

**Agenda
Remuneration Committee
Thursday 9 November 2023**

1 Apologies for Absence and Chair's Announcements

2 Declarations of Interests

Interim General Counsel

Members are reminded that any interests in a matter under discussion must be declared at the start of the meeting, or at the commencement of the item of business.

Members must not take part in any discussion or decision on such a matter and, depending on the nature of the interest, may be asked to leave the room during the discussion.

**3 Minutes of the Meeting of the Committee held on 12 June 2023
(Pages 1 - 6)**

Interim General Counsel

The Committee is asked to approve the minutes of the meeting of the Committee held on 12 June 2023 and authorise the Chair to sign them.

**4 Matters Arising, Actions List and Use of Delegated Authority
(Pages 7 - 12)**

Interim General Counsel

The Committee is asked to note the updated actions list and the use of Chair's Action.

5 Resourcing at TfL (Pages 13 - 16)

Chief People Officer

The Committee is asked to note the paper and the exempt supplementary information on Part 2 of the agenda.

6 Executive Committee Remuneration Benchmarking

(Pages 17 - 38)

Chief People Officer

The Committee is asked to note the paper and the exempt supplementary information on Part 2 of the agenda.

7 Pay Outcomes of £100,000 or more Approvals (Pages 39 - 40)

Chief People Officer

The Committee is asked to note the paper and the exempt supplementary information on Part 2 of the agenda.

8 Members' Suggestions for Future Discussion Items (Pages 41 - 44)

Interim General Counsel

The Committee is asked to note the forward plan and is invited to raise any suggestions for future discussion items for the forward plan and for informal briefings.

9 Any Other Business the Chair Considers Urgent

The Chair will state the reason for urgency of any item taken.

10 Date of Next Meeting

Thursday 29 February 2024, at 10.00am

11 Exclusion of Press and Public

The Committee is recommended to agree to exclude the press and public from the meeting, in accordance with paragraph 3 of Schedule 12A to the Local Government Act 1972 (as amended), in order to consider the following items of business.

Agenda Part 2

Papers containing supplemental confidential or exempt information not included in the related item on Part 1 of the agenda.

12 Resourcing at TfL (Pages 45 - 46)

Exempt supplementary information relating to the item on Part 1 of the agenda.

13 Executive Committee Remuneration Benchmarking (Pages 47 - 86)

Exempt supplementary information relating to the item on Part 1 of the agenda.

14 Pay Outcomes of £100,000 or more Approvals (Pages 87 - 94)

Exempt supplementary information relating to the item on Part 1 of the agenda.

Transport for London

Minutes of the Remuneration Committee

**Paddington Room 11Y1, 11th Floor, Palestra,
197 Blackfriars Road, London SE1 8NJ
3.00pm, Monday 12 June 2023**

Members

Kay Carberry CBE (Chair)
Peter Strachan (Vice-Chair)

Executive Committee

Andy Lord	Commissioner
Fiona Brunskill	Interim Chief People Officer
Howard Carter	General Counsel

Staff

Stephen Field	Director of Pensions and Reward
Shamus Kenny	Head of Secretariat

11/06/23 Apologies for Absence and Chair's Announcements

Apologies for absence had been received from Seb Dance and Dr Nelson Ogunshakin OBE. The meeting was quorate.

The Chair welcomed everyone to the meeting. The meeting was also being broadcast live to TfL's YouTube channel to ensure the public and press could observe the proceedings and decision making.

The Chair reminded those present that safety was paramount at TfL and encouraged Members to raise any safety issues during discussions on a relevant item or with the appropriate member of the Executive Committee after the meeting.

12/06/23 Declarations of Interests

Members confirmed that their declarations of interests, as published on tfl.gov.uk, were up to date. It was noted that there had been one update since the last meeting. Peter Strachan has been appointed as the Chair of the National Transport Authority, Ireland.

There were no interests declared that related specifically to items on the agenda.

The exempt information on Part 2 of the agenda related to the performance awards and salary reviews of Chief Officers. All non-essential staff would leave the meeting for the discussion of those items, with the Commissioner and Interim Chief People Officer also leaving the meeting for any discussion of their individual performance or salary.

13/06/23 Minutes of the Meeting of the Committee held on 2 March 2023

The minutes of the meeting of the Committee held on 2 March 2023 were approved as a correct record and the Chair was authorised to sign them.

14/06/23 Matters Arising, Actions List and Use of Delegated Authority

Howard Carter introduced the item. The Committee noted that there had been five uses of Chair's Action since the last meeting of the Committee on 2 March 2023, four in relation to the approval of salaries of £100,000 or more. The other use of Chair's Action was to confirm that TfL had met the financial overlay trigger, applied by the Committee in 2021 on top of the usual Scorecard and individual performance requirements, to the payment of any performance awards for the years 2021/22 and 2022/23. The decision was required by Chair's Action to enable the paper elsewhere on the agenda on performance awards to be prepared.

The Committee noted the updated Actions List and use of delegated authority.

15/06/23 2022/23 Scorecards

Andy Lord introduced the item, which set out the business performance results as measured by the TfL Scorecard and three delivery business scorecards (Operations, Capital and TTL Properties Limited (TTLP)) for the year ended 31 March 2023.

A number of small mitigations had been applied to the TfL Scorecard, as set out in the paper. The Commissioner had also agreed mitigations against the Operations and Capital scorecards and 50 per cent of the mitigations against the TTLP scorecard.

Internal Audit had undertaken an assurance review of the scorecard outcomes and this had been rigorously reviewed and accepted by the Audit and Assurance Committee, whose membership included the Chair of this Committee.

Members noted the good performance by staff and the business in another challenging year. The Committee also commended the publication of the scorecards and mitigations as a good example of TfL's commitment to transparency.

The Committee noted the delivery against scorecards for 2022/23.

16/06/23 Performance Awards 2022/23

Andy Lord introduced the paper, and the exempt supplementary information on Part 2 of the agenda. The paper sought approval for performance ratings in respect of the Commissioner, Chief Officers and specific Director roles in relation to the overall performance delivery for the year ended 31 March 2023, as measured against the TfL and divisional scorecards.

In November 2021, the Committee agreed the reintroduction of performance award schemes for the 2021/22 and 2022/23 performance years, with the addition of a financial overlay trigger of achieving financial sustainability by April 2023. The Committee had agreed that the financial overlay trigger had been met and, therefore, payment of performance awards for 2021/22 and 2022/23 could be considered.

Following the exclusion of the press and public and non-essential staff, the Committee considered in detail with the Commissioner his individual performance assessments of the staff within the remit of the Committee. The Committee then considered the Commissioner's performance, while he left the room for that discussion.

The Committee noted the paper and the supplementary information on Part 2 of the agenda and:

- 1 agreed the individual performance rating for the Commissioner;**
- 2 agreed the individual performance ratings for the Chief Officers and Directors specified under the Committee's Terms of Reference against the 2022/23 performance delivery outturn;**
- 3 noted the potential awards payable to the Commissioner, Chief Officers and Directors specified under the Committee's Terms of reference; and**
- 4 noted that the same principles would apply in relation to performance awards for other eligible TfL staff.**

17/06/23 Senior Management Performance Awards 2023/24

Fiona Brunskill and Stephen Field introduced the paper, which set out a proposal to operate performance award schemes for senior management (Commissioner, Chief Officer, Director and payband 4 and 5 Senior Managers) for the performance year 2023/24 with the continuation of a financial criteria. No other changes were proposed to the design or operation of the schemes.

Performance awards were a critical component of TfL's total remuneration proposition for senior management, supporting TfL's ability to attract and retain critical talent within the business. The performance award schemes also had an important role to play in delivering high performance across TfL. Through the direct relationship with business performance (as captured in TfL's scorecards) the schemes serve to highlight the main priorities in delivering the Mayor's Transport Strategy and unify senior management in delivering critical goals. Reward was commensurate with the level of success achieved and therefore provided a fair and value for money approach to reward.

Members supported the operation of the scheme and the continued inclusion of a financial element. The confirmation of the scheme and the financial criteria would be communicated to all staff covered by the scheme in due course.

The Committee noted the paper and:

- 1 endorsed the proposal to operate performance award schemes for senior management for 2023/24 with the continuation of a financial criteria; and**

- 2 noted the proposal to operate performance award schemes for the performance year 2023/24 for TfL payband 2 and 3 employees under the TfL Pay for Performance framework with the continuation of a financial criteria.**

18/06/23 Chief Officer Salary Reviews 2023

Fiona Brunskill and Stephen Field introduced the paper and the exempt supplementary information on Part 2 of the agenda.

On 9 November 2022, the Committee agreed that those Chief Officers and Directors who had not already received an increase during 2022 as part of the restructuring exercise would receive an uplift equivalent to the same pay increase percentage as the first year of the TfL pay deal. It also agreed that application of a percentage increase equivalent to the second year of the pay deal for employees in paybands 1 to 3 (and applied to Senior Managers) would be considered in 2023 for Chief Officers and Directors, unless they already had alternative pay review arrangements in place. The two-year pay offer in TfL was four per cent for 2022 and 4.4 per cent for 2023.

In addition to the proposals for adjustments on Part 2 of the agenda, the Commissioner tabled further proposals for adjustments. The proposals and justifications were discussed in detail.

The Committee noted the paper and the supplementary information on Part 2 of the agenda and:

- 1 agreed the salary increase proposals for Chief Officers, as set out in the paper on Part 2 of the agenda and to the supplementary proposals tabled at the meeting, with effect from 1 April 2023;**
- 2 noted the salary increase awarded for the Directors specified under the Committee's Terms of Reference; and**
- 3 noted the decision to apply the same principles to other eligible Directors.**

19/06/23 Members' Suggestions for Future Discussion Items

Howard Carter introduced the item.

The Committee noted the forward plan.

20/06/23 Any Other Business the Chair Considers Urgent

There was no other urgent business to discuss.

21/06/23 Date of Next Meeting

The Committee agreed that the meeting scheduled for Wednesday 5 July 2023 was not required and would be cancelled. The next scheduled meeting of the Committee was, therefore, Thursday 9 November 2023 at 10.00am.

22/06/23 Exclusion of the Press and Public

The Committee agreed to exclude the press and public from the meeting, in accordance with paragraphs 1, 3 and 5 of Schedule 12A to the Local Government Act 1972 (as amended), when it considered the exempt information in relation to the items on: Performance Awards 2022/23; and Chief Officer Salary Reviews 2023.

The meeting closed at 4.45pm.

Chair: _____

Date: _____

[page left intentionally blank]

Remuneration Committee



Date: 9 November 2023

Item: **Matters Arising, Actions List and Use of Delegated Authority**

This paper will be considered in public

1 Summary

- 1.1 This paper provides information on any use of Chair's Action and the progress against actions agreed at previous meetings (Appendix 1).
- 1.2 There have been six uses of Chair's Action since the last meeting of the Committee on 12 June 2023. Four were in relation to the approval of salaries of £100,000 or more (as set out in Appendix 2), one was in relation to updating non-permanent labour (NPL) contractual arrangements and one in relation to streamlining the approval of salaries of £100,000 or more process.

2 Recommendation

- 2.1 **The Committee is asked to note the updated Actions List and the use of Chair's Action.**

3 Use of Delegated Authority

Salaries of £100,000 or more

- 3.1 The Terms of Reference for the Committee require it to approve salaries of £100,000 or more and forms part of TfL's overall governance of pay at Senior levels. TfL has experienced high turnover of senior staff over recent months and requests include replacements for those that have left or are leaving.
- 3.2 Requests have also been made following changes to role under TfL's change programme. These include circumstances where individuals have increased accountability and scope following merging of roles and activity.
- 3.3 Other requests include extensions to existing contracts of highly skilled or technical staff where not retaining this resource would have a significant detrimental impact on TfL's ability to achieve its financial or operational deliverables.
- 3.4 Requests relating to Places for London are self-funding.
- 3.5 A business case justification was provided to the Committee for each role. Following consultation with members of the Committee, the Chair approved salaries of £100,000 or more for the roles set out in Appendix 2.

NPL Arrangements Update

- 3.6 On 11 August 2023, the Committee was asked to consider a paper setting out TfL's position and proposals to ensure ongoing compliance with updated guidance regarding the use of NPL.
- 3.7 On 14 August 2023, following a briefing with available members, the Chair of the Committee endorsed the approach and, subject to successful negotiations to change the current arrangements, approved an increase in the day rates of 485 critical workers. An update on the progress is included elsewhere on the agenda.
- 3.8 The information contained in the paper remains not for publication to the public or press by virtue of paragraph 3 of Schedule 12A of the Local Government Act 1972 in that it contains information relating to the financial affairs of TfL.

£100,000 or more Approval Process Review

- 3.9 On 14 September 2023, the Committee was asked to consider a paper setting out proposed changes to streamline the £100,000 or more approval process. This would result in less requests being submitted to the Committee, while retaining a rigorous internal review process.
- 3.10 On 18 September 2023, the Chair of the Committee, in consultation with available members, approved changes to the £100,000 or more Approval Process as set out in the paper.
- 3.11 The use of Chair's Action was considered appropriate as further Chair's Action requests in relation to £100,000 or more applications were anticipated ahead of this meeting of the Committee.
- 3.12 The paper relating to this request has been published on tfl.gov.uk.

4 Actions List

- 4.1 Appendix 1 sets out the progress against actions agreed at previous meetings.

List of appendices to this report:

Appendix 1: Actions List

Appendix 2: Use of Chair's Action to approve salaries of £100,000 or more

List of Background Papers:

Minutes of previous meetings of the Committee

Chair's Action papers issued on 13 June, 21 July, 11 August, 14 September, 19 September, and 3 October 2023.

Contact Officer: Andrea Clarke, Interim General Counsel

Email: AndreaClarke@tfl.gov.uk

Remuneration Committee Actions List (reported to the meeting on 9 November 2023)

Actions arising from the meeting held on 2 March 2023 (there are no outstanding actions from previous meetings)

Minute No.	Description	Action By	Target Date	Status note
05/03/23	TfL Remuneration: Total reward framework Considerable work was underway to review the total reward framework to create a fairer system with job families established against external benchmarking. Progress on this work would be reported to the Committee.	Fiona Brunskill	February 2024	On forward plan, under Update on our Approach to Reward.
07/03/23 (1)	Resourcing at TfL: Benchmarking processes and methodologies An overview of TfL's benchmarking processes and methodologies would be provided to a future meeting of the Committee.	Fiona Brunskill	November 2023	Completed. An Executive Committee Remuneration Benchmarking paper is on the agenda for this meeting.
07/03/23 (2)	Resourcing at TfL: Notice periods for the most senior staff and hard-to-fill roles. Given the impact of staff turnover in senior roles over the last two years, the Committee asked that the Commissioner review the impact of the current notice periods for the most senior and hard-to-fill roles and report back if there was a need to review the policy.	Andy Lord	November 2023	Ongoing. A Resourcing at TfL paper is on the agenda for this meeting.
07/03/23 (3)	Resourcing at TfL: Further paper, March 2024 A comprehensive update on Resourcing at TfL would be scheduled for March 2024.	Fiona Brunskill	November 2023	Completed. A Resourcing at TfL paper is on the agenda for this meeting.

Appendix 2

Use of Chair's Action to approve salaries of £100,000 or more

This includes changes for recruitment to existing roles or where the responsibilities of the role have changed.

The information contained in the papers remain not for publication to the public or press by virtue of paragraph 3 of Schedule 12A of the Local Government Act 1972 in that it contains information relating to the financial affairs of TfL.

Request 13 June, approved 15 June 2023

- 1) Head of Projects and Programmes; and
- 2) Head of Corporate Environment.

Request 21 July, approved 25 July 2023

- 3) Senior Application Engineer Maximo;
- 4) Senior Application Engineer Maximo;
- 5) Senior Solution Architect;
- 6) Senior Developer;
- 7) Technical Delivery Manager Maximo;
- 8) Technical Delivery Manager Maximo;
- 9) Senior Application Engineer Maximo;
- 10) Senior Application Engineer RTS;
- 11) Senior Developer;
- 12) Senior Software Developer;
- 13) Head of Bus Operations;
- 14) Head of Dial A Ride and Victoria Coach Station;
- 15) Head of Technology & Data Transport Services; and
- 16) Head of Open Innovation.

Request 19 September, approved 21 September 2023

- 17) Occupational Health Doctor;
- 18) Occupational Health Doctor;
- 19) Operations Finance Director;

- 20) Head of Bus Business Delivery;
- 21) Head of AM Systems & Operations, Places for London;
- 22) Head of Environmental, Social & Governance, Places for London;
- 23) Head of Investment, Disposal and Acquisitions, Places for London;
- 24) Head of Property Development, Places for London;
- 25) Head of Arches, Places for London;
- 26) Head of Commercial Offices, Places for London;
- 27) Head of Retail, Places for London;
- 28) Senior Financial Controller, Places for London;
- 29) Lead Business Intelligence Architect; and
- 30) Head of Operations Elizabeth Line.

Request 3 October, approved 4 October 2023

- 31) Occupational Health Doctor; and
- 32) Occupational Health Doctor.

[page left intentionally blank]

Remuneration Committee



Date: 9 November 2023

Item: Resourcing at TfL

This paper will be considered in public

1 Purpose

- 1.1 This paper is a follow up to the Resourcing at TfL paper considered at the meeting of the Committee on 2 March 2023, providing an update on how TfL are addressing our skills challenge through our Strategic Workforce Planning Activities.
- 1.2 A paper is included on Part 2 of the agenda, which contains exempt supplemental information on the outcomes of a recent exercise to change the current arrangements for 485 non-permanent labour (NPL) workers, helping ensure we have the right short-term resource in critical roles. The information is exempt by virtue of paragraph 3 of Schedule 12A of the Local Government Act 1972 in that it contains information relating to the financial affairs of TfL. Any discussion of that exempt information must take place after the press and public have been excluded from this meeting.

2 Recommendation

- 2.1 **The Committee is asked to note the paper and the exempt supplementary information on Part 2 of the agenda.**

3 Skills for the future

Green Skills

- 3.1 Green skills remain a key focus with the recognition that each role at TfL will require an aspect of understanding of sustainability and environment. To this end, a Sustainability Summit was held in September reaching 5,000 colleagues and further educating them on their roles in sustainability and environment. A further 1,500 colleagues have been carbon literacy trained, with future sessions fully booked.
- 3.2 Work is underway with colleagues in Safety, Health and Environment, Chief People Office and Capital Programmes (including Engineering) to capture and identify the competency and skills needed in these areas. This includes competency frameworks and feeding into our learning and development approach.

- 3.3 Early conversations and insights have identified the need for an understanding / competency in the following areas: whole-life carbon assessment; climate adaption; climate risk assessment; and collection of green data.
- 3.4 We welcomed five graduates and five apprentices on our Sustainability programme in September which is the first time we have recruited for these schemes.

Digital Skills

- 3.5 With digital skills being a key to the delivery of an innovative, sustainable transport service our Technology and Data (T&D) department is ensuring it has a robust approach to resourcing and more strategic direction for retaining and attracting talent.
- 3.6 As part of its Strategic Resourcing Plan, T&D intend to bolster early careers pipelines by increasing its graduate and apprentice demand further and exploring the leveraging of further different government employment schemes. It will continue to develop in-house skills and explore the right mix of resources.
- 3.7 We had a total of 23 digital starters in September 2023, via our graduate and apprenticeship schemes, in areas such as Data Science, Software Development and Cyber Security.

Leadership Skills

- 3.8 A key theme across all the roles identified by the critical and hard to fill role methodology was the need for great leadership skills.
- 3.9 In February 2023, we launched Our People Leaders' Framework as well as a self-assessment development tool. This was designed to outline five key expectations of our people leaders across TfL. The last nine months have been spent embedding this framework.
- 3.10 The Our People Leaders' programme and their leadership skills are key to supporting the development, attraction and retention of our colleagues. We are incorporating the Our People Leaders' Framework into our recruitment and selection, from 1 November 2023, for everyone who will have a role in managing and leading colleagues.
- 3.11 There are five key pathways which support the development of leaders at all levels. These include those in their First People Leader roles to those in Executive Leadership.

4 Update on Critical Roles and Succession Planning

- 4.1 We have completed the first review of our critical and hard to fill roles using our established methodology. Around 250 unique roles have been identified across the business as critical or hard to fill. These include roles with special

and generic skills, and within job family areas such as Project Management, Engineering, T&D and Sustainability. As part of these discussions several business areas have also identified single points of failure and have committed to addressing these through succession plans.

- 4.2 Succession planning is now taking place across with the business embracing the Talent approach of employee led and thoughtful transparency. As of 31 October 2023, all critical and hard to fill roles should have succession plans in place, and therefore a pipeline. The intention is for better succession management to be part of business as usual for several of the roles across TfL.
- 4.3 The outcomes of our critical and hard to fill roles, aligning the skills needs to our business strategy, the data from the Strategic Workforce Planning dashboard, external intelligence, our Reward Approach, Action on Inclusion and defining of our Learning and Development approach will all inform our Strategic Workforce Plan. This is set to be delivered in Quarter 3 of 2024/25.
- 4.4 Our graduate, internship and apprenticeship schemes are commissioned in response to our longer term critical and scarce skill requirements. The critical and hard to fill role analysis informed our demand for the 2024 intake. New graduate schemes have been introduced in Environment and Sustainability Engineering, Geographic Information Systems and Strategic Planning, as well as a new apprenticeship scheme in Land Surveying and Business Analyst.

5 Review of Notice Periods for our Senior Managers

- 5.1 At the meeting of the Committee in March 2023, there was an action to revisit the notice periods for our senior managers and to identify whether these were sufficient for us to identify and recruit replacements for those senior managers leaving their role.
- 5.2 Following on from the Dawn Jarvis Review in 2018, which looked at notice periods across the Greater London Authority family, for our different senior manager populations the notice period for Band 4/5 colleagues was 12 weeks, with Directors and Chief Officers between three and six months.
- 5.3 Not within the scope of the Dawn Jarvis Review was other colleagues at TfL who have a notice period of four weeks.
- 5.4 Due to the time taken to complete internal processes, including where appropriate the approval process for roles remunerated at £100,000 or more, it is often the case that colleagues have left their roles before we are able to recruit for their successors or fully plan transition arrangements.
- 5.5 We are investigating whether it is appropriate to tailor notice periods by, whether they have been identified as a critical role, tenure, or whether to directly link notice period to the recruitment 'time to fill' service level of 12 weeks. We will update the Committee of any changes as these emerge. Should the Committee have views or experience of other organisations' notice periods these can be directly raised and discussed at the meeting.

6 Resourcing in our T&D area

- 6.1 On 11 August 2023, a Chair's Action paper was circulated to the Committee seeking endorsement of plans to change convert the arrangements of 485 NPL workers, of which 399 were in our T&D team.
- 6.2 This process was to ensure that they were compliant with updated guidance and that this area retained the right skills and talent required for TfL to deliver our Enterprise Resource Planning programme, which plays a pivotal role in updating our IT systems and processes.
- 6.3 We were able to retain 87 per cent of these NPL colleagues which was above expectations. Further detail is provided in the exempt paper on Part 2 of the agenda.

List of appendices to this report:

A paper containing exempt supplementary information is included on Part 2 of the agenda.

List of Background Papers:

Exempt Chair's Action paper, dated 11 August 2023, on NPL Contractual Arrangements Update

Contact Officer: Fiona Brunskill, Chief People Officer
Email: Fionabrunskill@tfl.gov.uk

Contact Officer: Stephen Field, Director of Pensions and Reward
Email: stephenfield@tfl.gov.uk

Remuneration Committee

Date: 9 November 2023

Item: Executive Committee Remuneration Benchmarking

This paper will be considered in public

1 Summary

- 1.1 Following on from the papers on Executive Remuneration Benchmarking discussed by the Committee at its meetings on 6 July 2022 and 2 March 2023, this paper provides the Committee with a new updated benchmarking report.
- 1.2 The full benchmarking report is included on Part 2 of the agenda, which contains exempt supplemental information. The information is exempt by virtue of paragraph 3 of Schedule 12A of the Local Government Act 1972 in that it contains information relating to the financial affairs of a person or TfL. Any discussion of that exempt information must take place after the press and public have been excluded from this meeting.

2 Recommendation

- 2.1 **The Committee are asked to note the report, and the exempt supplementary information on Part 2 of the agenda, and provide any feedback in relation to the report.**

3 Background

- 3.1 In March 2023 we appointed Willis Towers Watson as our provider of executive benchmarking covering the period 27 March 2023 to 31 August 2026.
- 3.2 The Reward team has worked with Willis Towers Watson to agree the benchmarking methodology and define the peer groups for both the private sector and the publicly accountable groups.
- 3.3 Appendix 1 sets out the introduction and methodology, background and market context and the appendices detailing the peer groups, job matches and long-term incentive valuation methodology. The full benchmarking report is included on Part 2 of the agenda.
- 3.4 The Committee is asked to note the results of the report and provide any feedback.

4 Summary

- 4.1 The Executive Summary shows how our Executive Committee roles compare from a remuneration perspective to comparator roles in other private and public

organisations.

- 4.2 Of the 10 TfL roles benchmarked, all are remunerated below market median when compared with comparable private sector companies, and seven below market median for publicly owned comparable companies.
- 4.3 This data will be reflected in the next TfL Annual Report.

List of appendices to this report:

Appendix 1: Willis Towers Watson Executive Benchmarking Report 2023, with redactions.

A paper containing exempt supplementary information is included on Part 2 of the agenda.

List of Background Papers:

Executive Committee Remuneration Benchmarking – Remuneration Committee 6 July 2022.

Executive Committee Remuneration Benchmarking – Remuneration Committee 2 March 2023.

Contact Officer: Fiona Brunskill, Chief People Officer
Email: fionabrunskill@tfl.gov.uk

Contact Officer: Stephen Field, Director of Pensions and Reward
Email: stephenfield@tfl.gov.uk



Appendix 1

Transport for London

Executive Committee market benchmarking
Public version

Page 19



September 2023



Contents

Introduction and Methodology	3
Background and Market Context	7
Appendices	
1. Peer Groups	13
2. Job Matches	17
3. LTI Valuation Methodology	19

Introduction and Methodology (1/4)

Introduction

- Transport for London (TfL) has engaged WTW to assist in providing market executive pay assessments for the following roles:

- *Commissioner*
- *Chief Finance Officer*
- *Chief Operating Officer*
- *Chief Capital Officer*
- *Chief Customer & Strategy Officer*
- *Chief Officer – Pensions Review*
- *Chief People Officer*
- *Chief Safety, Health & Environmental Officer*
- *General Counsel*
- *Director of Comms & Corporate Affairs*

- This report presents a summary of our findings, high-level commentary on how to interpret our market assessments as well as details of our methodology.
- We have presented market data using WTW's 2022 United Kingdom compensation surveys data and benchmarked these roles using two peer groups which were presented to and agreed with TfL Reward:
 - **Peer Group 1 – Private Sector:** 311 peers of comparable private and public sector companies with a focus on transport, construction, engineering, energy and utilities; and
 - **Peer Group 2 – Publicly Accountable:** 23 peers across a range of UK organisations deemed to have some degree of public accountability.
- The participant lists may be found in Appendix I.
- Our assessment methodology for our survey data factors in role scope and known pay determinants such as revenues, board membership, reporting level and international responsibility.
- Incumbent pay, revenues and incentives data have been provided by TfL. International scope is assumed to be negligible due to the national scope of benchmarked roles.

Introduction and Methodology (2/4)

The assessments are intended to be self-explanatory, however, it is important to note:

- The market assessments are intended to reflect pay levels for fully competent and experienced individuals. However, it is usual for pay levels to vary around our assessment depending on the individual's experience, profile, time in job, level of performance and any premium paid on recruitment.
- Our experience suggests that salaries can vary by 15% to 20% of our mid-market reference and still be considered competitive once factors such as experience, length of service and overall contribution are taken into account.
- Our assessments are not recommendations, but are intended to provide one of a number of reference points to assist companies in determining pay levels; we expect companies to apply judgement in reaching individual pay decisions and to bear in mind conditions across the broader employee group.
- The detailed role market assessments present compa-ratios for the current level of the incumbent's base salary as a percentage of our corresponding assessments. For example, a compa-ratio of 90% means that the incumbent's pay is 10% below our mid-market assessment for this position.
- Roles have been matched based on job description and discussions with TfL. These job matches may be found in Appendix II.

Introduction and Methodology (3/4)

Our market assessment presents the following elements of pay:

- **Base Salary** – reflects the current full-time equivalent annual base salary, prior to any deduction such as salary sacrifices and excluding any contribution to a retirement vehicle (e.g., pension or superannuation fund).
- **Target Bonus** (as a % of base salary) – the percentage payable for on-target or 'on-budget' performance.
- **Target Annual Pay (TAP)** – the sum of base salary and target bonus.
- **Expected Value of Long-Term Incentives** (as a % of base salary) – Long-Term Incentive (LTI) levels are reported as an 'Expected Value' (EV) percentage of base salary to allow for consistent comparison across companies and plan types. EV represents a best estimate of the value that executives may receive annually at the time of grant. See Appendix III for more detail on our LTI methodology.
- **Target Total Direct Compensation (TDC)** – the sum of base salary, target bonus and the EV of LTI.
- **Pension** (as a % of base salary) – reflects the value of the company pension contributions or a defined benefit equivalent.
- **Target Total Remuneration (TTR)** – the sum of target total direct compensation and pension arrangements.

Where possible we have used the raw market assessment data and not a build-up method. However, where there is not enough data available, a build-up method has been used in order to determine TDC.

Introduction and Methodology (4/4)

Presentation of results and notes

- We have presented an Executive Summary of the compa-ratio of all the roles before presenting the detailed market references for each individual position. This has been presented for Base Salary and TAP for both peer groups and TDC for Peer Group 1 – Private Sector.
- We have provided the distinct data points from our surveys and where there has not been sufficient data points to provide benchmarking analysis at upper or lower quartile or for consistency reasons, we have only shown median data positions. On the summary charts this is shown as a single line representing the median position.
- As agreed with TfL, we have assumed that these roles are at Global Grade (GG) 19 under the WTW GG approach, except for the Chief Financial Officer and Chief Operating Officer which we have benchmarked against GG 20, the Commissioner role which is assumed to be a GG 21 role and the Director of Comms & Corporate Affairs which has been benchmarked as a GG 18.
- Similarly, where the data does not give sufficient indication that an LTI award made to a specific job match, we have included a dash.
- As agreed with TfL for a limited number of executive roles which are less common in Peer Group 2 – the Publicly Accountable data set, and where this limited data may mean the analysis is less reliable, we have instead benchmarked these roles against an average of GG 19 for a range of executive roles (except the CEO and CFO).
- The impact of pension contributions are considered in the Role Market Assessments in the Target Total Remuneration amounts, but not in the Executive Summary analysis. This is because peer group compensation data does not include specific executive employer contributions for all peer group companies, and we have therefore used proxy pension contribution amounts for both Peer Group 1 – Private Sector and Peer Group 2 – Publicly Accountable taken from the wider WTW compensation survey data (12% at the median – refer below for quartiles).

Background and Market Context

Market Context and Trends on Executive Pay (1/4)

Background

- Our annual investor outreach exercise carried out at the end of 2022 highlighted three major areas of focus for 2023:
 - **Executive Director salary increases:** in the context of current high levels of inflation and increases in the cost of living, there is an expectation that salary increases for EDs should be below those of the wider workforce and that companies should be focusing particularly on pay for the lower paid, as they are disproportionately affected.
 - **Windfall gains:** companies should clearly disclose the approach they have taken to assess whether EDs have benefitted from windfall gains, i.e. that a relatively large number of shares may have been granted under long-term incentive plans in early 2020 following significant COVID-19 induced share price falls, and apply downwards discretion as appropriate.
 - **ESG:** while there are differing views from investors on how/where ESG measures should be incorporated into variable remuneration, it is clear that they should be aligned to a company's wider messaging on ESG, be quantifiable and robust (see later in this paper for additional ESG considerations)
- Given the macro-economic environment of the last few years – the COVID-19 pandemic, the invasion of Ukraine by Russia, soaring inflation and the associated cost of living crisis – most companies have increased their disclosure regarding the Remuneration Committee's awareness and oversight of the remuneration of and actions taken for the wider workforce. By April 1st 2023, 82% of all FTSE 100 companies had made reference to some kind of change and/or intervention of the broader employee population.

Market Context and Trends on Executive Pay (2/4)

- On 24th May 2023 the Financial Reporting Council (FRC) launched its consultation on an updated version of the Corporate Governance Code. This will run until September and then it is intended that the new Code will apply to accounting years commencing on or after 1 January 2025 – in practice companies will be first required to report on compliance with the new Code in annual reports published in early 2026. The most significant changes relate to malus and clawback provisions and there is new wording on what companies are required to report on this:
- *The annual report on remuneration should include a description of its malus and clawback provisions, including:*
 - *the minimum circumstances in which malus and clawback provisions could be used*
 - *a description of the minimum period for malus and clawback and why the selected period is best suited to the organisation; and*
 - *whether the provisions have been used in the last reporting period. If provisions have been used, a clear explanation of the reason should be provided in the annual report.*
- *Companies should set out the use of their malus and clawback provisions in the last five years.*
- Other changes are more minor, including:
 - The Principles at the start of the Remuneration section have been reordered to improve the logical flow and explicitly emphasise the need for executive remuneration arrangements to be aligned with environmental, social and governance objectives and decision making to take into account wider workforce pay and conditions.
 - The current Provision 40, which requires companies to explain how the Remuneration Policy addresses a number of specific factors (clarity, simplicity, risk, predictability, proportionality, and alignment to culture), has been removed as the FRC noted that companies had often used the Code wording as template language in annual reports. They hope that companies will report on these factors in a way that is specific to their own circumstances.

Market Context and Trends on Executive Pay (3/4)

The trends analysis is based on FTSE 350 listed company 2023 AGM activity, whilst we appreciate that TfL is not a listed company, we consider that many of these trends are also likely to have applicability for the wider market, including private companies.

Base Salary increases for Executive roles have been higher than last year however, there has been general adherence to the Investment Association's call for Executive Director salary increases below the wider workforce with a few notable exceptions. The wider workforce median salary increase within the FTSE 350 is 6%, while increases for CEO and CFO are seen at 4-5%.

Annual Bonus:

- Market trends across the FTSE 350 show that bonuses are paying out lower than last year however, median remains in line with long-term levels.
- In the FTSE 100, median annual bonus opportunity is 200% with median bonus pay-out 76% of maximum. In the FTSE 250, median annual bonus opportunity is 150% with median bonus pay-out as 70% of maximum.

- **LTI** vesting outcomes vary widely across FTSE 350, but median remains in line with long-term levels. 6 companies have adjusted LTI vesting outcomes for windfall gains.
- To date, 19 companies have increased LTI maximum opportunity across the FTSE 350 with median LTI vesting being 58% of maximum in the FTSE 100 and 53% of maximum in the FTSE 250.
- The Performance Share Plan (PSP) remains the market standard model for listed companies. In 2023 to date, 5 companies in the FTSE 350 have moved from an alternative LTI vehicle to a market-standard approach and 4 companies have switched from a market standard LTI vehicle to an alternative approach, most commonly a move to RSP (Restricted Share Plan) (1 in case 4-year block award) or a stretched PSP (Performance Share Plan) award.

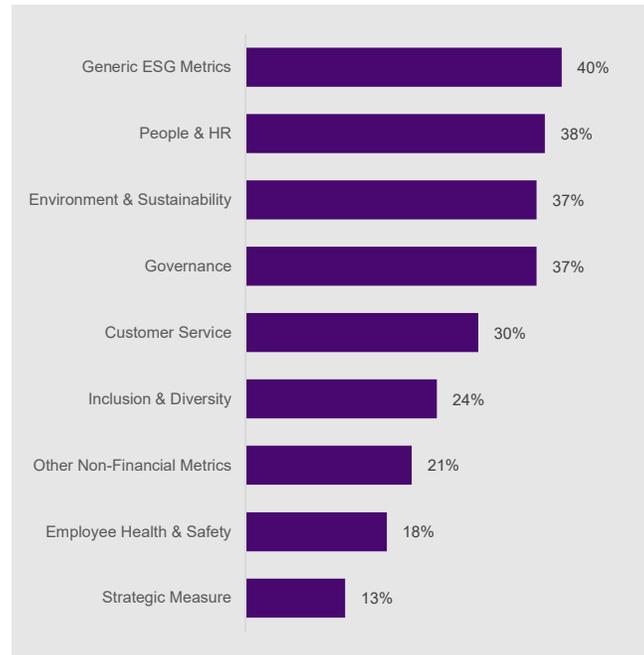
- **Pension:** Over 90% of Executive Director roles are now aligned with wider workforce rate

Market Context and Trends on Executive Pay (4/4)

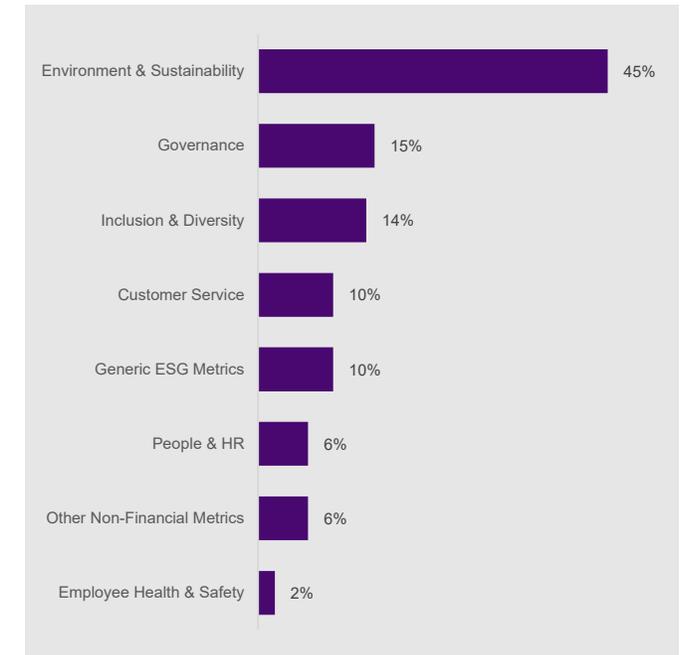
Environmental, Social and Governance, FTSE 250

- Around 85% of companies now have ESG metrics in annual bonus and around 55% in LTI.
- 38% have introduced, expanded or otherwise modified ESG-related measures in annual bonus this year.
- 25% have introduced, expanded or otherwise modified ESG measures in their LTI this year.
- People and HR related metrics reflect the most common single ESG category in annual bonus, although a wide range of other ESG metrics are also used by over one third of companies.
- Environment and sustainability related metrics are by far the most commonly found ESG metrics in LTIs.

Annual bonus ESG metrics



LTI ESG metrics



Appendix

- I. Peer groups
 - a) Peer Group One – Private Sector
 - b) Peer Group Two – Publicly Accountable
- II. Job Match
- III. LTI valuation methodology

Peer Group 1 – Private Sector (1/3)

3M
 ABB (Asea Brown Boveri)
 Adient
 Aegion
 A-Gas
 AGCO
 Air Liquide
 Air Partner
 Airbus Group (EADS)
 Airtanker
 Allegion
 Allison Transmission
 Allnex
 AMETEK
 Amey
 Anglian Water
 Aptiv
 Aramex
 ARaymond
 Arconic
 Arrival
 Arrow Electronics
 Arup Group
 Associated British Ports
 Assystem
 AT&T
 Atotech
 Babcock International
 BAE Systems
 Balfour Beatty
 Ball
 BBOXX
 Bechtel

Bell Equipment
 Bentley Motors
 Bilfinger
 Blacklane
 Boeing
 Bolloré Logistics
 Bombardier
 BorgWarner
 Bose
 BP
 BrandSafway
 Brembo
 British Airways
 Cabot
 CALA Group
 Cargill
 Cathay Pacific Airways
 Celanese
 Centrica
 Ceres Power
 CEVA Logistics
 CF Fertilisers
 CIRCOR International
 CITB
 Clarios
 CNH Industrial
 Coesia
 Corteva Agriscience
 Dana
 DCC
 Deutsche Post
 DHL eCommerce
 DHL Express

DHL Supply Chain
 Digby Wells Environmental
 Dormakaba
 Dow Chemical
 DPD
 Drees & Sommer
 DuPont
 Dyson
 E.ON
 Eastman Chemical
 EasyJet
 Eaton
 Ecolab
 EDF Energy
 Electricity North West
 Electrium
 ELEXON
 Emerson Electric
 EnPro Industries
 ESB
 Euro Car Parts
 Europcar Mobility Group
 Evoqua Water Technologies
 Exide Technologies
 Expleo Group
 Faiveley Transport
 FANUC
 Ferrari
 Finning International
 FirstGroup
 Flex
 Flix SE
 Flowserve

Fluor
 Fortescue Future Industries
 Fortive Corporation
 Fox Factory Holding
 Freudenberg
 Garrett - Advancing Motion
 Gates
 Gazprom Marketing & Trading
 GE Aviation
 GE Capital
 GE Power - Gas Power
 GE Power Portfolio
 GE Renewable Energy
 General Dynamics Mission Systems
 General Electric
 GHD Consulting
 GKN Aerospace
 Globelec
 Good Energy
 Greene, Tweed and Co.
 Greif
 Guardian Industries
 GXO Logistics
 Harley-Davidson
 Harman International Industries
 Hertz
 Hexcel
 Highview Power
 Hirose Electric
 Honeywell
 Hong Kong Aircraft Engineering Company Limited

Peer Group 1 – Private Sector (2/3)

Horiba	Laing O'Rourke	Nissan Motor Parts Center	RWE Generation
IAG - International Airlines Group	Lear	Nissan Technical Centre Europe	RWE Group
IAG GBS - International Airlines Group Global Business Services	LeasePlan	Nordson	S&C Electric
Iberdrola	Leggett and Platt	Northrop Grumman	S.E.A.
IBI Group	Lekela	Northrop Grumman Corporate	Safran Landing Systems
IDEX Corporation	Lend Lease	Northumbrian Water	Safran Nacelles
IMI	Lightsource BP	NSG Group	Sainsburys Group
Incora	Lincoln Electric	Oerlikon	Saipem
Indra Corporativo	Linesight	Ontic	Schneider Electric
Indra T&D	Linx Printing Technologies	ORE Catapult	Scott Bader
Ingenico TSS	LKQ	Orsted	ScottishPower
INNIO Jenbacher	Lloyd's Register	Otis Elevator Company	SEFE Marketing & Trading
Innospec	Lockheed Martin	OTT HydroMet	Sensient Technologies
Intergen	Loram Maintenance of Way	Oxford Instruments	Serco Group
International Automotive Components	Manitou	Panasonic System Communications	SGN - Scotia Gas Networks
ITM Power	Marel	PKC Group	Shearwater Geoservices
ITV	Marks & Spencer	Plexus	Shell Energy
Iveco Group	Marshalls	PPG Industries	Shure
Jabil Circuit	MBDA	Protolabs	Siegwerk Druckfarben
Jacobs Engineering	McCrometer	QinetiQ	Siemens
JELD-WEN	Meritor	Raytheon Technologies	Siemens Electrical & Electronic Services
John Lewis Partnership	MoD Defence Equipment & Support	Renault	Siemens I DT Factory Congleton
Johnson Controls	Momentive Performance Materials	Renishaw	Siemens Mobility
Johnson Matthey	Monnoyeur	Rexel	Siemens Postal, Parcel & Airport Logistics
Kent	Mott MacDonald	Ritchie Brothers Auctioneers	SIG
KONE	National Grid	Robertshaw Controls	Sixt Autovermietung
Konecranes	National Instruments	Rockwell Automation	Skanska
Kongsberg Automotive	Nationwide Platforms	ROHM	SMA Solar Technology
Krones	NG Bailey	Rolls-Royce	Smiths News
Kubota Corporation	Nissan Corporate	Ross Video	SNC-Lavalin
Kuehne + Nagel	Nissan Motor	Royal DSM	Solenis
L3Harris	Nissan Motor (NDE)	Royal Haskoning	SPX Corporation
	Nissan Motor Manufacturing	RPS Group	

Peer Group 1 – Private Sector (3/3)

SPX Flow
 SSE
 Stanley Black & Decker
 SUEZ Water Technologies & Solutions
 Sumitomo Heavy Industries
 Tarmac
 Taylor Wimpey
 TE Connectivity
 Telent
 Tenneco
 Tesco
 Thales
 Thomson Reuters
 Thyssenkrupp
 Trane Technologies
 Trèves
 Trojan Technologies
 TRUMPF
 TSI
 TT Electronics
 TUI Group
 Tullow Oil
 TÜV Rheinland
 Ultra Electronics
 Underwriters Laboratories
 Unipecc
 Uniper
 Univar
 Veolia Environnement
 Veolia Water Technologies & Solutions
 Vertiv
 Victaulic
 Virgin Atlantic Airways
 Visteon
 Vivergo Fuels
 VOI Technology
 VPI
 Vueling
 W.R. Grace
 Wallbox Chargers
 Westlake Chemical
 Wienerberger
 Wincanton
 Wm Morrison Supermarkets
 Wood Mackenzie
 Woodward
 World Fuel Services
 XPO Logistics
 X-Rite
 Yazaki Corporation
 Zumtobel

Peer Group 2 – Publicly Accountable

Avanti West Coast

BBC

Cadent Gas

Calor Gas

Channel 4

Page 34

Drax Power Group

Gatwick Airport

Heathrow Airport

High Speed Two (HS2)

Highways England

London North Eastern Railway - LNER

MTR Corporation

MTR Elizabeth Line

Network Rail

Ofcom

Ovo Energy

Pennon Group

Royal Mail

Severn Trent

Tideway

United Utilities

Wessex Water

Xylem

Job Matches

- TfL has engaged WTW to assist in providing market executive pay assessments for the following roles:

- | | | |
|---------------------------|--|---|
| • Commissioner | • Chief Customer & Strategy Officer | Officer |
| • Chief Finance Officer | • Chief Officer – Pensions Review | • General Counsel |
| • Chief Operating Officer | • Chief People Officer | • Director of Comms & Corporate Affairs |
| • Chief Capital Officer | • Chief Safety, Health & Environmental | |

- Benchmark data for each role has been matched to roles at TfL on the basis of:
 - Job title/description - using the job descriptions provided we matched roles at TfL to the most appropriate job roles within our surveys, based on their responsibilities (although job titles may not match directly); and
 - Global Grade – TfL and WTW discussed and established a global grade range of 18 - 21 for all benchmarked roles to ensure that only roles with similar levels of responsibility are included.
- All WTW job matches were presented to and agreed upon by TfL Reward.

Job Matches (1/2)

Job Title	Peer Group	Survey match	Global Grade
Commissioner	Peer Group One - Private Sector & Peer Group Two - Publicly Accountable	Chief Executive Officer – AAA000-EX	21
Chief Finance Officer	Peer Group One - Private Sector & Peer Group Two - Publicly Accountable	CFO/Top Financial Officer – AFA000-EX	20
Chief Operating Officer	Peer Group One - Private Sector & Peer Group Two - Publicly Accountable	Chief Operating Officer – AAA020-EX	20
Chief Capital Officer	Peer Group One - Private Sector	Top Programme Management - APM	19
	Peer Group Two - Publicly Accountable	All- EX	
Chief Customer & Strategy Officer	Peer Group One - Private Sector	Top Commercial Executive – AAA030-EX	19
	Peer Group Two - Publicly Accountable	All- EX	
Chief Officer – Pensions Review	Peer Group One - Private Sector & Peer Group Two - Publicly Accountable	Top Human Resources Executive – AHR000-EX	19
Chief People Officer	Peer Group One - Private Sector & Peer Group Two - Publicly Accountable	Top Human Resources Executive – AHR000-EX	19
Chief Safety, Health & Environmental Officer	WTW Executive survey participants*	Top Environmental Health and Safety Executive – AHS000-EX	19
	Peer Group Two - Publicly Accountable	All- EX	
General Counsel	Peer Group One - Private Sector & Peer Group Two - Publicly Accountable	Top Legal Executive – ALG000-EX	19
Director of Communications & Corporate Affairs	Peer Group One - Private Sector	All- EX	18
	WTW Executive survey participants*	Top Corporate Affairs Executive - ACA000-EX	

*It was agreed with TfL that an All-Executive match is too generic so the correct job match has also been benchmarked against all the WTW Executive Survey participants.

LTI Valuation Methodology

- The expected value of an LTI grant reflects the present value of the expected future gains from it. As LTI grants carry the risk of loss due to performance and vesting restrictions, it is appropriate to make certain adjustments to reflect the possibility that they will not vest. When calculating expected values we typically take into account factors including: type of performance measure and the ‘toughness’ of the target setting (i.e., the probability of meeting the performance target); length of performance and vesting periods; and whether dividends are re-invested or accumulated during the vesting period).
 - The expected value of **share options** is calculated using a binomial lattice model, based on a number of input assumptions. A discount is then applied to this value to take account of any applicable performance vesting conditions.
 - For **performance / restricted shares**, the expected value represents the face value of shares (i.e. the number of shares multiplied by share price) as at the date of grant, less a discount applied to take any applicable performance vesting conditions into account, less the value of dividends paid during the vesting period if participants do not receive the benefit of these.
 - In the case of **deferred bonus matching shares** and **co-investment plans**, We assume that executives seek to maximise their reward opportunity and will therefore elect to defer the maximum amount of bonus allowable. Deferred bonus matching share awards are then valued as performance share awards (see above). Note that deferrals not subject to further performance conditions are included as part of the annual bonus and are not valued as part of long-term incentives.
 - Consistent with other types of long-term incentive award, **long-term cash bonuses** are valued at date of grant (not pay-out). The value represents the target / expected pay-out level.
 - For complex or **unusual plan types** which do not fit into the categories described above, a bespoke valuation will be applied, using consistent principles and assumption setting methodology.

Disclaimer

This material was prepared for your sole and exclusive use on the basis agreed. It was not prepared for use by any other party and may not address their needs, concerns or objectives. This material should not be disclosed or distributed to any third party other than as agreed with you in writing. We do not assume any responsibility or accept any duty of care or liability to any third party who may obtain a copy of this material and any reliance placed by such party on it is entirely at their own risk

Remuneration Committee

Date: 9 November 2023

Item: Pay Outcomes of £100,000 or more Approvals

This paper will be considered public

1 Background and Purpose

- 1.1 The current governance process for appointments with an FTE salary of £100,000 or more per annum requires that Remuneration Committee approval should be sought for such appointments for both permanent and non-permanent labour (NPL) positions.
- 1.2 The Committee has requested regular updates that compares the salary approved by the Committee with that on actual appointment. This is the third £100,000 or more pay outcomes paper submitted and covers the period from August 2022 to September 2023 for permanent and NPL positions.
- 1.3 On 18 September 2023, the Chair approved, in consultation with Committee members a streamlined approval process for salaries of £100,000 or more. This paper documents the roles that have been internally approved under the new process and not previously seen by the Committee.
- 1.4 Previous papers covered the period July 2017 to September 2020 (reports were considered separately on 23 November 2020 and 21 March 2021) and the period September 2020 to July 2022 (considered 7 November 2022).
- 1.5 A paper is included on Part 2 of the agenda, which contains exempt supplemental information as it discloses the pay outcomes. The information is exempt by virtue of paragraph 3 of Schedule 12A of the Local Government Act 1972 in that it contains information relating to the financial affairs of a person or TfL. Any discussion of that exempt information must take place after the press and public have been excluded from this meeting.

2 Recommendation

- 2.1 **The Committee is asked to note the paper and the exempt supplementary information on Part 2 of the agenda.**

List of appendices to this report:

A paper containing exempt supplementary information is included on Part 2 of the agenda.

List of Background Papers:

None

Contact Officer: Fiona Brunskill, Chief People Officer
Email: fionabrunskill@tfl.gov.uk

Contact Officer: Stephen Field, Director of Pensions & Reward
Email: stephenfield@tfl.gov.uk

Remuneration Committee



Date: 9 November 2023

Item: Members' Suggestions for Future Discussion Items

This paper will be considered in public

1 Summary

- 1.1 This paper presents the current forward plan for the Committee and explains how this is put together. Members are invited to suggest additional future discussion items for the forward plan. Members are also invited to suggest items for future informal briefings.

2 Recommendation

- 2.1 **The Committee is asked to note the forward plan and is invited to raise any suggestions for future discussion items for the forward plan and for informal briefings.**

3 Forward Plan Development

- 3.1 The Board and its Committees and Panels have forward plans. The content of the plans arise from a number of sources:
- (a) Standing items for each meeting: Minutes; Matters Arising and Actions List.
 - (b) Regular items (annual, half-year or quarterly) which are for review and approval or noting as specified in the Terms of Reference: Examples include the annual consideration of pay and performance awards for the staff listed in the terms of reference and regular reports on remuneration on a pan-TfL basis, pay gaps and TfL's approach to talent management and succession planning.
 - (c) Items requested by Members: The Deputy Chair of TfL and the Chair of this Committee will regularly review the forward plan and may suggest items. Other items will arise out of actions from previous meetings (including meetings of the Board or other Committees and Panels) and any issues suggested under this agenda item.

4 Current Plan

- 4.1 The current plan is attached as Appendix 1. Like all plans, it is a snapshot in time and items may be added, removed or deferred to a later date.

List of appendices to this report:

Appendix 1: Remuneration Committee Forward Plan.

List of Background Papers:

None

Contact Officer: Andrea Clarke, Interim General Counsel
Email: AndreaClarke@tfl.gov.uk

Remuneration Committee Forward Plan

Membership: Kay Carberry CBE (Chair), Peter Strachan (Vice-Chair) Seb Dance and Dr Nelson Ogunshakin OBE

Key: CPO (Chief People Officer), DPR (Director of Pensions and Reward)

29 February 2024		
Resourcing at TfL	CPO	To note.
Update On Our Approach To Reward	CPO	To note.
Senior Management Performance Awards Scheme	CPO and DPR	To consider the operation of the Performance Awards Scheme for 2024/25.
Remuneration Outcomes 2022/23	CPO	To note.

Regular items each year

- Pay Outcomes of £100,000 or more Approvals (twice a year)
- TfL Performance Delivery and Performance Awards (annual approval)
- Senior Management Performance Awards Scheme
- TfL Remuneration (annual, noting of overall remuneration policy)
- Pay Gap Analysis (annual, noting of gap and actions to address)
- Resourcing at TfL (as required)

Items approved by Chair's Action if the decision needs to be taken urgently (reported to next meeting)

- Approval of base Salaries of £100,000 or more
- Approval of exit payments for any officer listed in the Terms of Reference or if over £100,000 (excluding statutory notice period)

[page left intentionally blank]

By virtue of paragraph(s) 3 of Part 1 of Schedule 12A
of the Local Government Act 1972.

Document is Restricted

[page left intentionally blank]

By virtue of paragraph(s) 3 of Part 1 of Schedule 12A of the Local Government Act 1972.

Document is Restricted

[page left intentionally blank]

By virtue of paragraph(s) 3 of Part 1 of Schedule 12A
of the Local Government Act 1972.

Document is Restricted

[page left intentionally blank]

By virtue of paragraph(s) 3 of Part 1 of Schedule 12A of the Local Government Act 1972.

Document is Restricted

[page left intentionally blank]