

# Remuneration Committee: Framework for Decision Making

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## 1. Governance

- 1.1. Section 7 – Committees and Academic Board of the revised 2023 edition of the Scottish Code of Good HE Governance<sup>1</sup> provides the following guidance on the role of the Remuneration Committee:

*The governing body must establish a remuneration committee to determine and review the salaries, benefits and terms and conditions (and, where appropriate, severance payments) of the Principal and such other members of staff as the governing body deems appropriate. The policies and processes used by the remuneration committee must be determined by the governing body, and the committee's reports to the governing body should provide sufficient detail to enable the governing body to satisfy itself that the decisions made have been compliant with its policies.*

- 1.2. The terms of reference<sup>2</sup> for the University of Edinburgh Remuneration Committee define the committee's purpose as follows:

*To advise Court and oversee the preparation of policies and procedures in respect of salaries, emoluments and conditions of service including severance arrangements for senior leadership at the University and wholly owned subsidiaries. This includes the Principal and those at professorial or equivalent level. To approve, in line with these Court approved policies and procedures, the total remuneration package for the Principal, those senior staff reporting directly to the Principal, and, as appropriate, Professorial and equivalent staff.*

## 2. Policy

- 2.1. The policy relating to senior pay, i.e. staff in Grade 10 and equivalent, is the responsibility of the Remuneration Committee. The Remuneration Committee's remit is one of governance, i.e. ensuring that the University has appropriate policies in place, which meet legal responsibilities which are consistent with, and supportive of, the institution's strategic plan, and that these policies are properly implemented.
- 2.2. Remuneration Committee members are bound by the Code of Conduct, which includes compliance with the Nine Principles of Public Life in Scotland.
- 2.3. This paper describes the framework by which the Remuneration Committee makes decisions on the remuneration of the senior staff of the University. Through which they ensure the reward of senior staff is fair, equitable and responsive in a highly competitive market.
- 2.4. Prior to decision-making on the remuneration package of the Principal and the senior team, all Court members will be consulted on the overall proposed approach, with the key principles underpinning the proposal explained.
- 2.5. Staff and student members will be involved in discussions on principles of senior pay setting but will not be present for individual pay discussions and terms of employment.

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<sup>1</sup> <https://www.scottishuniversitygovernance.ac.uk/2023code/>

<sup>2</sup> <https://human-resources.ed.ac.uk/pay-reward/remuneration-committee>

### 3. Principles

3.1. The principles underpinning the framework for senior pay decision making are:

- To ensure transparency with Remuneration Committee processes.
- To ensure that the process reflects robust equality practice.
- To ensure that the process takes account of the quality and standing of the University of Edinburgh and to acknowledge that this quality and standing sets normal expectations of sustained high impact contribution from its senior staff.
- To describe and review the kinds of performance indicators that are used to identify sustained excellence beyond this expected level.
- To represent public interest and avoid any inappropriate use of the University's funds with regard to the salary and terms and conditions for senior appointments.
- To make use of appropriate comparative information on employee remuneration from established independent sources.

### 4. The Remuneration of the Principal and Vice-Chancellor

- 4.1. Remuneration Committee are responsible for the review and approval of the remuneration of the University Principal.
- 4.2. In determining the remuneration of the Principal consideration should be made of established independent sources of benchmark reward data for roles in comparable organisations.
- 4.3. The performance of the Principal is considered as part of his/her Annual Review completed by the Senior Lay Member of Court and based on a commentary of the work plan for the previous year and the plan for the next year. In preparation for the annual review process the Senior Lay Member should take into account the views of Court Members. The review of the Principal's performance may also draw on 360-degree feedback.
- 4.4. Following these discussions and the annual review meeting the Senior Lay Member will discuss the outcomes with Remuneration Committee. The Principal will not be present for this discussion and Remuneration Committee will then take cognisance of the outcome of the annual review when making a recommendation on salary.

### 5. The Remuneration of the Senior Leadership Team

- 5.1. The Senior Leadership Team is for these purposes defined as those senior staff who report directly to the Principal or the Provost and any other senior staff who may from time to time be agreed by the Committee to be included in its considerations.
- 5.2. Remuneration Committee are responsible for the review and approval of the remuneration of the University Senior Leadership Team. Cases for review are normally proposed by the Principal or the Provost for their direct reports.
- 5.3. The performance of Senior Team members is considered as part of their Annual Review. The outcomes of this review will inform any proposal to Remuneration Committee from the Principal or the Provost.
- 5.4. In reviewing the remuneration of the Senior Leadership Team consideration should be made of established independent sources of benchmark remuneration data for roles in comparable organisations.

- 5.5. The Vice-Principal and University Secretary will not be present for discussions and recommendations on their own salary.

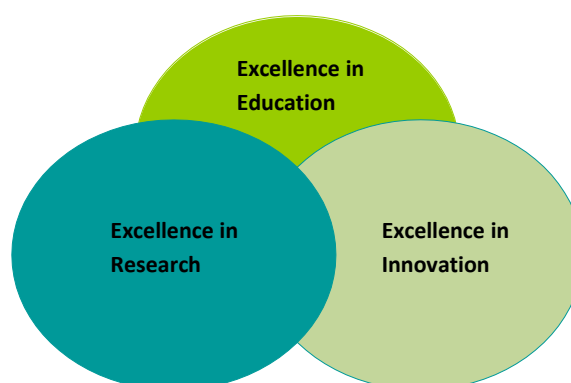
## 6. The Remuneration of Professorial Staff

### Professorial Staff Salaries – Appointment

- 6.1. To be appointed as professors, individuals must have an established international reputation and be major contributors to the institution. This is reflected in appointment criteria and embodied in the generic grade profile which sets out the role expectations for the grade.
- 6.2. Starting salaries for individuals appointed as professors must be considered with reference to robust independent external benchmark data on salaries in comparable institutions and should consider internal salary relativities. Care must be taken to ensure pay decisions are fair and equitable against benchmarks and peer salaries and consideration should be given to the impact of any salary decisions on gender pay.
- 6.3. Salaries for Professors of less than £125,000 per annum and an increase of less than 25% can be authorized by the Principal or, in his/her absence by an agreed deputy, but must be reported to Remuneration Committee.
- 6.4. Salaries for Professors of £125,000 or more per annum or an increase of 25% or more can only be authorized by the Remuneration Committee.

### Professorial Staff Salaries – Contribution

- 6.5. Line managers are expected through regular review to ensure that all professors will sustain a contribution at a level commensurate with their role and that this contribution will support the University's strategic goals. The nature of the impact of professors on their discipline and the institution will vary, depending on three overlapping areas (see diagram below). Success in any of these areas would bring reputational and/or commercial advantage to the University, whether directly or indirectly, and each also reflects the University's core strategic goals.



- 6.6. Exceptional contribution is assessed by reviewing the impact of individual contribution within the 'Parameters of Excellence' identified in the Grade 10 review guide.<sup>3</sup>
- 6.7. Professorial staff will have their salary level reviewed every year. The assessment of their excellence will be evidence based and will draw on the outcome of the last recorded Annual Review, supplemented by other relevant evidence of performance. Professors will also be expected to provide an up to date curriculum vitae and a brief note highlighting changes and particular achievements.
- 6.8. A full guide to the annual review of Grade 10 Professorial Staff is published on the University Website<sup>4</sup>.
- 6.9. When reviewing contribution of professorial staff Heads of School are also asked to review internal and external comparator salary data and to give appropriate consideration to the equality impact of their decisions.
- 6.10. Outcomes of the annual Grade 10 review process are reported to Remuneration Committee.

#### **Professorial Staff Salaries – Retention**

- 6.11. On occasion, the University takes direct action to retain its highest performing staff. Decision making processes will be transparent and consistent across the University.
- 6.12. Proposed salaries representing an increase of 25% or more and/or salaries of £125,000 per annum can only be authorised by the Remuneration Committee. The Committee will consider the information provided by HR Reward and the Head of College and with the support of the Principal for retention purposes in respect to all Grade 10 employees. Salaries with a less than 25% increase and below £125,000 can be approved by the Principal or, in his/her absence by an agreed deputy, but must be reported to Remuneration Committee.
- 6.13. In cases where the Remuneration Committee is asked to approve a recommendation a quorum of three members (including the Convener or the Convener's nominee) is required.
- 6.14. The speed at which a final decision is made may be essential to ensuring a successful retention outcome. Therefore, any individual involved in providing information or in considering the case should respond to the request as quickly as possible.

## **7. The Remuneration of Grade 10 Professional Staff**

#### **Grade 10 Professional Staff Salaries – Appointment**

- 7.1. To be appointed to posts at this level, individuals must have an established track record in their area of responsibility and are expected to be major contributors to the institution. This is reflected in appointment criteria and embodied in the generic grade profile for Grade 10 which sets out the role expectations for the grade.
- 7.2. Starting salaries must be considered with reference to robust independent external benchmark data on salaries in comparable institutions and should consider internal salary relativities. Care must be taken to ensure pay decisions are fair and equitable against

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<sup>3</sup> [https://uoe.sharepoint.com/sites/human-resources/pay-and-reward/SitePages/Grade-10-Salary-Review\(1\).aspx](https://uoe.sharepoint.com/sites/human-resources/pay-and-reward/SitePages/Grade-10-Salary-Review(1).aspx)

<sup>4</sup> [https://uoe.sharepoint.com/sites/human-resources/pay-and-reward/SitePages/Grade-10-Salary-Review\(1\).aspx](https://uoe.sharepoint.com/sites/human-resources/pay-and-reward/SitePages/Grade-10-Salary-Review(1).aspx)

benchmarks and peer salaries and consideration should be given to the impact of the salary decisions on gender pay.

- 7.3. Salaries for professional staff of less than 25% increase and less than £125,000 per annum can be authorized by the Principal or, in his/her absence by an agreed deputy, but must be reported to Remuneration Committee.
- 7.4. Salaries for professional staff of £125,000 per annum or more or an increase of 25% or more can only be authorized by the Remuneration Committee.

#### **Grade 10 Professional Staff Salaries – Contribution**

- 7.5. Once appointed, the impact of these staff on the success of the institution will vary, depending on their own performance and that of those they lead, in particular in relation to relevant goals and priorities for the University. Line managers are expected through regular reviews to ensure that all staff in Grade 10 roles sustain their contribution at a level commensurate with the role
- 7.6. In senior roles such as these, the key success factors will most likely be those which impact, directly or indirectly, on the University Strategic Goals and/or Strategic Themes. College and Support Group plans are also relevant and contain more detail; the key point is that, for posts at this level, it should be possible to demonstrate the links with organisational goals and objectives with some ease.
- 7.7. Grade 10 professional staff will have their salary level reviewed every year. The assessment of their excellence will be evidence based and will draw on the outcome of the last recorded Annual Review, supplemented by other relevant evidence of performance.
- 7.8. A full guide to the annual review of Grade 10 Professional Staff is published on the University Website<sup>5</sup>.
- 7.9. Outcomes of the annual Grade 10 review process are reported to Remuneration Committee.

#### **Grade 10 Professional Staff – Retention**

- 7.10. On occasion, the University takes direct action to retain its highest performing staff. Decision making processes will be transparent and consistent across the University.
- 7.11. Proposed salaries representing an increase of 25% or more; or £125,000 or more per annum can only be authorised by the Remuneration Committee. The Committee will consider the information provided by HR Reward and the Head of College and with the support of the Principal for retention purposes in respect to all Grade 10 employees. Salaries with a less than 25% increase and below £125,000 can be approved by the Principal or, in his/her absence by an agreed deputy, but must be reported to Remuneration Committee.
- 7.12. In cases where the Remuneration Committee is asked to approve a recommendation a quorum of three members (including the Convener or the Convener's nominee) is required.
- 7.13. The speed at which a final decision is made may be essential to ensuring a successful retention outcome. Therefore, any individual involved in providing information or in considering the case should respond to the request as quickly as possible.

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<sup>5</sup> [https://uoesharepoint.com/sites/human-resources/pay-and-reward/SitePages/Grade-10-Salary-Review\(1\).aspx](https://uoesharepoint.com/sites/human-resources/pay-and-reward/SitePages/Grade-10-Salary-Review(1).aspx)

## **8. The Remuneration of Grade 10 Equivalent Wholly Owned Subsidiary Staff**

### **Grade 10 Wholly Owned Subsidiary Staff – Appointment**

- 8.1. To be appointed to posts at this level, individuals must have an established track record in their area of responsibility and are expected to be major contributors to the subsidiary company. This is reflected in appointment criteria and embodied in the generic grade profile for Grade 10 which sets out the role expectations for the grade. Subsidiary companies have their own grade structures relevant to their sector specialisms, but senior role definitions are in line with the grade profiles in the University.
- 8.2. Starting salaries must be considered with reference to robust independent external benchmark data on salaries in comparable institutions and should consider internal salary relativities. Care must be taken to ensure pay decisions are fair and equitable against benchmarks and peer salaries and consideration should be given to the impact of the salary decisions on gender pay.
- 8.3. Starting salary increases of less than 25% and less than £125,000 per annum for grade 10 equivalent internal staff recruited into or within a subsidiary can be authorized by the Principal or, in his/her absence by an agreed deputy, but must be reported to Remuneration Committee.
- 8.4. Starting salaries for subsidiary staff of £125,000 per annum or more or an increase of 25% or more can only be authorized by the Remuneration Committee following consideration by the University Subsidiaries Oversight Group (SOG). The purpose of the SOG is to maintain a strategic oversight of the University's portfolio of subsidiary companies and other associated entities including joint ventures. SOG is not formally part of University Governance however, is responsible for providing an oversight of subsidiaries activity to Policy and Resources Committee (PRC).

### **Grade 10 Wholly Owned Subsidiary Staff – Retention**

- 8.5. On occasion, the wholly owned subsidiary takes direct action to retain its highest performing staff. Decision making processes will be transparent and consistent across the University.
- 8.6. Proposed salaries representing an increase of 25% or more; or £125,000 or more per annum can only be authorised by the Remuneration Committee following consideration by the University SOG. The Committee will consider information provided by HR Reward and the Institution Head and with the support of the Principal and the SOG for retention purposes in respect to all Grade 10 & equivalent employees. Salaries with a less than 25% increase can be approved by the Principal.
- 8.7. In cases where the Remuneration Committee is asked to approve a recommendation a quorum of three members (including the Convener or the Convener's nominee) is required.
- 8.8. The speed at which a final decision is made may be essential to ensuring a successful retention outcome. Therefore, any individual involved in providing information or in considering the case should respond to the request as quickly as possible.

## 9. Voluntary Severance

- 9.1. The Remuneration Committee is expected to act proportionately and with regard to the appropriate use of funds when considering voluntary severance arrangements for senior staff.
- 9.2. Severance packages must be consistent with the University's policies/guidance/statement of the types of arrangements that should be approved formally by Remuneration Committee. This must include any package proposed for a member of the Senior Leadership Team in recognition of the standing and accountability attached to such senior management positions.
- 9.3. Any compensation for loss of office for staff earning more than £125,000 or where costs of all elements amount to more than £125,000 must be approved by the Committee. Compensation for loss of office for Grade 10 and equivalent roles below £125,000 must be approved by the Principal.

## 10. Document History

- Originally published August 2014
- Updated November 2014: Addition of Statement on the Management of Pensions
- Updated March 2017: Removal of Statement on the Management of Pensions
- Updated October 2018: Increase in salary threshold for consideration at Remuneration Committee
- Updated December 2018: amendments to refer to revised version of Governance Code and consultation with all Court members on remuneration package of Principal and senior team
- Updated October 2024: Updating of position titles. Referencing of the 2023 updated Scottish Code of Good Higher Education Governance. Additional policy stating that Committee members are bound by the Code of Conduct. New principle of representing public interest and ensuring no misuse of public funds. Addition of referencing the University Secretary not being present for discussions of own salary. Addition of Retention Salary framework when salary increases must be approved by either the Committee or by the Principal. Addition of section on Voluntary Severance.
- Updated September 2025 regarding responsibilities in respect of salaries in wholly owned Subsidiaries.
- Updated December 2025: Addition under Voluntary Severance for approval route for Grade 10 & equivalent roles receiving compensation below £125k.