

**Minutes of the meeting of the Nomination Committee
held at 2.00 pm on Thursday, 24 September 2020
via MS Teams**

Present

Jerry Cope (Chair)
Duncan Brown
Michael Cutbill
Hilary McCallion
David Phoenix
Rashda Rana

In attendance

Kerry Johnson
James Stevenson

1. Welcome and apologies

The Chair welcomed members to the meeting.

No apologies were received.

2. Declarations of interest

No member declared an interest in any item on the agenda.

3. Minutes of the previous meeting

The committee approved the minutes of the meeting of 14 March 2019, 9 August 2019 and 12 December 2019.

4. Board diversity - Athena SWAN commitments

The committee discussed the action points set out in the University's Athena SWAN application and the need to consider diversity more widely when recruiting new governors.

The committee re-affirmed its commitment to produce gender-balanced shortlists, as initially agreed at its meeting of 14 March 2019.

The committee noted that it would not be realistic to achieve a gender-balanced (60/40) Board by 2022 as two female governors retired in 2021 and then there would be minimal planned turnover until 2024.

The committee discussed options for co-opting members to improve Board diversity. It was noted that this could also be used as a way to address any skills shortages on the Board and its committees or to develop 'associate' governors to build capacity.

The committee agreed to explore the matter of co-option and associate governors further. The governance team would circulate a paper outlining sector best practice in this area.

5. Recruitment consultant engagement recommendation

The committee noted the need to recruit at least two new independent governors as both Mee Ling Ng and Hilary McCallion were due to finish their terms as members of the Board in March 2021. Douglas Denham St Pinnock's term had also ended in March 2020.

The committee noted that proposals had been received from Audeliss, Odgers Berndtson and Saxton Bampfylde. The proposals had been evaluated by the governance team and the Chair, who had agreed that Audeliss best fitted the brief. The committee noted Audeliss' particular strength in sourcing diverse candidates.

The committee agreed to support the appointment of Audeliss as search consultants for the recruitment of up to two independent governors initially, and potentially three.

6. Governor skills matrix

The committee discussed the current balance of skills within the Board of Governors, as collated during a recent self-assessment exercise.

The committee identified four areas of priority ahead of the upcoming round of governor recruitment:

- health;
- entrepreneurship;
- research funding;
- IT and technology.

The committee noted that some candidates may specialise in more than one of these areas, such as health and research.

The committee agreed to proceed to recruit two new governors during winter 2020 to allow some headroom ahead of the end of the Chair's term in July 2023.

Date of next meeting
tbc

Confirmed as a true record

..... (Chair)