

NOMINATIONS COMMITTEE

Recent changes to the NomCo membership

Isobel Pollock-Hulf, Chair of the IMechE Nominations Committee (NomCo) is delighted to announce the appointment of **Anna Coppel** to the NomCo as an Ordinary Member. Anna joined NomCo in August 2024. Anna is a team leader in Environmental Physics and Wind at Arup. She had previously volunteered for the IMechE on the Ethics Committee where she took part in a review of the Institution's Code of Professional Conduct. Anna is also a champion of Diversity and Inclusion.

NomCo is sad to lose its Deputy Chair, **Richard Guest**, who stepped down at the January 2025 meeting. Richard joined NomCo in 2020 bringing experience of governance in engineering businesses at director level both in the UK and internationally. He also had experience as a co-opted Governor and Vice-Chair of two STEM academies in Essex. NomCo wishes Richard all the very best in his future professional endeavours and with his next involvements with the IMechE.

NomCo also said goodbye to **Vincent Ho** in May 2024 who had joined NomCo in April 2022 and has left to become Chair of NEAR.

Please be aware that NomCo will be seeking three new Ordinary Members to join the Committee this year. If you are interested in becoming involved with this important Governance Committee of the Institution do check your emails and social media regularly for updates.

Date: 7 January 2025 (14:00hrs – 16:00hrs GMT)

Location: Microsoft Teams

Attendees

Name	Role	Initials
Isobel Pollock-Hulf	Chair	IPH

Ian Brown	Ordinary Member	IB
Matt Garside	Trustee Board Representative	MG
Michael Swinson	Ordinary Member	MS
Bims Alalade	HR Director	BA
<i>Alice Bunn</i>	<i>CEO</i>	<i>AB</i>
Richard Guest	Vice Chair	RG
Aziza Mahomed	Ordinary Member	AM
Stuart Hamilton	Ordinary Member	SH
Anna Coppel	Ordinary Member	AC
Ed Hansom	Senior Governance and Standards Officer	EH

Guests

Name	Role	Initials
Susannah Glover	Associate Director of Governance	SG
<i>Graham Sutton</i>	<i>Governance Manager</i>	<i>GS</i>

Apologies

Name	Role	Initials

1. WELCOME / DECLARATIONS OF INTEREST/ INTRODUCTION / APOLOGIES / D&I MOMENT

- 1.1 **Welcome:** The Chair welcomed the attendees and guests to the meeting. Stuart coming in later for the meeting. Hello and goodbye to Richard, very sorry to lose him as Vice Chair. Richard explained that his employer has been requiring his work but not able to devote time to NomCo. Been on NOMco for 3 years and 3 months and Isobe leadership has achieved much and pleasure to work with Nomco. Nomco respected as a real asset to the good governance of the imeche and wished the best for the future. MG responded that nomco was not good 10 years ago but now stronger and in a good place. Isobel asked rickardo people to replace him and Richard responded thethe has people in mind, Anna added her thanks as R had bene involved in her first nomco case. Later will talk about peo
- 1.2 **Introduction:** *The Chair stated that the major topics for discussion for the meeting were the election process and the plan for 2025. The Chair told NomCo that she would be making reference to a PowerPoint presentation, covering the majority of the Agenda items, throughout the meeting.*
- 1.3 **Apologies:** *The apologies listed above were noted. It was announced that Edward Hansom (EH) had been appointed as the Senior Governance and Standards Officer and that he will be providing support to NomCo going forward (with oversight from Graham Sutton (GS)). EH had sent his apologies to the Committee as he had a previous engagement, as part of an IMechE academic accreditation visit to the University of Huddersfield, for which he was committed to attend. The Chair thanked the other members of the Governance team for assisting with the scheduling of the interviews for the new Investigating Panel Chair appointment.*
- 1.4 **D&I moment:** The Chair asked EH to comment on his own experiences of Diversity and Inclusion (D&I). EH informed NomCo that his personal experiences of D&I was ostensibly through his involvement in academic accreditation visits as an IMechE Professional Development Consultant (PDC). Engineering departments in Universities are now required to deliver and assess Equality, Diversity and Inclusion

Updated January 2025

(ED&I) as part of the curriculum and assess it at the degree's output level. This means that, for a Bachelors degree in engineering, for example, ED&I must be delivered and assessed at Bachelors level. This relatively recent accreditation requirement has proved challenging for many engineering departments but as it is now a requirement of accreditation they are coming up with some innovative solutions. EH added that he had two more academic accreditation visits this month to the University of Derby and Robert Gordon University and that he would be looking closely at how they are dealing with ED&I. EH ended by suggesting that NomCo might want to keep a 'watching brief' of engineering departments within universities as to how they are assessing ED&I. There may be some aspects of good practice there that NomCo might choose to adopt, in the future, to assist with its work.

- 1.5 **Declarations of interest:** There were no declarations of interests from the meeting attendees.

Hudersfield are doing lots of monitoring of ED&I. MG good examples and NomCo and Culture and Inclusion committee. Pushing things forward.

Minutes of two meetings – not short minutes. Content with 5 september meeting – no negatives. Meeting on 5 november and no negatives.

Action log – 33 actions but need to reduce this list. Additional action is for EH and I to try and get into a fresh format. Some will be rephrased. Asked. SH describe better how much time commitment these tasks take – he will do this off the next task.

Item 3 – updates from the Chair. Slide number 4. Most staff members involved in the HQ building project. Open meeting on 27 Jan. Isabel planned to have a persons meeting at the same time. Please keep track and express views when voting.

Produced a trad view report and had no response. Had a 10 min slot at TB meeting and asked to increase from 6 to 8 NomCo members. Agreed RS for IP chair and supported Nurole work. Noted the variety of changes to increase pool of candidates. Suggesting are probably many not get acted upon. We will stick to the rules we have got.

MG – readllu good paper and what do we do about the pool of people in TB. Can change TB regs rather than the by laws. Project K – RJ will lead up to looking at high level operational model. Probably happening over the next 3/4 months. Through reg contact with Richard – wn\ to effect changes for next year.

SG echoed MG. Project K happening on Thursday and will get an insight how we ARE OPERATIONALY SET UP. The lead in time means nothing to happen for this year – will happen in next year. In terms of the AGM this year – present annual report in August or Sep. This would be a opportunity to get this in place for Sept deadline. – a good opportunity.

ISO Look at routes to presidency? Should we hold off? SG – will get back after the kick off meeting.

Survey results of the apps not completed. 3 answers. Council not had time to talk to us because work on the building. If council quite can ask Ben for advice. MG still productive Council work. Suspect Feb/March would be better. Possibly 4/5 weeks time. Can run through with unsuccessful people.

Slide 5 – completed tasks. IP completed. EH to start onboard RSibbick. Finance board finished but moved into external

Current tasks – 4 tasks.

Repeated who is doing what. RG doing finance but now Iso will take over because it is a bit different because external. Sh and Ann Nomco. Mike Remco is Aziz and Anna. Are these logical?

Elections – not an issue with DP or Vice Presidents. Wait for Anna's scores. Anna's scores changed how it looked 3 or 5. Iso asked for feedback. Need to think about what if scenarios because some names are significant people.

First 3 names – have one person we know well with aspirations for other positions. What if chose to get 12 signatures for dep pres. Lees is on council and has council experience. Other person is least well known but a good application. 4 and 5 not much experience of IMechE. COB putting into lots of input to the IMechE so surprised that his application was poor. Iso could ask president to speak to COB or Iso to speak. Should we do something for him who is contributing so much. He is a good candidate but not scored well.

MS – leading on this. Not much to add. The first two were clear cut and change in position of results produced 3 or 5. Feedback is majority want 3. MS can see both sides. Up to revised scoring were happy to have 4 through but now he is par with the 5th person. Potential scenario of Raymond produces a pool of two. Could go for 5 and then we are covered. Iso if we interviewed all 5 then 4 and 5 would be weaker and probably need to go to council first. MS would not interview Raymond. Only conversations with the first two. Iso converse with the group of 5 that we need to but only put forward 3 candidates. Iso is happy to have these conversations and want them to stand for council. COB score was judged on the merit of his applications – this is good because no bias and decisions based upon the applications.

Iso can we predict/comments about negative reaction when announced. SG takes on board but need to be prepared that qs may be reviewed about the application form. Striking the balance between best candidate and best application form. MG COB response may be because of his work but he should not get a free pass to an interview slot. He can still get 12 signatures so may need to handle differently.

ISO if put on TB then they could become future president and need to be aware of that. MS should be trying to find the best applicant – agreed with SG. Need to be mindful of the old boys network. MS does not see a level of contribution to the IMechE so can only judge an application. Perhaps advise go through the 12 signatures route but not from NOMCO. Raymond fills on many forms so he has experience of completing them. COB is doing a great job on the HQ project. EH will contact re times and dates for interviews – MS cannot do 13 Jan.

Stuart not present yet so Iso went to Slide 16 – finance board task. Nurole questions sent to RJ and shared with Nomco. SG and EH what is next? Any additional comment on Qs. EH updated NomCO. MS not seen qs from Nomco – on slide 16. MS felt the magic wand question was quite interesting and could be asked for all vacancies. EH is direct contact to Nurole. Anticipate drafts and may share before live and then get applicants. When we get some candidate will be more involved again.

Updated January 2025

RemCo – Bims document probably less progress need to get started. Bims nothing to add. Aziza had not done much. Some docs yesterday were linked to it. As far as she had got. AC – timelines for the role? Start and proceed. When ready will go – less immediate urgency. It just needs to be done. Next RemCo meeting is Feb or March – not ready for that and next is November. Need to keep it at pace despite these meetings. Had a lot of changes in RemCo. Reasonable pace for any task. AC and Aziza to have discussions and Bims offered more support as well.

NomCo task – Stuart work on docs to share/go live. This has been done before so not a start from scratch. Need to review role description. One nearly finishing and 3 more in the starting blocks.

Prediction is casual vacancies for the election but not know this until announced.

Covered item 4 on agenda.

Item 6 – feedback on incomplete applications survey. Created a short survey (slide 20) put to the 13 candidates who did not complete the forms. We could only go back 6 months. They were asked the qs on slide 20 and got 3 responses. One predicted that the form too long but also realised the job was not for them and other comments.

Survey results. MS felt that the feedback all came from TB applicants and it was very long. Seemed a full time job. However this is a senior role in an organisation paid or otherwise. Need to recognise that a senior role requires this. Can always learn from feedback but the too long is actually a reflection of the position. Legwork is required for this role. IB – the questions we asked are aligned to the assessment. If we were to change the application we would be assessing on less criteria. Agreed with MS – they do need to do some work. ISO bear these thoughts in mind for the next 3 tasks. Think about neurodiversity and how the qs are phrased. MG smaller orgs might have shorter app forms. Reducing the qs then much more reliant on the CV then will need to interview more people or a graduate style workshop – outdated but there may be other ways of doing assessments.

MS – point about neurodivergent is interesting. Initial feedback – should challenge different formats rather than written qs. Possibly have a video response. More in the method of the form rather than the qs. Could effect. AC likes video response to the qs – they have been considering this at her work. Allow for everyone to apply. Recently used the form for the NomCo vacancy – time consuming but need to balance the form with the seniority of the form. Also need to consider time taken to update a CV.

Aziza – main point that there is a balance. If reduce word count would increase the number of candidates for interview. Struggle to get the key points in reduced number of words. The questions need to link the skills we are after.

Bims – it has been interesting. We should keep this under review and liked the different inclusive ways of getting responses. Many engineers are neurodivergent. How are we appealing to a wider body of people. Urgently nomco setting pace for other committees – need to explore how bring in other committees. The feedback was consistent and must not lose this. We need to think about new interviews data and perhaps do a follow up. A spoken interview is better. Want to take on board what other think – what to make more wholesome for others and include the neurodivergent. Come back in 6 months time with more data to look at. Need to think about all of this for future application forms.

Completed 5.1

Pipeline talent – ISO we will update for the recent tasks completed. No requests at this time. Will include Council and add their names and spoke to YMs who became more

Updated January 2025

aware of us. Not many YM names on our list. We have it and it is available. MG there will be a download to Council what Nomco is about. MG has asked them if someone from NOMco should be involved – no firm invitation. This will knock down barriers about what Nomco does. They will understand what Nomco does. Good if Council do this themselves

Routes to president

Onboarding

Boosting volunteer activities in other committees – Bims need to consider who will do the follow up. We need to give you data to know if on the right path. Has K launched the inclusive committees form. Not yet but imminent – critical to show how to do this. Need to have collaboration between Nucleon committee and others. Nomcom has credibility and other will follow.

Stuart joined the meeting. Stuart spoke about finding new NOMco members. Currently working through the documents – just need tweaking. Looking for more people. AC can input to this as having gone through this herself. We have the bones of what we want to do. Once edited will send to ISO the customer. What is the timeline? Lost RG and need to add new people. Want people to join the in person meeting in September. ISO need to get this going as quickly as possible. We have 2 tasks plus Nucleon plus the elections. AC can talk about the app form so that it does not lose potential candidates. Need to catch the eye of more applicants. Tim spent around advertising and messaging. Want them in place before 4 September 2025, it starts at 10:00 not 14:00.

Onboarding – ISO reflecting on this. Link to policy documents goes to list of useful documents. If go into Nomco with a list of Nomco people to know about – loaded in Nov 2023 so need to improve onboarding. EH to do that tidy up of the policy documents for Nomco. Need to bring the right culture and inclusion to bring in well. SG were implementing standard suite of documents and policy e.g. anti bribery. Standard set of meetings to meet the chair etc and have a framework of induction. Need a checklist and start doing it. Need a compatible check list.

AOB

MG – building hope all has received the email. Will have 2/3 webinars to join before the meeting. On the day the ballot opens and have two weeks, after the meeting. Answers quickly afterwards

Work moving into the Project K envelope – e.g. volunteer handbook and code of Conduct. SG to keep up to date.

MS – when voting is there a minimum number of votes to be valid – no, just need a 2/3 majority to support the motion. No set numbers to vote. Indicative vote is 10K people. Can email into the governance team for a hybrid meeting – cannot cover expenses if attending in person. Only corporate and associate members (60K approx.)

MS – for 3 Nomco positions should we look to a YM to fill. ISO – Yes! Stuart to highlight this in the advertisement. Ideally there will be an applicant naturally but if not then need to be considerate of this for the scoring. Could bold this out in the adverts.

Stuart – email about HQ. Did we ever resolve emails around the election? NO! to SG, EH and Bims. ISO did a small survey of those NOMco who received the email about the election notice – two from Nomco did not get it. They did not get it despite email addresses are stored – needs an investigation. SG thinks that this has been rectified – if people opt out of marketing emails. Elections emails marked as marketing not general emails. The

Updated January 2025

two NOMCO members would have elected no marketing but SG will confirm this. If going out with the NOMCO advert – need to email all and we will check that we receive it.

Next meeting on 11 March but there will be sub meetings between. ISO updated Stuart on the 5 names

Now that RG has left no open needs to volunteer or leave

Meeting ended at 15:25 GMT

2. MINUTES OF THE MEETING HELD ON 05 SEPTEMBER 2024 (NC-24-009) AND ACTIONS LOG (NC-24-011)

- 2.1 There was some discussion about the availability of the draft minutes of the previous meeting. As some members had not been able to view the draft minutes of the September meeting prior to this meeting, the Chair decided that, for the purposes of good governance, approval of the minutes of the meeting held on 5 September 2024 would be held over until all members of NomCo had read and approved them. The Chair would sign a copy of the minutes as being a true and accurate record of the meeting held on 5 September 2024 out of committee. This would be recorded at the next meeting of NomCo in January 2025. The draft minutes of the NomCo meeting held on 5 September 2024 would be sent to the members of the Committee for approval. **Action: NC120 - EH**
- 2.2 **Actions Log review:** The Chair mentioned that actions from the Actions Log were at various stages of completion.
- 2.2.1 There are some completed actions to be closed.
- 2.2.2 There are some actions to be inherited and addressed by EH.
- 2.2.3 Two actions are related to data and a third concerned extracting information from application forms (completed by candidates) which might be helpful to the Committee (see updates in 2.3, 2.4 and 2.5).
- 2.3 **Action NC87:** Susannah Glover (SG) agreed, in principle, that generic information gleaned from candidates' application forms could be useful. However, more personal information should be handled appropriately and with sensitivity. The Chair recommended that the NomCo team processing the next set of applications should look for instances of good ideas and record them accordingly. This proposal was supported by the Committee members. **Action: NC121 – Task leaders**

- 2.4 **Action NC97:** The Chair then asked about the measuring of Diversity and Inclusion within the Institution's data. Bims Alalade (BA) reported that this action is still ongoing although clarification of the main objective with regard to this action was sought.
- 2.5 **Action NC109:** This, third action concerns data storage compliance with the GDPR regulations. SG reported that the Governance Department is currently updating its data retention policy and schedules. One important aspect is to use Microsoft Teams, in place of sending out information, and ensuring that everyone completes their annual GDPR training. Volunteers do not get a reminder to complete this training and so improvements could include refresher GDPR training for all committee volunteers as part of the larger data retention issue. This action will remain open.

3. UPDATES FROM THE NOMINATIONS COMMITTEE CHAIR

- 3.1 The Chair reported that there are three large IMechE projects that are currently progressing: the future of the headquarters building, divesting some of the external businesses (which may be coming to a conclusion) and the IMechE pension fund buy-in. The Chair asked whether a date had been set for the Special Meeting and whether it would impact upon NomCo. Matt Garside (MG) responded that no date had been set, although there is a strategic outline business case (SOC) to be reviewed. The Special Meeting Notice will also require approval by the Trustee Board. It was thought that whilst the Notice for the Special Meeting may be issued before Christmas, the Special Meeting is now more likely to be in January 2025.
- 3.2 The Chair reported that the discussion with Ben Vallely (BV - Chair of Council) and other CLC representatives at the NomCo meeting in September had been positive. The Chair has requested another meeting with BV to explore how NomCo and Council could work together around the election process. MG stated that BV was very busy at present and hopefully will reply after the forthcoming CLC meeting.
- 3.3 The most recent NomCo report from the Chair to Trustee Board and Council had been circulated in August 2024. A further report will be produced by 26 November for the Trustee Board meeting on 12 December. This report will cover completed, current and future tasks. The Chair will also raise issues from NomCo members to the Trustee Board. The members of NomCo were asked to send their additional comments for the Trustee Board report to the Chair before 26 November.
- Action: NC122 - All**
- 3.4 The Chair introduced the topic of By-Law and Regulation changes which would be needed to enable more members to be eligible for senior roles such as President, Deputy President and Vice President as well as Trustee Board membership. MG stated that it is pertinent that the Trustee Board should also consider who might be eligible for which roles for the elections. Any change might need an AGM /EGM which normally coincide with the presidential change, which normally takes place in May. However, a proposal to move the Annual Meeting from May to August/September is being considered.
- 3.5 SG responded by stating that postponement of the Annual Meeting to August/September would be logical and provide additional time to prepare any proposals for change. It also gives time to find additional members of NomCo. MG concurred and proposed that this idea might be put to the Trustee Board in December 2024 as part of NomCo's report.

- 3.6 Stuart Hamilton (SH) asked about the mechanism for making such changes. MG responded that the Trustee Board regulations are different from the By-Laws and that all that is needed is a majority vote at the Trustee Board meeting. The Institution staff will be required to produce a paper proposing the change to the Trustee Board. Once approved by the Trustee Board, a member vote (to coincide with the Annual Meeting) would validate the changes. SH commented that there was not much time to formulate a full proposal in time for the Trustee Board meeting in December and suggested that a high-level schedule be mapped out and presented instead.
Action: NC123 - Chair
- 3.7 **Completed tasks:** The Chair confirmed that two tasks were completed although a new task for the Finance Board had been identified.
- 3.8 **The Finance Board had two vacancies: The Deputy Chair (who also has a seat on the Trustee Board as a Co-opted member) and an Ordinary Member.** Two appointments had been made (viz. Adrian Waldock and Ridvald Dhimo). Although Ridvald Dhimo had not been able to attend the most recent Finance Board meeting he was very enthusiastic. It was noted that he had been on the 'Talent pipeline' list for a while before this appointment. This task has also brought about a potential future task because the Finance Board had wanted an external person and NomCo had been unable to fulfil this aspiration.
- 3.9 **The HQ Sponsor (Client) Board had a vacancy for a Deputy Chair.** The Chair reported that, unusually, despite having a number of applications for the HQ Sponsor (Client) Board, NomCo had decided not to make an appointment. All three candidates had been of a high calibre and were provided with positive feedback.
- 3.10 SH added that this demonstrated an excellent example of what NomCo is trying to achieve, namely finding the best candidates for the role. Despite not finding a suitable candidate from a very talented selection, this should appear on the list of NomCo achievements highlighting the effectiveness of the NomCo process. NomCo had expressed concern about the fact that Council had been running a parallel process encouraging members to apply directly but, following discussions with BV, they thereafter directed potential applicants to the NomCo process.
- 3.11 **Current tasks: Investigating Panel – chair vacancy.** The Chair reported that there had been seven expressions of interest in the role of Chair of the Investigating Panel resulting in three applications. The Chair thanked all those who had been involved in this task. The customer (Mark Hunt) had attended the first interview and provided significant input about the role. It was appropriate that the Trustee Board was updated with progress, so it had been beneficial that MG attended the interviews as well. The Chair had not participated in the interviews but did listen in.
- 3.12 If either the first or second interview candidates are appointed to this position that would generate a vacancy in another committee. If Richard Sibbick is appointed that would not generate a vacancy in another committee. Whilst the task is to find a Chair there is potential to appoint a Vice Chair as well. It is uncertain at this stage, however, whether it would be possible to appoint a Vice Chair. The remaining interviews will be completed later in November. SG reinforced the importance of Mark Hunt attending all the interviews and added that the independent nature of the Investigating Panel had generated additional challenge for this appointment. The fact that there were three candidates for the appointment provided an assurance as to the robust nature of the process.

- 3.13 **Potential Future Tasks: Finance Board – 1 vacancy for an external independent member.** The Finance Board Chair, Richard Judge, is very clear about his requirements for an external Ordinary Member on the Finance Board and is also keen to engage the (paid for) services of Nurole. This is an organisation that finds individuals to meet the customer's needs exactly. Nurole does have larger advertising 'reach' than NomCo and offers a full service when compared with some other organisations that will only place an advertisement. SG estimated Nurole's fees to be between £5K and £10K for this work and confirmed that there is a small amount in the NomCo budget for next year which might cover this cost. SG stated that previous advertisements for this vacancy had been placed on some free sites but resulted in no applications.
- 3.14 BA added that she recognised the abilities of such organisations but that the role of NomCo should not be diminished as a result. She suggested that NomCo could arrange a 'trial' task with Nurole with a view to exploring a partnership arrangement later on. NomCo has established good working practices for the Institution and that should remain within the IMechE. The Chair concluded that she and SG would continue discussions with Richard Judge about how best to proceed.
- Action: NC124 – Chair/SG**
- 3.15 Michael Swinson (MS) asked whether utilising Nurole's services for this specific position might appear excessive; Nurole tends to find Chairs of committees for their customers. He suggested that, instead, NomCo might target the Finance Departments of engineering organisations to find a suitable candidate. Equally, he felt that NomCo should also maintain overall control of the recruitment. MG responded by stating that many organisations prohibit their finance staff from holding external roles and, maybe, Nurole could identify organisations that do not have such limitations. He supported BA's suggestion of a 'trial' task with NomCo involved. The Chair stated that the advertisement for this role will be clearer and more specific than before because the other two vacancies have now been filled.
- 3.16 **Remuneration Committee – 1 new position being proposed.** The Chair asked BA for an update on the forthcoming Remuneration Committee meeting scheduled for Thursday 7 November. MG will be attending for the first time. One vacancy for discussion will be the HR Ordinary Member although the Committee may postpone advertising for this position until 2025. The Remuneration Committee will engage NomCo to find a suitable candidate from the IMechE membership. BA has spoken with several Fellows who have expressed an interest in this position and she will, hopefully, speak with other potential candidates as well. NomCo were encouraged to hear that there might be members with the right skills possibly interested in this opportunity.
- 3.17 **NomCo – 1,2, or 3 vacancies to cover annual turnover and increasing the size of the committee from 6 members to 8 members (subject to approval by TB)** The Chair then spoke about the NomCo Ordinary Member vacancy, which had been discussed in the September meeting, although a proposal to the Trustee Board to change the Terms of Reference (from six members to eight members on NomCo) has not yet been formulated. The Chair will include this point in the December report to the Trustee Board. The Chair noted that only one candidate had resulted from the previous attempt to recruit new NomCo members adding that EH would work with Anjali Murphy on WebRecruit to increase the successful completion of applications for these roles through a more proactive approach and prosecute applications for completion data. Paragraphs 5.10 to 5.16 include more information/discussion about when these vacancies are required.
- Action: NC125 – EH/Anjali Murphy**

- 3.18 The Chair referred to a PowerPoint slide detailing the membership of NomCo. There is a positive 'mix' of members although there is a possible gap with regards to an early career, full or non-voting member. SH responded that NomCo may not find such a candidate with the necessary skills. MS supported SH's comment that, as this has been a recommendation to other committees, it should be a goal for NomCo as well.

4 ELECTIONS 2025

- 4.1 **Timetable:** The Chair commented that the timetable appeared more 'relaxed' than in previous years, with the interviews taking place after Christmas. GS confirmed that the timetable was based upon last year's timetable: the call for nominations had gone out mid-November 2023; the closing date for applications had been early December 2023; applications were then scored and ranked prior to Christmas 2023 and interviews were arranged before Christmas 2023. MS agreed that some thought should be given to the time of year regarding applications and responses. The Chair responded that last year had generated many applications.
- 4.2 **Vacancies:** GS reminded NomCo that there are four vacancies on the Trustee Board this year including one Deputy President, two Vice Presidents and one Ordinary Member (International). The eligibility criteria for the Deputy President and Vice President roles are narrow. Thus, the number of applications will be few and, as such, the amount of time NomCo will need to assess the applications may be lower. The fourth vacancy is for an Ordinary Member (International) to replace Peter Lee, who is covering this appointment as a casual vacancy.
- 4.3 MG commented that the first two Trustee Board meetings in 2025 are on 14 March and 17 April and so asked when the NomCo nominations would be ratified by the Trustee Board. GS confirmed that NomCo would finalise its conclusions in the latter part of January 2025. Thus, the Trustee Board would be presented with a list of candidates in late January when there is no planned Trustee Board meeting. The Chair confirmed that the Trustee Board review would have to be taken out of committee.
- 4.4 The list of NomCo candidates would then be read out during the Ordinary Meeting in March 2025 and subsequently published. The voting would then commence.
- 4.5 The Chair added that the election process needs to commence as soon as possible in November. The process needs to allow potential candidates two weeks to complete the application form. The Chair suggested that these dates be made clear to the members of NomCo after this meeting. **Action: NC126 – GS.**
(Post meeting note: – the closing date for applications will be 08 December 2024 at 23:59hrs GMT)
- 4.6 Given that NomCo is committed to having contested elections, at least two names are required for each vacancy. There was discussion around whether the eligibility for the roles might be amended to broaden the scope of candidates. The last slide in the PowerPoint presentation highlighted the route to President as well as the small number of eligible candidates.
- 4.7 The Chair provided an overview of the Trustee Board membership and noted the current international names in place both in International seats and also filling non-International seats. This is a significant improvement from when there had been no International representation on the Trustee Board in the past.

- 4.8 MG noted that these Trustee Board vacancies would be filled with candidates at the election. The Chair then referred to slide 17 in the PowerPoint presentation which provided a table of possible candidates for the vacancies on the Trustee Board for discussion.
- 4.9 SH recommended that, in looking at the 'pool' of names eligible for certain positions, NomCo should avoid mentioning individual names for specific roles in order to maintain a truly independent viewpoint. **Action: NC127 – All**
- 4.10 **Deputy President vacancy:** It was hoped that David Nowell would apply for this position. The two current Vice Presidents: Simon Evans and Chris Chong might also apply. It was noted that there are only 12 people eligible to apply for Deputy President of whom some have no recent experience of IMechE activities. This problem will continue unless there is a significant review of the rules surrounding eligibility. **(Post meeting note:** after checking the list again, actual figure of eligible names is currently 15.)
- 4.11 **Vice President (Ordinary) vacancies:** The Chair stated that there are two vacancies. One of the Vice President roles is currently being filled by a casual vacancy. There are approximately 35 potential applicants, who are required to be in current seats to be eligible for this vacancy. The Chair commented that candidates must additionally be Fellows and noted that many of the Council Committee Chairs are not Fellows. GS assured NomCo that the list of Trustee Board members (PowerPoint slide number 15) was accurate at the time presented. The Chair asked the Executive to check the governance regulations about whether Fellows must Chair IMechE committees. **Action: NC128 – EH.**
(Post meeting note: after checking the list again, actual figure of eligible names is currently 32. There are 25 Chairs who are not Fellows.)
- 4.12 **Vice President (International) vacancies:** The Chair confirmed that there is no vacancy. However, if there were to be a vacancy for this position there are only a few individuals who would be eligible. This issue was highlighted in the final two slides at the end of the PowerPoint presentation which showed that this is "an easy route in" to President due to a lack of competition. MG replied that such candidates would still need the necessary experience for the role. **(Post meeting note:** after checking the list again, actual figure of eligible names is currently 7.)
- 4.13 SH questioned the small number of potential eligible applicants for the International Vice President role, despite the number of regional Chairs on the ISB on Council.
- 4.14 **Ordinary Member (International) vacancies:** The Chair posed a few scenarios as to who might apply. Perhaps Chris O'Boyle might move from being a co-opted member to a full member. Equally, the recently appointed Adrian Waldock and Peter Lee (the current Casual Vacancy) could also apply. The Chair noted that Chris O'Boyle, Adrian Waldock and Peter Lee all resided outside of the UK. They would meet the criteria assuming that they have spent at least 10 years living and working abroad. It was noted that once the list of names has been generated, SG would conduct a 'skills audit', of the nominated candidates to identify their skill sets to have this information ready prior to the election results. It was noted that the Trustee Board needs individuals with business skills such as finance, audit and risk and perhaps someone from academia.
- 4.15 MG requested that the data included in any flow charts, which state actual numbers, be factually checked. SG supported this comment and suggested that EH review the data to ensure that it is correct. **Action: NC129 – EH.**

Updated January 2025

- 4.16 The Chair stated that NomCo needs to review the routes to President, changing the By Laws or Regulations and delivering a message to the Trustee Board. SH also recommended exploring options after deciding on a plan of action. The Chair asked for NomCo members to propose suggestions and ideas. **Action: NC130 - All.**
- 4.17 SG added that reviewing the eligibility for committee appointments [and the associated regulations] will have significant implications throughout the Institution. SG suggested that the Trustee Board agree whether this work needs to be carried out and, if so, who should own it. A structured, holistic approach should be adopted, and a single owner be appointed who would be responsible for the entire task. MG concurred that this should be included in the paper to the Trustee Board for December.
- 4.18 The Chair asked whether everyone was content with the election documents sent out for this meeting - including the timetable and application form. The Chair offered NomCo until the end of the week to reflect on these. GS requested sign off at this meeting for the timetable, application form and the other associated documents. GS added that the application form required certain inputs around specific skills sets being sought. The Chair stated that it is proposed to use one application form for all 3 roles and asked for volunteers to lead this task as SH would be supporting the task, not leading it.
- 4.19 MG, appreciating the desire to standardise the application form, asked whether a single application form would offer sufficient differentiation for the appointment levels and the international aspects of the various vacancies being advertised. One individual can apply for more than one appointment, so could they just complete one form for more than one role?
- 4.20 SH felt that this new application form had been tailored for an Ordinary member and had, thus, removed the specific needs of international members. SH suggested that a Vice President should have some knowledge of the needs of international members. Historically, the weighting had been changed on the questions' scoring, based upon the vacancy, such that the weighting for international roles was higher. SH confirmed that, if applicants apply for more than one role on a single application form, NomCo would only propose them for one role (based upon their weighting). If the international question were reinserted in the form, NomCo could probably achieve all that is necessary. SH added that NomCo must be very "transparent" about the vacancy.
- 4.21 The Chair concluded that the application form would be signed off by the end of the week after NomCo had reflected upon it. The Chair added that if NomCo wanted three different forms then that would be accepted, although a single form would be preferable. With regard to the application form, it was noted that NomCo had previously opted for a consolidated form. The role descriptions circulated are the current approved versions. Following discussion, it was agreed that the application form would be recirculated to NomCo with a request that NomCo respond by Friday 8 November. **Action: NC131 – GS/All.**
- 4.22 **NomCo Task summary:** The Chair informed NomCo that there were four, different tasks that would need to be processed in the immediate future: elections; NomCo; Remuneration; Finance. The Finance Board task would be different from previous NomCo tasks. MS offered to lead on the elections and Finance Board tasks. AM had no particular preferences. Ian Brown (IB) confirmed that he could support a smaller task. IB added that he might consider applying for the Remuneration Committee vacancy. SH offered to support the elections task and lead on the NomCo task. The

Updated January 2025

Chair offered to check with the other members of NomCo so that these tasks could be started.

Action: NC132 – Chair

(Post meeting note: the following table was sent to the members of NomCo and completed as follows:)

Task	NomCo lead	NomCo support	Comment
2025 Elections	MS	SH	
NomCo vacancies	SH	AC	
Finance (external)	RG	IB	
Remuneration (member)	AM	AC	IB might be a candidate
Investigating Panel (chair)	IB & IAPH	---	2 interviews to be completed by end November 2024

5 DISCUSSION TOPICS

- 5.1 **Increasing Volunteer applications for other IMechE committees:** The Chair introduced this topic by stating that other committees are being advised to emulate NomCo's approach to achieving diversity and BA wants to encourage other committees to follow NomCo's approach when refreshing their committees.
- 5.2 BA noted that NomCo has led a cultural shift with regard to diversity and establishing a 'pipeline of talent'. However, data on recent tasks from Webrecruit shows a fall in the number of completed applications and it is important to know why this has happened. NomCo are planning to investigate their data with a view to being able to inform other committees of their experiences with the aim of improving the number of completed applications.
- 5.3 Before sharing any data with others, BA would require "informed" data which could then be offered to other committees with NomCo's support.
- 5.4 BA stated that there is resistance to a change of behaviours in some committees. Several committee members have even resigned as a result. The aim, however, is to have a "healthy, diverse flow" of new faces to committees, improving committees' procedures and providing support. This would be achieved through training and better utilisation of Webrecruit. The message, for the other committees to follow, is that NomCo employs best practice.
- 5.5 It was noted that EH would work with Anjali Murphy to gather more data about applications, particularly in terms of uncompleted applications. BA clarified that the data would cover all committees using Webrecruit. BA wants all recruitment to committees to go through Webrecruit, because it provides more analytical data.
- 5.6 MG asked whether NomCo would want to see the Webrecruit data before encouraging other committees to use it. BA confirmed this point and will provide NomCo with examples of data.
Action: NC133 – BA.
- 5.7 There is no plan for encouraging other committees to use Webrecruit data but BA suggested reviewing the data that is available at the January NomCo meeting. Webrecruit functionality allows for 'follow-up' data to be generated. The Chair requested that the data be trialled and endorsed by NomCo before sharing elsewhere. NomCo supported this proposal and would continue the dialogue after reviewing the first set of data.

- 5.8 MS asked about the collection of other diversity data. BA responded that the questions around diversity appeared uninviting and so she is developing a more user-friendly way to gather this data prior to the recruitment process. This would be coupled with an explanation as to why the IMechE is seeking such information.
- 5.9 **IMechE staff support to NomCo:** The Chair invited SG to explain how the governance team would be supporting NomCo. SG responded that NomCo should not notice any change from the previous arrangements. She explained that EH would be supporting NomCo as well as administering the disciplinary process. As line manager to EH, GS will retain oversight of NomCo and will lead on the elections.
- 5.10 **NomCo membership – increasing membership and task planning:** The Chair invited SH to share slides demonstrating when new NomCo members would be required. SH emphasised the need to plan for all eventualities, including members who leave after their first 3-year term. However, by the end of 2026 there will have to be a significant change of the NomCo membership, because many members will have reached the end of their two terms. SH asked whether introducing new NomCo committee members should be more even than at present. This would require a recruitment programme to start to bring in new members in 2025.
- 5.11 SH presented a number of different, potential scenarios. Firstly, at least two new NomCo members, but potentially three, would be required to join NomCo in 2025 - if the desire is to maintain a total of six NomCo members but also to start replacing some of the original members. There would still be a need to recruit in 2026/2027 as well to introduce one more NomCo member. However, concern was expressed that running an annual recruitment to NomCo might be excessive.
- 5.12 The second scenario, to generate a total of seven NomCo members, would require two additional and potentially a third new member. This could be achieved through different options e.g. by losing two members and recruiting three. If the desire is to have 8 members of NomCo then NomCo would need to recruit three (and potentially four) new members in 2025. Ultimately, for this scenario NomCo would have to run a recruitment programme in 2025 and then possibly again in 2027.
- 5.13 NomCo should have any new recruits in place by the September meeting, to join the meeting on a face-to-face basis. Running this recruitment process every two years would then be preferable, although more people would be required each time. The plan should be to recruit three new NomCo members in 2025 and then again in early 2027.
- 5.14 MS asked whether recruiting three new members in 2025 would solve the problem. MS suggested that recruiting two members in 2025 and then two more in 2026 would have better long-term benefits. SH agreed with this point but stated that, to achieve a total of eight NomCo members, a minimum of two would have to be recruited in 2025. The number would actually have to be three in 2025 to allow for replacement of long serving members. There is also potential 'natural attrition' in between cycles which would need to be considered. SH felt that there may be a requirement to recruit in 2026 but this decision can be based upon outcomes in 2025.
- 5.15 IB proposed another option whereby all the recruitment interviews be conducted together in 2025 but the individuals then join NomCo on a 'phased' basis. This approach would be dependent upon the number of applicants. The Chair agreed that this was a good suggestion but would, ultimately, depend upon numbers applying. MS asked whether members of other committees could join NomCo but

this was rejected as there would be issues around conflicts of interests. MS explained that this should only be something to consider if no one applies.

- 5.16 NomCo should also consider how to appoint an early career member to NomCo. There was a concern that they might not have the right skills compared to later career members. Time spent on NomCo would be a good career development experience. MS and others fully supported the plan to recruit an under 30/early career member where possible.

6 ANY OTHER BUSINESS/SUMMING UP

- 6.1 **Any other business:** MG informed NomCo that they are looking to hold ten, half-day Trustee Board meetings/sessions rather than the six, full-day sessions. It was felt that such an arrangement would be better for individual Trustee Board members' work/life balance and inclusivity.
- 6.2 The Chair asked if this should be reflected in the Terms of Reference for the vacancies on the Trustee Board. MG confirmed that, whilst there is no statement about the number of Trustee Board meetings, the Terms of Reference should be more open about the time commitment. The Chair stated that the Trustee Board vacancy role descriptions and all future recruitment tasks would need to be checked to ensure that they are compatible with this proposal.
- 6.3 SH requested that the NomCo meetings do not start at 10:00hrs (in UK time) as this equates to 04:00hrs (US time). SH confirmed that 14:00hrs to 16:00hrs (UK time) was better for NomCo members based in the US. The Chair stated that EH would book a room for the September 2025 meeting. **Action: NC134 – EH.**
- 6.4 The future meeting dates for 2025, accommodating SH's request, are as follows:

2025	Time	Location
07 January 2025	14:00hrs - 16:00hrs GMT	MST
11 March 2025	14:00hrs - 16:00hrs GMT	MST
06 May 2025	14:00hrs - 16:00hrs BST	MST
01 July 2025	14:00hrs - 16:00hrs BST	MST
04 September 2025	10:00hrs - 16:00hrs BST	MST/In person (hybrid)
04 November 2025	14:00hrs - 16:00hrs GMT	MST

- 6.5 Given that there were no more items of business raised, the meeting closed at 13:53hrs GMT.