UNIVERSITY OF FORWARD THINKING WESTMINSTER ⌗

<div align="right">**APPROVED**</div>

MINUTES OF THE MEETING OF THE GOVERNANCE AND NOMINATIONS COMMITTEE HELD ON WEDNESDAY 28 FEBRUARY 2024 VIA MICROSOFT TEAMS

PRESENT:	Professor L Berry (Chair)	L Phillips (Deputy Chair)
	Dr P Bonfield	J Robson
	Professor G Meikle	Professor F Ross
IN ATTENDANCE:	Professor D Anand (Minute 23.16)	E McMillan (Clerk)
	Dr D Husbands (Minute 23.16)	S Recaldin
	J Lamarque (Minutes)	
APOLOGIES:	I Wilmot	

23.15   ANNOUNCEMENTS

23.15.1   The Chair welcomed members and attendees to the meeting.

23.15.2   Apologies were noted as above.

23.15.3   The Chair confirmed that there were no requests to discuss items of business not on the agenda.

23.15.4   There were no declarations of interest.

23.16   EQUALITY, DIVERSITY AND INCLUSION (EDI)

23.16.1   Professor Dibyesh Anand and Dr Deborah Husbands, Co-Chairs, EDI Committee presented the EDI Annual Report 2022/23 (Document NOM 240228A) and the revised EDI Policy (Document NOM 240228B).

EDI Annual Report 2022/23
23.16.2   The EDI Committee Co-Chair reported that:

- the report captures a range of initiatives and there are 200 to 300 active colleagues and students;
- work on the Sustainable Development Goals (SDGs) and EDI will be reported separately but will be closely linked;
- the colleague networks are flourishing and functioning well;
- current Quintin Hogg Trust (QHT) funding is coming to an end and a new bid will be submitted shortly;
- a mid-term review of the EDI Strategy is due this academic year and will focus on the impact of EDI initiatives.

23.16.3   Members comments included:
- colleague profile data should include intersex as well as male and female;
- a suggestion that the report could be presented in a more visual, easy to read way for external use;
- paying more attention to international students in terms of inclusivity is important;
- colleague profile data could include sub-groups for those identifying as White. In response, Dr Husbands emphasised the challenge of resisting homogeneity in ethnicity reporting.

23.16.4   The EDI Committee Co-Chairs agreed to consider how to cover embedding change within the institution and maintaining the benefit and advantage of QHT funded projects in the discussion at the Court of Governors meeting on 13 March 2024.

23.16.5   **AGREED** Members recommend the EDI Annual Report 2022/23 to the Court of Governors.

EDI Policy

23.16.6   The EDI Committee Co-Chair reported that the key change to the policy is an explicit reference to academic freedom, in response to new legislation.

23.16.7   **AGREED** Members recommend the revised EDI Policy to the Court.

23.17   DIVERSITY IN THE MEMBERSHIP OF THE COURT

Court equality and diversity annual update report

23.17.1   Elaine McMillan, Clerk to the Court of Governors and Head of University Governance (the Clerk), presented the annual report on diversity in the membership of the Court (Document NOM 240228C).

23.17.2   The Clerk reported that protected characteristics such as disability and sexual orientation are not included in the report due to small numbers.

23.17.3   The Clerk commented that the next step in enhancing diversity and inclusion is for the Committee to consider how to monitor and report on diversity in its broadest sense, e.g., through collecting information on members' socio-economic background. The Chair suggested that questions on what to do next may be considered at the next Court meeting.

23.17.4   Members welcomed the report and the use of colourful charts to demonstrate improvements.

AdvanceHE board diversity and inclusion toolkit review report

23.17.5   **AGREED** Members confirmed the suggested actions outlined in the report (Document NOM 240228D).

Board apprentice scheme

23.17.6   The Clerk presented summary information on two programmes supporting candidates from underrepresented backgrounds to gain board level experience (Document NOM 240228E).

23.17.7   Members discussed the strengths and weaknesses of the two programmes and noted that the Court has made progress recently in improving diversity through other routes, e.g., focused recruitment.

23.17.8   Members noted that engaging with the programmes places additional responsibilities on the Chair of the Court and the Clerk to the Court to support those placed with the Court.

23.17.9   **AGREED** Members considered that the focus for the Court should be on supporting the induction of new governors and recruiting to upcoming vacancies.

23.17.10   **AGREED** Options to be resubmitted to the Committee in a year's time.

23.18   SENIOR APPOINTMENTS

23.18.1   Members received an update on senior appointments (Document NOM 240228F).

23.18.2   **RATIFIED** Members confirmed the Chair's decision to extend the period of appointment of Ian Wilmot to the role of Interim University Secretary and Chief Operating Officer to 31 January 2024.

23.18.3   The Clerk reported that the timeline for recruitment of the Deputy Vice-Chancellor for Employability and Global Engagement is outside of the committee meetings schedule and members will be invited to consider whether to recommend the successful candidate by email.

23.18.4   **AGREED** Members recommend to the Court of Governors that the post of Pro Vice-Chancellor/Director of Innovation, Impact, Reputation and Performance is removed from the University Executive Board membership with immediate effect.

23.18.5   The Clerk tabled a paper on appointments to the role of Company Secretary and Deputy Company Secretary (Document NOM 240228L).

23.18.6   **AGREED** Members recommend to the Court that Ian Wilmot is appointed as Company Secretary with effect from 14 March 2024.

23.18.7   **AGREED** Members recommend to the Court that the individual appointed to the role of Director of Finance is appointed as Deputy Company Secretary.

23.19   HONORARY AWARD NOMINEES

23.19.1   Sheena Recaldin, Executive Manager - Vice-Chancellor's Office presented the Honorary Award nominees (Document NOM 240228G).

23.19.2   Members noted that there were a large number of nominations as the list of nominees is now presented to the Committee only once a year.

Honorary Doctorate nominees

23.19.3   The Executive Manager commented that there are 18 graduation ceremonies planned for this year, and conferment of honorary doctorates will be included in a ceremony appropriate to their professional area.

23.19.4   Members queried the reasons behind some of the nominations and noted that the nominations vary in terms of detail, links to the University and level of contribution/experience.

23.19.5   The Chair postponed a decision on the nominations to allow further consideration of factors such as a connection with the University and our values.

23.19.5.1   **ACTION Executive Manager** to circulate a summary list of nominations to members via email.

Honorary Fellow nominees

23.19.6   The Chair confirmed that former governors do not automatically receive a nomination for an honorary award.

23.19.7   **AGREED** Members recommend to the Court that the University confers an honorary fellowship on the following:

- **[REDACTED]**
- **[REDACTED]**
- **[REDACTED]**
- **[REDACTED]**
- **[REDACTED]**

23.19.8   In response to a member's query, the Executive Manager confirmed that former colleague governors have received honorary awards in the past.

23.19.9   A member asked that the criteria for honorary awards is circulated with the next set of nominations.

23.20   GOVERNOR TRAINING AND DEVELOPMENT UPDATE

23.20.1   The Clerk presented an update on governor training and development (Document NOM 240228H).

23.20.2   Members noted the update on governor participation in development activities.

23.20.3   Members discussed the completion – and non-completion - of eLearning modules that all governors are expected to complete.

23.20.4   **AGREED** The Clerk and the Deputy Chairs to the Court will work with governors to ensure there is full completion of the eLearning modules.

23.20.5   **AGREED** Independent committee members are also expected to complete the eLearning modules.

Link Governor and Member scheme

23.20.6   Members noted the following Link Governor/Member allocations:

- Ayo Ajayi – Sustainable Development
- Jane Robson – Global Engagement
- Tim Sketchley – College of Digital, Creative and Digital Industries
- Tom Toumazis – Westminster Business School

23.20.6.1   **ACTION Clerk** to send out an additional email asking for expressions of interest in the remaining areas in the Link Governor and Member scheme.

23.21   MINUTES OF PREVIOUS MEETING AND MATTERS ARISING

23.21.1   **AGREED** Members confirmed the minutes of the meeting held on 13 September 2023 (Document NOM 240228I) as an accurate record.

23.21.2   Members noted the summary of progress against actions and matters arising from previous meetings (Document NOM 240228J).

23.21.3   **AGREED** Members recommend to the Court of Governors that Tom Toumazis is appointed as Deputy Chair, Resources Committee with effect from 1 April 2024.

23.22   DATES OF FUTURE MEETINGS

Wednesday 15 May 2024
Wednesday 11 September 2024
Wednesday 26 February 2025
Wednesday 14 May 2025

Meetings start at 4.30pm and take place via Microsoft Teams[1].

23.23   ANY OTHER BUSINESS

23.23.1   There were no other items of business reported.

23.24   MEETING EVALUATION

23.24.1   The Chair invited members to comment on the meeting.

23.24.2   Members appreciated the presentations by colleagues outside of the committee and would like to see this happen as much as possible.

23.24.3   Members suggested that improvements could be made to the Honorary Awards nomination process such as a simple form (Yes/No/Maybe) to be included with the papers. One suggested creating a small sub-committee to review nominations with the Head of Development and

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[1] Onsite facilities can be arranged for those who have difficulties participating remotely.

Fundraising and make recommendations to the Committee; others asked for more information on how the Development and Fundraising Team was already involved.