

Committee	Search and Nominations Committee		
Date paper prepared	27/09/2024	Date of committee meeting	02/10/2024
Subject	Chair of Human Resources and Remuneration Committee		
Author	Matt Sierocinski King		
Action requested	To Discuss and Decide		
Purpose of the paper	To determine the way forward for the role that will become vacant on 30 th November 2024.		
Brief summary of the paper	<p>The role of Chair of Human Resources and Remuneration Committee has been held on an interim basis by the Interim Chair of the Board of Management since January 2023. It has not been filled since.</p> <p>The post-holder of the Chair of the Board of Management is standing down as an Independent Director on 30th November 2024 and will remain in post for the Q2 meeting of the Committee on 20th November 2024. The critical dates thereafter are as follows:</p> <ul style="list-style-type: none"> - 15/01/2025: Q2 Board of Management Meeting - 21/01/2025: Agenda Setting Meeting for Q3 Meeting of Human Resources and Remuneration Committee - 12/02/2025: Q3 Meeting of Human Resources and Remuneration Committee <p>If the Board of Management is unable to appoint a Chair of Human Resources and Remuneration Committee at the Q2 meeting of the Board of Management on 15/01/2025, the business of the Committee will either need to:</p> <ul style="list-style-type: none"> - be subsumed into the Board of Management, lengthening the agenda and meeting time of the Board of Management, - the Board of Management will need to increase the frequency of the meetings of the Board of Management. <p>The Committee will not be able to meet until a Chair is appointed for the Committee by the Board of Management, as there will be no-one to formally set the agenda for the Committee.</p> <p>A remuneration Committee is a requirement of the Code of Good Governance.</p> <p>The Committee is asked to resolve the potential vacancy dilemma.</p>		
Consultation	This Committee		
Resource implications	Time of Independent Directors		

Risk implications	Risk 6. Governance.
Link with strategy	Sustainability
Equality, Diversity and Inclusion	N/A
Island Community Impact	N/A
Paper status	<input checked="" type="checkbox"/> Open – The paper may be circulated to non-members of the committee and published online without restriction. <input type="checkbox"/> Restricted – The paper must not be circulated to non-members or published online until after the committee meeting. <input type="checkbox"/> Confidential - The paper must not be circulated beyond the committee members and should not be published online. [Please note papers may still be subject to Freedom of Information requests – see below].
Freedom of information	Open If closed/ withheld, select date this will become 'open': Enter a date.