

Nominations Committee Terms of Reference

Version 2.1

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N/A	Initial Issue	1.0
1.0	Implications of the HEA Act 2022	2.0
2.0	Minor text changes removing names of Governing Body members	2.1

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1 Introduction

As prescribed in the Technological Universities Act 2018 South East Technological University (SETU) Governing Body has established a committee to be known as the Nominations Committee. The Committee is established for the purpose of selection and appointment members onto Governing Body and Governing Body Committees including the appointment of external members and the staff and student members to the SETU Governing Body.

As prescribed in the TU Act, the Nominations Committee consists of the Chair and two other external members of the Governing Body.

The Committee will meet the requirements of the Technological Universities Act 2018 (section 12 membership of governing body) as amended by the Higher Education Authority Act 2022 (section 90 on membership of governing body and section 91 transitional arrangements).

2 Membership

The membership of the Nominations Committee is as follows:

- Chairperson of the SETU Governing Body
- Two external members of the SETU Governing Body

SETU Governing Body has agreed that the SETU President, while not a member of the Nominations Committee, shall be in attendance at committee meetings.

3 Secretary

Vice Presidents for Corporate Affairs and Finance shall act as secretary to the Nominations Committee and will ensure that the committee receives information and papers in a timely manner to enable full and proper consideration to be given to agenda items.

4 Quorum

The quorum shall be two, both of whom must be external members.

5 Frequency of meetings

The nominations committee will meet as many times as is required for the purpose of selection and appointment of external members to the SETU Governing Body and to oversee the election and appointment of staff members and student members.

6 Notice of Meetings

6.1 Call for meetings

Meetings of the committee shall be called by the secretary of the committee at the

request of the committee chair, the President or any of its members.

6.2 Arrangements for meetings

Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the committee and any other person required to attend no later than three working days before the date of the meeting. Supporting papers shall be sent to committee members and to other attendees, as appropriate, at the same time.

7 Minutes of meetings

The secretary shall minute the proceedings and decisions of all committee meetings, including recording the names of those present and in attendance. Draft minutes shall be circulated to all members of the committee, and subsequently approved by all members.

8 Conflict of Interest

At each meeting members must disclose if they have an actual, perceived or potential conflict of interest and, where necessary, agree any interventions that may be required to manage that conflict.

9 Duties in respect of the compliance with the HEA Act 2022

9.1 Agree Regulations

Agree the arrangements and procedures (regulations) to be put in place to ensure the composition of the Governing Body complies with section 12 (inserted by section 90 of the Act of 2022) within the period referred to in subsection (2), that is by 9 November 2023. This will include:

- ❖ Agreement on a competency framework and methodology for confirming compliance
- ❖ A request to the Minister to re-appoint the ministerial nominees until the expiration of their current term (30 April 2024)
- ❖ Arrangements in respect of internal members.
- ❖ Arrangements in respect of student members.
- ❖ Agree the regulations with the Minister.

9.2 Make Recommendations to Governing Body

The Committee will prepare a report recommending the appointment of members to Governing Body. The report will address how the recommended appointees meet the requirements as set out in the Act 2022 and the competency framework.

10 Duties in respect of the Future Governing Bodies

10.1 Agree Regulations

Agree the arrangements and procedures (regulations) to be put in place to ensure the composition of the Governing Body complies with section 12 (inserted by

section 90 of the Act of 2022) on the expiration of the current Governing Body. This will include:

- ❖ Process for appointments for External Members that is determined by the governing body and approved by the Minister.
- ❖ Competency Framework
- ❖ Regulations approved by the Minister

10.2 Make Recommendations to Governing Body

The Committee will prepare a report recommending the appointment of members to Governing Body. The report will address how the recommended appointees meet the requirements as set out in the Act 2022 including the competency framework.

11 Other Duties

The nominations committee will carry out the following duties:

11.1 Identify & Nominate Candidates

The committee will be responsible for the identification and nomination, through the appropriate process, of candidates to fill external member's positions. The Governing Body will approve all such nominations.

11.2 Agree Competencies with an tÚdarás

In accordance with the Technological Universities Act 2018 12 (4), as amended by the Higher Education Authority Act 2022, the committee will agree with An tÚdarás the competencies required of such members relating to areas such as business, enterprise, finance, law, corporate governance, human resources, community organisation or other areas relevant to the functions of the technological university.

The committee will outline these competencies in the duties and responsibilities as per the person specification.

Before any recommendation/nomination is made to the Governing Body, the committee will evaluate the balance of skills, knowledge, experience and diversity required and, in the light of this evaluation, prepare a description of the role and

capabilities required for a particular appointment and the time commitment expected. This will be included in the candidate brief.

11.3 Appointment Process

The Committee is responsible for determining the appointment process, agreeing the medium for attracting suitable candidates and issuing the Candidate Brief.

11.4 The Candidate Brief

The Committee will ensure that the Candidate brief reflects the legislative requirements, the duties and responsibilities of the role, the appointment process and any other information as determined by either the Governing Body or the Committee.

11.5 Advertising

The Committee will choose the most appropriate medium for advertising the positions and attracting candidates, this may include use of State Boards, national, local and international media.

11.6 Evaluate Candidates

Expressions of interest will be considered and assessed by the Committee having regard to the "Person Specification", while also respecting the need for balance and diversity in all areas, among them gender and regional diversity.

In identifying suitable candidates the committee shall have regard to the Technological Universities Act 2018 and the SETU Code of Governance.

11.7 Interview Candidates

The Committee will determine if it is required to interview the candidates and the appropriate process for same if required.

11.8 Recommend Candidates to Governing Body

The Committee will prepare a report recommending the appointment of external members to Governing Body. The report will address how the recommended appointees meet the requirements as set out in the Candidates Brief.

11.9 Letter of Appointment of External Members

The Committee will ensure that, on appointment to the Governing Body, a formal letter of appointment is issued to new Governing Body members.

11.10 Election of Staff Members and Student Members

The Committee will oversee the process for the election of staff and student members of the Governing Body. This will include:

- ❖ agreeing procedures for conducting elections
- ❖ overseeing the elections
- ❖ recommending the appointment of duly elected staff and student members to Governing Body.

12 Reporting responsibilities

The committee chair shall report to the Governing Body on its activities including the nature and content of its discussion, recommendations and action to be taken. The committee shall make whatever recommendations to the Governing Body it deems appropriate on any area within its Terms of Reference.

The committee shall produce a final report describing the work of the nomination committee, including the process used in relation to appointments, how the evaluation has been conducted and the outcome of the process.

13 Other matters

The Committee shall:

- ❖ have access to sufficient resources in order to carry out its duties.
- ❖ give due consideration to all relevant laws and regulations.

14 Term of Office

As required to fulfil the duties outlined above.