

THE UNIVERSITY OF MANCHESTER

NOMINATIONS COMMITTEE

Wednesday 6 October 2021

MINUTES

**Present:** Mr Edward Astle  
Mr Gary Buxton  
Professor Danielle George  
Mr Jim Hancock  
Mr Nick Hillman  
Ms Roz Webster

**In attendance:** Professor Dame Nancy Rothwell (President and Vice-Chancellor), Mr Patrick Hackett (RSCOO), Mr Mark Rollinson (Secretary), Miss Sally Ainsworth (minutes)

**1. Apologies and Declarations of Interest**

**Noted:** No additional declarations made.

**2. Terms of Reference and current membership**

**Noted:** The terms of Reference and current membership

**Resolved:** Additions to the Terms of Reference to be made and brought to the next Committee meeting, to include reference to prioritizing Equality, Diversity and Inclusion (EDI) through the recruitment work of the Committee; and the role of the Nominations Committee in ensuring overall efficacy of governance, including review of the Statutes, Ordinances and Regulations of the University.

**Action: Deputy Secretary**

**3. Minutes**

**Resolved:** The minutes of the meeting held on 8 July 2021 were approved

**4. Matters arising**

**Noted:** None to report

**5. Board member appointments**

**Received:** A report updating the Committee on lay member appointments, for members to consider and make recommendations to the Board of Governors meeting on 13 October 2021.

**Noted:**

- i. Jatin Patel, Raoul Shah, (Alumni Association representative) and Natasha Traynor (Associate member) had been appointed to the Board of Governors. Jatin Patel and Raoul Shah for a period of three years, and Natasha Traynor for an initial one year period, with the potential for further extension.
- ii. Philippa Hird had been interviewed by a panel of Nominations Committee members and was strongly recommended for appointment.
- iii. The need to sensitively manage those candidates interviewed who were not successful, and find alternative ways to engage with them.  
Appointment of a new Chair for Audit and Risk Committee was ongoing, and interviews would be held in November, with the aim to recommend an appointment to the Board meeting on 24 November.

**Resolved:**

- i. To recommend the appointment of Philippa Hird as a lay member to the Board.  
**Action: Deputy Secretary**
- ii. To note the arrangements in place to enable confirmation of the appointment of the Chair of Audit and Risk Committee at the 24<sup>th</sup> November Board.

## 6. Committee Membership

**Received:** a report proposing appointments to vacant positions on Board committees, subject to discussion and confirmation with recommended candidates.

**Noted:**

- i. Previously, new Board members had normally served on the Board for a minimum of one year before being allocated Committee membership. Due to the high turnover of members this year, it had not been possible to adhere to this practice.
- ii. Appointment to the vacancy for a lay member on Remuneration Committee (to replace Colin Gillespie) would be deferred until the appointment of the new Chair of Audit and Risk Committee.

**Resolved:**

- a) To recommend the appointment of the following:
  - i. Philippa Hird to Finance Committee, subject to Board confirmation of her appointment as a lay member.
  - ii. Reinmar Hager to Finance Committee to fill the vacant position for a staff/Senate member.
  - iii. Jim Warwicker to Staffing Committee (to replace Reinmar Hager).
  - iv. Paul Mativenga to Remuneration Committee to fill the vacant position for a staff/Senate member for consideration of the President and Vice-Chancellor's remuneration and selected other items (e.g. gender and ethnicity pay gap reports).
  - v. Jatin Patel to Staffing Committee to fill the vacancy for a lay member.
  - vi. Raoul Shah to Nominations Committee to fill the vacancy for a lay member.
  - vii. Eric Lybeck as a substitute member of Staffing Committee as required to ensure quoracy at all meetings.
- b) To note that:

- viii. expressions of interest from General Assembly members be invited to fill the two vacant positions on Nominations Committee.
- ix. expressions of interest from lay Board members be invited to serve on Awards and Honours Group (three vacancies with expressions of interest from women particularly welcome given the current overall composition of the Group).
- x. the future role of the EDI Advisory Group will be reviewed in light of the allocation of a designated Board “pair” to cover EDI.

**Action: Deputy Secretary (all)**

## **7. Board member pairings**

**Received:** A report providing an overview of the current Board member pairings and potential changes 2021-22 subject to discussion and confirmation with recommended candidates.

### **Noted:**

- i. That Board pairs may benefit from a reminder of their role in the Accountability Review process and assistance available from the Governance Office in setting up meetings with relevant staff members.
- ii. Where possible, pairs will remain the same as in previous years.

### **Resolved:**

- i. Jatin Patel, Melody Stephen and Natasha Traynor be invited to join the new Board “pair” (for EDI ). Gary Buxton will also work with this group, in an advisory capacity.
- ii. Miguel Gonzalez-Valdes Tejero be invited to join the Teaching, Learning and Students “pair”
- iii. Raoul Shah and Jim Warwicker both be invited to form the Humanities pair
- iv. Richard Solomons be invited to join the Teaching, Learning and Students “pair”
- v. Eric Lybeck be invited to join the Research pair
- vi The Deputy Secretary to issue a reminder of the role and responsibility of the pairs, to all Board members.

**Action: Deputy Secretary (all)**

## **8. Governance Effectiveness Review**

**Received:** A report updating the Committee on progress regarding implementation of the recommendations and suggestions outlined in the report submitted to and approved by the Board on 21<sup>st</sup> July 2021.

### **Noted:**

- i. There will be an update report to Senate at its meeting on 20 October 2021 (this report will be subject to any comments from the Board at this meeting): the next Nominations Committee is in mid-December. Further, substantial progress is anticipated by that date and there will be a further update provided at that meeting.
- ii. A Governance Effectiveness Review Implementation Action Plan had been developed and the latest version of this was circulated to the Committee. The University’s internal auditors, Uniac, will assist the central governance team with some of the elements of implementation of the Action Plan.
- iii. The intention was that all actions will be completed and reported to the Board at its February meeting

- iv. Discussion about staff engagement with Board (for example to increase awareness of its work and ensure transparency about recruitment processes), On considering what success metrics could be used, it was suggested that something could be added to the upcoming staff survey. Additionally, one member had already taken part in providing a video message that had been circulated to staff, and it was suggested that more members could be encouraged to take part in such communications, to help raise the profile of Board members.
- v. Discussion about the election of a staff member to the Board. The current member, Roz Webster, had offered to stay in position for a further year if this was permitted, whilst an alternative process (which would necessitate a change in governing instruments). was considered

**Action: Deputy Secretary (all)**

**Resolved:**

- i. Noting previously expressed concerns by Senate about proposals to amend the current method of election of a staff member to the Board, that further consideration be given to this matter.
- ii. That colleagues in Communications and Marketing be apprised of further suggestions about enhancing Board awareness and engagement as outlined in iv) above
- iii. As set out in the action plan, a report would be brought to the next Committee meeting regarding the appointment of a Senior Independent Governor
- iv. A summary of the recommendations and suggestions from the review to be provided at each Nominations Committee meeting, to show which have been completed/ongoing/delayed etc.

**Action: Deputy Secretary (all)**

**9. General Assembly**

**Received:** A report updating members on progress with the reconstitution of General Assembly

**Noted:**

- i. current membership, including changes that had occurred since the last meeting of the Nominations Committee
- ii. That elections for staff and Senate member positions on General Assembly will be held in good time to enable elected members to take up position in time for the first meeting in January 2022.

**Resolved:**

- i. That Marilyn Comrie, Lisa Maynard-Atem, Sharon Amesu and Carl Austin Behan be approached to ascertain if they would be willing to take up membership of the General Assembly **Action: Deputy Secretary**
- ii. That Committee members be invited to submit any additional views they had on the list of potential members submitted, and thought be given to how candidates could be selected from this list.

(Secretary's note: in consultation with the Chair, it was agreed that Marilyn Comrie be asked for advice on prioritizing approaches to other potential members)\_

**10. Any other Business**

None to report

**11. Dates of scheduled meetings in 2021-22**

Wednesday 15 December 2021 12:30 pm

Wednesday 18 May 2022 12pm