



Trust



Kindness



Hope

“Together, we will end poverty”

CLWYDALYN POLICY

Board and Committee Remuneration Policy

**IMS/GOV-POL-03
Version 3**

This document can be made available in other formats. To request an alternative format please contact document control hsqe@clwydalyn.co.uk



ClwydAlyn

ClwydAlyn Housing Limited
72 Ffordd William Morgan,
Parc Busnes Llanelwy, Llanelwy,
Sir Ddinbych, LL17 0JD

ClwydAlyn Housing Limited
72 Ffordd William Morgan,
St Asaph Business Park, St Asaph,
Denbighshire, LL17 0JD



About ClwydAlyn

Our mission is to beat poverty, and we strive to support our residents into work, training and volunteering.

How we do things



Trust



Kindness



Hope

Contact us



Customer Services

Monday to Friday 08:00 to 18:00 Freephone from a landline 0800 183 5757 or 01745 536800

Out of hours
emergency repairs

0300 1233091 or text 07786 202533
(please remember to include your name, address and telephone number in your message).



E-mail/online

help@clwydalyn.co.uk or online @ **<https://www.myclwydalyn.co.uk/>**



Postal address

72 Ffordd William Morgan
St Asaph Business Park
St Asaph
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#InfluenceUs

Do you want the chance to feedback on what is important to you as a ClwydAlyn resident? Do you want to help shape and improve the service we provide to you? Do you have anything from a few minutes to a few hours to spare each month? If the answer is Yes, then this is your chance to become an Influencer at ClwydAlyn, please follow the link **#influenceus form** or contact **influenceus@clwydalyn.co.uk**

Policy Information/Document Control

This Policy is an agreed statement which contains the set of principles acting as guidelines for achieving the goals of ClwydAlyn. This Policy is agreed and owned by the Board and or the Executive Management Team. This document cannot be changed unless authorised to do so using the document change authorisation note QF-F-10.

The master copy is held by the Document Controller, the PDF version is held in ClwydAlyn's SharePoint.

For further information please contact document control **hsqe@clwydalyn.co.uk**

Equality, Diversity, and Inclusion

Every care has been taken to make this document inclusive. If you have any suggestions or would like this document in an alternative format, please contact document control on **hsqe@clwydalyn.co.uk**

Issue Number and Revision History

Version No.	Revision Details/Reason for change	Author	Date
V1	Original Document approved by ClwydAlyn Board 21 May 2019	R Storr-Barber	21/05/2019
V2	Revised and approved by Board	R. Storr-Barber	12/12/2022
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1 Introduction

ClwydAlyn is committed to ensuring the highest levels of governance and compliance. Remuneration is an important tool in ensuring that the Board its Committees are able to recruit and retain appropriately skilled, knowledgeable and experienced individuals to support the delivery of our strategic objectives.

This policy does not form part of the Board and Committee Member Agreement for Services and may be amended from time to time. The policy will at all times reflect statutory and regulatory requirements relating to remuneration.

2 Remuneration

Remuneration levels will be benchmarked every three years against relevant comparators. ClwydAlyn will aim to remunerate at the median offered by similarly sized not-for-profits in the sector. At no time will remuneration exceed 1% of our total turnover and will remain proportionate to our size, complexity, diverse range of activities and resources.

Any changes to remuneration will be made by a recommendation from the People Committee to the ClwydAlyn Board for approval.

No provision is made for remuneration of Committee and Board Members sitting on more than one Board or Committee.

The remuneration of Members will be published in the annual audited financial statements and the Remuneration Policy will be published on the website to ensure we are accountable and transparent.

Remuneration will be paid to individual Members monthly in arrears via payroll and will be net of any required deductions for tax and/or NI. Members are responsible for providing governance with all the necessary personal details to enable payments to be made. Payments will not be made to service companies.

Where an individual Member does not wish to receive remuneration, they will be provided with a Deed of Agreement for Services which reflects their position, and they will receive no fee for the duties they perform.

Remunerating Members can affect their tax position and entitlement to benefits. Simply declining payment does not necessarily mean that a Member's situation will be unaffected. ClwydAlyn is conscious of the complexity surrounding such legislation and it recommends that Members seek their own independent professional advice, but ClwydAlyn will not bear the cost of any such professional advice.

3 Expenses

Travel and subsistence expenses incurred by Members in the performance of their official duties will be reimbursed. Expenses incurred for travelling to meetings, attending training sessions and conferences, or representing the Group, in the course of business will be reimbursed. Confirmation that business cover is included in your insurance policy will be required to make a claim for travel by car.

Board Members using their own transport will be reimbursed at the HMRC mileage rate. Non-executive members are classified as employees by HMRC for the purposes of 'home to work' journeys. Therefore, whilst Members can claim expenses for journeys made to meetings held at V72 these payments will be treated as 'Remuneration' for payroll purposes and subject to Tax and National Insurance.

If Members travel by public transport, the costs will be paid by the Group. This includes train fares (second class only), bus fares and, where appropriate, taxi fares. Members will be expected to adopt a reasonable approach to the use of taxis. Receipts for the use of all forms of transport must be obtained and submitted along with the expense claim. Car parking fees will be reimbursed on production of a receipt.

The Department for Work and Pensions guidance is clear that the DWP does not regard remunerated Members as employees for the purposes of pensions' auto-enrolment. Full details of expenses can be found in section 7 of the Board and Committee Standing Orders.

4 Governance Documentation

4.1 Role Profiles

Remuneration is linked to the carrying out of specified duties (contained in the role specification, Agreement for Services and the Board and Committee Standing Orders. and will be reviewed and updated as a minimum once every three years or as necessary. In the event that a Board or Committee Member does not attend 2 Board or Committee meetings without acceptable reason and prior notice within a period of 6 months their remuneration will be reduced by such amount as the Chair determines.

4.2 Agreement for Services

An Agreement for Services is not a Contract of employment RSL Board and Committee Members are not employees.

On appointment Members will be expected to sign an Agreement for Services within one month of being appointed. The Agreement for Services details:

(i)	Period of appointment	(x)	Position on termination
(ii)	Time commitment	(xi)	Status
(iii)	Role and duties	(xii)	General
(iv)	Fees	(xiii)	Insurance
(v)	Outside interests	(xiv)	Data protection
(vi)	Confidentiality	(xv)	Notices
(vii)	Review process	(xvi)	Declaration
(viii)	Renewal of term of office	(xvii)	Law and jurisdiction
(ix)	Termination	(xviii)	Definitions

Recruitment, renewal and succession Recruitment is by open and transparent selection, with a nine-year maximum service rule. Recruitment and succession planning is linked to the skills required on the Board and Committees at the time of recruitment.

5 Governance Processes

5.1 Induction and Continuing Learning and Development

- (i) ClwydAlyn will keep an up to date a Induction Programme. A Learning and Development Plan as an outcome of the annual appraisal process will be reported annually to the People Committee.
- (ii) Completing an agreed Induction Programme in (an agreed timescale) will be a requirement of continuing board and committee membership for all new members.
- (iii) Participating in individual and collective learning and development opportunities identified as relevant for the individual board and committee member will be a requirement of continuing board and committee membership.

5.2 Skills

- (i) ClwydAlyn will keep up to date a Statement of preferred composition and a Skills Matrix which identifies the skills, knowledge and experience required by the Board (and its committees) to deliver strategic objectives, manage the

associated risks, provide leadership and stay in control of the organisation.

- (ii) The Board composition and Skills Matrix will be reviewed and updated as a minimum every three years.
- (iii) Individual members will be required to benchmark their own skills, knowledge and experience against the skills required every year as part of the appraisal process.

5.3 Identified skills gaps

Identified skills gaps may result in new individual and/or collective learning and development requirements. Board Evaluation

- (i) ClwydAlyn will undertake a robust Board evaluation as a minimum every three years as required by the Code of Governance.
 - The evaluation will incorporate; 1-1 interviews with the Board Chair, CEO and Chair of the Assurance committee
 - Collective Board observation
- (ii) An outcome report will be presented to the ClwydAlyn Board who will lead on recommendations.



6 Links to other Governance Toolkit Documents

-  **CHC Code of Governance**
-  **Code of Conduct Staff, Board and Committee Members (HR-POL-47).pdf**
-  **Scheme of Delegation Policy (GOV-POL-11).pdf**
-  **Standing Orders - Board and Committee Policy (GOV-POL-10).pdf**

7 Equality and Diversity

ClwydAlyn will ensure that this policy is applied fairly and consistently to all Board and Committee Members. We will not directly or indirectly discriminate against any person or group of people because of their sex, race, religion or belief, gender reassignment, disability, marriage and civil partnership, pregnancy and maternity, age, or sexual orientation.

When applying these principles, we will:

-  act in line with the ClwydAlyn's Core Principles i.e. values, with respect and in consideration of the needs of individuals
-  take positive action to reduce discrimination and harassment.



8 Review

This policy will be reviewed at least every three years by the Head of Governance and Regulation.

ClwydAlyn will also ensure that regular reviews of the policy take account of any changes in regulatory guidance and good practice.