

approved minutes



NOMINATIONS COMMITTEE

15 March 2023

Present: Philippa Hird (Chair), Anna Dawe, Zeb Farooq, Prof Danielle George, Jim Hancock, Nick Hillman, Roz Webster.

Apologies: Marilyn Comrie

In attendance: Prof Dame Nancy Rothwell (President and Vice-Chancellor) (except for item 6ii), Patrick Hackett (RSCOO), Mark Rollinson (Deputy Secretary), Sally Ainsworth (minutes)

1. Declarations of Interest

Noted: No additional declarations of interest were made.

2. Minutes

Resolved: To approve the minutes of the meeting held on 18 January 2023

3. Matters arising

None to report

4. Lay member recruitment

Received: a report updating the Committee on the lay member recruitment process

Noted:

- i. Members were reminded that there were two current vacancies for lay members on the Board of Governors to replace Raoul Shah (who resigned with effect from 1 September 2022) and Richard Solomons (who resigned with effect from 1 January 2023). The vacancy created by Raoul Shah's resignation was for the position proposed for appointment by the Alumni Association. A number of potential candidates were proposed by the Alumni Association, but insufficient candidates expressed interest in the role to create a viable shortlist. After discussions with the Chair of the Board and with the agreement of the Chair of the Alumni Association it was agreed that David Buckley assume the designated Alumni Association role. Potential candidates identified by the Alumni Association will be considered in the search process outlined below.
- ii. In order to expedite the recruitment process for the two current lay member vacancies, and after consultation with the Chair of the Board and the RSCOO, Saxton Bampfylde,

have been appointed as search agents to assist with the search, based on recent track record.

- iii. As agreed by the Committee, a longer-term (three year) strategic relationship with a recruitment agency will be sought, with a view to the chosen partner being in place for academic year 2023-24 to 2025-26.

Agreed:

- i. Any members who have suggestions for candidates who could be considered should forward these to the Deputy Secretary, who will share these with Saxton Bampfylde.
Action: All members and Deputy Secretary
- ii. Members will be contacted to confirm dates and personnel for the longlisting, shortlisting and interview panel dates. **Action: Deputy Secretary**

5. Board membership

Received: a report outlining current terms of office of lay members and consequent recruitment requirements, and upcoming election to fill the position for a Category 4 (Professional Services) member on the Board.

Noted:

- i. Ann Barnes joined the Board in September 2018, Caroline Johnstone joined in September 2020, and Deidre Evans joined in December 2021. Subject to their willingness to serve and Committee recommendation for re-appointment, Ann was eligible to serve for a further four years and it was suggested that this is divided into two further terms of two years each (taking her to the maximum of nine years). Caroline was eligible for two further terms of three years. Deidre was eligible for further appointment up to a maximum of seven further years.
- ii. Reinmar Hager and Jim Warwicker will both end their current terms as Board members on 31 August 2023, in category 3 (Senate). Category 3 membership will continue to be determined by election. Reinmar was eligible to stand again for one further term of three years. Jim did not stand for re-election to Senate, and therefore cannot stand again for election to the Board.
- iii. Natasha Traynor's reappointment as an Associate Member was discussed at the meeting, and it was agreed that she should be offered a further term in this role.
- iv. Roz Webster came to the end of her second term of three years on the Board on 31 August 2022 and would ordinarily have stood down as a Category 4 (Professional Services member) at this point. The Committee approved, exceptionally, an additional one-year term for Roz, which will come to an end on 31 August 2023. After consideration, the Committee also subsequently confirmed that appointment to this position should take place in accordance with the current Statute and related Regulation, thus the Board member will be elected by General Assembly members from a pool of staff members on the General Assembly.
- v. Recent revisions to General Assembly membership had reduced the staff component from twenty to eight. Only Professional Services (PS) staff (ie non-academic/research) are eligible to stand for election to the Board under the provisions of the relevant Statute, which reduces the pool of eligible General Assembly members to six (there is one current vacancy so the actual

eligible pool is five). A nominations and election process will begin shortly (mid-March to mid-April) with the aim of increasing the pool back to six members of staff. All eligible General Assembly members have been apprised of their ability to stand for election to the Board and offered informal discussions with the Deputy Secretary. The nominations and (if required) the election process for this vacancy will run from mid-May to mid-June.

Agreed (subject to discussion and confirmation between the Chair and individual members):

- i. To recommend to the Board that Ann Barnes be offered a further term, duration to be confirmed after discussion. Secretary's note: reappointment confirmed until 31 August 2026.
- ii. To recommend to the Board that Deidre Evans be offered a further term of two years (until 31 August 2025)
- iii. To recommend to the Board that Caroline Johnstone be offered a further term of three years (until 31 August 2026) Secretary's note: after discussion, reappointment confirmed until 31 August 2024.
- iv. To recommend to the Board that Natasha Traynor be offered a further term of one year, as an Associate member (until 31 August 2024)

6. Update

Received: a report updating the Committee on the following:

i. Committee membership

Noted:

- i. The Chair was continuing to consider potential appointments with the Chairs of Audit and Risk and Finance Committees (and members potentially impacted).
- ii. David Buckley had agreed to become a member of the Investment Sub-Committee and Jatin Patel had agreed to become a member of the Awards and Honours Group.
- iii. Further committee appointments will be dependent on appointment to current lay member vacancies.

ii. President and Vice-Chancellor recruitment

Noted:

- i. At its meeting on 24 November 2022, the Board confirmed the membership of the President and Vice-Chancellor Appointment Panel as recommended by Nominations Committee at its meeting on 23 November 2022. The full membership list was confirmed at the last meeting of the Committee in January.
- ii. Following on from the [announcement](#) on 1 March that the University was beginning the search for Professor Dame Nancy Rothwell's successor when her term as President and Vice-Chancellor concludes in summer 2024, the first step in this process was to [listen to a wide range of views](#) from across the university community on the qualities, skills and competencies to be sought when appointing the next President and Vice-Chancellor..
- iii. To do this, the [Appointment Panel](#) was running a series of one-hour workshops over the next two months. The first of these, with General Assembly, would take place later on 15 March.
- iv. The viewpoints and thoughts shared will feed into the development of a new job description for a future President and Vice-Chancellor. As previously advised, by the

end of this year the Appointment Panel will aim to recommend a candidate for Board approval.

Agreed:

The dates of the remaining workshops to be circulated to Nominations Committee members, who are invited to attend any of them, as observers. **Action: Deputy Secretary**

7. Any other business

Noted:

General Assembly members of the Nomination Committee had not historically received formal appointment letters. In order to standardise processes and ensure consistency with other Board related appointments, letters will now be issued to the General Assembly members of the Committee: Marilyn Comrie, Zeb Farooq and Jim Hancock. **Action: Deputy Secretary**

- 8. Dates of future meetings** (noting that further ad-hoc meetings of members will be required to progress recommendations for appointment of lay members to the Board, these will be confirmed shortly.)

Wednesday 17 May 2023 12pm