

## Restricted Minutes

# Appointments and Governance Committee

19/10 A meeting of the Appointments and Governance Committee was held in Committee Room 2, Whiteknights House on Tuesday 11 June 2019 at 12.00 pm.

Present:

The President of Council (Dr P.R. Preston) (Chair)  
The Vice-Chancellor  
Professor Gavin Brooks  
Professor Simon Chandler-Wilde  
Vice-President, Mr Robin Evans  
Vice-President, Mrs Kate Owen (Chair for part of Minute 19/16)  
Lay Member of the Council, Mrs Sue Woodman

In attendance:

University Secretary (Dr R.J. Messer)  
Head of Governance (Ms L.V. Sharman)

Apologies were received from Mr Sherman.

19/11 The Minutes (19/01-19/09) of the meetings held on 29 January 2019 were approved.

Arising on the Minutes:

Minute 19/06 Membership of the Council

Report that at its meeting on 18 March 2019 the Council:

The Council received the Report of the meeting of the Appointments and Governance Committee held on 29 January 2019.

The President noted that, in addition to three existing vacancies, three lay members would shortly be retiring from the Council, and he reported that the recent advertisement for new lay members had attracted a good number of expressions of interest which were of high quality and which mapped well to the skill sets which Council would require. The appointments panel would shortly select a long-list.

The Council welcomed the continuing work on succession planning and organisational resilience.

## Appointment of the Deputy Vice-Chancellor

To note that the Council had agreed via circulation that Professor Brooks be appointed Deputy Vice-Chancellor to 31 July 2020.

### **Matters for Report**

#### 19/12 Reports of Committees of Selection (Item 2)

There were no Committee of Selection Reports on this occasion.

#### 19/13 Report of the University Executive Board (Item 3)

The Committee received and noted a report of the University Executive Board.

In particular the Committee noted the overview of the 2018 staff survey verbatim comments. The Committee were reminded that the review of the effectiveness of the Council had recommended actions in regard to hearing more of the staff voice. It was suggested that it would be helpful to bring a presentation to the Council on the recent staff survey and its results.

**Action: University Secretary**

### **Appointments Matters**

#### 19/14 Recruitment and Selection Process (Pro-Vice-Chancellor Academic Planning and Resource) (Item 4)

The Committee had agreed a recruitment and selection process for the Pro-Vice-Chancellor (Academic Planning and Resource) via email.

The Committee noted that the vacancy had now been advertised and that interviews were due to be held on 8 July 2019. The Vice-Chancellor informed the Committee that an external member had been invited to join the panel

#### 19/15 Appointment of the Deputy Vice-Chancellor (Item 5)

The Committee noted that Ordinance B2 allowed for the appointment of a Deputy Vice-Chancellor. The current Deputy Vice-Chancellor (Professor Gavin Brooks) two-year appointment would come to an end on 31 July 2020.

The requirement to nominate a successor was noted and it was agreed to

bring this forward to a future meeting of the Committee closer to the appointment date.

19/16 Membership of the Council (Item 6)

The Committee received a statement of the present overall position in respect of lay membership of the Council. It was noted that two lay members (Erskine and Sherman) would complete their ninth and final year on 31 July 2019, Dr Preston's third term of office would also end on 31 July 2019.

The Committee agreed to recommend to the Council that Mr Corrigan and Mr Pryce term of office be extended to 31 July 2022.

[The President of the Council (Dr Preston) left the room for discussion of the next item. The Vice-President (Mrs Kate Owen) chaired this part of the meeting]

The University Secretary informed the Committee that he had contacted all members of the Council to ascertain their views on extending the term of the current President (Dr Preston). All of the responses received had been very positive.

The Committee discussed the length of appointment and agreed that the term of office be extended for a further three years should Dr Preston be content with this arrangement. If Dr Preston did not want to continue for the full three-year period then the Committee requested an early warning for a shorter term of office.

In the meantime, the Committee agreed to recommend to the Council that Dr Preston's term of office as President of the Council be extended to 31 July 2022.

[The President of the Council (Dr Preston) returned to the meeting]

The Committee received a report on the process for recruiting new lay members of the Council. It was noted that 39 expressions of interest had been received from potential candidates in response to the adverts placed. The Selection Panel had shortlisted 14 individuals for interview on the basis of which it was recommended that:

Geoff Braham  
Sue Maple  
Peter Milhofer  
Nigel Richards  
Chris Shaw  
John Taylor

be appointed to the Council in Class 2 with effect from 1 August 2019, save for Braham, who would be from 1 August 2020.

It was noted that the current lay membership of 12 was comprised of 5 women and 7 men. If the recommendations above were agreed, then with effect from 1 August 2019 the lay membership would increase to 15, with 6 women and 9 men; and from 1 August 2020, 5 women and 10 men. The Committee discussed how it could better improve diversity amongst applicants.

It was noted that since the interviews had been held that Dr Rawal had resigned from the Council. The Committee agreed that in seeking the next set of upcoming vacancies that it would take further external advice and assistance on attracting a more diverse field of applicants.

The University Secretary was asked to consider better diversity monitoring of Council applicants and Council membership.

**Action: Dr Messer**

The Committee were assured that during the interviews all applicants were asked about their experience of implementing diversity and inclusion initiatives.

19/17 Committee Vacancies (Item 6)

It was agreed to recommend to the Council that:

- a) Remuneration Committee
  - i) Sue Maple be appointed to the Remuneration Committee (vice Sherman) to serve until 31 July 2022.
  - ii) John Taylor be appointed to the Remuneration Committee (vice Woodman) to serve from 1 August 2020 until 31 July 2022, but with right of attendance from 1 August 2019.
  - iii) Dr Paul Preston be re-appointed to the Remuneration Committee to serve until 31 July 2022.
  
- b) Appointments and Governance Committee
  - i) Sue Maple be appointed to the Appointments and Governance Committee (vice Sherman) to serve until 31 July 2022.
  - ii) John Taylor be appointed to the Appointments and Governance Committee (vice Woodman) to serve from 1 August 2020 until 31 July 2022, but with right of attendance from 1 August 2019.
  - iii) Professor Gavin Brooks be re-appointed to the Appointments and Governance Committee to serve until 31 July 2020.
  - iv) Dr Paul Preston be re-appointed to the Appointments and Governance Committee to serve until 31 July 2022.
  
- c) Audit Committee

- i) Peter Milhofer be appointed to the Audit Committee to serve until 31 July 2022.
  - ii) Nigel Richards be appointed to the Audit Committee to serve until 31 July 2022.
  - iii) Sue Woodman stepdown from Audit Committee with effect from 31 July 2019.
  - iv) Dr Paul Preston be re-appointed to the Audit Committee to serve until 31 July 2022.
  - v) Kevin Corrigan be re-appointed to the Audit Committee to serve until 31 July 2022.
  - vi) Luke Holt be re-appointed to the Audit Committee as an ad hoc member to serve until 31 December 2022.
  - vii) One vacancy remained for the Strategy and Finance Committee representative (vice Sherman).
- d) Strategy and Finance Committee
- i) Simon Pryce to re-appointed to the Strategy and Finance Committee to serve until 31 July 2022.
  - ii) Dr Paul Preston be re-appointed to the Strategy and Finance Committee to serve until 31 July 2022.
  - iii) Helen Gordon be appointed to the Strategy and Finance Committee to serve until 31 July 2020.
  - iv) Tom Beardmore-Gray be appointed to the Strategy and Finance Committee from a date to be determined, until 31 July 2020.
- e) Investments Committee
- i) Kevin Corrigan be re-appointed to the Investments Committee to serve until 31 July 2022.
  - ii) Simon Pryce be re-appointed to the Investments Committee to serve until 31 July 2022.
  - iii) Dr Paul Preston be re-appointed to the Investments Committee to serve until 31 July 2022.
  - iv) Paul Lewis be re-appointed to the Investments Committee as a co-opted member to serve until 31 July 2022.
- f) Student Experience Committee
- i) Chris Shaw be appointed to the Student Experience Committee to serve until 31 July 2022.
  - ii) Tom Beardmore-Gray be appointed to the Student Experience Committee to serve until 31 July 2022.
  - iii) Penny Egan be appointed to the Student Experience Committee to serve until 31 July 2022.

- g) Joint Standing Committee of the Senate and the Council on Honorary Degrees
  - i) Two vacancies remained, which would be appointed to during the Spring Term 2020.
  - ii) Dr Paul Preston be re-appointed to the Honorary Degrees Committee to serve until 31 July 2022.
  
- h) Council
  - i) To note that Hargreaves would leave the University in July 2019; an election would be held for her replacement.
  - ii) Professor Julian Park be reappointed to the Council to serve until 31 July 2021.

The Committee noted the consequences of these proposals on the gender split of each committee. It was noted that all committees were balanced except for Audit and Investments Committee which were both male dominated.

It was agreed that the Dean for Diversity and Inclusion bring to the next meeting of the Committee proposals on how to increase diversity in future. In addition, it was suggested that diversity and inclusion form part of Council's strategic business early in 2019/20.

**Action: Dr Messer**

#### 19/18 Succession Planning (Item 7)

The Committee received and noted a summary of arrangements in place for colleagues to deputise for senior colleagues, should they be incapacitated or unable to fulfil their roles in any way.

The Vice-Chancellor informed the Committee that it was intended that the list would be updated each year.

### **Governance Matters**

#### 19/19 CUC Code and related (Item 8)

##### *Update on the CUC Code*

The Committee received and noted a progress report from the University Secretary in regard to the CUC Code of Practice. It was noted that a significant number of these items were now regarded as business as usual. The Committee noted that all of the actions were complete, or, in a small number of cases, and for good reason, were to be completed in the Autumn Term. The Committee noted links to relevant web pages and to Diligent for further information.

The Chair informed the Committee that the CUC had started a project to update the code with a shorter and sharper set of criteria.

#### *OfS Update*

The Committee received a paper from the University Secretary on OfS registration.

The Committee were reminded that the University received its initial registration with the Office for Students on 1 October 2018. To achieve full registration, all HE providers had to meet further conditions by 1 August 2019 (as well as continuing to meet the conditions of initial registration).

It was noted that there were now 357 HE providers registered with the OfS. A further eleven providers had been given specific conditions. All were colleges which provided a mixture of further and higher education provision, and all had to meet the same condition, that was to improve continuation, completion and/or employment rates of their students. OfS required an improvement plan from each for OfS to approve, and to be implemented by a committee chaired by a lay member of the provider's governing body.

It was not publicised by OfS how many HE providers had the next level down from specific conditions, namely enhanced monitoring. Reading had enhanced monitoring in the area of access and participation. A report on this matter would be made to the June meeting of the Strategy and Finance Committee.

Whilst not part of the registration process, all HE providers were obliged to demonstrate to the satisfaction of the OfS that they were implementing the Prevent Duty. Reading has successfully met this requirement for now (Minute 19/20).

#### *Report from the President on the annual appraisal of Council members and feedback on the operation of Council*

The President of Council informed the Committee that he had begun work on this action and was meeting with lay members to discuss contribution and performance. An anonymised report would be produced in due course.

#### *Update on the Effectiveness Review of Council*

The University Secretary informed the Committee that a number of the recommendations arising out of the review of the effectiveness of the Council had now been implemented.

In respect of recommendation 4 the Committee discussed how best Council might assure itself of academic governance matters. It was suggested that joint meetings with the Senate could be considered, or inviting sub-sets of membership between meetings, or changing report formats.

19/20 Prevent Monitoring: ADR and risk assessment outcome (Item 9)

The Committee received and noted the Prevent Monitoring: ADR and risk outcome and noted that it had been concluded that the University demonstrated due regard to the duty.

19/21 Dates of meetings in the Session 2019/20

Meetings of the Appointments Committee in the Session 2019-20 had been scheduled for:

Monday 21 October 2019 at 1.30 pm

Tuesday 28 January 2020 at 3.30pm

Tuesday 9 June 2020 at 12.00pm



## Restricted Minutes

# Appointments and Governance Committee

19/22 A additional meeting of the Appointments and Governance Committee was held in Committee Room 2, Whiteknights House on Tuesday 24 September 2019 at 9.00 am.

Present:

The President of Council (Dr P.R. Preston) (Chair)  
The Vice-Chancellor  
Professor Simon Chandler-Wilde  
Vice-President, Mr Robin Evans  
Vice-President, Mrs Kate Owen  
Lay Member of the Council, Mrs Sue Maple (via phone)

In attendance:

University Secretary (Dr R.J. Messer)  
Head of Governance (Ms L.V. Sharman)

Apologies were received from Mrs Woodman.

### 19/23 Recruitment and Selection Process for Pro-Vice-Chancellors

The Committee received a paper prepared by the Vice-Chancellor in respect of the recruitment and selection process for Pro-Vice-Chancellors following the resignation of the Pro-Vice-Chancellors for Global Engagement (Mr Raimo) and for Teaching and Learning (Professor Brooks).

The Committee were reminded that it was the responsibility of the Appointments and Governance Committee to recommend to the Council the number and remits of Pro-Vice-Chancellors. It was also the responsibility of the Appointments and Governance Committee to approve whether each role be fixed term or permanent. The University policy in regard to recruitment was that the expectation was that for fixed term appointments of Pro-Vice-Chancellors, adverts were placed internally only, with a move to external only if recruitment was unsuccessful, whereas for permanent appointments, recruitment was external from the start.

The Vice-Chancellor informed the Committee that the University Executive Board had spent a considerable amount of time at their away day considering options for the PVC roles. It was noted that he had also discussed the strengths and weaknesses of the current roles with Mr Raimo and Professor Brooks.

The following options were presented for consideration:

**Option A: PVC Education and PVC Global Engagement** (i.e. a like-for-like replacement)

Whilst there was benefit in continuity and there was no need for further organisational changes, the Board felt that appointing like for like would mean that there was no re-alignment with the new strategy at UEB level and that the student experience work remained unallocated to a specific UEB lead.

**Option B: PVC Education and PVC ‘Global Engagement and Partnerships’ or ‘External and International Engagement’**

This option would retain the role of the existing PVC T&L – although renamed and would extend the PVC Global Engagement by including accountability for local and national engagement and partnership development. The Board felt that this gave some re-alignment with the new strategy giving the explicit recognition of the importance of partnership but felt that this ran the risk of the student experience work still being unallocated to a specific UEB lead.

**Option C: PVC Education and PVC International & Student Experience**

With this option, the PVC Education would take oversight of all Education activities and would add leadership of online learning developments. The PVC International and Student Experience would take oversight of all global, local and regional engagement the items and oversight of all activities related to the student experience. This option would ensure clear re-alignment with the new strategy with a clear focus on students, and quality of experience. It would also ensure that the international portfolio and specifically UoRM would be represented at executive level. This option did imply some significant overlap in portfolio and would require close collaboration between the two new postholders.

The Committee discussed the options proposed. In particular it was noted that:

- The international role was likely to spend around a third of their time travelling
- International engagement mostly aligned with student experience
- The international role should ideally be an academic

The Committee discussed the proposed title of PVC International & Student Experience, members suggested that the Vice-Chancellor consider whether the Student Experience part should be listed first.

The Committee agreed that Option C be pursued.

Both posts would be six years in the first instance, renewable for a further six years should Appointments and Governance Committee and Council so determine. They would be advertised internally only in the first instance.

The allocation of other responsibilities (such as UEB level responsibility for certain functions, and the chairing of the RUMAL Board) would be determined once appointments have been made.

Given the University's stated commitment to diversity, the University would welcome applications from interested candidates to undertake the role on either a full or part time/job share basis. The recruitment materials would be assessed through the software tools that the Deans for Diversity and Inclusion had been using elsewhere to pick up any gender bias in language in the documentation.

The Committee approved the following selection panel:

- The President of Council
- The Vice-Chancellor
- Another lay member of Council (usually a Vice-President)
- The Senate representative on Council
- President of RUSU or their delegate

In attendance

- Dr Richard Messer: Chief Strategy Officer and University Secretary
- HR Partner

It was agreed that the University Secretary would write to Mrs Woodman to check that she was content with Option C and would then inform Council of the recommendation. Once this had been done the advert would be placed.

#### 19/24 Dates of meetings in the Session 2019/20

Meetings of the Appointments Committee in the Session 2019-20 had been scheduled for:

Monday 21 October 2019 at 1.30 pm

Tuesday 28 January 2020 at 3.30pm

Tuesday 9 June 2020 at 12.00pm