



Recruitment of the next Chair of Council

Outcome requested:	<p>Council is asked, on the recommendation of the Governance Committee:</p> <p>[a] to approve the process and timeline to recruit the next Chair of Council and to establish a Search Committee with the membership and terms of reference set out in Annex B;</p> <p>[b] to approve updates to the role description for the Chair of Council set out in Annex C.</p>
Executive Summary:	Lord Clement-Jones CBE will complete his second term as Chair of Council on 30 April 2025. This paper outlines the process to recruit his successor.
QMUL Strategy	Good governance supports all aspects of the Strategy.
Internal/External regulatory/statutory reference points:	Charter and Ordinances CUC Higher Education Code of Governance
Strategic Risks:	Compliance with the Charter and the conditions of registration with the Office for Students
Equality Impact Assessment:	Part of the Search Committee's role will be to take appropriate steps, through the recruitment partner, to attract a diverse range of candidates.
Subject to prior and onward consideration by:	Recommended to Council by the Governance Committee.
Confidential paper under FOIA/DPA	No.
Timing:	Addressed in the paper.
Author:	Jonathan Morgan, Chief Governance Officer and University Secretary
Date:	7 May 2024
External sponsor:	Melissa Tatton CBE, Vice-Chair of Council

Recruitment of the next Chair of Council

1. Lord Clement-Jones CBE will complete his second term as Chair of Council on 30 April 2025. This paper outlines the process to recruit his successor.
2. Article 13 of the Charter states:

The Council shall elect a Chair and a Vice-Chair from amongst its external members. The period of office of Chair and Vice-Chair shall be four years from the date of appointment to the role, following the election, or the remainder of that member's term of membership of the Council, whichever is shorter. The same member shall be eligible for re-election as Chair or Vice-Chair for one further period of office. There may be other officers of Council as prescribed by Ordinance.
3. The duties of the Vice-Chair of Council include: to act as the Chair of Council during a vacancy in the office; and to lead the process for Council to recruit, elect and re-elect the Chair of Council, to include chairing the recruitment panel.
4. In line with previous practice, it is proposed that Council establishes a Search Committee to oversee the recruitment of the next Chair, using a recruitment partner. The indicative recruitment timeline, and the proposed membership and terms of reference of the Search Committee, are set out in Annexes A and B below.
5. The timeline assumes that the Vice-Chair will act as Chair of Council for six months or more to allow the Chair designate to join initially as an ordinary member of Council as part of their induction. The timeline also aligns with the next governance effectiveness review of Council, which will need to report in the autumn of 2025.
6. The role description for the Chair of Council in Annex C has been reviewed with input from the Officers of Council and members of the Governance Committee.

Jonathan Morgan
Chief Governance Officer and University Secretary

Annex A: Indicative timeline

June 2024	Establish Search Committee	
July 2024	Invite bids from recruitment partners	Council meeting
August 2024	Appoint recruitment partner	
September 2024	Recruit Chair designate	
October 2024		Council meeting
November 2024		Council meeting
December 2024		
January 2025		
February 2025		
March 2025		Earliest date to bring a recommendation to Council on the Chair designate
April 2025		Lord Clement-Jones completes second term as Chair
May 2025		Vice-Chair of Council begins to act as Chair Council meeting and day conference
June 2025		
July 2025	Latest date to bring a recommendation to Council on the Chair designate	Council meeting
August 2025	Induction meetings	
September 2025		Annual appraisal meeting with President and Principal
October 2025	Chair designate joins Council as an ordinary member	Council meeting Governance effectiveness review of Council reports
November 2025	Chair designate steps up as Chair	Council meeting

Annex B: Membership and terms of reference of the Search Committee

Membership

Vice-Chair of Council (Chair)	Melissa Tatton CBE
Treasurer	Isabelle Jenkins
Chair of Audit and Risk Committee	Peter Thompson
An external member of the Council	Patricia Gallan QPM

Secretariat

University Secretary	Jonathan Morgan
Head of Secretariat	Dr Nadine Lewycky

Terms of reference

1. To review and make recommendations to the Governance Committee and the Council on the role description and person specification for the Chair.
2. To appoint a recruitment partner in accordance with the University procurement policy.
3. To carry out longlisting, shortlisting and interviews and establish arrangements to engage relevant stakeholders in the recruitment process.
4. To advise the Governance Committee on induction and training arrangements for the next Chair.
5. To make regular reports on progress to the Council and bring a recommendation to the Council on the appointment of the next Chair by July 2025.

Annex C: Role description for the Chair of Council

The University Charter stipulates that the Council shall elect a Chair from amongst its external members. The period of office shall be four years from the date of appointment to the role, following the election, or the remainder of that member's term of membership of the Council, whichever is shorter. The same member shall be eligible for re-election as Chair for one further period of office. The Chair cannot hold concurrently another office on the Council.

In addition to his/her responsibilities as an ordinary member of the Council, the Chair:

- leads the Council in its stewardship of the University and works with the Vice-Chair of Council, the Treasurer, the Chair of Audit and Risk Committee and the Secretary to Council to ensure that the business of the Council and its committees is conducted and reported on effectively and in accordance with relevant requirements and accepted standards of behaviour in public life;
- represents the Council with internal and external stakeholders and supports the President and Principal in opening doors, fostering relationships and advancing the reputation of the University;
- leads the process for the Council to appoint the President and Principal, makes recommendations to the Remuneration Committee on the President and Principal's objectives and performance review, and provides support and challenge to the President and Principal while respecting the separation between governance and executive management;
- oversees the appointment, development and appraisal of members of the Council and its committees, ensuring that members possess a suitable range of skills and diverse perspectives;
- also chairs the Governance Committee and the Honorary Degrees and Fellowships Committee, and is an ex officio member of the Remuneration Committee;
- acts on behalf of the Council between meetings in accordance with the Ordinances and the Delegation Framework.

The time commitment associated with the role is up to 50 days per year, including approximately 20 days spent engaging informally with internal and external stakeholders, subject to the interests and current availability of the individual.

The office of Chair is not remunerated, but expenses incurred in connection with the Council and other University business may be claimed in accordance with University policy via the Secretary to Council. The University is responsible for putting Directors and Officers Liability Insurance in place.

The additional qualities and attributes looked for in the Chair are as follows:

- strategic leadership ability and experience of managing complex stakeholder relationships with a manifestly inclusive and collaborative leadership approach and global outlook;
- substantial non-executive experience, including as a non-executive chair;
- sound understanding of the trustee role in a charity or other regulated public sector context and the practical distinction between governance and executive management;
- excellent interpersonal skills and the ability to perform and engage effectively with a range of internal and external stakeholders in ceremonial, formal and informal settings.