

NOMINATIONS & GOVERNANCE COMMITTEE

27 JUNE 2025

Present: Philippa Hird (Chair), Anna Dawe, Zeb Farooq, Jim Hancock, Matt Haworth, Tom Jirat, Emma Wade-Smith

In attendance: Mark Rollinson (Deputy Secretary), Sally Ainsworth (minutes)

Apologies: Prof Danielle George, Nick Hillman, Prof Duncan Ivison, Patrick Hackett

1. **Apologies and declarations of interest**

Noted: No additional declarations of interest were made.

2. **Matters arising**

Noted: All matters arising were covered elsewhere on the agenda.

3. **Board Appointments**

Received: a report detailing Board appointments to the two lay member vacancies

Noted:

- i. Members were reminded that Nick Hillman and Robin Phillips will have served the maximum of nine years on 31 August 2025 and will therefore stand down from the Board of Governors at that time. Following Board approval of the role descriptor and assisted by its search partner, Saxton Bampfylde, Nominations and Governance Committee led the recruitment process through longlisting and shortlisting phases, culminating in interviews held on 10 and 12 June 2025 by a subset of Committee members.
- ii. Five candidates were interviewed, and the panel unanimously recommended two candidates for appointment to the Board – Matthew Scullion and Sarah Munby. One other candidate interviewed was potentially appointable to the Board and it was agreed that further exploratory discussions take place to develop mutual understanding and consider potential fit for a future Board vacancy

Agreed:

- i. Subject to satisfactory references being received, to recommend to the Board that Matthew Scullion be appointed to the Board of Governors for a three-year term from 1 September 2025
- ii. Subject to satisfactory references being received, to recommend to the Board that Sarah Munby be appointed to the Board of Governors for a three-year term from 1 October 2025 (the slight delay in formal appointment was because of government Advisory Committee on Business Appointments requirements).
- iii. Board of Governors members to be asked to confirm the appointments by circulation, (Secretary's note, this was completed by 4 July 2025.)

Action for all : Deputy Secretary

- iv. Further exploratory discussions take place to develop mutual understanding and consider potential fit for a future Board vacancy. **Action: Chair of the Board of Governors**

4. **Investment Sub-Committee membership**

Received: a recommendation from Finance Committee about additional student membership of Investment Sub-Committee (ISC).

Noted:

- i. ISC currently has one student member, the Union Affairs Officer, and whilst they provide an important student perspective to deliberations, the complex and technical nature of some business suggested that additional student membership (by those with an interest in and understanding of ISC's core business) could be beneficial. Following discussions between the Finance team and the Students' Union, it had been suggested that the Chair and Treasurer of Manchester University Trade and Investment Society (MUIITS) be added as ex-officio student members, and Finance Committee members recommended that Nominations and Governance Committee (NGC) approved the amended terms of reference to include the two additional members.

Agreed:

Further supporting information and context to be shared with the Committee before further consideration to include:

- i. An overall review of the composition of the committee.
- ii. A review of the support provided to the Union Affairs Officer in relation to the work of the Committee.
- iii. The Committee's view that any appointments should be ad hominem rather than ex-officio (and approved by Nominations and Governance Committee). **Action: Deputy Secretary and Finance team**