

## COMMITTEE OF UNIVERSITY CHAIRMEN

### ANALYSIS OF RESPONSES TO QUESTIONNAIRE ON PROCEDURES FOR THE NOMINATION AND APPOINTMENT OF LAY MEMBERS OF GOVERNING BODIES

#### Summary

A questionnaire was issued to all members of AHUA, copied to Chairmen, in October 2002, seeking information about the procedures being used for the nomination and appointment of lay members of governing bodies, with a view to identifying good practice.

Responses to the questionnaire were received from 72 institutions. The general pattern which has emerged is one of relative consistency, although there are some areas in which there are clear divergences, some of which reflect the impact of the differing nature of institutions and of their geographical locations on the process of recruiting governors. The outcome can be briefly summarised as follows. APPENDIX A contains a more detailed breakdown of the information provided. The responses to the questions have been enumerated or listed, as appropriate. Some institutions did not respond to every question and the amount of detail provided also varied. The figures are not therefore intended to provide a comparative analysis between institutions but to give an indication of the relative frequency with which institutions adopt a particular procedure.

#### 1. Composition of Committees

All those who responded have some form of Nominations Committee for the appointment of members of the Governing Body, in one or two cases its function being combined with other activities such as appointment of the Chancellor, of members of the Court, representation on other Committees and remunerations. They are normally referred to as the Nomination Committee, but there are a number of variants on this title, and in most cases they report to the Council. In one or two cases arrangements were made to distance the Committee from the Council eg by someone other than the Chairman or Deputy of Governing Body taking the chair, or by their being Committees of the Court rather than of the Council. They are normally relatively small bodies, with one significant exception. They are normally chaired by the Chair of the Governing Body or the Deputy-Chair. The VC or Principal is also a member in a number of institutions, as are lay members of the Council. A number include senior academic staff, but very few have any student representation. A small number have other categories of membership.

#### 2. Frequency and pattern of Meetings

The frequency and pattern of meetings follows two different models. There is either a rolling programme of meetings being called on an "as required" basis or a fixed cycle, usually linked to the University's Committee cycle. In some cases only one meeting a year is called, in others several separate meetings eg to discuss policy and procedures and identify vacancies, and then to select and make recommendations

#### 3. Applications and Nominations

Institutions were asked if they seek new members by (i) nomination, (ii) expressions of interest and formal applications or (iii) making direct approaches to individuals. Most used all three methods, but a number only sought nominations or made direct approaches and did not seek expressions of interest or applications. Nominations are normally sought widely from within institutions, although others are quite restrictive in who is asked to do so. A number advertise in the press or are considering doing so. Some feel that it is not cost-effective as very few viable applications are received and too many are inappropriate, whilst others feel that it is an important source of potential candidates, even if in small numbers, and that it is essential for transparency.

Only one institution mentioned the use of headhunters, but gave no information as to its value.

Many institutions do not have formal application procedures nor do they seek any information from the candidates. Potential appointees are, however, usually provided with some background information, ranging from an information pack to the opportunity to make personal contacts.

#### **4. Criteria**

Institutions were asked if they had a definition of a lay member, the attributes sought in candidates and about their use of a skills register or matrix. The responses varied in the level of detail provided, but a useful picture emerges nonetheless.

Where a definition is used it is normally that a lay member is someone who is not a member of staff or a student. Most institutions use some form of check list of criteria, whether formal or informal, against which the attributes and the skills of candidates are assessed. The use only of *ad personam* appointments is not common and is restricted to institutions which have a very specialised set of criteria. Examples given of the range of skills considered cover a wide variety of walks of life. In addition to business, financial, legal, industrial and professional skills, specific mention was also made of involvement with education, estates and property development, research and development, managing change and local knowledge as appropriate backgrounds for governors. Whilst there are clearly some generic attributes and skills, the emphasis is very much on finding the right people to serve a particular institution.

Data on the numbers of members recruited from minority groups was requested. Whilst it was hoped to build up a picture of both the numbers and the proportions appointed, some responses appear to relate only to the lay members of Governing Bodies and others to the full membership so the figures are not a reliable statistical indicator. They do, however, indicate that in some institutions up to 10% of their members are drawn from ethnic minorities, although in a number there are none, the ability to recruit from these groups being determined partly by their geographical location, and some do not monitor this. The proportion of female members is much higher, with a number having 20% or more.

#### **5. Age range**

The questionnaire sought information about the age range of applicants, but many returns obviously refer to the age profile of the existing membership of the Governing Body and again it is not always clear whether the figures refer to the entire Council, including student members, or just the lay component. Due to the inconsistencies in the figures it has therefore not been possible to draw up an age profile of either the candidates or of the Governing Bodies. Some institutions commented that it is difficult to attract those who are in mid-career. However, the data on the application of an upper age limit of 70, or in some cases 65, indicates that many institutions do exercise discretion in allowing members to continue serving beyond these ages. The grounds for extension are normally the contribution which an individual could make and the skills balance.

#### **6. Methods of assessment**

The basis of many assessments is consideration of documentation about candidates, but not all receive any papers from them and rely solely on information provided by those who nominated them as well as discrete soundings and personal knowledge. Many institutions do use an application form and seek brief biographical details and a statement of a candidates interest in serving. A number of institutions also interview candidates, either formally or informally, and these are usually carried out by small groups of officers or panels/sub-groups of the Committee. Methods of assessment are usually the same for those who were nominated and those who applied or expressed interest, as it felt that all candidates should be treated in the same way, but some case it is felt that they should differentiate between a candidate who comes forward via a nomination as opposed to one has expressed interest or applied. Many institutions do not take up formal references. In a few cases, there is some form of "probationary" appointment and in others a review of performance eg attendance is carried out before re-appointments are confirmed. Whilst many institutions indicate that identifying enough suitable candidates is not easy others are able to use a pool or reserve list.

#### **7. Induction and Training**

A number of institutions have already responded to the HESDA survey on Induction and Training. All those who responded to this survey indicated that they provided in house training, and normally utilise external events, including those offered by CUC.

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Assistant Secretary

## APPENDIX A

### DETAILED ANALYSIS OF RESPONSES

**Total number of respondents to questionnaire =72**

*The responses to the questions have been enumerated or listed, as appropriate. Some institutions did not respond to every question and the amount of detail provided also varied. The figures are not therefore intended to provide a comparative analysis between institutions but to give an indication of the relative frequency with which institutions adopt a particular procedure.*

#### SECTION 1. Composition of Nominations or Appointments Committees

- (a) Do you have a Nominations or Appointments Committee which is responsible for recommending the appointment of lay members to your governing body?

Yes	No
72	

- (b) What is its title?

Title	Number
Nominations Committee	49
Governance Committee	5
Nominating Committee	4
Membership Nominations Committee	3
Court Membership Group	2
Membership Committee	2
Lay Nominations Committee	1
Nominations and Remunerations Committee	1
Search Committee	1
Governing Body Membership Committee	1
Constitutional and Nominations Committee	1
Governance and Nominations Committee	1

and membership?

Category	Number
Chairman	48
Vice-Chancellor or Principal	48
Lay Members of Council	50

Senior academic staff	35
Vice- or Deputy Chairman	26
Pro-Chancellors	6
Treasurer/ Deputy Treasurer	9
Deputy Vice-Chancellor or Principal	9
Pro-Vice-Chancellors	8
Chairs of other Committees eg Finance, Audit	4
Other independent members	5
Clerk to the Board	6
Graduate Association	4
Deans	2
Student	4
Chancellor	2

Size range (where provided):

Less than 5	5	6	7	8	9	10	More than 10
4	12	14	14	4	2	2	1

## 2 Frequency of meetings

(a) How often does it meet a year?

Once	Two	Three or more	Rolling basis as required	Several
16	25	19	5	4

(b) (i) What is the pattern of meetings, if it meets more than once a year?

Pattern	Number
Regular meetings	33
Ad hoc, as required	28

(ii) The purpose of each meeting, eg for agreeing criteria and methodology, long-listing, short-listing?

*The following tasks were listed, but in view of the differing frequency of meetings a detailed analysis of the tasks carried out at each individual meeting where more than one is held per year is not possible here*

Agreeing Criteria, job description, person specification
Agreeing procedures, changes of policy
Considering the skills balance
Nominating

Reviewing performance of candidates for re-appointment eg attendance records
Sifting
Short-listing
Other tasks eg appointment of Chancellor, to other committees

### Section 3 Applications and nominations

(a) Do you seek nominations of suitable persons?

Yes	No
69	2

(b) If yes, from whom eg members of the Governing Body, Nominations Committee, all members of the University, local organisations?

	Number
Council members	59
All members of the University	48
Nominations Committee	25
Local organisations eg Chamber of Commerce	13
The public	8
Students	8
Court members	8
Senior Management	6
Senate/Academic Board	3
External bodies eg Research Councils, Govt Depts (Cabinet Office Public Appointments Unit)	3
Professional advisers	2
Partner Colleges	2
Alumni	2
Deans	1
Trades Unions	1
Pro-Vice-Chancellor with regional brief	1
Statutory requirements laid down	1

(c) Do you seek expressions of interest or applications?

Yes	No
49	21

(d) Do you make direct approaches to selected individuals?

<b>Yes</b>	<b>No</b>
67	4

(e) How do you elicit expressions of interest or applications (information given in addition to that at (b) above?)

	<b>Number</b>
From Council members	9
Via University Newsletter	8
From all staff	7
From Nominations Committee members	6
Via local organisations	4
Via Web site	4
Via Alumni Newsletter	2
By word of mouth	1
Using Headhunters	1

do you advertise in the press

<b>Yes</b>	<b>Would consider it</b>	<b>No or not again</b>
36	3	29

If yes, where

	<b>Number</b>
Advert in Local newspaper	11
Free story in local press	1
Local business press	1
Regional newspaper	6
National Newspaper	6
Sunday Times	5
Times	3
Guardian	1
Financial Times	1

Frequency

<b>Occasionally</b>	<b>Not specified</b>
6	

and do you think that external advertising for candidates is worthwhile?

<b>Yes, or under review</b>	<b>No</b>
22	5

(f) Do you have a formal application procedure?

Yes	No
26	46

(g) If so, what information do you seek from candidates?

	Number
Curriculum vitae or brief biographical details	34
Statement on relevant experience and achievements interests	30
References or names of referees	2
Monitoring data eg gender, ethnicity	1

(h) What background information, if any, do you provide to potential appointees?

*The following examples were cited*

	Number
Information sheet or pack	41
Annual Report	22
University prospectus	13
Statutes, Articles, Codes of Practice	11
Accounts	11
Opportunity to meet officers informally	11
Strategic/Corporate plan	10
Ad hoc depending on individual needs	7
Job specification/ Skills profile sought	7
Date card or overview of commitments	7
CUC documents	5
Handbook for Council	3
HEFCE documents	2
Web site references	2
Personal letter	1
Past Minutes	1

## SECTION 4 CRITERIA

(a) Do you have a definition\* of what constitutes a lay member

	Number
Not a member of staff or a student	33
Defined in statutes or instrument of government	11
No	13
Yes, but not specified	10

*\*In many cases the definition given was in effect of attributes and/or the elements of a skills register and these answers have therefore been placed under the appropriate question*

and what are the main attributes\* you are seeking?

Empathy with aims and objectives of institution
High personal calibre and standing/integrity
Analytical/intellectual skills
Strategic and operational experience
Professional background
Generic skills
Management experience and expertise
Commitment and ability to contribute/ availability
Access to "networks"
Consistent with Nolan's 7 principles
Suitability for Committee work
Local context eg knowledge of minority language/culture
Prior service on University Committees

(b) Do you have any specific categories\* of lay membership eg representatives of particular sectors of the community?

Yes	No
30	36

*\*Note: Some responses appeared not to refer to lay membership but to other categories of membership*

If yes

	Number
Local authority/City or County Council reps	20
Alumni reps	10
Representatives of other HE institutions	4
Church/faith representatives	3
Privy Council representatives	2

Discipline specific	2
Court representatives	1

- (c) Do you use a “skills register” or “matrix “ or other equivalent means\* to ensure that you have a balance of members from different walks of life, or are your appointments made on an *ad personam* basis?

<b>Yes</b>	<b>No, ad personam</b>
59	10

\* these ranged from a very formal register or matrix to an informal listing of skills and attributes against which candidates could be assessed

If yes, skills or backgrounds cited include

	Number
Financial	9
Legal	7
Buildings, Estates and property development	7
Business/Commerce	7
Industry/Manufacturing	5
Education	5
Staffing/HE	4
Local/regional knowledge	4
Church/Religion	3
Professions	3
Audit	2
Research and Development	2
Public service	2
Medicine	2
Knowledge of HE/FE	2
Fundraising/Marketing	2
Information Science	1
City	1
Student matters	1
Research Council/Medical Charity	1
European and International	1
Management and planning	1
Experience of managing change	1

- (d) What is the current number and percentage of members of your governing body who are  
 (i) From ethnic minorities

Number*	Not collected	Not specified	0	1	2-5	5+
	6	8	30	8	19	
Percentage* of Governing Body			0%	Below 5%	Below 10%	Above 10%
			31	10	10	13

- (ii) Female

Number*	Not specified	0	1-5	5+	
	13		21	36	
Percentage* of Governing Body		0%	Below 5%	Above 10%	Above 20%
				18	49

*\*Note: in some responses only the number or percentage and not both were given, and in some cases the figures given related only to lay membership and not to the entire governing body*

- (e) What is the normal age range of candidates\*?

Less than 40	40-50	50-55	55-60	60-65	70
10	10	4	6	11	22

*\*Note: The figures provided do not present a meaningful picture as most of the responses given related to the age range of existing members of the Governing Body and not that of candidates considered by Nominations Committees. Some also related to all members, including students*

- (f) Do you apply the recommended age limit of 70\* or do you exercise discretion over the continued appointment of those over this age,

Yes	No discretion
49	22

\* in some cases the relevant age limit is 65  
 if so on what basis?

Reason	Number
Skills matrix needs to be balanced	6
Member makes exceptional/valuable contribution	34
Members allowed to complete prescribed period of office even if over age limit	4

## 5 Methods of assessment

(a) What procedures do you use to assess the qualities of candidates?

	Number
Appraisal of curriculum vitae or biography	47
Informal interview	26
Formal Interview	15
Personal knowledge	13
Public knowledge/word of mouth	2
Discrete soundings	6
Presentation by candidate	1
Dinner/lunch with staff	3
Skills profile	
Head hunter's assessment	1

(b) Are these different in respect of those who have been nominated or recommended for appointment, and about whom something is known, and for those who have applied or expressed interest *de novo*?

Yes	No
7	55

If so in what way

	Number
Formal interviews used for applicants only	3
Informal meetings held first	1
Nominated candidate may already be well known	2
Individually tailored	1

(c) Are candidates interviewed either informally or informally?

Yes	No
58	10

If so, by whom eg Nominations Committee, a small panel of officers?

	Number
Officers only	28
Panel	20
Full Committee	6

(d) Do you take up references?

Yes	No
24	45

## 6 Induction and training

(a) Do you provide an in-house induction and training programme for new members or arrange for them to attend regional or national training events?. (If this information has already provided through the HESDA survey, there is no need to respond in detail)

Yes	No
71	

If so, please give details

	Number
Full day in house induction programme	52
Attendance at CUC events	31
Attendance at other external training events	18
Induction/briefing pack	17
Individually tailored programme	7
Visits to particular departments/ areas of interest	6
Attendance at regional events	6
Appointment of a mentor	5
Tours of campus	4
Away Day	3
Regular information/briefing session	2
Two day in house induction programme	1
Briefing on specific remits	1
Subscription to THES provided	1

## SECTION 7 Other information

Please add here any details which may not have been covered above which you feel would be helpful.

Initially appointments are made for a short period and only confirmed thereafter
A pool or reserve list of candidates is maintained
Regular appraisals of members are carried out