

UNIVERSITY OF LEICESTER

COUNCIL

24 October 2023

Annual Report of the Nominations Committee for 2022-2023

Purpose of this report

1. The Nominations Committee reports to Council following its meetings, and to Court periodically, as required by the flow of business, but does not present its full minutes to either body. Instead, it reports by way of specific recommendations and updates, and otherwise submits an annual report to Council.
2. This is the Nominations Committee's Annual Report to Council for 2022-23 covering relevant activity in the period from 1 August 2022 to the Committee meeting held on 25 September 2023, when it was approved by the Committee. Council is asked **to note** this report, which is normally published on the University's website.

Membership

3. The membership of the Nominations Committee includes a majority of lay members and staff members of Council *ex officio*. In the period covered by this report the membership was as follows:

Lay members

Gary Dixon	Member and Chair throughout
Martin Cullen	Member to 31 August 2023
Sophie Dale-Black	Member throughout
Cathy Ellis	Member from 1 September 2023
Ian Johnson	Member to 31 July 2023
Vijay Sharma	Member to 31 July 2023

Staff members

Nishan Canagarajah	Member throughout
Henrietta O'Connor	Member from 1 August 2023
Catherine Morley	Member from 9 September 2023 (Senate member of Council)

4. The University's Registrar and Secretary, Geoff Green, was in attendance at all meetings of the Committee except for that held on 25 July 2023.
5. The role of Secretary to the Committee was carried out by Alison Benson, Governance Office, with support and cover provided by other members of the Governance Office as necessary.
6. Activity in the period covered by this report was considered by the Committee at meetings held on 21 September 2022, 2 February 2023, 12 June 2023, 25 July 2023 and 8 September 2023. The outcome of business during the year is summarised below, including a summary of previous reports to Council made throughout the 2022-23 year.

Lay members of Council – new appointments

7. In December 2022 the Committee recommended the appointment of Liz Blyth as a lay member of Council, following a prior appointee being unable to commit to the role (Florence Hayden). Ms Blyth's initial term runs from 1 February 2023 to 31 July 2025.

8. The Committee then oversaw a recruitment process to fill vacancies for lay members of Council which arose from the in-year resignations of Craig Brown and Azam Mamujee and the retirement of Vijay Sharma. This process, supported by Nurole (agency), concluded in July 2023 and the Committee recommended the appointments of Lauren Bartlett and Jack Chambers as lay members of Council for an initial term to 31 July 2026. There remains one further vacancy for a lay member of Council.
9. The Committee noted that Vijay Sharma was required to retire from Council at 31 July 2023, having completed the normal maximum of 9 years' continuous service as a lay member of Council plus a further year by extension in exceptional circumstances. Dr Sharma had served latterly as Vice-Chair of Council.

Lay members of Council including Senior Officers – reappointments and additional roles

10. At its meeting on 5 July 2023 Council approved the Committee's recommendation that Cathy Ellis should be reappointed as a Court-appointed member of Council for a final three-year term to 31 July 2026. Ms Ellis's reappointment was duly confirmed by Court.
11. Due to the resignation of Ian Johnson as University Treasurer with effect from 31 July 2023, an appointment process was conducted to elect an Interim Treasurer and Senior Lay Member for 2023-24 from within Council's existing lay membership. Following the conclusion of this process, Cathy Ellis was elected by Council in July 2023, on the recommendation of the Committee, to serve as Interim Treasurer and Senior Lay Member for 2023-24. A further lay member vacancy thereby arises on Council for the 2023-24 year only, and an appointment process for a substantive University Treasurer will take place in 2023-24.
12. At its meeting on 5 July 2023 Council also approved the Committee's recommendation that Mehmooda Duke should be reappointed as a Court-appointed member of Council for the remainder of her final three-year term, to 31 July 2025. This followed her temporary absence for the 2022-2023 academic year during her term as High Sheriff of Leicestershire. Ms Duke's reappointment was duly confirmed by Court.

Council membership of University Committees and attendance monitoring

13. Attendance records of members of Council at meetings of Council and its four key 'compliance' committees were published for the first time within the University's Financial Statements for 2016-17. This information has since been published annually in the Financial Statements.
14. At its meeting in September 2022 the Committee reviewed the 2021-2022 attendance record of all Council members at meetings of the governing body, and the attendance record of Council members serving on the four key 'compliance' committees of Council – the Audit and Assurance, Finance and Infrastructure, Nominations and Remuneration committees. The Committee identified no concerns with members' attendance records during 2021-22, and these were subsequently published in the Financial Statements for that year.
15. At its meeting on 2 February 2023, the Committee approved the appointment of Sophie Dale-Black to the van Geest Board of Trustees.
16. During the year the Committee considered attendance monitoring in order to ensure that committee members were fulfilling their roles and to facilitate consideration of committee allocations for 2023-24. This information has been made available to the Committee via its Sharepoint site and will be regularly updated by the Governance Office to enable early discussion of any concerns or issues.

17. The Committee approved the final Council membership of University committees for 2023-24 at an additional meeting held on 8 September 2023. Workload principles were considered and for the first time, Senate members of Council have been allocated to standing committees of Council and Senate. The membership position demonstrates full compliance with the CUC Code.

Council Effectiveness, Induction and Development

18. The Committee considered and implemented a new induction and development programme for Council in 2022-2023, which commenced with a strategic away day for Council and Executive Board members held in September 2022. This was well-received and has been repeated in September 2023, with the development programme also refreshed for 2023-2024.
19. In June 2023 it was agreed that implementation of the action plan from the 2021 Council Effectiveness Review was now complete, with relevant actions incorporated into business-as-usual activity. The Committee was satisfied that effectiveness and continuous improvement were now embedded into Council activity and would remain an area of focus. The next Council Effectiveness Review is due to take place in 2025 and will require external input.

Alumni Association Governance

20. The Committee considered the proposed changes to the Alumni Association, which would confirm a number of changes in relation to the appointment of the Chair of the Alumni Association and the appointment of the Alumni Association representative on Council. These changes required an amendment to the University Ordinances, and would enable better governance and improve the functioning of the Alumni Association Committee and Council.
21. The Committee recommended the changes to Council for approval, and they were subsequently approved by Council via correspondence in August 2023. As a result the Alumni Association has now ceased to be a standing Committee of Council, reporting instead through the People, EDI and Wellbeing Committee.

Co-opted Membership on Council Committees

22. On behalf of Council, the Committee agreed proposed changes to terms of office for co-opted membership on Council committees (currently Audit and Assurance Ctt and Investments Ctt) to apply to new memberships from 1 August 2023. Members were previously appointed for one year renewable. New co-opted members are now appointed for an initial 1-year term of office, to be extended by two years by mutual consent between the member and relevant committee Chair. This delivers a standard three-year term of office with a suitable initial review point.
23. Membership is then renewable for one further three-year term in order to provide a 'normal' maximum 6-year term of office, with absolute maximum length of service not to exceed nine years.
24. On this basis, the Committee approved the appointments of Tarun Sakhrani and Folaseto Akin-Olugbade to the Investments Committee for an initial one-year term to 31 July 2024. The Committee also approved the reappointment of existing members David Moore and Paul Rivlin for a further one-year term to 31 July 2024.
25. The Committee approved the reappointment of existing members Peter Dundas and Adrian Keene on Audit and Assurance Committee (AAC) for the remainder of their six-year maximum term, to 31 July 2025. It was acknowledged that this would coincide with the end of the current AAC Chair's term of office; succession planning for AAC would be revisited in due course.

Corporate Governance Code of Practice, Fit and Proper Persons Assurance, EDI Monitoring

26. At its meeting on 2 February 2023, the Committee recommended to Council for approval the updated Corporate Governance Code of Practice, including the adoption of a Code of Conduct for lay members of Council. This was subsequently approved by Council on 8 March 2023.
27. In February 2023 the Committee also noted the first annual Fit and Proper Persons procedure assurance report, assuring compliance with requirements of Office for Students registration and of the Finance Act 2010. The report assured the procedure approved by the Committee in 2022 and subsequently implemented. The assurance given by Nominations Committee was also reported to the Audit and Assurance Committee (AAC) in February 2023 to enable AAC to comply with its full remit.
28. EDI demographic information as disclosed by Council members for 2022/23 is attached at the Appendix.

Appointment of new Full and Associate Members of Court

29. At its meeting on 12 June 2023, the Committee conducted an annual review of the criteria for the appointment of members to Court, making minor amendments only to ensure that full membership of Court, although often offered to retiring Council members, was not perceived as 'automatic'.
30. After consideration of the cases on individual merit, the Committee recommended to Council that Ian Johnson and Craig Brown be invited to become Full Members of Court, effective until 31 December 2025 in the first instance. This was approved by Council on 5 July 2023.
31. During 2022-2023 Council approved recommendations from the Committee for the following individuals to be invited to be appointed as Full and Associate Members of Court, each to serve for a three-year term in the first instance:

Full Members

Andrew Morgan
Carole Thorogood*
Janet Arthur*
Craig Brown
Ian Johnson*

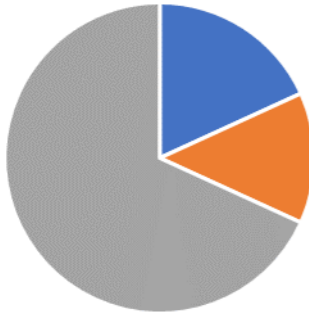
Associate Members

Name	College/School/Department	Emeritus Professor from
Wasył Cajkler*	School of Education	1 August 2022
Colin Hewitt*	Biological Sciences	1 July 2022
Roger Dickinson*	Media, Communication & Society	1 October 2022
Penelope Allison*	School of Archaeology	1 October 2023

*Invitation accepted (to date)

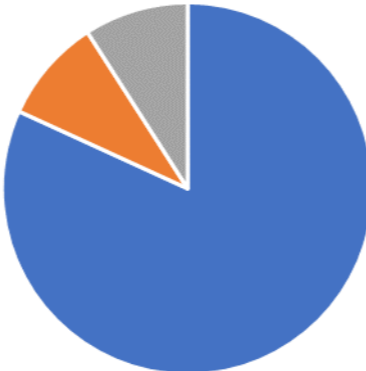
32. At the time of writing this report the current total membership of Court stood at 101 full members (three of which are currently members of Court in more than one capacity) and 109 Associate members. There is no specified maximum for the total membership number in either category, although the 2015 review of the membership of Court proposed that the total number of Full members should be maintained at 'around 100'. Associate members of Court do not attend the annual meeting.

Council by Ethnicity



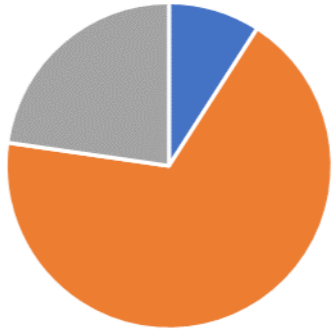
■ Minority Ethnic ■ Prefer not to say ■ White / White British

Council by Disability



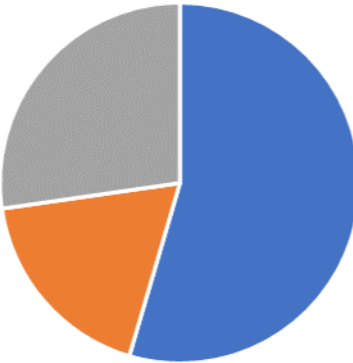
■ No
■ Prefer not to say
■ Yes

Council by Sexual Orientation



■ LGB+ ■ Heterosexual / Straight ■ Prefer not to say

Council by Religion



■ Declared Faith ■ Prefer not to say ■ No Religion

Council by Gender



■ Female
■ Male

- Gender: Male (64%), Female (36%).
- Religion/Faith: 12 (55%) have disclosed a religion/belief.
- Disability: <10 Disability Disclosed/PNTS.
- Ethnicity: <10 Minority Ethnicity/PNTS.
- Sexual Orientation: <10 LGB+/PNTS.