

Remuneration Committee minutes

Meeting	Remuneration Committee	Date	13 November 2025
Location	Broadstairs Boardroom	Time	11:00am
Membership	Miranda Chapman - Chair (MC), Charles Buchanan (CB), Jo Worby (JW), Peter Cheney (PC), John Korzeniewski (JK), Gail Clarke (GC)		
In Attendance	Lucy McLeod - CEO (LM) Jack Collison - Group Director of Corporate Services and Governance (JC)		

Italics denotes absence

	ITEM	COMMENTS	ACTION
1	Welcome and Apologies for Absence	The Chair welcomed members to the meeting. JW and GC joined online via teams. New members (GC and JK) were welcomed.	
2	Declarations of Interest	There were no further declarations other than those previously declared.	
3	Minutes of the meeting held on 23 June 2025	Minutes of the meeting held on the 23 June 2025 were agreed as an accurate record by those present in June and will be signed by the Chair following the meeting.	
4	Matters Arising not covered by this agenda	There were no matters arising	
5	Terms of Reference for the Remuneration Committee	The terms of reference were presented for approval Approved: Terms of reference for the Remuneration Committee	

6	Annual Remuneration Statement 2024-25	The 2024-25 Annual Remuneration Statement was presented and discussed. Governors commented that the figures in the presented statement do not appear to accurately reflect the remuneration and salary multiple of the CEO in post. Noting that, in double counting individual's salaries, the presented statement gives a misrepresentative view of the actual figure paid to the CEO in post. Governors observed that the code requires presentation of the pay multiple of the CEO rather than individuals' salaries. Governors requested that the statement is redrafted with the current CEO's salary and pay multiples, and that expenses are reviewed with finance to ensure they account only for the CEO in post. Subject to these changes the committee recommends the Remuneration Statement for Full Board approval. Governors questioned whether the committee should take a view on the multiple, or rather that it was the committees' responsibility to solely report this in the statement. Governors stated that whilst the code solely requires the publication of the multiple, a view has also been taken previously on the multiple against AoC benchmarks. As the body of staff remains relatively static for the Group the multiple tends to stay around 7. Governors requested that AoC benchmarking documentation is brought to future Remuneration Committee's when published for members consideration Recommend: Annual Remuneration Statement 2024-25 to the Corporation for approval, subject amends outlined above.	JC JC
7	Remuneration of the Chair (CB not present)	This item was considered confidential and will form Confidential Minutes Part B (1)	
8	Any Other Business	There was no other business.	

9	Matters Considered Confidential	Item 7	
10	Date and time of next meeting	Date and time of next meeting: Monday, 10 March 2026 (optional)	

There being no further business the meeting closed at 11.38am

Signed: *[Signature]*

Print: *M L Chapman*

Date: