



APPOINTMENTS & REMUNERATION ADVISORY COMMITTEE

Terms of Reference

Accountability

The Appointments and Remuneration Advisory Committee is constituted under section 38, Schedule 3, of the New Zealand Public Health and Disability Act 2000 (the Act).

The procedures of the Committee shall also comply with Schedule 3 of the Act.

The Committee is to further comply with the standing orders of the Southern DHB which may not be inconsistent with the Act.

Objective

The objective of the Appointments and Remuneration Advisory Committee is to give the Board and Chief Executive advice on senior management appointments and major remuneration issues.

Functions & Responsibility

The function of the Appointments and Remuneration Advisory Committee of the Southern DHB is to:

1. Give the Board advice on
 - Remuneration policy and strategy
 - Recruitment, appointment and remuneration of the Chief Executive.
2. Give the Chief Executive advice on recruitment, appointment and remuneration of senior appointments to the DHB.

The Committee may only give advice or release information to other parties under authority from the Board of the Southern DHB.

The Committee is to comply with clauses 44(1) and 44(4) of Schedule 3 of the New Zealand Public Health and Disability Act 2000, which provide that:

44(1) *“The terms and conditions of employment of a chief executive of a DHB appointed by its board are to be determined by agreement between the board and the chief executive, except that the board must not finalise those terms and conditions, or agree to any amendments to any or all of those terms and conditions once they have been finalised, without first obtaining the consent of the State Services Commissioner.”*

44(4) *“In respect of any DHB, matters related to decisions on individual employees (for example, relating to the appointment, promotion, demotion, transfer, personal grievances, disciplining, or cessation of employment of an employee) are the independent responsibility of the individual for the time being acting as chief executive of that DHB, without any interference from the board of the DHB or from committees of the board (or from members of the board or of committees of the board).”*

Any recommendations or decisions of the Committee must be ratified by the Southern DHB Board (unless authority has already been delegated to the Committee).

Where the Committee has been delegated the power to make decisions or resolutions, the meetings of the Committee will be subject to clauses in Schedule 3 of the NZ Public Health and Disability Act 2000 relating to giving notice of meetings, holding meetings and admission of the public.

Membership

All members of the Committee are to be appointed by the Board. The Board will appoint the Chairperson.

The Committee is to comprise the Board Chairman and three Board members, supplemented with external appointees as required.

Conflicts of Interest

Where a potential conflict of interest exists with an agenda item, these are to be declared by members and staff.

Quorum

The quorum of members of a committee is:

- (a) if the total number of members of the committee is an even number, half that number; but
- (b) if the total number of members of the committee is an odd number, a majority of the members.

Meetings

Meetings for this Committee are to be held as required.

Review

The Terms of Reference for this Committee shall be reviewed at the beginning of each Board term.

Management Support

The DHB's Chief Executive will ensure provision of management and administrative support to the Committee.