

Appointments and Governance Committee

22/10 A meeting of the Appointments and Governance Committee was held via Teams on Tuesday 7 June 2022 at 12.00 pm.

Present: -

The President, Dr P.R. Preston (in the Chair)

The Vice-President, Mrs H. Gordon

The Vice-President, Mrs K. Owen

The Vice-Chancellor

The Deputy Vice-Chancellor

Mr James Magee

By invitation: -

The University Secretary

Head of Governance (Secretary)

Apologies were received from Tom Beardmore-Gray and Sue Maple.

22/11 **Minutes of the last meeting**

The Committee received and approved the Minutes of its meeting held on 3 February 2022.

Matters for Report

22/12 **Reports of Committees of Selection (Item 3)**

The Committee received a report of a Committee of Selection for a Professorial appointment in the School of the Built Environment, noting that Pro-Vice-Chancellor Professor Zaum chaired the panel.

22/13 **Report of the University Executive Board (Item 4)**

It was noted that there was no report on this occasion.

Appointment Matters

22/14 Update on Appointments (Item 5)

The Committee noted that the following appointments had been formally confirmed since the last meeting:

- The Chancellor – Paul Lindley
- The President – Helen Gordon
- Lay vacancies on Council – It was noted that Tom Beardmore-Gray would be stepping down from the Council in September 2022. There were now four lay member vacancies on Council for which interviews were being held on 10 and 17 June. Given previous level of interest in these roles, it was expected that they would be filled. Names would need to be approved by the Committee (by circulation) and by Council (at its meeting on 4 July). The University Secretary reported that 28 Expressions of Interest had been received and seven interviews had been scheduled. The applicants had a range of backgrounds including: Reading graduates, Student Services, Legal, Accounting, Entrepreneurship, and Property. There was a good gender split. Three candidates were being kept in reserve.
- Director of HR – Claire Rolstone had been appointed on an interim basis; interviews for a permanent appointment would be held in Summer 2023.

22/15 Membership of the Council in Class 2 (Item 6 a)

The Committee noted a statement of the present overall position in respect of lay membership of the Council.

22/16 Committee Vacancies (Item 6 b)

The Committee received a paper from the University Secretary detailing vacancies on Council committees; it was noted that the paper had been written prior to the resignation of Tom Beardmore-Gray.

New members of Council - There were now four lay member vacancies on Council for which interviews were being held on 10 and 17 June. It was important to see the skill set of the new members before appointments were made to committees. It was proposed that an additional meeting of the Committee be held in August to conduct further business around committee vacancies.

An induction programme would be put in place for new members.

Vice-President of Council - With the appointment of Helen Gordon as President and the resignation of Tom Beardmore-Gray, there were two potential vacancies for Vice-President. There was nothing within the University's regulations about the number of Vice-Presidents. It was suggested that the President be asked to bring a proposal as to these appointments to the August meeting.

Continuation of existing members - Five lay members reached the end of their first (Sue Maple, Peter Milhofer, Nigel Richards, and Chris Shaw) or second (Kevin Corrigan) term of office. It was recommended that all five were extended for a further period of three years to 31 July 2025. It was further recommended that their appointments to committees were also extended for a further three years, as follows:

Sue Maple: Appointments & Governance Committee, Remuneration Committee, Professorial and Senior Staff Pay Review

Peter Milhofer: Audit, Investments

Nigel Richards: Audit (Chair)

Chris Shaw: Audit, Student Experience Committee

Kevin Corrigan: Investments (Chair), Strategy & Finance Committee

Other vacancies

- A vacancy was created on Appointments & Governance, and Remuneration Committee when John Taylor resigned in 2021. At the same time, an extra member was added by including a third Vice-President. The lay membership was as large as it was before John's departure, and as a consequence it was recommended that the vacancy left by John Taylor not be filled. There was a new vacancy, however, created by Paul's departure, and it was recommended that the Committee decide at its next meeting how to fill this vacancy.
- There were two members of Audit Committee who might be but who did not need to be of the Council. One, Luke Holt, has not attended the Committee for two years it was recommended that he was taken off the Audit Committee and a conversation had with its Chair about a replacement once the new lay members had been appointed. The other, Steve Sherman, a former member of Council and Chair of the Audit Committee, came to the end of his tenure this summer, and was content to continue, to allow continuity. It was recommended that Steve Sherman continued for a further three years up to 31 July 2025.
- Both Helen Gordon and Paul Preston were existing members of Honorary Degrees. With Paul Preston's departure there was a vacancy. It was suggested that once new members were appointed, the University Secretary write to all lay members asking if anyone was interested in joining.
- Paul Lewis was a co-opted external member of Investments Committee; current term of office ends on 31 July 2022. The Chair and Chief Financial Officer would like Paul Lewis to continue for a further three years, and Paul had expressed assent to continue. It was recommended that Paul be extended for a further three years, and that the "co-opted" description be removed.
- There were two vacancies on Strategy & Finance Committee, in place of Paul Preston and Simon Pryce. It was suggested that a decision be taken on filling these vacancies at the next meeting.

The Committee agreed all of the recommendations for transmission to the Council.

Governance Matters

22/17 CUC Code of Governance and Effectiveness Review (Item 7)

The Committee received and noted an update report from the University Secretary on progress towards meeting the requirements of the CUC Code and the recommendations of the effectiveness review. The Committee noted that updates since the last version were marked under the Comments column in red; and that whilst most actions had been completed or were business as usual, those that were not had owners and timelines.

In particular the Committee noted:

- 1 a – the University Secretary would prepare a note of business routinely throughout the year as well as items that would come to particular meetings for discussion. It was noted that the Senate had requested a similar plan as part of its review.
- 2 c – making the best use of skills and interests of lay members was in hand and more work would be undertaken over the summer.
- 2 d – would fall out of the recommendations under 1 a.
- 9 b – Risk Management Group had undertaken a review of the Risk process and had developed a new Corporate Risk Register. The new version would inform topics that should be submitted to Council.
- 10 a – this item was still in hand.

22/18 **Preventing and addressing sexual misconduct and harassment (Item 8)**

The Committee received an update from the University Secretary on work in place to prevent and address sexual misconduct and harassment. In particular the Committee:

- Noted the recently published CUC Guide for Chairs and Governing Bodies on Tackling Harassment and Sexual Misconduct, published May 2022;
- Noted that work was almost complete on the steps needed to meet the OfS Statement of Expectations on Sexual Misconduct and Harassment, and that a report of that work would be shared with members of the Committee in due course;
- Noted that that part of the work being led in this area by the Director of Student Services continued and was being reported to the Student Experience Committee;
- Was asked to consider whether a presentation should be given to Council in September or November on this topic, showcasing the steps the University was taking, explaining how both the OfS Statement and the CUC Guide were being met, and discussing how the Council might best meet its obligations

The Committee noted that the University already had a programme of work in hand on this topic prior to the publication of the recent CUC Guide. The OfS Statement of Expectations was not yet a regulatory requirement.

It was noted that two areas remained challenging – improved training for colleagues involved in such investigations, and the issue of anonymous reporting.

The Committee agreed that it would be helpful to have a session at Council in the Autumn Term on how Council might best meet its obligations. Council would be interested in understanding where more energy and resource were needed to make improvements.

22/19 **Provisional Dates of Meetings in Session 2022-23**

Monday 17 October 2022 at 1.30 pm

Thursday 2 February 2023 at 3.30 pm

Tuesday 6 June 2023 at 12.00 pm