

GOVERNANCE AND NOMINATIONS COMMITTEE

CONSTITUTION – 16.04.2018

Purpose

The Governance and Nominations Committee is responsible for recommending to the Council external co-opted members of the Council, and Council membership of Council's committees. It monitors the effectiveness of Council membership and advises the Council on matters relating to the role of Council members. It is also responsible to the Council for assuring the effectiveness of the Council's governance arrangements.

Terms of Reference

Membership

1. To recommend the appointment or re-appointment of external co-opted members of the Council, including recommendations on periods of office in accordance with Council Standing Orders.
2. To recommend the appointment of Council members to committees of the Council and to other committees of the University, including University Officer and senior staff appointment committees where Council members are to be appointed.
3. To recommend the appointment of externally co-opted members of Council committees where appropriate, after discussion with the relevant Committee Chair.
4. To advise on, monitor and review the processes for appointment and election to the Council, including succession planning processes, ensuring that they match or exceed best practice in the sector for openness, transparency, diversity and equality standards.
5. To monitor and review the Council members' skills register as an active tool which supports the best use of the skills, expertise and contribution of all Council members.
6. To maintain role specifications for chairs and members.

Balance and Diversity

7. To review and assess the composition of the Council, and its committees taking into consideration the balance of knowledge, experience and skills required, diversity and other factors relevant to its effectiveness, and to advise the Council accordingly.
8. To conduct an annual review of the Council Diversity Policy, to assess its effectiveness and the continuing relevance of the objectives, and to recommend any revisions that may be required.

Induction and Development

9. To monitor and review the processes for induction and development in relation to membership of the Council and its committees.

Performance

- 10 To monitor and review the contribution and performance of Council members and chairs of Council committees, and report the outcomes of the assessment of their effectiveness to the Council.

Governance

11. To develop, monitor and review the University's integrated governance assurance model comprising Council's Statement of Role and Primary responsibilities, Standing Orders and Schedule of Delegation.
12. To review arrangements for annual reviews of Council's effectiveness and to recommend to the Council arrangements for major reviews of Council governance.
13. To approve amendments to constitutions of Council committees.
14. To review annually external developments in Higher Education Governance and report to the Council.

Membership

1. The Chair of the Committee shall be the Chair of the Council, Pro-Chancellor, *ex officio*.
2. Vice-Chair Council, *ex officio*
3. Vice-Chancellor, *ex officio*.
4. Three external co-opted members of Council appointed by the Council.
5. Two members from the staff categories of Council membership appointed by the Council
6. One member from the student categories of Council membership appointed by the Council.

In attendance

The University Secretary

The Head of Governance

Secretary: Member of the Governance Team

Mode of Operation

1. The Committee, which is a committee of the Council, should meet at least twice a year, more often if required and as appropriate at other times specified
2. The Committee shall be quorate if five members, of whom at least three are from categories 1, 2 and 4, are present.
3. The Committee will report to the Council after each meeting (via minutes of the meeting)
4. The Chair will have the discretion to establish short-life working groups as required.

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MEMBERSHIP LIST – UPDATED 17.07.2018

1. The Chair of the Committee shall be the Chair of the Council, Pro-Chancellor, *ex officio*.
Mr Richard Gillingwater CBE
2. Vice-Chair Council, *ex officio*
Professor John Brooks to 31.07.2021
3. Vice-Chancellor (Acting), *ex officio*
Professor Mary Kellett
4. Three external co-opted members of Council appointed by the Council.
Ms Ruth Girardet to 31.07.2022
Mr Paul Greenwood to 31.07.2022
Dr Greg Walker to 31.07.2020
5. Two members from the staff categories of Council membership appointed by the Council.
Two vacancies
6. One member from the student categories of Council membership appointed by the Council.
Dr Barbara Tarling to 31.07.2020

In attendance

The University Secretary

The Head of Governance Team

Secretary Mrs Julie Tayler
