

## Nominations Committee 2023/24

### 1. Summary of Purpose

- 1.1 To conduct the search for and interview potential members for the Board of Governors ("Board") making specific recommendations to the Board for appointment.
- 1.2 To conduct the search for and make recommendations to the Board for the office of Chancellor.
- 1.3 To make recommendations to the Board on the membership of its committees.
- 1.4 To ensure that the Board has available to it appropriate and willing candidates for the position of Chair of the Board.
- 1.5 To make recommendations to the Board for the appointment of Chairs and Deputy Chairs to each of the Board's committees.

### 2. Frequency of Meetings

- 2.1 The Committee will meet at least once per year.
- 2.2 The Committee shall use email circulation or telephone conferencing as appropriate to progress its business effectively.

### 3. Duties and Responsibilities

- 3.1 The Board shall keep under review the membership of the Board of Governors and ensure that in a timely manner a wide-ranging search and interview process is undertaken and that the committee makes recommendations to the Board for new appointments in advance of vacancies falling due.
- 3.2 In fulfilling its duties in 3.1 the Committee shall normally recommend the appointment of Governors to commence on 1 August and complete their term of office on 31 July, in line with the University's financial and reporting year and where an appointment commences partway through a year the Committee should normally recommended to the Board that the term of office should be extended beyond the normal 4 year term of office so as to terminate on 31 July.
- 3.3 In fulfilling the duties in 3.1 the Committee shall have regard to the current skills mix of the Board, the skills of any retiring members and the current and future skills requirements of the Board and its committees.
- 3.4 The Committee shall consider the membership of the Board's committees and make recommendations to the Board as to membership including the co-option of members directly to any committee.
- 3.5 The Committee shall make recommendations to the Board on the appointment of Governors as Chairs and Deputy Chairs for all University committees, having first established their willingness

to assume the responsibilities.

- 3.6 The Committee shall recommend that a process of election of a Chair is commenced during the final year of the current Chair's term of office as the Committee considers appropriate. The Committee should recommend to the Board that it should commence a search for a new member who would be a suitable Chair at least 9 months before the completion of the term of office of the current Chair.
- 3.7 If instructed by the Board the Committee should conduct a search and interview process to identify a new member to be appointed as Chair designate, to commence a term of office as Chair on the completion of the term of the current Chair.
- 3.8 In advance of the Chancellor reaching the end of their term of office take soundings of the University community and conduct a search for the appointment of a Chancellor to be recommended to the Board of Governors.
- 3.9 When the business under consideration would present a conflict of interest for the Chair or appointed lay members of the Committee, an alternative Chair from the pool of Independent Governors or lay members will be appointed, as required. No member of the Committee shall take part in the discussions or decision-making related to a post for which they have been nominated or concerning the nomination of his/her successor.

#### 4. **Authority**

- 4.1 The Committee is authorised by the Board of Governors to undertake any activity within its terms of reference.

#### 5. **Quoracy**

- 5.1 The quorum of the meeting shall be 50% of the Committee's membership. If a meeting is not quorate, any decisions must be approved at the next quorate meeting before they may be implemented

## Membership

	<b>Category</b>	<b>Name</b>
1.	Chair: Chair of Governors	Peter Vicary-Smith
2.	Vice-Chancellor	Professor Alistair Fitt
3.	Co-opted Governor	Katherine Ryan
4.	Independent Governor	Simon Mumford
5.	Independent Governor	Ankush Nandra
6.	Independent Governor	Simon Jones
7.	Independent Governor	Sarah Stevens
6.	President of the Students Union when considering appointment of a Chancellor	Jacob Callicott
<i>In attendance:</i>		
7.	Registrar and Chief Operating Officer (Clerk to the Board of Governors)	Brendan Casey
8.	Secretary: Head of Secretariat	Maria Crawford

**Approved: 10<sup>th</sup> October 2023**