Role Descriptor: External Adviser to the RCN Group Remuneration Committee

Title: External Adviser

Reporting To: RCN Group Remuneration Committee

Basis: External Advisers are initially shortlisted via an external company. An internal panel, normally comprising the staff lead, the Chair of the Committee and an independent participant then make the final selection decision.

Time commitment (including meetings): The estimated time commitment for an External Adviser on the Group Remuneration Committee is 3 – 6 days per year. The Group Remuneration Committee meets at least 2 times per year in person, hybrid or online. The majority of these meetings are online, but in-person meetings are held at RCN HQ Cavendish Square, London.

Ad hoc meetings of the Committee may be required between planned meetings for timely discussion and/or decision making.

Each year External Advisers are invited to attend the RCN AGM and one meeting of Council, either in person or online.

Expenses: External Advisers may reclaim all travelling and similar expenses in line with the RCN expenses policy.

Eligibility: External Advisers are appointed in accordance with the RCN Appointments Policy and Processes. Eligibility requirements are based on a set criteria informed by the role descriptor.

Purpose of the role:

The Group Remuneration Committee is a crucial element of the governance structure and operates under the delegated authority of the RCN Council. The Committee has an RCN Group wide remit and provides RCN Council, RCNi Board and RCN Foundation Board with assurance that the governance functions aligned to remuneration across the RCN Group are being properly conducted.

As members of the Group Remuneration Committee, External Advisers have a key role in ensuring that the processes for determining remuneration across the Group are fair, transparent and kept under review. The purpose of this role is to:

- Provide independent and objective specialist knowledge and skills.

- Contribute to specific pieces of work/projects as appropriate and work with Council and Committee members to help them to develop their knowledge and understanding of good governance principles.

External Advisers should not involve themselves in the day-to-day operations of the RCN, but may, from time to time, work with RCN staff members to achieve results. When representing the RCN in a public space in their capacity as an RCN External Adviser, they should ensure that their actions do not bring the RCN and profession into disrepute, and they should take care not to take public positions contrary to those of the RCN.

Key responsibilities of the role include:

- Advising on any proposals for major changes to the staff remuneration package and on any major policies affecting the remuneration of staff.

- Reviewing remuneration trends and information and analysis relating to RCN Group remuneration across the RCN Group.

- Determining and agreeing the framework for the remuneration of the General Secretary and Chief Executive and recommending to Council the process to appoint any new General Secretary and Chief Executive.

- In conjunction with the wider committee, reviewing and providing input into the remuneration of the RCNi Board members and reviewing and providing feedback on ex-gratia and settlement payments over £50,000 and all redundancy payments.

- Accepting collective responsibility for the decisions reached by Committee.

- Attending Committee meetings, reading meeting papers in advance and participating constructively in Committee discussions.

- Bringing impartiality and objectivity to meetings and decision-making, and, providing expertise and contributing to the creation and maintenance of an inclusive and open culture.

- Maintaining up-to-date declaration of interests for publication on the website

- Fostering and maintaining constructive working relationships with fellow Committee members and members of Council and its Executive Team to ensure that roles are understood and responsibilities are met.

- Upholding the values, decisions and policies of the RCN, acting with integrity and committing to the highest standards of behaviour as set out in the RCN Respect Charter and Code of Conduct.

- Demonstrating a strong commitment to equity, diversity and inclusion (EDI).

- Undertaking other specific activities on behalf of the RCN as discussed and agreed with the Chair of the Group Remuneration Committee, Chair of Council and the Chief Executive & General Secretary. This could include but is not limited to:
  - Sitting on Member Resolution Panels
  - Providing expertise to other committees
  - Acting as a Member Resolution Guardian

Person specification:

External Advisers must be able to demonstrate the following skills, knowledge and values.

1. some understanding of nursing and health issues across the UK and internationally.
2. an understanding and knowledge of membership organisations.
3. current, specialist and in-depth HR knowledge and experience in the development of remuneration packages for executive staff.
4. High level communication and influencing skills.
5. extensive experience and understanding of contemporary HR/people management practices (reward, grading, recognition, organisational design, organisational change, recruitment, selection).
6. an active commitment to the RCN Respect Charter, EDI and the Nolan Principles.
7. extensive experience and understanding of contemporary HR/people management practices (reward, grading, recognition, organisational design, organisational change, recruitment, selection).

8. sound knowledge, understanding and experience of strategy development and financial management.
9. a willingness and ability to devote the necessary time and effort.
10. a readiness to take and be accountable for decisions.
11. previous scrutiny committee experience up to Board level (desirable).
12. integrity and commitment to act in the best interests of the RCN without regard to personal interest or benefit.
13. objectivity, fairness, independence of mind, integrity, wisdom, discretion, and good judgement.
14. the ability to give direct and honest opinions and add value to decision making by offering different perspectives and constructive suggestions.