership, length of service, diversity and succession planning;
- 2 oversee through the Chief Executive the operation of Clause 4.3 of the Instructions;
- 3 draw up and recommend specifications for roles on the Board or Committees, including required capabilities and time commitment;
- 4 oversee the induction programme for new Trustees and new members of Committees;
- 5 review the performance of a Trustee or Officer approaching the end of his or her term of office who is eligible for a further term and ascertain his or her willingness to stand if this is thought to be in the interests of the Society;
- 6 review the Board Recruitment and Composition Policy no less than annually;
- 7 manage the process of appointing a new Chief Executive and other staff answerable directly to the Board;
- 8 carry out regular reviews of the Remuneration Policy;
- 9 monitor the performance of the Chief Executive against targets set by or on behalf of the Board, and recommend reward in line with the Remuneration Policy;
- 10 consider Chief Executive training and development needs, and that of other staff answerable directly to the Board;
- 11 monitor the performance of other staff answerable directly to the Board, and recommend reward in line with the Remuneration Policy;
- 12 in advance of each financial year review staff salaries and agree any general cost of living or other increases using appropriate benchmarks and in line with the Remuneration Policy;
- 13 ensure an inclusive approach to carrying out the business of the Society, Board and Committees, in line with the Equality, Diversity and Inclusion Policy which shall be reviewed no less than annually;
- 14 consider any other matters referred to it by the Board.