

Minutes

Subject:	Appointments and HR Committee Minutes 11 December 19
Paper	AHRC 2 19-20
Status:	For Publication
Author:	Tony Moore

Present: Kemi Watchorn (KW) (External Trustee), Tyler Bell (TB) (Union Councillor)

Chair: Martin Marko (MM) (FTO Trustee)

Staff Support: Tony Moore

Apologies: Ellie Nash (EN) (Union Councillor)

Action points from meeting

- Chair to discuss with the CEO - AHRC's responsibilities as to Union employment policies and on reports from the JCNC (MM)
- HR to supply the following papers to the next meeting The Overall HR Strategic Plan, HR Departmental Action Plan, any updates to Employment Policies (to include a summary of any changes and the reasons for making them) (TM)
- Staff Exit interviews – statistics and any overall themes identified from staff comments to be reported to AHRC (TM)
- AHRC information on the website to be updated (MM/TM)
- Staff support for EDICt and its present functioning to be discussed with its Chair (MM/TM)
- Report on gender pay gap requested (TM)
- Check to be made as to whether Frances Fay and Ben Gibbons intend to seek re-election as Trustees (TM)
- Chair to advertise Student Trustee elections at Union Council (MM)
- Chair to ask for election/appointment of Student Trustees to be considered in the Democracy Review (MM)
- Expansion of student places on Board Sub-Committees be considered in the current Democracy Review (MM)
- CEO KPIs to be brought to the next meeting (TM)

64 Statements from the Chair/ Remit of Committee/ Cycle of Business for the Year

Chair thanked KW and TM for their attendance and noted apologies from EN.

On the Schedule of Delegation, Chair noted they would seek clarification from the CEO as to AHRC's responsibilities as to Union employment policies. **AP**

Chair noted, on the Cycle of Business that they would feedforward to the Director of HR (DHR) the need for the following papers:

- The Overall HR Strategic Plan
- HR Departmental Action Plan
- Any updates to Employment Policies (to include a summary of any changes and the reasons for making them)

Chair noted, on reports from the JCNC (Joint Negotiation and Consultation Committee with the recognised trade union), they would speak to the CEO to gain some clarification. **AP**

65 Minutes, Apologies & Matters Arising

The Committee noted the minutes of the previous quorate meeting from 2018.

On the Action Points, the Committee asked for the following:

- Staff Exit interviews – statistics and any overall themes identified from staff comments to be reported to AHRC (TM) **AP**
- AHRC information on the website to be updated (MM/TM) **AP**
- TB noted that EDICT had been discussed at SOC where it had been felt that its remit blurred the boundaries between the operational and the political. The Committee asked that MM and TM discuss the staff support for EDICT with its Chair and its present functioning (MM/TM) **AP**
- On the gender pay gap, the Committee asked for a report from the DHR. (TM) **AP**

66 External Trustee Recruitment

The Committee reviewed the terms of office of External Trustees and noted that, of the four ETs whose terms of office were due to end in 2020, Kemi Watchorn and Martin Jopp had indicated that they would seek re-election. The Committee asked TM to ascertain the intentions of Ben Gibbins and Frances Fay. (TM) **AP**

67 Student Trustee Recruitment for 20-21

The Committee concluded that, for 2019-20, the present hybrid system of: advertising the roles as volunteering opportunities, then Union Council considering the application forms and subsequently voting on the candidates in a paper ballot at the last meeting of Council for the academic year would stay in

place but that the election would also take place online. Chair will advertise the role and the elections at the next Union Council meeting. **AP**

The Committee asked that future elections or appointment of Student Trustees be considered in the current Democracy Review. **MM AP**

68 Membership of Board Subcommittees

The Committee asked that any expansion of student places on Board Sub-Committees be considered in the current Democracy Review. **MM AP**

69 Structure of CEO Performance Management

KW noted that the Chair of the Board and Frances Fay as External Trustee had already developed a structure consisting of weighted KPIs that was in place for the current year.

The Committee concluded that because of a lack of a functioning AHRC at the start of the current academic year there had been no opportunity for the Committee to build a structure for immediate use. The Committee asked for the present KPIs to be brought to the next meeting so that they could inform the design of a structure for 2020-21. **TM AP**

70 Staff Policies

The Committee expressed its puzzlement that it should be considering policies after they had been agreed at JCNC and asked for this to be clarified in the discussions between the Chair and the CEO actioned earlier in the meeting.

71 AOB

72 TDP of next meeting

A date in February to be confirmed.

Appointments and HR Committee (AHRC)

Remit of the Committee under the Bye-Laws

- Shall be responsible for generating nominations for appointment for recommendation to the Trustee Board for External Trustees, Non-Executive Directors of the Union's subsidiary companies, the Chief Executive and any other post where an appointment is required as the Trustees see fit;
- Shall annually review and recommend to the Trustee Board a performance management structure for the Chief of Executive, and the Chair shall be responsible for communicating the Trustee Board's appraisal of the Chief Executive to the Chief Executive;
- Shall be responsible for reviewing and acting upon any staffing issues as the Management Committee see fit to delegate;
- Shall receive the annual review regarding staff from the Equality, Diversity, and Inclusion Committee and its recommendations as required by Bye-Law 8: Equal Opportunities Regulations and will evaluate the review and its recommendations and make consequent recommendations to the Trustee Board;
- And shall have any other ad hoc responsibilities and powers delegated by the Trustees.
- The Chair shall be responsible for reporting on any business of the Committee to the Trustee Board.

Responsibilities under the Schedule of Delegation

- Approval of staff Terms and Conditions and review reports from the Joint Consultation and Negotiation Committee (JCNC)
- Review changes to Union employment policies
- Receive staff satisfaction survey and agree any subsequent action to be taken
- Receive reports concerning employment statistics e.g. disability, equal ops, working time directive, absence

AHRC Committee Cycle of Business 2019-20

The Committee meets quarterly.

Committee Members: External Trustee, Student or PTO Trustee, two Union

Councillor representatives

Chair: FTO

Attendees: Director of HR

Secretary: Governance Coordinator

Item	Quarterly	Bi-Annually	Annually
Minutes of last meeting			
Review of action points			
Review of exit interviews			
Reports from JCNC			
Review of any changes to employment policies			
Receive HR Action Plan			1st meeting
HR Action Plan updates			
Review upcoming vacancies on Board: recruitment planning		1st/3rd meeting	
Reviewing and setting of the CEO's KPIs			1st meeting
Commissioning of CEO 360			2nd meeting
Review of results of CEO 360			4th meeting
Review Union staff survey results			4th meeting
Receive EDICT report			4th meeting
Review of CEO appraisal			4th meeting
Commission Trustee Skills Audit			2nd Meeting
Review Trustee Skills Audit			3rd Meeting

Note: Union Council reps to be elected 17 October, PTO/Student Trustee to be elected 17 September, External Trustee to be appointed 17 September

Minutes

Appointments & HR Committee 4 September 2018

Present: Tony Moore (staff support), Jenna Chapman (JC) (Undergraduate Education officer), Ellie Johns (EJ) (Student Trustee), Georgina Burchell (GB) (Welfare, Community & Diversity Officer), Chloe Alexander (CA) (Head of HR), Thai Braddick (TB) (Union Council Representative) *joined the meeting later.*

Executive Summary

- AHRC asked that expertise for External Trustee recruitment should be sort in the following areas: Data protection/IT, Charity and Company Law, and Local Community
- Recommended to Board a Board discussion as to the position of a University representative as Trustee and how they should be chosen, profiles for the new Trustees and advertising
- Recommended recruitment for Ian Gibson's replacement should start immediately with an aim to have the place filled by December Board and that the remit for the post would be community focused with a willingness to serve as Supervising Trustee.
- CEO pay to be considered at Board with a note from AHRC that a salary of £70K as discussed at AHRC in January would be competitive
- Annual E&D report to come to the June meeting
- Review of CEO pay to come to the March meeting
- Gender pay gap report to provisionally come to the December

Action Points

- CEO to cc the Chair of the Board into messages to Ben Gibbins (External Trustee)
- Names of the Externals and information about the work they did should be better publicised (TM)
- Chair to write paper on proposals for Trustee Recruitment to send to Board
- CA to draft a recruitment timeline for recruiting Ian Gibson's replacement and circulate
- Chair to ask the Board to consider a relocation package and, if agreed, how much this should consist of

- CA to circulate CVs of Interim HR Director candidates
- GB to receive training on the ADEPT approach and on writing up the results of the 121 meetings and for a formal 360 appraisal to be conducted in November/December (CA)
- Each meeting to receive an HR strategy report and departmental action plan (CA)
- Chair to ask Campaigns and Democracy Officer to contact TB to arrange to work together on the EDA/EOC
- Additional meeting to be arranged for first week in November

33 Minutes, Apologies and Matters Arising

Chair noted the absence of Kemi Watchorn (External Trustee).

Minutes agreed.

Chair noted on action points from the last meeting:

- They had discussed the overlapping remits of the Equal Opportunities Committee (EOC) and the Equality, Diversity and Access Committee (EDA) with both SMT and at Management Committee. Chair felt it important to keep some separate facility, which the EDA, had of specifically looking at staff E&D. Chair noted that the matter was the overall responsibility of the Democracy and Campaigns Officer and Sophie would be looking at the issue and bringing a proposal to Management Committee. Chair noted that the reason it was on the AHRC agenda was that under the Bye-Laws the EOC was required to submit an annual report to the AHRC but that the EOC had not met or submitted a report
- CEO recruitment – later in the agenda
- On the relationship between the Union Code of Conduct and employment law, CA advised that the acting CEO had been working on this and the differing employment law status of student staff ('workers') and career staff ('employees'). CA noted that there had been recent significant changes to employment law and management would be seeking advice from employment lawyers. CA noted there would be a large body of work involved but, in the meantime, management would err on the side of caution. CA noted any proposed changes to the Code of Conduct and/or workers' disciplinary procedures would be brought to Management Committee
- M Jopp had been appointed to Finance Committee and had agreed to act as Deputy Chair of the Board
- GB and JC had met with Ben Gibbins and the recommendation to Board would be that Ben should be re-appointed; Ben would also be a member of the DOBs. To aid communication with Ben and the rest of the Board, AHRC asked that Toby cc the Chair of the Board into messages to Ben **AP**
- Cycle of Business drafted and later on the agenda

34 External Trustee Recruitment

Chair reported that Ian Gibson had resigned as an External Trustee and this meant there would now be three ET positions to fill.

EJ noted that AHRC had previously identified the following areas in need of external expertise: commercial and trading, performance against performance, audit, finance strategy and IT.

Chair noted that Ian Gibson's role had centred on relationships with the local community and wondered whether this should be directly replaced.

AHRC discussed previous work on the External Trustee Skills Audit.

EJ noted the audit had identified a gap to be covered in charity law and governance.

CA advised the pressing need for data security expertise in the run up to implementation of GDPR might be considered.

AHRC concluded that expertise should be sort in the following areas:

- *Data protection/IT*
- *Charity and Company Law*
- *Local Community*

AHRC discussed advertising strategy for the recruitment. During the discussion, GB raised the concern that members did not know who the Externals were and what their work involved; EJ thought improving the roles' profiles would aid the recruitment process in the future.

AHRC asked that the names of the Externals and information about the work they did should be better publicised. AP

Thai Braddick joined the meeting.

EJ noted, as to the timeline recruitment, that the process would take some time. GB noted that there would be simultaneous recruitment of three Externals and a CEO.

CA advised that these might be staggered and there might be a case to wait on the Externals' recruitment until the new HR Director was in place to provide better support. CA advised that it would be a decision for September Board but the Externals' recruitment could be put back to start in November. CA advised also that there was a need for clarity as to the Board's position as to the University's request for a representative on the Board.

AHRC concluded that they recommend to Board: that there be a discussion as to the position of a University representative as Trustee and how they should be chosen, profiles for the new Trustees and advertising. Chair to write paper to bring to Board. AP

CA advised, on timeline, that it might be good to hold the recruitment until the Christmas break as possible recruits might have more time available then to consider applying.

TM advised that given the, soon to be implemented, change to the Articles to increase the Board quorum from one to two External Trustees that there might be case to press forward and try and find an immediate replacement for Ian Gibson. TM advised that there were applications available from the previous joint SU process and these might be looked at.

EJ noted that some of the applications had been rejected on a 'not now' basis and these might be looked at again.

EJ noted that Ian Gibson had been the Supervising Trustee for the Code of Conduct and wondered what the position was in regard to this.

AHRC discussed the possibility of asking other ETs to take on the Supervising Trustee role.

AHRC concluded that recruitment for Ian Gibson's replacement should start immediately with an aim to have the place filled by December Board and that the remit for the post would be community focused with a willingness to serve as Supervising Trustee.

CA noted they would draft a recruitment timeline for recruiting Ian Gibson's replacement and will circulate to AHRC. **AP**

35 Senior Postholders Recruitment

GB noted the timeline had been finalised and the target date for the job offer to the successful candidate set for 14 December.

CA advised that advertising, including in the national press, would start on 24 November and applications would close on 2 November. CA noted final shortlisting would take place at the end of November; those taking part would be GB, JC, the Union's external HR consultant, a representative from the University and an External Trustee. CA advised that, at the interview stage, candidates would meet a selection of staff at all grades who would score the candidates; this would be so the staff would feel involved in the process. CA noted the candidates would complete a task as well as an interview; the task would include SU well-being, SU culture or management of our reputation with the membership.

TB noted that the new CEO could be in post by January.

CA advised that this would be unlikely as probably all the candidates would have notice periods of over three months. CA advised, in the notice period, the

appointee would be invited to key SU events to get the feel of the organisation and that a likely start day would be around Easter.

EJ wondered as to not using an external agency.

JC noted it had been decided on cost and a conclusion that the SU had adequate resources in place to handle the recruitment internally.

EJ asked that one question, in particular, should be asked at the interview: as to how the candidate would handle Code of Conduct matters and how to deal appropriately with any allegations made against themselves.

TM advised that the possibility of offering relocation expenses to a candidate should be considered.

*AHRC agreed that JC would ask the Board to consider a relocation package and, if agreed, how much this should consist of. **AP***

AHRC discussed the parameters for the level of pay to be offered.

*AHRC agreed that CEO pay would be considered at Board with a note from AHRC that a salary of £70K as discussed at AHRC in January would be competitive. **AP***

CA updated on Interim HR Director recruitment. CA noted that this had gone out to two external agencies. CA noted that the agencies had sent candidate CVs which would be discussed in the coming week; CA noted the meeting would also discuss the merits of psychometric testing as there were differing views as to its efficacy. CA hoped that an appointment would be made before Christmas.

JC asked that the CVs be made available to AHRC. CA will circulate. **AP**

36 Appraisal of the Interim CEO

JC thought this important for AHRC to consider because there was, at present, no structure in place.

GB confirmed that there were only informal, fortnightly, unstructured 121 meetings between themselves, as line manager and the acting CEO.

EJ noted that the previous Chair of Trustees had also been given no structure to guide them in the line management of the previous CEO.

CA wondered whether AHRC had looked at other SU's approaches to CEO appraisal.

JC noted they had received information from NUS that focused on a 360 approach and JC was reasonably confident as to knowing what a good appraisal should look like.

CA wondered whether AHRC wanted support conducting a formal full quarterly appraisal or in structuring regular 121 meetings.

EJ believed support would be needed for both: there was a need for full appraisal but important for the acting CEO's well-being to have the more informal regular meetings.

CA explained the new ADEPT approach for appraisal of all staff and noted this could be adapted to inform the structuring of 121 meetings with the CEOs.

AHRC agreed that GB would receive training on the ADEPT approach and on writing up the results of the 121 meetings and for a formal 360 appraisal to be conducted in November/December. AP

37 Delegation of Staffing Matters

JC noted that, the previous year, Management Committee had delegated some staffing matters, such as reviewing staff exit interviews, to AHRC but that, in future, these routine tasks would go back to Management, leaving AHRC to focus on its core tasks.

CA asked as to AHRC's views on the level of support and information they would like from HR. CA advised that when the new HR Director was in post they would attend AHRC and would provide briefings on the overall HR strategy.

TB welcomed the coming focus on strategy rather than operational matters as they believed this would make AHRC more effective.

AHRC agreed that each meeting would receive an HR strategy report and departmental action plan. AP

TM advised that within the coming year AHRC would be receiving a report from the Campaigns and Democracy Officer on proposals for how to take forward the SU's Equality and Diversity work.

CA noted surprise that internal monitoring of E&D figures had not gone forward as they had set up a structure before they left on maternity leave. CA advised, however, that in light of GDPR this would need to be revisited.

AHRC agreed that an annual E&D report would come to the June meeting for recommendations to be made to June Board. AP

38 Planning for Year Ahead

AHRC noted that, given the appraisal and grading process for SMT members, its remit would only cover CEO pay.

AHRC agreed the review of CEO pay would come to the March meeting. AP

EJ noted that AHRC had previously looked at the gender pay gap in the SU.

CA advised that a report had previously been compiled by Payroll; CA would check to see when the figures were compiled for HMRC and would report back on when this could best be submitted.

*AHRC agreed that a gender pay gap report would provisionally come to the December meeting dependent of the results of CA's enquiries. **AP***

AHRC agreed the Cycle of Business with the above additions.

39 AOB

TB noted concerns over the proposed merger of the Equality Diversity and Access Committee (EDA) and the Equal Opportunities Committee (EOC).

JC noted that nothing had been set in stone but that Management Committee's concern had been that, since the EDA had been added into the SU's governance structure, it had never met. JC noted that the thought had been driven by the fact that the EDA had a similar membership to the EOC and both had laid dormant.

GB commented that the proposal had envisaged a format where the EDA might meet and then transform into the EOC later in the same meeting.

EJ thought it important to get a strong input from Liberations Societies and not just Officers into the work of the EOC.

TM advised that staff might work on a proposal to map out what the Officers wanted each of the Committees to aim to achieve in the year.

JC noted they had asked the Campaigns and Democracy Officer to look into the matter because they had noted that the AHRC was supposed to receive an annual report from the EOC but had yet to do so.

JC noted they would ask the Campaigns and Democracy Officer to contact TB to arrange to work together on the matter. **AP**

40 Time, date and place of next meeting

*AHRC agreed to have an additional meeting before the December meeting in order to introduce the newly elected members to the work of the Committee: TM to check diaries for first week in November. **AP***

UUEAS External Trustee Terms of Office

Trustee	Term began	Term ends
Kemi Watchorn	March 18	March 20
Martin Jopp	June 18	June 20
Ben Gibbins	Sept 18 (re-appointed)	Sept 20
Frances Fay	Dec 18	Dec 20
Dougie Smith	Mar 19	Mar 21
Jeremy Clayton	June 19	June 21