

**Minutes of the meeting of the Nomination Committee
held at 1.00 pm on Thursday, 15 December 2016
1B16 - Technopark, SE1 6LN**

Present

Jerry Cope (Chair)
Steve Balmont
Shachi Blakemore
Andrew Owen
David Phoenix

Apologies

Hilary McCallion

In attendance

James Stevenson
Michael Broadway

1. Welcome and apologies

The Chair welcomed governors to the meeting.

The above apologies were noted.

2. Reappointment of independent governors

In the absence of Steve Balmont

The committee discussed the extension of Steve Balmont's second term of office as a governor for up to two additional years. The committee noted that under article 9.2 "an Independent governor may not normally be appointed for more than two terms of office in total". The committee noted that Mr Balmont was the Chair of the Audit Committee.

The committee considered it appropriate to extend Mr Balmont's term of office while a suitable successor for Chair of the Audit Committee is recruited and recommended the extension of his term of office to the Appointments Committee for up to two additional years.

The committee discussed the re-appointment of Hilary McCallion and Mee Ling Ng whose first term of office expires on 12 March 2017. After careful consideration, the committee recommended to the Appointments Committee that they both are re-appointed for second terms of four years to 12 March 2017.

A written recommendation to the Appointments Committee would follow.

3. Declarations of interest

No member declared an interest in any item on the agenda. Steve Balmont had been absent for the discussion on his reappointment.

4. Minutes of the previous meeting

The committee approved the minutes of the meeting of 19 May 2016.

All matters arising had either been completed or were covered on the agenda.

5. Succession planning

Steve Balmont joined the meeting

The committee discussed independent governor succession planning. The committee noted that Andrew Owen, Vice Chair of the Board and Chair of the Finance, Planning and Resources Committee, and Neil Gorman were both due to retire from the Board during 2017.

The committee discussed the tabled skills matrix of the Board. The committee agreed that up to three individuals with the following skills and experience should be recruited:

- audit and financial experience to succeed Steve Balmont as Chair of the Audit Committee;
- experience in digital economy and international business; and
- higher education experience (covered in another item on the agenda).

These individuals would be recruited by the methods set out below in minute 6.

The committee noted that the Chair is identifying appropriate candidates from within the Board to be Vice Chair, and Chair of the Finance, Planning and Resources Committee and will ask Board colleagues for expressions of interest.

6. Recruitment methods and diversity

The committee discussed recruitment methods for independent governors. The committee noted that open advertising had been used in the past with mixed success. The use of targeted advertising was supported, including the use of the Non-Executive Forum.

The committee agreed that the proposed networks should be used for independent governor recruitment. The networks of professional advisers and suppliers should also be used.

The committee agreed to use LSBU networks and targeted recruitment to identify appropriate candidates in January 2017. The committee would review applications at the end of February 2017.

The committee discussed the diversity of the Board and the draft diversity target for inclusion in the Standing Orders. The committee emphasised the

need to have a diverse Board with the right skills. The committee noted its responsibility to consider all aspects of diversity when recruiting new governors. It was agreed that in the event of underrepresentation of any group, targeted recruitment would be used to address this.

The committee requested that the draft wording is revised.

7. Independent governor recruitment - higher education experience

The committee noted that Neil Gorman, ex Vice Chancellor of Nottingham Trent University was retiring in July 2017. The committee agreed that an individual should be recruited with strategic higher education experience.

The committee agreed to approach Sir Tim Wilson, Peter Fidler and John Coyne to gauge their interest in the role. Additional ex Vice Chancellors would be sought through the use of the university's networks.

8. Group structure - potential implications

The committee noted that the University group structure was expanding which may lead to a group holding company with group operating companies. This would have implications for the role of the Board of the University and its membership. The Chair would discuss further at the independent governors' dinner in January 2017.

**Date of next meeting
To be confirmed**

Confirmed as a true record

..... (Chair)