

Meeting of the Nomination Committee

**5pm – 6pm on Thursday 3 March 2016
in 1B16, Technopark, London SE1**

Agenda

<i>No.</i>	<i>Item</i>	<i>Paper No.</i>	<i>Presenter</i>
1.	Welcome and apologies		Chair
2.	Declarations of Interest		Chair
3.	Minutes of the last meeting (to approve)		Chair
4.	Independent Governor succession planning (to discuss)	N.03(16)	Chair
5.	Audit committee co-optee (to note)	N.04(16)	Chair
6.	Court members (to note)	N.05(16)	Sec
7.	Any other business		Chair
8.	Date of next meeting – to be arranged		Chair

Members: Jerry Cope (Chair), Andrew Owen (Vice Chair), Prof David Phoenix (Vice Chancellor), Steve Balmont, Shachi Blakemore and Hilary McCallion.

With: University Secretary and Governance Manager.

Minutes of a Meeting of the Nomination Committee
held at 2pm on Wednesday 21 October 2015
in room 1B27, Technopark, London Road, SE1

Present:

Jerry Cope	Chair
Andrew Owen	Vice Chair
Prof David Phoenix	Vice Chancellor
Steve Balmont	
Hilary McCallion	

Apologies:

Shachi Blakemore

In attendance:

James Stevenson	University Secretary and Clerk to the Board of Governors
Michael Broadway	Governance Manager

Welcome and apologies

1. The Chair welcomed governors to the meeting.

Declarations of interest

2. Steve Balmont declared that through his employment he was linked to some of the organisations with which some of the candidates were connected. He confirmed that he did not know any of the individuals. The committee agreed that this did not represent a conflict of interest.

Minutes of the last meetings

3. The committee approved the minutes of the meetings of 9 January 2015, 28 January 2015 and 3 February 2015.

Independent governor applications

4. The committee discussed the applications for the two vacancies of independent governor (paper **N.01(15)**). The vacancies had been advertised in the Guardian online and the Sunday Time online. Having regard to the skills matrix of the Board included in the paper the Committee agreed that the following criteria were important:
 - a. Commercial experience including brand management expertise;

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- b. Audit experience
5. Having considered the current composition of the Board of Governors and after due consideration, the Committee agreed to invite the following to interview:
- a. Richard Bagley
 - b. Michael Cutbill
 - c. June O'Sullivan; and
 - d. Carol Rue
6. The Committee agreed that first interviews would take place on 4 November 2015 and 9 November 2015 with two members of the Committee. Second interviews would take place during the week commencing 16 November 2015 with the Chair and the Vice Chancellor. If appropriate, following second interviews the Committee would make a recommendation to the Appointments Committee.

Any other business

7. The committee noted that the Chair of the Audit Committee was looking to appoint a co-opted member of the Audit Committee.

There being no further business, the Chairman closed the meeting.

Confirmed as a true record:

..... (Chairman)

	PAPER NO: N.03(16)	
Board/Committee:	Nomination Committee	
Date:	3 March 2016	
Paper title:	Independent Governor Succession Planning	
Author:	James Stevenson, University Secretary and Clerk to the Board of Governors	
Board sponsor:	Jerry Cope, Chair of the Board	
Purpose:	To discuss independent governor succession planning	
Aspect of the Corporate Plan to which this will help deliver?	Board effectiveness	
Recommendation:	<p>The committee is requested to consider:</p> <ul style="list-style-type: none"> • What skills are needed on the Board following James Smith's retirement? • Succession planning for the Vice Chair of the Board • Succession planning for the Chair of the Audit Committee 	
Matter previously considered by:	N/A	On:
Further approval required?	Appointments Committee	On: tbc

Independent Governor Succession Planning

There will be two vacancies on the Board for independent governors from 30 April 2016 (following James Smith's retirement). In addition, the Vice Chair of the Board and the Chair of the Audit Committee are both due to retire from the Board on 31 July 2017.

All other governors, except Douglas Denham St Pinnock who has just started a second term, are in their first term.

There is also currently a vacancy for a co-opted member of the Audit Committee which is being addressed (covered in paper N.04(16) on this agenda).

Board skills matrix

The current skills matrix of the board is attached for information. According to the skills matrix there is a gap in entrepreneurial skills and experience on the Board.

In addition, it was agreed at the last Nomination Committee meeting on 21 October 2015 that audit experience is a requirement for the new governor.

Equality and Diversity statistics

The current equality and diversity statistics of the Board by gender, race and age are attached for information.

Two thirds of independent governors are male and three quarters of independent governors are white.

Next steps

The committee is requested to consider:

- What skills are needed on the Board following James Smith's retirement?
- Succession planning for the Vice Chair of the Board
- Succession planning for the Chair of the Audit Committee

Professional skills (Collective)

Skill Area	Description	JC	AO	SBa	SBI	MC	DDSP	NG	CH	HM	KM	MLN	JS	Total	Desired total	On target?
		2019	2017	2017	2019	2019	2020	2018	2019	2017	2019	2017	2015			
	Term ends	1	2	2	1	1	2	1	1	1	1	1	1			
	Term	1	2	2	1	1	2	1	1	1	1	1	1			
Essential Skills that all governors should possess																
Strategy	Ability to think strategically and identify and critically assess strategic opportunities and threats and develop effective strategies in the context of the strategic objectives of LSBU and relevant government policy	1	1	1	1	1	1	1	1	1	1	1	1	12	All govs	●
Policy Development	Ability to identify key issues for LSBU and develop appropriate policies to define the parameters within which the organisation should operate	1	1	1	1	1	1	1	1	1	1	1	1	12	All govs	●
Financial Performance	The ability to analyse key financial statements	1	1	1	1	1	1	1	1	1	1	1	1	12	All govs	●
	The ability to critically assess financial viability and performance	1	1	1	1	1	1	1	1	1	1	1	1	12	All govs	●
	The ability to contribute to strategic financial planning	1	1	1	1	1	1	1	1	1	1	1	1	12	All govs	●
	The ability to oversee budgets and the efficient use of resources	1	1	1	1	1	1	1	1	1	1	1	1	12	All govs	●
	The ability to oversee funding arrangements and accountability	1	1	1	1	1	1	1	1	1	1	1	1	12	All govs	●
Risk and Compliance oversight	Ability to identify key risks to the organisation in a wide range of areas including legal and regulatory compliance and monitor risk and compliance management frameworks and systems	1	1	1	1	1	1	1	1	1	1	1	1	12	All govs	●
Executive management	Exeption at an executive level including the ability to appoint and evaluate the performance of the CEO and the senior executive managers	1	1	1	1	1	1	1	1	1	1	1	1	12	All govs	●
Essential Skills for the Board to possess but not required of every governor																
Corporate Governance	Knowledge and experience in best practice corporate governance structures, policies and processes (particularly in the not-for-profit context).	1	1	1					1			1	1	6	6	●
Qualifications	Qualifications and experience in accounting or finance		1	1	1		1						1	5	3	●
	Qualifications and experience in the legal profession								1					1	1	●
Human Resources	The ability to oversee strategic HR management including workforce planning and employee and industrial relations	1										1		2	3	●
Commercial Experience	A broad range of commercial/business experience	1	1	1		1	1		1		1		1	8	5	●
Public sector / not for profit experience	A broad range of experience in the public or not-for-profit sectors							1		1		1		3	2	●
Entrepreneurs hip	Demonstrable track record as a successful entrepreneur													1	0	●
Education	Knowledge, experience and networks in higher education	1				1		1		1			1	5	3	●
	Knowledge, experience and networks in education							1		1				2	2	●
Estates management	Experience in developing estates strategies and managing estates projects										1			1	1	●
Community links	Links to LSBU's local community									1	1	1		3	1	●
Health	Knowledge and experience in health and networks in health and the NHS									1				1	1	●

Diversity of the Board of Governors, 2015/16

Gender

	Male	Female	% Male	% Female
Independent Governors	8	4	67%	33%
Internal Governors	3	2	60%	40%
Total	11	6	65%	35%

Ethnicity

	White	BME	% White	% BME
Independent Governors	9	3	75%	25%
Internal Governors	3	2	60%	40%
Total	12	5	71%	29%

Age

	18-29	30-39	40-49	50-59	60+	% 20-29	%30-39	%40-49	% 50-59	%60+
Independent Governors	0	0	1	6	5	0%	0%	8%	50%	42%
Internal Governors	1	0	2	0	0	33%	0%	67%	0%	0%
Total	1	0	3	6	5	7%	0%	20%	40%	33%

	PAPER NO: N.04(16)	
Board/Committee:	Nomination Committee	
Date:	3 March 2016	
Paper title:	Audit Committee co-optee	
Author:	James Stevenson, University Secretary and Clerk to the Board of Governors	
Board sponsor:	Steve Balmont, Chair of the Audit Committee	
Purpose:	To update the committee on recruitment of a co-optee to the audit committee	
Aspect of the Corporate Plan to which this will help deliver?	Board effectiveness	
Recommendation:	That the committee notes the update	
Matter previously considered by:	N/A	N/A
Further approval required?	No	N/A

Audit Committee co-optee

There is currently a vacancy for a co-opted member of the Audit Committee.

The current membership of the Audit Committee is:

- Steve Balmont – Chair
- Shachi Blakemore
- Douglas Denham St Pinnock
- Mee Ling Ng

Douglas currently chairs the Major Projects and Investment Committee and will stand down from the Audit Committee when the co-optee is appointed.

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In order to complement the current skills and experience on the committee, the Chair of the Committee is looking to appoint an individual with experience of audit/internal control work within a company rather than in private practice.

Audit Committee members have suggested potential candidates for the position and the Alumni and Development Office have proposed a list of potential candidates who have links to the University.

The Chair of the Committee is currently reviewing the longlist and meetings with candidates are being scheduled.

The committee is requested to note the update.

	PAPER NO: N.05(16)	
Paper title:	Court members	
Date:	3 March 2016	
Board/Committee:	Nomination Committee	
Author:	James Stevenson, University Secretary and Clerk to the Board of Governors	
Board sponsor:	Jerry Cope, Chair of the Board	
Purpose:	To update the committee on the current membership of the LSBU Court	
Recommendation:	That the committee notes the current membership of the LSBU Court	
Aspect of the Corporate Plan to which this will help deliver?	Access to opportunity	
Matter previously considered by:	N/A	N/A
Further approval required?	No	N/A

Summary

The University Court was established in 2011 to allow the University to engage with external stakeholders, including representatives from the local community, professional bodies, schools and colleges, and local politicians.

The following members have been invited to join the Court since the last meeting in March 2015:

- Musharraf Chaudhury, Chairperson, Southwark Multi-Faith Forum
- Neil Coyle MP, MP (Lab) Bermondsey & Old Southwark
- Juliette Greenwood, Chief Nurse, Great Ormond Street Hospital
- Dr Joe Spence, Master of Dulwich College (awaiting reply)

The committee is requested to note the membership of the LSBU Court.

Name	Primary Business Position	Primary Business Organisation Name	Member From
The Rt Hon Lord Adebowale CBE	CEO	Turning Point	01/11/2011
Ms Francesca Berriman MBE	CEO	Chartered Institute of Architectural Technologists	04/11/2011
Dr Liz Bishop	Chief Operating Officer	The Royal Marsden NHS Foundation Trust	28/10/2011
Mr Lionel Blackman	Chair	Solicitors' International Human Rights Group	31/10/2011
Mr Frank Brake			08/11/2011
Dr Charles Bruce	Managing Director	Health Education North West London	05/03/2014
Sir Stephen Bubb	CEO	ACEVO	02/11/2011
Sir Steve Bullock	Mayor of Lewisham	Lewisham Council	31/10/2011
Ms Chris Caldwell	Dean of Healthcare Professions	Health Education North Central & East London	05/03/2014
Professor Sir David Cannadine	Professor	Princeton University	10/08/2012
Sir Cyril Chantler			31/10/2011
Mr Graham F Chase	Senior Partner	Chase & Partners	04/02/2013
Mr Musharraf Chaudhury	Chairperson	Southwark Multi-Faith Forum	01/07/2015
Prof Linda Colley CBE FBA FRSL	Professor	Princeton University	10/08/2012
Mr Neil Constable	CEO	The Globe	31/10/2011
Mr Simon Cooper	Head of Sport Unit	Mayor's Office	02/11/2011
Mr Neil Coyle MP	MP (Lab) Bermondsey & Old Southwark	House of Commons	12/05/2015
Dame Karlene Davis DBE			10/11/2011
Miss Sue Emmas	Associate Artistic Director	Young Vic	30/11/2011
Ms Cinta Esmel	Head of Trusts and Statutory Funding	Mayor's Fund	05/03/2014
Ms Julie Evans	Director London	National Skills Academy for Sport and Active Leisure	30/11/2011
Mr Kevin Everett	Chairman and Treasurer	Sir John Cass's Foundation	14/11/2011
Mrs Stella Flannery	Principal	St Francis Xavier 6th Form College	14/11/2011
Dr David Foster	Deputy Chief Nursing Officer	Department of Health	08/11/2011
Ms Beatrice Fraenkel	Chair	Architects Registration Board	02/11/2011
Ms Ann Francke	CEO	Chartered Management Institute	15/01/2014
Dr David Frost CBE, DL	Executive Chairman	National Centre for Entrepreneurship in Education	31/10/2011
Ms Marie Gabriel	Chair	East London NHS Foundation Trust	17/11/2011
Mr David Glasser	Chairman	Ben Uri Gallery	10/01/2012
Ms Juliette Greenwood	Chief Nurse	Great Ormond Street Hospital	07/2015
Ms Naomi Hankinson	Chair	College of Occupational Therapists	23/11/2011
Mr Devon Hanson	Principal	Evelyn Grace Academy	15/11/2011
The Rt Hon Harriet Harman QC, MP	MP (Lab) Camberwell & Peckham	House of Commons	21/02/2012
Ms Samantha Heath	Chief Executive	London Sustainability Exchange	17/02/2012
Mr Mark Hendrick MP	MP (Lab and Co-op) Preston	House of Commons	30/11/2011
Mr Peter Hewitt CBE	CEO	Guy's and St Thomas' Charity	12/01/2012
Baroness Howe of Idlicote, CBE		House of Lords	31/10/2011
Ms Jackie Hughes	President	Society of Radiographers	01/07/2012

Dr Nobuhiro Iijima	President	Yamazaki Baking Co	02/12/2011
Mr Paul Jackson	Chief Executive	Engineering UK	08/11/2011
Mr Mick Jarvis	Manager, BD & Negotiations	ConocoPhillips Company	07/11/2011
The Rt Hon Baroness Jay of Paddington	Baroness Jay of Paddington	House of Lords	03/11/2011
Cllr Peter John	South Camberwell (Lab)	Southwark Council	15/11/2011
Alderman Sir Paul Judge	President	Association of MBAs	02/11/2011
Mr Gale Keller	Head Teacher	Battersea Park School	12/01/2012
Prof Dame Donna Kinnair, DBE	Chief Nurse	NHS South East London	30/11/2011
Mr Dominic Kirkbride	HR Director	Parsons Brinckerhoff	21/11/2011
Sir Peter Lampl	Chairman	The Sutton Trust	02/11/2011
Ms Diane Lees CBE	Director-General	Imperial War Museum	31/10/2011
Mr Peter Mayhew-Smith	Principal	Kingston College	10/11/2011
Mr Kevin McGrath	Chairman	M&M Asset Management	01/11/2011
Mr John P McNamara	Trustee	British Safety Council	16/07/2012
Ms Jennifer McNeill	Regional Director	South East Employers	25/11/2011
Cllr Adele Morris	Cathedrals (LD)	Southwark Council	10/03/2014
Mr Kevin Mortell	Group Operations Officer	Norton Rose Fulbright	15/11/2011
Sir Daniel Moynihan	Chief Executive Officer	Harris Federation	31/10/2011
Rev Sally A Muggeridge			25/03/2013
Sister Anne Marie Niblock	Head Teacher	Notre Dame School	31/10/2011
Mr Simon Osborne	CEO	The Institute of Chartered Secretaries and Administrators	14/11/2011
Dr Jane Overbury OBE	Principal	Christ the King Sixth Form College	02/11/2011
Mr Daniel Pedreschi	General Manager	Park Plaza Westminster Bridge Hotel	08/03/2013
Ms Sue Percy	Chief Executive	The Chartered Institute of Highways & Transportation	02/11/2011
The Rt Hon Baroness Perry of Southwark	Baroness of Southwark	House of Lords	01/11/2011
Mr Gary Phillips	Head Teacher	Lilian Baylis Technology School	02/11/2011
Dr Mike Phillips OBE			07/11/2011
Ms Yvonne Powell	Principal	Walworth Academy	15/01/2014
Mr Anil Puri	Chairman	Purico	28/01/2013
Professor Nathu Puri CBE			04/11/2011
Dr David Quarmby CBE			17/01/2012
Dr Raminder Ranger CBE	Chairman	Sun Mark	04/02/2013
Mr Oliver Richards	Director	ORMS	14/12/2011
Mr John Ridding	CEO	Financial Times	11/11/2011
Ms Elizabeth Robb	Chief Executive	Florence Nightingale Foundation	17/01/2013
Mr John Rushton	Chairman	Waterloo Quarter Business Improvement District	07/02/2014
Mr Peter Saraga OBE			11/11/2011
Professor Dame Eileen Sills DBE	Chief Nurse & Director of Patient Experience	Guy's & St Thomas' Hospital Trust	02/11/2011
Ms Elizabeth Sims	Headmistress	Archbishop Tenison's School	10/11/2011

Prof Geoffrey Stephenson	Chair	Federation of Drug and Alcohol Professionals	06/12/2011
Mr Hitesh Tailor	Managing Director	umi	23/11/2011
Mr David Taylor	Council Member for South London	Law Society	01/11/2011
Sir Hugh Taylor	Chairman	Guy's & St Thomas' NHS Foundation Trust	15/11/2011
Dr Anna van der Gaag CBE	Chair of the Council	Health Professions Council	07/02/2013
Sir William Wakeham	President	Institution of Chemical Engineers	06/12/2011
Mr Simon Walker	Director General	Institute of Directors	12/03/2013
Mr Ken Warman	Principal	BSix Brooke House Sixth Form College	20/12/2011
Mr Jeremy Watson	Director of Science & Technology	Arup	30/11/2011
Mr Dean Westcott	Past President	Association of Certified Chartered Accountants	29/11/2011
Ms Camilla Wiley	Director of Nursing	Royal National Orthopaedic Hospitals NHS Trust	03/02/2012
Mr Martin Willey	Managing Director	Yew Tree Projects	07/11/2011
Mr Shen Yang	Minister-Counsellor (Education Section)	Embassy of the People's Republic of China	03/07/2014