

BISHOP GROSSETESTE UNIVERSITY

MINUTES OF THE MEETING OF THE
GOVERNANCE & NOMINATIONS COMMITTEE

THURSDAY 8 FEBRUARY 2018
ROOM 103, SKINNER BUILDING

Present

Professor David Head (from Item 6)
Dr Tony Hill
Mr Graham Meeson
Reverend Canon Professor Peter Neil
Mr Bob Walder (Chair)

In attendance

Mr Matthew Pitts, Governance, Compliance & Operations Manager (Minutes)

Action

- 1. Welcome**
- 1.1 The Chair welcomed members to the second Governance & Nominations Committee meeting of the 2017–18 academic year.
- 2. Apologies**
- 2.1 Apologies for absence were received from Mrs Angela Crowe, Mr Steve Deville and Professor Jayne Mitchell.
- 3. Declarations of interest**
- 3.1 No declarations of interest were received.
- 4. Minutes of the last meeting held on 11 October 2017**
- 4.1 The minutes of the meeting of 11 October 2017 were AGREED as a true and accurate record and the Chair was authorised to sign them following the meeting.

5. Matters arising

5.1 (i) Action table

The members NOTED the progress of the Governance Effectiveness plan actions.

The Chair advised that when the new Instrument and Articles of Government were in action it was the intention to continue having an invited student representative in attendance at Council, in addition to the Students' Union President, who would be a Council Member.

5.2 The members NOTED that, following a call for nominations, Dr Sacha Mason would be proposed to become a Council member as the Teaching Staff Council member, to begin her term of office when Mr Graham Meeson's term of office ended.

5.3 The members AGREED that the Instrument and Articles draft should be reviewed to clarify whether the requirement for an 80% in favour vote to make a change to the character of the institution was based on all of Council, or those present.

5.4 (ii) Any other matters

The members AGREED to recommend to Council that Dr Stephen Critchley becomes a Council Member and a Remuneration Committee Member.

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6. Vacancies & recruitment

(i) To review and consider Council Member vacancies and sub-committee membership

6.1 The Members NOTED that the Bishop had nominated The Dean of Lincoln, The Very Reverend Christine Wilson. It was NOTED that her induction had begun.

6.2 The Members NOTED that the Bishop of Lincoln had nominated The Rt Rev Dr Nigel Peyton, Honorary Assistant Bishop Diocese of Lincoln, as their representative on University Council.

6.3 It was NOTED that Mrs Jackie Croft has agreed to join Remuneration Committee.

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The members AGREED the University Council should seek to co-opt an independent member to Remuneration committee.

- 6.4 The members NOTED that it was considered best practice for someone other than the Chair of Council to chair Remuneration Committee.
- It was AGREED that Dr Tony Hill should chair the next two Remuneration Committee meetings, subject to the agreement of that committee's members.
- It was AGREED that when Dr Tony Hill finished his term of office that Dr Stephen Critchley would be recommended to the Chair the Remuneration Committee.
- 6.5 It was NOTED that the Students' Union had currently not elected a Student member for Council membership.
- 6.6 It was AGREED that the Committee would recommend to Council that Mrs Angela Crowe, Mr Stephen Lawrence, AVM Gavin Mackay, and Professor David Head be appointed for a second term of office. **Governance Office**
- 6.7 The members NOTED the Bishop of Lincoln's nomination of The Revd David Dadswell to fill the vacancy which will arise when Dr Tony Hill comes to the end of his second term of office, as a Diocesan nominee.
- 6.8 The members NOTED that Audit Committee current has a members of 4, 3 members are required to be present for it to be quorate.
- The members AGREED that Audit committee's membership should be increased. **Governance Office**
- The committee AGREED to recommend to Council that the Dean be appointed to Audit Committee.
- 6.9 The members AGREED that head hunting should not start yet for the vacancies which will arise when Dr Kevin Brown come to the end of his second term in August 2018.
- 6.10 It was AGREED an invitation for expressions of interest in Council roles should be placed on the University website. **Governance Office**
- It was NOTED that Council was committed to increasing its diversity.
- 6.11 It was NOTED that the members felt it may be beneficial to appoint someone practicing law to its membership.

7. Effectiveness

7.1 (i) Council effectiveness update

The members AGREED it would be worthwhile to review the current Council Committee structure. It was felt some meetings were no longer necessary owing to increasingly engaged Council members, and Council's confidence in the Executive.

7.2 It was AGREED to propose to Council that Strategy Monitoring Board be discontinued.

7.3 It was AGREED to propose to Council that Remuneration Committee review the number of meetings held per year.

(ii) To discuss the Governance Effectiveness Action Plan

7.4 The members NOTED the progress of the actions listed.

The members AGREED it was essential to ensure there was sufficient funding available for Council members' development.

7.5 It was NOTED that there were no current plans to increase the number of Council meetings.

It was NOTED however that the length of Council's meetings had been extended to increase the time available for strategic discussion.

It was also NOTED the strategy away day was a relatively new addition to the Council programme.

It was NOTED that Ms Alice Hynes had been asked to complete a follow up review of Council Effectiveness later in the year.

8 To receive an update on Honorary Graduate nominations

8.1 Mr Graham Meeson provided an update on Honorary Graduation nominations.

It was NOTED that Terms of Reference for the subgroup of Senate were under development.

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8.2 The members AGREED they were content to recommend the nomination for an honorary fellowship for approval by Council.

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8.3 The members AGREED they would not put forward a recommendation with regard to the nominations for the award of doctor of the University; rather they would ask Council to receive and consider the nominations.

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It was AGREED that another call for nominations should be issued.

9. Agenda suggestions for future meetings

No suggestions for future agenda items were made.

10. Agenda management and review

The members AGREED they were satisfied that the meeting's business had been dealt with effectively.

11. Any other business

No other business was discussed.

12. Key Items for University Council

- Dr Stephen Critchley's appointment to Council
- Second term appointments to Council
- Discontinuation of Strategy Monitoring Board
- Remuneration Committee meeting schedule
- Honorary award nominations

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13. Date of next meeting

- 13.1 The next meeting of the Governance & Nominations Committee would be held on Thursday 16 May 2018 at 2pm in Room 102, Skinner Building.

Signed Bob Walde

Date 16-5-2018

