

# Human Resources and Remuneration Committee

## Terms of Reference



*A committee of Council established in accordance with section 18(1)(b) of the University of Melbourne Act 2009 (Vic) and section 37 of the Standing Resolutions of Council*

*Approved by Council 15 March 2023*

### 1. PREAMBLE

Human Resources (HR) and Remuneration Committee of Council exercises governance responsibilities in the oversight of the remuneration of the Vice-Chancellor and the Executive Leadership of the University of Melbourne, the People Strategy, employment and workplace policies, and industrial obligations of the University.

### 2. MEMBERSHIP

Members	
Chair (external member of Council) appointed by Council	Wendy Stops
Four members appointed by the Council from among its external members.	Chancellor Jane Hansen AO Mark Leibler AC Dr Helen Szoke AO Nadia Carlin
In Attendance	
The Vice-Chancellor	Professor Duncan Maskell
Deputy Vice-Chancellor (People and Community)	Professor Pip Nicholson
Chief Human Resources Officer	Seán Hogan (Acting)
Other officers of the University may be invited to any meeting as the Committee determines.	

The quorum for the Committee is three members.

### 3. TERMS OF REFERENCE

The functions of the Human Resources and Remuneration Committee of Council are to:

#### **Human Resources Strategy**

- 3.1 Monitor, provide advice and make recommendations, where appropriate, to Council on the University's People Strategy and the implications for industrial relations, including but not limited to:
  - a. Alignment with and capacity to support the delivery of the strategic goals set out in the Advancing Melbourne strategy (annual review);
  - b. Progress on execution of the strategy, particularly with respect to the critical imperatives identified through the development and implementation of the People Strategy (bi-annual review); and
  - c. Risks related to industrial obligations or people matters, and referring key matters to the ARC, as appropriate (bi-annual review).

### ***People and Culture***

- 3.2 Monitor, provide advice and oversee the review (and establishment) of employment and workplace policies and related culture strategies and plans. This includes anti-discrimination policies, racism policies, diversity policies (annual review).

### ***Remuneration, KPIs and performance of the Vice Chancellor***

- 3.3 Determine annually the KPIs of the Vice-Chancellor and recommend the KPIs to Council for approval.
- 3.4 Monitor performance against the Vice-Chancellor's KPIs for discussion with Council.
- 3.5 Approve, under delegation from Council, the total remuneration package for the Vice-Chancellor, and any salary adjustments.

### ***Executive Remuneration Framework, Policies and Annual Adjustments***

- 3.6 Endorse, and recommend to Council for approval, the University's Executive Remuneration Framework, including salary scales, and oversee the review (and establishment) of any executive remuneration policies that are not within the scope of the University's Enterprise Agreement.
- 3.7 Approve, under delegation from Council, the annual executive remuneration of the 'Executive Leadership' group – Provost, Deputy Vice-Chancellor (Research), Deputy Vice-Chancellor (International), Deputy Vice-Chancellor (People & Community), Deputy Vice-Chancellor (Academic), the Vice-President, Finance and Administration & Chief Operations Officer, and the Vice-President, Advancement Communication & Marketing.
- 3.8 Receive reports from the Vice-Chancellor on the annual review of the performance of the Executive Leadership group to support any executive remuneration adjustments.

## **4. FREQUENCY OF MEETINGS**

At least three a year, or as required.

## **5. REPORTING TO COUNCIL**

The Chair will provide a written or verbal report to Council on the outcomes of matters considered by the Committee. The report will be considered at the first meeting of Council held after the Committee meeting.