

NOMINATIONS COMMITTEE OF THE BOARD OF TRUSTEES**Thursday 10 June 2021****Zoom Meeting****MINUTES**

Present: Raman Bedi, Jack Boyer (Chair), Andrew Carr, Lucinda Parr (Registrar & Secretary), Hazel Phillips, Andreas Raffel, Mohammed Saddiq,

In attendance: Helen Cole (Secretary), Hannah Quinn (Head of Governance & Executive Support)

Apologies: None

1. WELCOMES, APOLOGIES AND DECLARATION OF INTERESTS

1.1 The Chair welcomed everyone and declared the meeting as quorate.

2 MINUTES OF PREVIOUS MEETING AND ACTIONS

2.1 APPROVED: the minutes of the meeting of the Nominations Committee on 7 April 2021.

3 MATTERS ARISING AND ACTIONS

3.1 There were no matters arising and all actions were completed or ongoing as per the action register.

4 CHAIR'S BUSINESS

4.1 There was none.

5 BOARD MEMBERS' TERMS OF OFFICE AND COMMITTEE MEMBERSHIP
(reference **NCB/20-21/016**).

5.1 The following points were NOTED:

5.1.1 [REDACTED: Personal information]

Action: Secretary

5.1.2 [REDACTED: Personal information]

Action: Secretary

5.1.3 That outgoing Academic Trustee member Sheila Ellwood was a member of Finance and Infrastructure Committee. In due course, the Secretary to ask the Chair of the Board and the Chair of Finance and Infrastructure Committee to consider which incoming Academic Trustee member to invite to join this Committee.

Action: Secretary

- 5.1.4 That outgoing Academic Trustee member Keith Syrett was a member of Pensions Task and Finish Group. In due course, the Secretary to ask the Chair of the Board will consider which incoming Academic Trustee member to invite to join this Group.

Action: Secretary

5.2 The following points were DISCUSSED:

- 5.2.1 AGREED that for the decision points detailed below, each member of the Committee recused themselves for the discussion and decision relating to themselves.
- 5.2.2 AGREED to RECOMMEND to the Board of Trustees, the reappointment of Andrew Carr for a second term from 1 January 2022 to 31 December 2024 based on a verbal update from the Chair of the Board.
- 5.2.3 AGREED to RECOMMEND to the Board of Trustees, the reappointment of Jessica Cecil for a second term from 1 January 2022 to 31 December 2024 based on a verbal update from the Chair of the Board.
- 5.2.4 AGREED to RECOMMEND to the Board of Trustees the reappointment of Linda Fletcher for a second term from 1 January 2022 to 31 December 2024 based on a verbal update from the Chair of the Board.
- 5.2.5 AGREED to RECOMMEND to the Board of Trustees the reappointment of Nicholas Joicey for a second term from 1 January 2022 to 31 December 2024 based on a verbal update from the Chair of the Board.
- 5.2.6 AGREED to RECOMMEND to the Board of Trustees, the reappointment of Hazel Phillips for a second term from 1 January 2022 to 31 December 2024 based on a verbal update from the Chair of the Board.
- 5.1.7 AGREED to RECOMMEND to the Board of Trustees that a vacancy is held on Finance and Infrastructure Committee until January 2022 (see paragraph 5.1.3 above).
- 5.1.8 AGREED to RECOMMEND to the Board of Trustees that a vacancy is held on Pensions Task and Finish Group until January 2022 (see paragraph 5.1.3 above).

6 SUMMARY ADVICE ON REMUNERATION OF TRUSTEES (reference NCB/20-21/017).

6.1 The following points were NOTED:

- 6.1.1 The advice received in relation to payment of Trustees, which had been prepared with support from Veale Wasborough Vizards.
- 6.1.2 NOTED that the topic of remuneration was only applicable to lay/ independent trustees not to staff or student members and that this disparity could affect the Board dynamic.
- 6.1.3 NOTED that although the remuneration of Trustees could be a route by which the University could maintain or improve Board and Committee diversity, other methods and initiatives (eg Governance Apprenticeship Scheme and proactive advertisement to underrepresented groups) needed to continue in parallel.

6.2 The following points were DISCUSSED:

- 6.2.1 AGREED to SUPPORT the continued exploration of remuneration of Trustees, and the inclusion of remuneration in the external Board Effectiveness Review via the Steering Group.

7 RECRUITMENT TIMETABLE AND PROCESS FOR EMERITUS MEMBERS OF COURT (reference **NCB/20-21/018**).

7.1 The following points were DISCUSSED:

7.1.1 APPROVED recruitment timetable and process for Emeritus members of Court.

8 UPDATE ON GOVERNANCE APPRENTICESHIP SCHEME (reference **NCB/20-21/019**).

8.1 The following points were NOTED:

8.1.1 That the Secretary would contact the members of the Committee to arrange a date to interview candidates between the 26 & 30 July 2021. NOTED that shortlisting would take place by the Committee via email.

Action: Secretary

8.1.2 That the Secretary would contact the Lay/ Independent members of the Board of Trustees to invite them to act as a mentor to the incoming apprentice.

Action: Secretary

8.1.3 That Perrett Laver would remain in touch with the Apprentices and support facilitations between all those appointed. They would also arrange a formal catch-up with the Committee once the Apprentices have been in place for 6 months.

8.2 The following points were AGREED:

8.2.1 APPROVED the arrangements for recruitment and appointment of potential apprentices including advert (attached at Appendix A).

9 SUMMARY OF THE INFORMAL REVIEW OF BOARD AND COMMITTEE MEMBERS BY THE CHAIR OF THE BOARD (reference **NCB/20-21/020**).

9.1 The following points were NOTED:

9.1.1 The Chair of the Board provided a verbal summary of the informal review of Board and Committee members that he had carried out noting that the process was ongoing and formed part of a wider endeavour to understand emerging issues and ensure engagement and understanding by the members of the University's work. NOTED that the members of the Board had expressed a general satisfaction with flow of information, decision making and also the effectiveness of the Governance Team from the Registrar down. NOTED that Board members appreciated the shift to more frequent sessions on specific issues to allow for greater depth of understanding including the addition of updates from the Vice-Chancellor. NOTED that Board members were keen to return to in person once Covid-19 restrictions allowed this. NOTED that Board members continued to be mindful of the tension created by increased quality of papers that required more time read and engaged with and that the Chair was considering ways to mitigate this. NOTED that a larger Board would allow membership of Board Committee roles to be more thinly distributed, however the Committee was mindful that a smaller Board was widely considered to be more efficient.

10 SUMMARY OF THE INFORMAL REVIEW OF THE SENIOR EXECUTIVE (VICE-CHANCELLOR, COO, REGISTRAR, DEPUTY VICE-CHANCELLOR & PROVOST)

10.1 The following points were NOTED:

10.1.1 The Deputy Chair of the Board provided a verbal summary of the informal review of the Senior Executive [REDACTED: Personal information] noting that over the last year the University's Senior Management Team had excelled in unprecedented circumstances, of particular note was the engagement of senior staff in wider community projects within the City of Bristol. Additionally, [REDACTED: Personal information]

11 SKILLS & EXPERIENCE SURVEY 2021/22 (reference **NCB/20-21/021**).

11.1 The following points were AGREED:

11.1.1 APPROVED the Board and Board Committee members Skill Audit Questionnaire for year 2021/22 prior to circulation to members in June 2021.

12 BOARD MEMBER INDUCTION AND TRAINING FOR YEAR AHEAD (reference **NCB/20-21/022**).

12.1 The following points were NOTED:

12.1.1 That engagement between the Board members and the Deans of the Faculties was an area that the Chair wished to increase. The intention was that Deans and other staff, and students would attend dinners, site visits with the aim of extending engagement between trustees and wider student, professional service body.

12.2 The following points were AGREED:

12.2.1 AGREED the plans for training and induction for the Board of Trustees.

13 ANY OTHER BUSINESS, INCLUDING FUTURE AGENDA ITEMS, CONSIDERATION OF EQUALITY RELATED RISKS, & COMMUNICATION AND CONSULTATION MATTERS

13.1 There was no other business, and the meeting was closed.

14 MEETING CLOSED