

Nominations and Governance Committee Constitution

A Scope of the committee

1. To be responsible to Council for the oversight of corporate governance arrangements to ensure that the University is operating according to best practice, the principles of good governance and the membership of Council, its committees and various other appointment matters.
2. In conducting its work, the committee will prioritise the use of open advertising and/or the external search firms to facilitate candidate searches, and consider candidates from a wide range of backgrounds, proposing appointments on merit and against objective criteria, having due regard to the promotion of equality of opportunity and the benefits of diversity on Council and throughout the U

B Terms of reference

3. The duties of the Committee are as follows:

Nominations

- a. To recommend to Council the appointment, re-appointment and removal of members of Council and to its committees giving due regard to:
 - i. the skills and experience of Council and its committees and a desirable balance of expertise (contained within the Council skills matrix)
 - ii. the form an external recruitment process should take, should one be required
 - iii. the constituencies the university serves
 - iv. the equality and diversity characteristics of Council
 - v. balances of continuity and changes in membership
 - vi. the commitment of relevant individuals to provide appropriate time to the role
 - vii. succession planning, with particular reference to the positions of Chair of Council and committee chairs
 - viii. the results of the annual trustee appraisal process
 - ix. the 'fit and proper person' requirements of the Office for Students (including assessing due diligence conducted by the Secretary's office into proposed appointments)
 - x. engagement and attendance levels at meetings of Council and its committees (in the case of re-appointment)
- b. To report to Council annually on the chairing and membership of the Council sub-committees.
- c. To oversee the induction and learning and development requirements of Council members, including any mentoring arrangements that may be required for members of Council.
- d. To oversee Council member meeting attendance statistics.
- e. To oversee all matters relating to the conduct of elections for members of Council.

D In attendance

Secretary to Council
Registrar
Director of Human Resources (as required)

E Frequency of meetings