



Council of Governors Meeting: Thursday 5 October 2017

CoG2017.22

Title	Nominations and Remuneration Committee
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Status	For review and approval
History	<p>The Nominations and Remuneration Committee has provided a regular report from each of its meetings held to the Council of Governors.</p> <p>The Nominations and Remuneration Committee last met on 14 July 2017.</p>

Summary

1.	The Nominations and Remuneration Committee last met on 14 July 2017.
2.	Draft minutes of the meeting held on 14 July 2017 are attached hereto.
3.	<p>The key recommendations made by the Committee at its last meeting held on 14 July 2017 were:</p> <ul style="list-style-type: none"> i. That Mrs Anne Tutt be reappointed as Non-Executive Director upon the expiry of her current term on 30 November 2017, without a process of open competition; ii. That the recruitment process be initiated for the appointment of a new NED to replace the vacancy that will arise upon expiry of Mr Ward's current term on office on 30 November 2017 (he having intimated that he does not seek reappointment); and iii. That draft terms of reference be considered for the merger of the Nominations and Remuneration Committee with the Appointment Panel required under the Constitution for NED recruitment.
4.	Members of the Committee have subsequently agreed by correspondence that it be recommended that Mrs Anne Tutt should be reappointed as Non-Executive Director for a term of three years, up to 30 November 2020.
5.	Paper CoG 2017.23 outlines proposed terms of reference for the newly merged entity that will be the Council of Governors' Remuneration, Nominations and Appointment Committee ["RNAC"]
6.	<p>Recommendation</p> <p>The Council of Governors is asked:</p> <ul style="list-style-type: none"> 1. To approve the reappointment of Mrs Anne Tutt as Non-Executive Director for a term of three years up to 30 November 2020; and 2. To approve initiation of the process for the appointment of a new NED to replace the vacancy that will arise upon expiry of Mr Ward's current term on office on 30 November 2017.