



CONSTITUTION OF THE HUMAN RESOURCES COMMITTEE OF THE BOARD OF GOVERNORS

1. Committee Title

The Committee shall be called the Human Resources Committee.ⁱ

2. Membership

The membership of the Committee shall comprise of:

2.1. *Ex Officio*

The Chair of the Board of Governors
The Vice-Chair of the Board of Governors
The Vice-Chancellor

2.2. *Appointed*

Four members appointed from the external members of the Governing Body, one of whom shall have experience of human resources/personnel work.

2.3. *Chair*

The Vice-Chair of the Board or one of the *appointed* members shall be appointed Committee Chair by the Board of Governors.

2.4. *Staff Governor in Attendance*

One Staff Governor in attendance appointed from those members of the Board of Governors who are Professional Services Staff Governors or Academic Governors.

The Staff Governor in attendance may be required to withdraw from parts of the meeting in accordance with the Board of Governors Standing Orders 23 and 25.

2.5. *Terms of Office*

The four appointed external Governor members and the Staff Governor in attendance shall initially serve for three years and shall be eligible for re-appointment. In considering the re-appointment of current members due regard shall be given to the need to ensure a proper rotation of members.

2.6. *Officers in Attendance*

The following officers shall attend meetings of the Committee:

- i. The members of the Senior Team with responsibility for Human Resources and for Equalities and Staff Development shall be entitled to attend and speak at meetings of the Committee but shall not vote.
- ii. The Director of Human Resources
- iii. The Director of Equalities and Staff Development

Members and Officers in attendance shall withdraw from that part of the meeting where consideration is given to matters directly relating to the terms and conditions of their employment.

The Clerk to the Governors, or a nominee appointed by the Board of Governors, shall attend as Secretary to the Committee.

3. Terms of Reference

Under delegated powers and within general policy laid down by the Board of Governors, the Committee shall:

- 3.1. Have responsibility for the governance of employment-related matters to support and develop the culture and behaviour within the institution, and to monitor compliance with the University's legal obligations as an employer.
- 3.2. Set a framework for the pay and conditions of staff and the procedures for their appointment and their development.
- 3.3. To receive and review annually a University report on employment matters including remuneration of staff, recruitment, staff performance, equality, diversity and inclusion, staff wellbeing, and staff development.
- 3.4. On request, to provide advice on key human resources, staff development, wellbeing, and equality and diversity policies.
- 3.5. To keep under review the University's engagement in national pay bargaining processes from the Universities and Colleges Employers' Association and submit recommendations to the Board of Governors where it is deemed appropriate.
- 3.6. Receive recommendations from the Universities and Colleges Employers' Association and take executive action or submit recommendations to the Board of Governors as appropriate.

- 3.7. Receive recommendations from the Senior Management Team arising from negotiations between the University and the recognised Unions and either take action or submit recommendations to the Board of Governors as appropriate.
- 3.8. Be the Committee that is accountable for ensuring that an appropriate human resources strategy is established, in accordance with the Governing Body's Statement of Primary Responsibilities.
- 3.9. Where practicable conduct itself in accordance with the [CUC HE Code of Governance](#)

4. Meetings

The Human Resources Committee shall meet as required but normally not less than three meetings per year. The time and place of meetings shall be arranged by the Secretary in consultation with the Chair.

5. Quorum

There shall be a quorum when three members are present at a meeting.

6. Agenda

The agenda shall be circulated to members at least one week prior to meetings, except in the case of emergency meetings. Members shall be entitled to submit relevant agenda items to the Chair for inclusion on the agenda.

7. Minutes

Minutes shall be kept of the proceedings of all meetings of the Committee and the Committee Chair will present an update of these proceedings to the next meeting of the Board of Governors.

Committee minutes shall normally be in three parts:

- i. Confidential business available to the Committee members and attending Officers;
- ii. Confidential business available only to the Committee members that are also part of the Governing Body;
- iii. Confidential business available only to the Committee members that are external members of the Governing Body.

It is expected that most of the committee business will be conducted in (i) but this constitution recognises that there may be exceptions.

Minutes are available to all Governors on request. Minutes can be made available upon request to non-Governors, but they will be reviewed prior to release in consultation with the Committee Chair and the Data Protection Officer, who will determine if privacy exemptions need to be applied.

8. Attendance of Advisers/ University Officers

The Chair shall be entitled to invite to a meeting a person or persons to act in any advisory capacity. The Chair may call University Officers to attend to provide information or explanation in respect of matters under discussion. If a University Officer is required to attend, the request shall be directed through the Vice-Chancellor.

9. Amendments to the Constitution

Amendments to this Constitution may be proposed by the Committee and approved at a duly constituted meeting of the Board of Governors.

ⁱ The Constitution was approved by resolution of the Board of Governors dated 24 November 2010. Amendments were approved by the Board of Governors on 05 March 2014, 14 May 2015, 16 November 2016, 3 July 2019, 08 July 2020 and 06 July 2022.