

# NOMINATIONS COMMITTEE

## TERMS OF REFERENCE

**PARENT BODY:** Council

**PURPOSE:** The Nominations Committee is a committee of Council and is responsible for considering and making recommendations to Council on nominations for co-option to membership of Council and its sub-committees; reviewing the Statement of Primary Responsibilities of Council, the role descriptions of the Officers and the members of Council, terms of reference of the sub-committees and of governance effectiveness principles including recommendations changes to instruments of governance e.g. Charter, Ordinances.

### **1. Nominations**

- 1.1. To make recommendations to Council in respect of:
  - 1.1.1 the appointment, reappointment and removal of external Members of Council.
  - 1.1.2 the membership needs of the Council and its sub-committees and to solicit, receive and review names of potential members.
- 1.2. To make recommendations to Council in respect of:
  - 1.1.3 the processes for the appointment of the Chair and Deputy Chair of Council.
  - 1.1.4 the processes for the recruitment for the appointment of the Director.
- 1.3. To advise Council on the establishment, terms of reference, composition, membership (including the Chair) and dis-establishment of its sub-committees.
- 1.4. To advise Council on the appointment of Council representatives on other bodies, with which the London School of Hygiene and Tropical Medicine (LSHTM) is affiliated, or has an association.
- 1.5. To review the diversity and skills base of Council, collectively and individually, and identify skills and expertise that would be of benefit to the governing body of LSHTM.
- 1.6. To review the role descriptions of the Officers and members of Council.
- 1.7. To monitor the contribution made by Council Members.
- 1.8. To oversee the arrangements for Council member recruitment, induction, appraisal and development.
- 1.9. To monitor and report to Council on the effectiveness of operation of the Council's sub-committees.
- 1.10. To advise Council on best practice in regard of governance as it related to the School and in keeping with the Schools EDI principles.

### **2. Committee evaluation**

- 2.1 To review the Committee's effectiveness and the suitability of its terms of reference annually

### **3. COMPOSITION**

#### **Membership:**

- The Chair of Council (ex-officio) who will be the Chair of the Committee
- The Director (ex-officio)
- The Deputy Chair of Council (ex-officio)
- The Chair of Audit & Risk Committee
- The Chair of Diversity & Inclusion Committee
- The Chair of Finance & Development Committee
- The Chair of Remuneration Committee
- The Chair of People Committee
- The Chair of Senate
- Independent Member of Council

In attendance:

- Secretary to Council

#### **MODE OF OPERATION**

Nominations Committee meets at least once per year and may conduct additional meetings, including by circulation, should membership matters requiring urgent recommendation to Council arise during the course of the year.

The Committee reports to the next meeting of Council following each of its meetings in the form of an executive summary of its minutes. Specific proposals requiring Council consideration and approval are identified in the terms of reference.

The quorum is

- at least two independent members of Council; and
- a majority of independent members in attendance.