

**GOLDSMITHS
University of London**

COUNCIL

NOMINATIONS COMMITTEE

Minutes of the meeting held on 7 December 2010

Present: Mr Christopher Jonas (in the Chair), Mr Patrick Loughrey, Professor Simon McVeigh, Dr Gareth Stanton, Mr Richard Bolley, Mr Rupert Evenett, Mr Kenneth May, Mr Dick Melly.

In attendance: Registrar and Secretary, Head of Corporate Governance and Information Management.

OPEN BUSINESS

1 MINUTES

Resolved:

that the minutes of the meeting held on 15 December 2009 be approved.

2 TERMS OF REFERENCE, COMPOSITION AND MEMBERSHIP

Noted:

a statement of the position in the current year (10-530).

3 STANDING ORDERS

Noted:

the Standing Orders applicable to all committees in 2009-10 (10-338).

4 COLLEGE POLICY ON CONFLICTS OF INTEREST

Noted:

the College Policy on Conflicts of Interest, and its committee section in particular (10-339).

5 APPOINTMENT OF INDEPENDENT (LAY) MEMBERS OF COUNCIL

Received:

a statement of the impending vacancies on Council (10-531), noting that, in response to a new resignation, the version circulated with the original agenda had been superseded by an update circulated by email, and that details of applicants were available under

Confidential Business.

The Committee noted that, under new arrangements for charity regulation, HEFCE had advised that one criterion for a Serious Incident to be reported to it was disqualification of a trustee (ie member of Council). This guidance on Serious Incident reporting had been issued in Autumn 2010, and indicated that disqualified trustees included anyone who:

- (i) had an unspent conviction for an offence involving deception or dishonesty;
- (ii) was an undischarged bankrupt;
- (iii) had been removed from trusteeship of a charity by the Court or the Charity Commission for misconduct or mismanagement of a charity;
- (iv) was subject to a disqualification order under the Company Directors Disqualification Act 1986.

Resolved:

- (i) that new members of Council from 1 September 2011 be invited to provide formal confirmation that they were not disqualified from serving on Council under charity law;
- (ii) that this assurance be built into the application form for future recruitment rounds.

6 INDEPENDENT MEMBERSHIP OF COMMITTEES

Received:

a list of vacancies and impending vacancies as at 31 August 2011, together with a further background spreadsheet showing the workload of committee members in the current year and expiry dates of terms of office (10-532).

[Secretary's note: the outcome of the appointment process is recorded in Council paper 11-152, approved by Council on 7 April 2011]

CONFIDENTIAL BUSINESS

Personal data relating to persons other than current staff or students

7 ACTION OF THE COMMITTEE BY CORRESPONDENCE

Noted:

that the Committee had agreed by circulation to the recommend appointment of Mr James Grierson (Chair of Estates Committee since 2006) as a member of Council from the current academic year (Paper 10-533: previously circulated by email as an unnumbered paper), and that the appointment had since been made on behalf of Council.

8 CANDIDATES FOR COUNCIL MEMBERSHIP

Received:

applications and *curricula vitarum* of applicants for Council membership, together with

the Skills Profile chart (according to the Skills Profiles approved by Council in 2007) showing candidates, retiring members of Council and continuing members (10-534).

The Committee was of the view that, in view of the current issues facing the College, the following skills from the Council Member Skills Profile should have particular prominence:

Entrepreneurship
Finance
Public or Private Sector Senior Management
Public Relations

The Committee noted that legal expertise was also valuable in Council members, although this was not a substitute for obtaining formal, paid legal advice where necessary, given in particular that practising lawyers were debarred by professional conduct rules from acting as formal legal advisers to institutions where they were themselves in membership of the governing body.

Resolved:

- (i) that the Chair of Council and the Warden be invited to interview five potential candidates for Council membership;
- (ii) that this year's interviews be organised with candidates in groups of 2 and 3 rather than singly;
- (iii) that, in the light of the outcome of the interviews, the Chair should consider re-issuing the invitation to all Council members to encourage suitable candidates with whom they were acquainted to apply (normally issued only at the start of the recruitment round by email), at the March or June Council meeting of 2011.

[Secretary's note:

As a result of the five interviews referred to above, Mr Dan Lambeth was appointed by Council at its meeting on 7 April 2011. There was then a further recruitment round, with the Committee considering further candidates by correspondence in May 2011 (paper 11-182 refers). On the basis of comments from members of Council, the Chair recommended to Council the appointment of Ms Jessica Wanamaker to Council, which was approved on 30 June 2011.

Mr Dan Lambeth and Ms Jessica Wanamaker were appointed to serve from 1 September 2011 to 31 August 2014.]

Recommended:

that Ms Mary Stacey be re-appointed to membership of Council for three years from 1 September 2011.

[Secretary's note: this was approved by Council on 7 April 2011]

RMH

November 2010

[with annotations concerning subsequent developments during 2010-11]