

**Minutes of the 66<sup>th</sup> Meeting of the  
Office for Legal Complaints Remuneration and Nomination Committee  
18 June 2025**

**Present:**

Alison Sansome, Chair.

Elaine Banton.

Rachel Cerfontyne.

**In attendance:**

Paul McFadden, Chief Ombudsman.

Elisabeth Davies, OLC Chair, observing.

**Apologies:**

Lisa Hanlon, Interim Head of People Strategy and Services

**Minutes:**

Kay Kershaw, Board Governance Manager.

**Item 1 – Welcome, apologies and declarations of conflict of interest**

1. The Chair welcomed attendees to the meeting.
2. Apologies were noted.
3. There were no declarations of interest reported.
4. The meeting was quorate and with a lay majority until Elaine Banton left the meeting at 15:30; the Committee made no decisions when the meeting was inquorate. The meeting closed at 15:40.

**Item 2 – RemCo Effectiveness Review 2025**

5. To inform the 2025 RemCo effectiveness review, members of RemCo, the Chief Ombudsman and the Head of People Strategy and Services had completed a self-assessment questionnaire.
6. The feedback had been positive with areas of strength identified, indicating that RemCo was an effective committee of the OLC Board. Key points included:
  - RemCo meetings were chaired well with agendas managed to allow sufficient time for focused discussion. The Chair actively encouraged contributions from all attendees and fostered a positive atmosphere, balancing formality, and professionalism.

- The varied and complementary backgrounds of RemCo members ensured effective scrutiny and constructive challenge on key people related matters.
  - There was a constructive relationship between RemCo and the Executive, with clear guidance provided to the Executive when views were sought on decision making or matters for approval.
  - There was an open and constructive relationship between the RemCo Chair and the Head of People Services and Strategy, with the RemCo Chair providing support, advice, and challenge outside of meetings.
  - The annual meetings with Staff Council were valued by members of RemCo.
7. The feedback had also identified areas to consider for further development, relating to the Committee's relationship with the Board, meeting agendas, papers, and actions and the RemCo forward plan.
8. This extra ordinary RemCo meeting had focussed on these areas along with additional areas that had been identified during the course of the meeting, with the aim of informing an action plan to enhance future RemCo effectiveness.
9. In discussion, the following key points were made:

- It was suggested that feedback should be sought to assess the effectiveness of RemCo's relationship with the wider Board, and to ascertain whether the RemCo Chair's written report to the Board was fulfilling its purpose in terms of information sharing, whilst at the same time avoiding any duplication. The RemCo Chair committed to follow up on this action.

**ACTION: The RemCo Chair to seek feedback on the effectiveness of RemCo's relationship with the wider Board, and to ascertain whether the RemCo Chair's written report to the Board was fulfilling its purpose in terms of information sharing, whilst at the same time avoiding any duplication**

- As part of the wider review of Board effectiveness, the OLC Chair would be considering the effectiveness of the relationship between all OLC committees, the sub-group, and the wider Board and whether the respective Chair's reports to the Board were fulfilling their purpose.
- RemCo explored the possibility of reducing the quorum for its meetings to two members, however it was noted that the OLC's Rules of Procedure mandate a minimum quorum of three members for OLC Committees.
- RemCo reflected on its Terms of Reference to determine whether they were still fit for purpose and concluded that no changes were required.
- As part of the wider review of Board effectiveness, the OLC Chair had circulated a skills audit to OLC members for completion; this was aimed at determining the best way to utilise members' skills and experience on OLC Committees.
- The Chief Ombudsman and RemCo Chair **agreed** that there would be value in reviewing the detail across RemCo meeting agendas and papers including the time required for items for noting and decision making, whether there was

potential for a more strategic focus, and whether Executive contributions could be diversified. The new Head of People and Culture would be invited to take part in this review.

**ACTION: The Board Governance Manager to arrange for the Chief Ombudsman, RemCo Chair and Head of People and Culture to review the detail across RemCo agendas and papers, including the time required for items for noting and decision making; whether there was potential for a more strategic focus, and whether Executive contributions could be diversified.**

- Having evaluated the cost and benefits of routinely factoring deep dives into people related matters into the RemCo forward plan, it was recommended that there would be more value in establishing a mechanism for identifying areas for deep dives only where additional assurance was sought by RemCo and the Board.

**ACTION: The OLC Chair, Chief Ombudsman and remCo Chair to consider establishing a mechanism for identifying areas for deep dives into people related matters where additional assurance was sought by RemCo and the Board.**

- Reflecting on the importance of ensuring that meeting actions were proportionate and added value, the RemCo Chair committed to provide more clarity on meeting actions and their expected outcomes.
- Recognising the importance of establishing an effective and productive relationship with the new Head of People and Culture, it was recommended that, as part of their induction, an introductory meeting was scheduled with the RemCo Chair.

**ACTION: The Board Governance Manager to arrange for an introductory meeting to be scheduled between the new Head of People and Culture and the RemCo Chair.**

- It was recommended that an informal introductory meeting between the new Head of People and Culture, Chief Ombudsman, and members of RemCo was scheduled ahead of the Chief Ombudsman's departure in October.

**ACTION: The Board Governance Manager to schedule an informal introductory meeting between the new Head of People and Culture, Chief Ombudsman, and members of RemCo was scheduled ahead of the Chief Ombudsman's departure in October**

10. The actions identified from this review of RemCo effectiveness would be collated into a dedicated action plan.

### **Item 3– Items to escalate to Board.**

11. Considering that the outcome of RemCo's 2025 effectiveness review would be considered as part of the wider 2025 Board effectiveness review, there were no specific items identified for escalation to the Board at this time.

12. The RemCo Chair committed to sharing an update on this meeting with the Board.



**Item 4 - Any other business**

13. The Chief Ombudsman drew RemCo's attention to a matter related to the resilience of the Executive team that may be escalated to RemCo at a future point.