

BISHOP GROSSETESTE UNIVERSITY

MINUTES OF THE MEETING OF THE GOVERNANCE AND NOMINATIONS COMMITTEE

WEDNESDAY 22 MAY 2024  
10:00 AM VIA MS TEAMS

**Present**

Dr Stephen Critchley  
Anne Frost (*Chair*)  
Dr Sacha Mason  
Professor Karen Stanton

**In attendance**

Tom Dannatt, Deputy Vice-Chancellor (Operations) & University Secretary  
Craig Ferguson, Secretariat, Alumni Relations & Ceremonial Officer (*Minutes*)

		<b>Action</b>
<b>1.</b>	<b>Welcome</b>	
1.1	The Chair, Anne Frost, welcomed members to the third Governance & Nominations (G&N) Committee meeting of the 2023/24 academic year.	
<b>2.</b>	<b>Apologies</b>	
2.1	There were no apologies for absence received.	
<b>3.</b>	<b>Declarations of interest</b>	
3.1	The Interim Vice-Chancellor, Professor Karen Stanton (KS) DECLARED an interest in Item 14 of the agenda and will be invited to leave the meeting for this item.	
<b>4.</b>	<b>Confirmation of the Minutes of the Previous Meeting</b>	
4.1	The minutes of the previous meeting were CONFIRMED as a true and accurate record and the Chair was AUTHORISED to sign them.	
<b>5.</b>	<b>Matters Arising</b>	
5.1	<u>Action Table</u>	
5.1.1	Members RECEIVED the Action Table and progress against actions was NOTED.	
5.2	<u>Any Other Matters</u>	
5.2.1	The Deputy Vice-Chancellor (Operations) & University Secretary, Tom Dannatt (TD), NOTED that a formal application had been made to become an Exempt Charity, which was being reviewed by the Privy Council and their advisors.	

**6. Approval of new Chair of FE&GP for 2024/25 onwards**

6.1 The Chair NOTED that Stephen Galjaard (SG) had been recruited to University Council and had joined the FE&GP Committee due to his extensive finance background.

6.2 The Chair NOTED that SG had been approached to become Chair of the committee for 2024/25 onwards, following the departure of Richard Hallsworth (RH) at the end of his term of governance.

6.3 Members were CONTENT to APPROVE SG as Chair of the FE&GP Committee for 2024/25 onwards.

**7. Approval of Second Term for Rev'd Canon Dr Sarah Lawrence**

7.1 The Chair NOTED that Rev'd Canon Dr Sarah Lawrence (SL) was nearing the end of her first term of governance and that SL had indicated that she wished to stand for a second term.

7.2 Members were CONTENT to APPROVE of a second term of governance for SL.

7.3 Members ASKED if there could be an 'Introduction to Higher Education Finance' course or workshop for University Council Members.

- KS NOTED that this could be investigated further, with Advance HE offering a number of courses.
- TD NOTED that it would be useful to run a training session internally which University Council Members could be invited to attend.

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**8. Close down of the Governance Effectiveness Review**

8.1 Members RECEIVED and NOTED the Higher Education Code of Governance.

8.2 TD HIGHLIGHTED the following key points to note:

- Strict compliance with the Code of Governance was not a requirement, with the approach in the guidance following an 'Apply, Comply or Explain' model;
- Governance arrangements within the institution need to be proportionate; and
- Key governance principles (such as the Nolan Principles) were demonstrated throughout the document.

8.3 TD NOTED that it would be useful for all University Council Members to have sight of the document for reference and would be circulated to members at the first meeting of the year for their information.

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8.4 Members RASIED the following questions and comments:

- Could there be a paper presented to University Council to demonstrate compliance with the Code of Governance in a future Council meeting – and should this be a discussion rather than paper?
  - TD CONFIRMED this could be explored with a discussion item around the six elements within the Code of Governance.

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8.5 Members were CONTENT to APPROVE the closedown of the Governance Effectiveness Review.

8.6 It was NOTED that there should be a review of University Council and Committee Effectiveness, which would follow the principles within the Higher Education Code of Governance.

## 9. Equality Audit

9.1 Members RECEIVED and NOTED the Equality Audit which had been completed following new recruitment to University Council.

9.2 TD HIGHLIGHTED the following key points identified by the Equality Audit:

### 9.2.1 Gender of Council

- In terms of gender, the Council was fairly evenly split with regard to male/female, with nine males and 13 females serving.

### 9.2.2 Gender as at Birth

- In terms of gender at birth, all 22 members identified with the same gender they were assigned at birth.

### 9.2.3 Age

- University Council had a good representation of age with at least one member in each of the following age brackets:
  - 16-24
  - 40-44
  - 45-49
  - 50-54
  - 55-59
  - 60-64
  - 65+
- It was NOTED that in the previous equality audit, conducted in November 2022, over half of Council was in the 55+ age bracket.
- Following the recent recruitment of new members, Council had been able to appoint members below the 55+ age bracket, which was an aim of the recruitment to ensure a more representative Council.

### 9.2.4 Ethnicity

- University Council had a predominately monocultural composition.

### 9.2.5 Disability

- Three University Council members disclosed a disability, impairment or other medical condition.

### 9.2.6 Religion

- 13 members noted their religious belief at Christian, one Hindu, six with no religion and two preferred not to disclose this information.

### 9.2.7 Other

- There were three further protected characteristics which were not audited and had not been audited in previous years. These were:
  - Sexual Orientation;
  - Marriage and Civil Partnership; and
  - Pregnancy/Maternity.

- 9.3 Members RAISED the following questions and comments:
- The gender balance among University Council was positive when compared with the previous Equality Audit, conducted in November 2022.
  - Could future audits include data on Sexual Orientation?
    - TD CONFIRMED that this data was collected via the HESA Equality and Diversity Monitoring Forms and could be included in future audits.
  - Were the findings from the audit published anywhere?
    - TD NOTED that there was no official requirement to publish this data, but there was an opportunity to reference the data in Annual Reports and Strategy Development.

## 10. Update on Diocesan Representative

10.1 KS provided an update on the appointment of a Diocesan Representative to University Council.

10.2 KS HIGHLIGHTED the following key points to note:

- The Bishop of Lincoln had expressed his intention to take back his seat on University Council;
- A meeting was scheduled for Monday 3 June between AF, KS and the Bishop of Lincoln to discuss arrangements further; and
- Discussions with the Senior Chaplain Officer were ongoing with the Head of the Vice-Chancellor's Office regarding the other vacant Diocesan position on University Council.

## 11. Any Other Business

11.1 There were no items of other business.

## 12. Key Items for University Council

12.1 The key items for University Council were:

- Chair of FE&GP for 2024/2025 onwards;
- Approval of a second term of governance for Rev'd Canon Dr Sarah Lawrence;
- Closedown of the Governance Effectiveness Review;
- Equality Audit; and
- Update on Diocesan Representative.

## 13. Date of Next Meeting

13.1 The next meeting of the Governance and Nominations Committee is scheduled for Monday 4 November 2024 at 10:00 am via MS Teams.

*The Interim Vice-Chancellor, Karen Stanton, was invited to leave the meeting.*

## 14. Update on Vice-Chancellor Post

14.1 The Chair provided members with an update on the Vice-Chancellor post.

- 14.2 The Chair HIGHLIGHTED the following key points to note:
- KS has agreed to remain in post for a further academic year until 31 July 2025, with no increase to remuneration;
  - The Remuneration Committee has been made aware that there will be no increase to the remuneration of the Vice-Chancellor post for the 2024/2025 academic year;
  - A proposal had been discussed to omit 'Interim' from the Vice-Chancellor title; and
  - A plan will be revised to commence recruitment for a new Vice-Chancellor in six months.
- 14.3 Members were CONTENT to RECOMMEND the following proposals to University Council:
- Vice-Chancellor contract extension from 1 August 2024 to 31 July 2025; and
  - Omit "Interim" for the title Interim Vice-Chancellor.
- 14.4 It was NOTED that the committee's recommendation would be circulated to University Council for approval via Decision in Writing.
- 14.5 TD NOTED that any communications regarding the extension period of the Vice-Chancellor post would be circulated to staff following formal approval by University Council.

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Signed Ane Rb ..... Date 04 - 11 - 2024 .....

