

Minutes of the Imperial College Union
Appointments & Remuneration Committee
4 June 2014
Room 6, 10.30

PRESENT:

Lay Trustee	Julia Higgins (JH)- Chair
Lay Trustee	Andy Heeps (AH)
Officer Trustee	Natalie Kempston (NK)
Appointed Student Trustee	Tian Chew (TC)
<u>Permanent Observers</u>	
Managing Director	Joseph Cooper (JC) – left 11.30
Governance & Administration Manager – Clerk	Rebecca Coxhead (RC) – left 11.30

Apologies: Officer Trustee David Goldsmith (DG), Council Chair Richard Bennett (RB)

1. CHAIRS BUSINESS

a) The meeting scheduled for 8 July will not be required.

2. DECLARATION OF CONFLICTs of interest – none

3. MINUTES OF LAST MEETING – 11 December 2013

4. MATTERS ARISING

NOTED:

- a) JC to circulate the report on PDR process implantation.
- b) RC has contact a number of ex sabbaticals in regards to becoming mentors and has had some positive responses.

5. TRUSTEE RECRUITMENT

RECEIVED:

- a) It was noted that the process and procedures of recruiting Trustees in the past has worked well.
- b) It was clarified that the Board needs a ‘decent’ pool to select from.
- c) Lay Trustees will be required to sit on the sub committees and this needs to be clear in the specification that this will be expected of the lay trustee.
 - i. The skill sets need to be considered in the shortlisting process so that lay trustees can be placed in the appropriate sub committees.
- d) Need to be thinking about the medium future with JH stepping down in January 2016.
- e) The demographics show that the Board next year is quite male heavy and this should be considered when shortlisting candidates.
- f) The alumni networks that exist are a good resource to be utilised.
- g) JC suggested that external consultants who specialise in trustee recruitment may be a decent way to recruit.
 - i. There are costs associated with the use of an external recruitment consultant but there is benefit in an external doing the ground work with the specification requirements.
- h) AH stated that he strongly supported the use of external consultants.
- i) JC stated he will seek out potential trustee consultants.

- i. AH and NK stated that they are willing to be involved in the shortlisting of the external consultants. The process and person specification
- j) JS to circulate a briefing document over email and the committee will consider the refinement of the process and the person specification.

ACTION:

1. JC to circulate a draft document outlining the process timetable person spec and to investigate potential trustee recruiters.

- k) The dates have been set for the Board and sub committees next year and these should be included the information pack so that candidates know the time commitments.
- l) It needs to be clear in the information pack there is a range of interactions with people inside and outside the Union and an involvement with the College; highlight the Union's volunteering and outreach aspect but also our commercial savvy.
- m) It was highlighted that there is a vacancy for a student trustees.
- n) It was suggested that the recruitment process for Student Trustees also needs to be completed so that the appointed trustee is in place for December Board meeting.
- o) JC to circulate a draft timetable and seek availability and willingness as to who wants to sit on the panel by next week.
- p) It was stated that the message needs to be made clear in the recruitment pack that appointed trustees must have a skill set to compliment the makeup of the board.

6. TRUSTEE LENGTH OF TERM

- a) It was suggested to wait until the appointed trustee is in place so it can then be established who is around and for what time.
- b) It was suggested that it needs to be a staggered/rolling replacement.
- c) It was agreed to recommend to Board to extend John Winters to the full 2 years – until November 2015.

ACTION:

1. JH to suggest to the Board that John Winters length of term to the Board of Trustees should be 2 years.

- d) During the interviews, it should be asked how long candidates are willing and able to serve and the length of their term should then be recommended to Board as part of the ratification process. The length of term is a decision of the Appointments & Remunerations Committee.

7. EMPLOYMENT OF TRUSTEES

RECEIVED: The paper was presented by JC

NOTED:

- a) The paper presented outlines what happens when a trustee finishes their role and then applies to work the Union either in a full time or part time role.
- b) Charity Commission guidance is available for these occurrences.
- c) As part of the planning cycle, officer trustees may be involved in the process for creation of roles but they will implicitly be involved as they set the budget.
- d) To mitigate the perception of bias it is suggested that the trustee declaration has a line added to say 'take up permanent employment in the Union is only permitted after a 1 year lapse from being a trustee'..
- e) This process will catch most but still need to apply due caution.
- f) The rules should not exclude former trustees from being able to work casually and it was suggested that a this is considered on a case by case basis and looked at it from the perception of the charity commission.
- g) The committee moved to a vote on passing the paper and it was accepted.

RESOLVED:

- 1) **To accept the paper.**

8. SABBATICAL CONTRACT

RECEIVED: The paper was presented by RC

NOTED:

- a) The salary was set at the level of 1b.5
- b) 75% Honorarium for living out was deemed to be an acceptable level.
- c) It was agreed to remove the wording of 'normally' from holiday not taken.
- d) It was agreed with point 10, Termination, it was agreed to add 'or less if the termination is less than 2 months of the end of contract, whatever is shorter.
- e) The committee moved to a vote on passing the paper and it was accepted.

RESOLVED:

- 1) **To accept the Sabbatical Contracts with the amendments.**

9. LIVING OUT REQUESTS

RECEIVED: The paper was presented by RC

NOTED:

- a) It was asked of the committee if they require further information and if so, what information to make a decision on.
- b) It was agreed that the following sabbatical officers can live out of halls
 - a. Alex Savell
 - b. Dariush Hassanzadeh-Baboli
 - c. Philippa Skett

RESOLVED:

- 1) **To permit Alex Savell, Dariush Hassanzadeh-Baboli and Philippa Skett to live out of Halls of Residences for the duration of their term of sabbatical.**

At this point, JC and RC left the meeting

10. MANAGING DIRECTOR SALARY REVIEW

NOTED:

- a) The committee received suggestions proposed by a sub-group comprising Andy Heeps (Chair of Governance Committee) Julia Higgins (Chair Trustee Board) and David Goldsmith(President)
- b) At the last salary review in 2012 the Managing Directors salary was shifted to Band 6 with agreement of College HR and a salary was fixed for a two year period. In view of the exceptional performance of the Managing Directors, a substantial salary rise was proposed by the sub-group (with agreement from College HR) and again that this should be fixed for two years.
- c) These proposals were agreed by A and R and are now put forward for agreement from the full Trustee Board.

Meeting closed 11.30am