

NOMINATIONS COMMITTEE OF THE BOARD OF TRUSTEES

Wednesday 17 April 2024 at 1630 at Beacon House

MINUTES

Present: Jack Boyer (Chair), Andy Carr (via Teams), Jessica Cecil (via Teams), Sarah Gilbert, Hazel Phillips

In attendance: Helen Cole (Senior Governance Officer, **Secretary**), Lucinda Parr (Chief Operating Officer, Registrar & University Secretary)

Apologies: There were none.

1. WELCOMES, APOLOGIES AND DECLARATION OF INTERESTS

1.1 The Chair welcomed everyone and declared the meeting as quorate.

2. MINUTES OF PREVIOUS MEETINGS AND ACTIONS

2.1 APPROVED: the minutes of the meeting of the Nominations Committee on 14 February 2024.

3. MATTERS ARISING AND ACTIONS

3.1 There were none.

4. PROPOSED RENEWAL OF THE CHAIR OF THE BOARD OF TRUSTEES (reference **NCB/23-24/008**).

4.1 The Chair of the Board recused himself for this item, the Deputy Chair of the Board led the discussion.

4.2 The following points were NOTED:

4.2.1 Jack Boyer was appointed Chair of the Board of Trustees on 1 January 2019. He was now serving in his sixth year and second term of office, with his current tenure ending on 31 December 2024. In December 2023, Jack declared his intent to stand for reappointment for a third and final term. The Deputy Chair of the Board, Andrew Carr, along with support from the Head of Governance, had led the process of consulting with various stakeholders to form a consensus on the support for reappointing the Chair of the Board. Except for the representatives of the University Court, for whom written feedback was provided, each of the other stakeholders held an in-person or video-call meeting where they were invited to comment on the Chair's performance and share any pertinent feedback.

4.2.2 As per the paper, the Committee noted that there was an overwhelming consensus among the stakeholders consulted to reappoint the Chair for a third term. The Chair had shown high levels of commitment to his role and dedicates significant amounts of his time to support the University's strategic vision.

4.3 The following points were DISCUSSED:

4.3.1 AGREED TO RECOMMEND to the Board of Trustees the re-appointment of Jack Boyer, as Chair of the Board of Trustees for a third and final term of three years effective from 1 January 2025 until 31 December 2027.

5 MEMBERSHIP OF THE BOARD AND COMMITTEES OF THE BOARD (reference NCB/23-24/009).

5.1 The following points were NOTED:

5.1.1 The Chair of the Board of Trustees noted that the Deputy Chair of the Board would be eligible for reappointment for a third term of between one and three years from 1 January 2025. Over the next few months the Chair of the Board would consider and consult on this potential renewal and a recommendation would then be made to Nominations Cttee to the June 2024 meeting. It was noted that it was best practice to have staggered end of term dates for the Chair and Deputy Chair of the Board and that this would be considered going forwards.

5.1.2 On 31 July 2024, the second three-year term of office of Professional Services Staff Board of Trustees member Jane Khawaja would expire. Jane is also a Finance and Infrastructure Committee and Pensions Task and Finish Group member. The Chair and University Secretary outlined that they'd like to offer the opportunity to the wider staff body to explore whether anyone brings forward new skills and capabilities to the Board. This change reflected the positive profile that Dr Khawaja had brought to the role during her time in office which had resulted in a significance rise in interest in the opportunity. The Chair advised that the recruitment process for a Professional Services Staff member on the Board of Trustees from 1 August 2024 would shortly get underway.

5.1.3 The Chair provided a verbal update on the Student Trustee interviews that had taken place earlier that day. NOTED that the interview panel had been comprised of the following: Jack Boyer (Panel Chair and Chair of the Board of Trustees, Gillian Bowen, (Independent Trustee), Sarah Gilbert, (Member of the Nominations Committee), Hazel Phillips, (Member of the Nominations Committee) with Helen Cole (Senior Governance Officer) in attendance.

5.2 The following points were DISCUSSED:

5.2.1 AGREED to RECOMMEND to the Board of Trustees that Leonardo Coppi and Xenia Levantis be appointed as Student Trustees on the Board of Trustees effective from 1 July 2024 to 30 June 2025. (NOTED that Xenia Levantis was an existing Student Trustee and would therefore serve a second term from 1 June 2024. NOTED that Xenia had applied via the same recruitment process including interview as all other applicants.)

5.2.2 AGREED to RECOMMEND to the Board of Trustees that: Ordinance 4: Appendix F - Equity, Equality, Diversity and Inclusion Oversight Committee Terms of Reference is amended as detailed below in terms External Advisor being amended to Additional Member.

3 Membership:

3.1 Three Independent Trustees (one of whom will be Chair).

3.2 One Student Trustee.

3.3 One Two Additional Members, being:

3.4 A a member of Staff (Staff representative); and
an external adviser

5.2.3 AGREED to RECOMMEND to the Board of Trustees that Margaret Simmons-Bird be appointed to the Equity, Equality, Diversity and Inclusion Oversight Committee as an Additional Member for a final term of 2 years from 1 August 2024 to 31 July 2026.

**6. ANY OTHER BUSINESS, INCLUDING FUTURE AGENDA ITEMS,
CONSIDERATION OF EQUALITY RELATED RISKS, & COMMUNICATION AND
CONSULTATION MATTERS**

6.1 Date of next meeting: 19 June 2024 at 0930.