Council

4 December 2025

Remuneration Committee meeting on 30 October 2025

Committee Chair’s summary to Council

The Remuneration Committee considered the first annual review of the remuneration policy for Council members and independent committee members and agreed that no further changes were required to the policy and principles at this time as they were functioning as intended. The Committee noted that the planning for the appointment of the new Chair in 2027 would include consideration of the remuneration required for the role. Any proposed changes would be presented to the Remuneration Committee for recommendation to the Council in 2026, as required.

The Committee considered the points arising from the review of our effectiveness and we had a detailed discussion about the potential benefits of merging the People and Resources Committee and the Remuneration Committee given the broader context of pay in relation to finance and people considerations more generally and comments received via the survey on the timeliness and tracking of actions. We agreed that having a separate Remuneration Committee provided the necessary focus, independence and clarity on remuneration, particularly in relation to decisions on executive pay. However, further consideration would be given to aligning meeting dates, where possible, to make more efficient use of time and resources. An updated proposal would be recirculated ahead of seeking the Council’s approval, in due course as required. We also noted that Valerie Webster would demit office at the end of December 2025 and that a vacancy on the Committee would arise and that she would be a difficult act to follow.

The Committee considered its standing orders and noted that due to detailed updates in the previous year, no further changes were deemed necessary in 2025. It was also agreed that there no changes arising from the effectiveness review discussion at the present time.

John McEvoy
Chair of the Remuneration Committee

Remuneration Committee

Minutes of the meeting of the Remuneration Committee (the Committee) held in public on:

Date: Thursday 30 October 2025

Time: 10am

Venue: By videoconference (Microsoft Teams)

Members: John McEvoy (Chair)
Helen Grantham
Neville Hounsome
Pam Ricketts
Valerie Webster

Attendees:
Fatma Ali, Head of HR and OD
Alastair Bridges, Executive Director of Resources
Noah Linley-Adams, Governance Officer
Patricia Morrissey, Head of Governance
Bernie O’Reilly, Chief Executive and Registrar
Uta Pollmann, Partner Project Lead

Public meeting

1. Welcome and introduction

1.1. The Chair welcomed those present.

2. Apologies for absence

2.1. There were no apologies for absence.

3. Approval of agenda

3.1. The Committee approved the agenda.

4. Declarations of members’ interests in relation to agenda items

4.1. Committee members declared their interest in relation to the item on the agenda relating to the Council and independent committee member remuneration policy and principles.

4.2. It was noted the members of the executive and senior leadership team attending also had an interest in the item relating to the HCPC pay policy, however, they would not be involved in making the decisions about these items.

5. Minutes of the Remuneration Committee meeting held in public on 26 February 2025

5.1. The Committee approved the minutes as an accurate record of the meeting of the Committee held in public on 26 February 2025.

6. Matters arising

6.1. There were no matters arising from the previous meeting held in public.

Items for decision/discussion

7. Annual review of the Council and independent committee member remuneration policy and principles

7.1. The Head of Governance updated the Committee on the first annual review of the Council and independent committee member remuneration policy and principles, which had been approved by Council at its meeting on 5 December 2024 following a recommendation from the Remuneration Committee.

7.2. The Committee noted that the review included consideration of the arrangements for remuneration of Council and independent committee members in light of the Sommerville judgement. It was confirmed that the agreements and arrangements in place for Council and independent committee members (ICM) were aligned with their roles as office holders, although further detail to confirm the appointment status of an ICM would be added to future ICM appointment letters.

7.3. The Committee agreed that no further changes were required to the policy and principles which were functioning as intended, and that an update to confirm that the annual review had taken place would be shared via the Remuneration Committee Chair’s report to Council.

7.4. The Committee noted that the planning for the appointment of the new Chair in 2027 would include consideration of the remuneration required for the role. Any proposed changes would be presented to the Remuneration Committee for recommendation to the Council in 2026, as required.

8. Review of Committee effectiveness

8.1. The Committee reviewed the paper setting out the responses to a questionnaire that had been circulated in September 2025 to Committee members and regular attendees of Committee meetings to inform the review of the Committee’s effectiveness.

8.2. The Committee noted that the six responses to the questionnaire had been positive overall, but that there were a small number of survey statements where a member disagreed with the proposition set out relating to:

- management fully briefing the Committee about key risks and opportunities and plans to mitigate or capitalise on these;
- decisions, actions and recommendations being implemented within the timescales agreed with the Committee;
- members of the Committee providing effective input and constructive challenge; and
- the Committee regularly reflecting on its discussions, decisions made and any matters for escalation to the Council or any other Committee.

8.3. In addition, there were a small number of free text comments, including in relation to the timeliness and tracking of actions.

8.4. In view of the comments the Committee considered whether the current governance structure of a separate Remuneration Committee and People and Resources Committee remained effective given the broader context of pay in relation to finance and people considerations more generally. It was also noted that there had been past confusion related to the remits of the two Committees. Following a detailed discussion of the relevant benefits of merging or aligning the meeting dates of the committees, it was agreed that having a separate Remuneration Committee provided the necessary focus, independence and clarity on remuneration, particularly in relation to decisions on executive pay. However, further consideration would be given to aligning meeting dates, where possible, to make more efficient use of time and resources. **Action:** The Chair and Head of Governance would consider the alignment of meetings and recirculate an updated proposal ahead of seeking the Council's approval, in due course as required. There was no immediate action required.

8.5. In relation to a survey comment regarding the stability of membership, the Chair noted that Valerie Webster would demit office at the end of December 2025 and that a vacancy on the Committee would arise. The Chair thanked Valerie for her valuable contribution to the HCPC and the Committee during her tenure and noted that she would be a difficult act to follow.

8.6. The Committee Chair would report to the Council at its next meeting on 4 December 2025 that the review of the Committee's effectiveness had been undertaken.

9. Review of the Committee's standing orders

9.1. The Committee considered the paper on the review of the Committee's standing orders and noted that due to detailed updates in the previous year, no further changes were deemed necessary in 2025. It was also agreed that there no changes arising from the effectiveness review discussion at the present time, although further consideration would be given to the alignment of People and Resources Committee and Remuneration Committee meetings, and any necessary changes to the standing orders would be recommended at the relevant time.

9.2. During discussion, it was noted that:

- Succession planning was not included within the Committee's standing orders. In response the Head of Governance confirmed that Council member succession planning was considered by the Council ahead of every appointment campaign and that a paper would be brought to the December Council meeting on the planning for the appointment of a new Council Chair. The arrangements for strategic workforce planning also included succession planning across the organisation.
- Gender pay gap reporting was considered by the Performance and Resources Committee.
- The specific amounts of severance payments made would be reported, as required, in accordance with the standing orders.

9.3. The Committee agreed that the standing orders remained effective and fit for purpose, and that no changes were required.

9.4. The Chair's report to Council would include confirmation that the annual review had been conducted.

Items for noting

10. Committee forward plan 2026

10.1. The Committee noted the forward plan for the Committee for 2026, which would be reviewed again, as required, to ensure alignment with the HCPC corporate strategy 2026-31 and corporate plan 2026-27 once these had been approved by the Council.

11. Resolution to move the meeting to private session

11.1. The Committee resolved that the remainder of the meeting would be held in private because the business being considered concerns information relating to an employee or officer holder, former employee or applicant for any post or office and the source of information has been given to the Committee in confidence.

11.2. The meeting was briefly adjourned.