



Process for Council to consider whether to renew Professor Bailey's appointment as President and Principal

Outcome requested:	Governance Committee is asked to recommend to Council the process for it to consider whether to renew Professor Bailey's appointment as President and Principal.
Executive Summary:	<p>[a] Council appointed Professor Bailey as President and Principal for a five-year term starting on 1 September 2017. Given the lead time for appointments at this level, the Chair of Council intends to consider whether to renew Professor Bailey's appointment in the second half of the 2020–21 academic year.</p> <p>[b] The Queen Mary Charter specifies that Council appoints the President and Principal and approves his/her terms and conditions of appointment. It is recommended that Council should adopt the process outlined in this paper, led by the Chair of Council, through which to make these decisions. This reflects CUC guidance and advice taken from Advance HE on best practice in the sector.</p>
QMUL Strategy:	The President and Principal is ultimately responsible for the delivery of the Strategy.
Internal/External reference points:	Queen Mary Charter CUC Higher Education Code of Governance CUC Illustrative Practice Note on Recruiting a Vice-Chancellor
Strategic Risks:	N/A
Equality Impact Assessment:	The paper includes a commitment to ensure the gender and ethnic diversity of the panel that will oversee the process.
Subject to prior and onward consideration by:	Subject to approval by Council on 19 November 2020.
Confidential paper under FOIA/DPA:	No
Timing:	Connected to the term of appointment of the President and Principal.
Author:	Jonathan Morgan, Chief Governance Officer and University Secretary
Date:	14 September 2020
Senior Management/External Sponsor:	Lord Clement-Jones, Chair of Council

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1. Council appointed Professor Bailey as President and Principal for a five-year term starting on 1 September 2017. Given the lead time for appointments at this level, the Chair of Council intends to consider whether to renew Professor Bailey's appointment in the second half of the 2020–21 academic year.
2. The Queen Mary Charter specifies that Council appoints the President and Principal and approves his/her terms and conditions of appointment. Council is asked to adopt the following process, led by the Chair of Council, through which to make these decisions.
3. It is proposed that Council should establish a panel with the following membership to oversee the implementation of the process and to make recommendations to Council at the end. Steps will be taken to ensure the gender and ethnic diversity of the panel. The Panel will be supported by the Chief Governance Officer and University Secretary, with input from the Director of Human Resources.

Chair of Council (Chair)

Vice-Chair of Council

Treasurer

Chair of the Audit and Risk Committee

QMSU President

One elected staff member of Council, identified by the Chair of Council

Two external members of Council, one of whom joined in the last two years, identified by the Chair of Council

4. It is proposed that the terms of reference of the panel will be:
 - [a] to gather and consider evidence, including a 360 assessment, regarding Professor Bailey's contribution over the past three years in relation to: developing, implementing and refreshing the Strategy; leadership; risk management; institutional performance across education, research and finance; and the ambassadorial role;
 - [b] to gather and consider perspectives regarding challenges facing the University and the higher education sector over the next five years, and the skills and leadership required to implement the Strategy;
 - [c] to provide regular updates and make a recommendation to Council on whether to renew Professor Bailey's appointment as President and Principal.
5. The Remuneration Committee will also have a dual role: to contribute to the panel's assessment of Professor Bailey's contribution over the past three years; and to make recommendations to Council regarding Professor Bailey's remuneration and terms and conditions in the event that the panel recommends to renew his appointment. This will be achieved and co-ordinated through the duplication of membership across the two groups.
6. It is proposed that the 360 assessment should include a range of internal and external stakeholders to be determined by the panel, including members of Council, members of the senior leadership, student representatives and strategic partners. The exercise to gather perspectives regarding future challenges should similarly take into account a

range of internal and external views, as well as input from relevant sector bodies. It is proposed that both pieces of work should be contracted out in order to encourage openness and transparency.

7. The indicative timeline is as follows.

18 September 2020	Remuneration Committee's annual review of Professor Bailey's performance
November 2020	Panel begins to meet and plans procurement
February–March 2021	360 assessment and other stakeholder engagement
7 April 2021	Remuneration Committee develops a proposal regarding Professor Bailey's remuneration and terms and conditions
20 May 2021	Council considers proposals from Remuneration Committee and the panel

Jonathan Morgan
Chief Governance Officer and University Secretary
14 September 2020

Illustrative Practice Note 5: Recruiting a Vice-Chancellor

November 2017

Governing body role in recruitment and appointment of institution heads

Appointing the head of an institution is one of the most important decisions for a governing body.¹ The purpose of the recruitment exercise is to secure the best, most suitable candidate from the widest possible pool of talent, in a fair and transparent manner.²

What does the HE Code of Governance say?

1. Element 1 of the code states that the governing body is unambiguously and collectively responsible for institutional activities, taking all final decisions on matters of fundamental concern within its remit.³
2. The Vice-Chancellor is the chief executive of the institution. The governing body delegates authority to the Vice-Chancellor for the academic, corporate, financial, estate and human resource management of the institution. The Vice-Chancellor remains accountable to the governing body for the performance and sustainability of the institution, as well as for protecting and advancing its reputation in the achievement of its mission.

Why is Vice-Chancellor recruitment important?

3. The Vice-Chancellor has primary executive responsibility for all strategic matters. The Vice-Chancellor is also in all but exceptional cases the accountable officer, answerable to the relevant funding council and regulator for ensuring that the university is accountable for any funds received and that it complies with its statutory, legal and (for the vast majority of universities) charitable obligations.⁴ The post-holder therefore carries primary responsibility for the success or otherwise of the institution, so selecting the right candidate is vital.
4. The two most important leadership roles within the university are the Chair and the Vice-Chancellor. These roles are complementary. While the role of the former is to focus on the leadership of the governing body to achieve effective governance and institutional oversight, the Vice-Chancellor's focus is on the articulation and delivery of institutional strategy, leadership of the staff and the overall management of the institution. The Vice-Chancellor will also be the most visible ambassador for the institution.

¹ In different universities, the governing body is variously called the Council, Court, Board of Governors or Board of Trustees. In this report, the term 'governing body' is used to cover all these variants.

² Universities UK (2009) [Appointing the head of higher education institutions: a resource for governors](#).

³ Committee of University Chairs (2014) [Higher Education Code of Governance](#).

⁴ Higher Education Funding Council for England (2016). [HEFCE Memorandum of Assurance and Accountability](#).

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Committee of University Chairs

5. As the institutional figurehead, the Vice-Chancellor's personal leadership style and approach have a strong influence on the organisational climate of the institution. How the Vice-Chancellor handles university matters – internally and externally – is likely to set the tone which others will follow. It is therefore essential that the Vice-Chancellor upholds the values of the institution, through their actions and their example.
6. While the primary purpose of the recruitment exercise is to appoint the best possible leader for the institution, the process is also an opportunity for the institution to enhance its profile and to communicate its strengths, achievements, strategic direction and ethos to a wide community of influential and well-networked individuals. A well-managed recruitment process can therefore significantly enhance the external perception of the institution.
7. While periods of office do vary considerably, evidence suggests that the average tenure for Vice-Chancellors has fallen from a peak of over 6.5 years in the mid-1970s, to five years in 2016.⁵ This means that, across the UK, around 30 institutions may be seeking to recruit a new Vice-Chancellor in any given year. Consequently, competition can be fierce, as the pool of suitable candidates is relatively small.
8. Recruiting a Vice-Chancellor who is 'right' for a particular institution is an art, not a science. Experience as a Deputy Vice-Chancellor, or Pro Vice-Chancellor, should provide evidence that an individual has carried significant responsibility and has broad experience of leadership in different areas. However, titles can sometimes be misleading, and a successful track record at deputy level is not on its own a good predictor of performance at Vice-Chancellor level, given the significant step-change in responsibilities from deputy to chief executive. As well as the requisite knowledge and experience, the successful candidate must have a raft of other aptitudes and qualities and be right for that institution at that time. The priority in the recruitment process therefore is to assess genuine potential for the senior leadership role.
9. Perceptions of 'institutional fit' may be dangerous, implying as they may do a sense of corporate uniformity, and therefore they should be treated with caution. However, it is undeniably the case that a leader who is successful in one institution may be wholly unsuitable for (and thus ineffective in) another. The objective of the recruitment process is to appoint a Vice-Chancellor who can address the institution's needs at that particular time in its history and development.
10. To some governors the complexity and duration of the Vice-Chancellor recruitment process may seem excessive. However, governors are appointing a post-holder whom they cannot directly control, in an environment in which they are likely to have significantly less experience or expertise than the post-holder. Hence, the governing body must appoint a Vice-Chancellor who can command a high degree of trust and respect, and one with whom the whole governing body can work effectively.
11. As well as being one of the most important tasks a governing body will undertake, it is also likely to be one of the most time-consuming for the Chair and governing body colleagues. It is of course also likely to be the most expensive recruitment exercise the institution undertakes.

Forward planning: Governing body considerations

12. While responsibility for Vice-Chancellor recruitment clearly rests with the governing body, responsibility for coordinating the end-to-end recruitment process, including forward planning, will normally rest with the University Secretary/Registrar with additional input from the HR Director. As the

⁵ Higher Education Policy Institute (2016) [How long do vice-chancellors stay in post?](#) HEPI Blog. 3 November.

senior adviser to the governing body, the University Secretary should be expected to support, guide and advise the governors on approaches to the recruitment, and to act as a bridge between the university management and the governing body.⁶ As with all major governance matters the governing body should be encouraged to consider the University Secretary as a key resource. However (particularly where the University Secretary holds a dual role as Registrar or Chief Operating Officer [or equivalent] as well as Secretary) all parties should be mindful of potential conflicts of interest. Governors will benefit from input from senior colleagues, gathered through a structured process and subsequently aggregated and anonymised. There is no reason to exclude the Secretary from that, but care needs to be exercised to ensure that the Secretary's impartiality as adviser to the governing body is not compromised.

13. Vice-Chancellor recruitment can be made easier if the Nominations Committee has regular discussions about succession planning for the whole senior leadership team. It is also helpful if the groundwork for the recruitment process is begun considerably before the announcement of the incumbent's departure. In fact, it is wise to put in place the mechanisms to initiate the recruitment process as soon as possible after the previous incumbent has taken up their duties. In chartered universities, these procedures will be set out in statutes and ordinances. Where this is not the case valuable time can be lost through delays in setting up committees or gaining approvals for delegation if these decisions require the explicit approval of the governing body. Agreeing an outline framework in advance can help to speed up this stage of the process.
14. In any Higher Education Institution (HEI), mutual trust and respect between the Chair of the governing body and the Vice-Chancellor are crucial for effective leadership and sound governance.⁷ Timescales for succession planning for the Chair and Vice-Chancellor are best considered together. In some institutions, the importance of the three-way relationship between Vice-Chancellor, Chair and Secretary is recognised and the timetable for succession includes the Secretary as well. In practice, this can be challenging to achieve as the timetables for both exercises is often determined by factors outside the institution's control. Nonetheless, for reasons of continuity and smooth handover, the institution should seek to ensure that the recruitment or appointment of a new Chair and the recruitment of a new Vice-Chancellor are at least one year apart.⁸ This then allows the Chair to enter the recruitment process for the Vice-Chancellor with greater knowledge and confidence. It also means that the new Chair and Vice-Chancellor are likely to have a period of several years working together as a team before one or other of them moves on.

Preparation

15. The main issues for the governing body in preparing for the recruitment of a Vice-Chancellor include clarifying key responsibilities, ensuring diversity, Selection Committee arrangements, decisions on the use of executive search firms (ESFs) and leadership during the transition.

Clarifying key responsibilities

16. The constitutional documents of most institutions set out where responsibility lies for appointing the Vice-Chancellor.

⁶ Leadership Foundation for Higher Education (2012) [A guide for new clerks and secretaries of governing bodies of Higher Education Institutions in the UK](#).

⁷ Good Governance Institute (2015) [Review of Governance for Plymouth University: final report to the Board of Governors](#).

⁸ Committee of University Chairs (2017) [IPN6: Recruiting a Chair](#).

17. In most institutions, the final responsibility for appointing (that is, approving the appointment of) the Vice-Chancellor rests with the whole governing body and cannot be delegated. This is specified in the standard form of Articles of Post-92 universities. In some pre-1992 chartered universities the requirement to involve representatives of the Senate and governing body (or equivalent) in the recruitment process is stipulated, though formal responsibility for the appointment usually rests with the governing body. In some ancient universities, the final stage involves formal election of the candidate by a large, university-wide body.⁹
18. Within that overall framework those involved in the recruitment process need to have clarity as to which decisions different groups, committees or individuals can take. Close collaboration between the Chair and the University Secretary is essential to ensure that the institution's governance rules are followed. In some instances, the governing body may need to make special resolutions concerning the decision-making powers of the Chair between meetings, to avoid unnecessary delays. It is also helpful for the Chair and the University Secretary to articulate clearly where responsibilities lie for managing the process, as opposed to taking decisions as they emerge. This can help to avoid misunderstandings once the exercise has begun.
19. Responsibility for advising on pay and terms and conditions of the Vice-Chancellor are normally delegated to the Remuneration Committee. Leadership of the Vice-Chancellor recruitment process will usually be the responsibility of a specially convened Vice-Chancellor Selection Committee.
20. The composition, remit and delegated powers of such a committee are usually set down in the university's governance documents. Where this is not the case the University Secretary should ensure that they are recorded and approved before the Vice-Chancellor recruitment process commences.

Ensuring diversity

21. Under the HE Code of Governance the governing body is required to promote equality and diversity throughout the institution. This includes taking all possible steps to avoid unconscious bias. It is increasingly common for selection committees to undertake diversity training or briefing for all its members before embarking on the selection process.
22. Universities are diverse, multicultural institutions which increasingly engage and operate globally. Consequently, the governing body will wish to assure themselves that the search process is accessing as diverse a pool of candidates as possible, unconstrained by pre-conceived notions of leadership. The increasing diversity of the student body, both culturally and ethnically, provides an added incentive for institutions to achieve equity and balance within their recruitment practices. Some institutions set diversity targets (on gender and ethnicity) as a means of challenging themselves to be as wide-ranging as possible in searching out talent. The governing body will therefore wish to be assured that all stages of the recruitment process take a broad view of what constitutes leadership talent and encourages applications from as wide a range of potential candidates as is practicable.

Selection Committee arrangements

23. As noted above, the university's constitutional documents are likely to set out the oversight arrangements to be put in place for the recruitment process, including the terms of reference and composition of the Selection

⁹ In the case of the University of Cambridge, a candidate for appointment as the Vice-Chancellor is put forward by the University Council (the principal executive and policy-making body) for approval by the Regent House (the University's governing body and electoral constituency, numbering more than 5,500 academics and senior administrators). See www.governance.cam.ac.uk.

Committee. In most cases the Selection Committee also forms the final, formal selection panel, though sub-panels may be established to explore various aspects of candidates' capabilities. In some instances, a subset of the Selection Committee itself forms the final selection panel. Either way, it is essential to clarify the extent of the committee's responsibilities and the arrangements through which that committee will remain accountable to the governing body.

24. As well as ensuring the requisite breadth, range and depth of experience of the committee members, the governing body needs to be aware of practical considerations: serving on such a committee requires a significant time commitment with a willingness to attend a number of virtual or in-person meetings (often at short notice) and a commitment to absolute confidentiality. Proper care needs to be taken in selecting individuals to serve on the committee.

Role of stakeholders

25. While the decision on the Vice-Chancellor appointment is unequivocally that of the governing body, ensuring the involvement and engagement of a range of stakeholders, particularly staff and students, is highly beneficial. The Vice-Chancellor is both the leader of the university as corporate body, and the senior leader of the university staff, so credibility both inside and outside the institution must be addressed through the recruitment process. Many universities offer the opportunity for different groups – alumni, external partners, current staff and students, the executive team, academic leaders and of course governors themselves – to provide input on the challenges facing the institution and the type of person required, either via a confidential website, or via focus groups and roundtable discussions. Stakeholders may have quite different, but equally valid, perspectives on the institution and its leadership needs, and hence on the factors which are likely to attract prospective candidates. If managed effectively as a genuine consultation exercise, the process itself can have the added benefit of enhancing the institution's sense of community and cohesion, which can be particularly valuable at times of leadership transition. In recent years it has been increasingly recognised that engaging selected external partners in this consultation exercise can also help to raise the profile of the institution and prove a valuable PR exercise in its own right.

Use of executive search firms (ESFs)

26. In all but the rarest cases, institutions appoint executive search consultants to assist with the search and recruitment process. While this helps to reduce the administrative burden of the recruitment process for the institution, the key reason for using search consultants is to enhance the search phase. ESFs are employed to use their networks, sourcing arrangements and in-house research capability to create a strong field, identifying potential candidates and generating interest from qualified individuals who may not immediately see themselves as potential candidates. ESFs can be particularly helpful in achieving balanced candidate fields that take account of the institution's commitment to diversity, and consider various characteristics (e.g. gender, ethnicity, disability etc). Use of ESFs can also be an important consideration for the candidates: at this level confidentiality is likely to be a major concern, and engaging initially with an ESF, rather than directly with the recruiting institution, can help to preserve this confidentiality. As with all contractual arrangements, the institution will wish to be assured that the contract is properly tendered, and that the service is competitively priced and delivers value for money.
27. While the mechanics of the selection process to identify search consultants can be undertaken by university officers, it is often wise for members of the Selection Committee, or even the whole governing body, to be involved both in specifying the requirements for the consultants and in the selection of a particular firm. In the case of large consultancy firms, selecting the particular consultant to work with the institution can also be important. Since

all aspects of the recruitment and selection process are a PR opportunity for the institution, the governing body will need to be confident that the selected firm projects the appropriate image of the institution, its strengths and challenges; and that they have sympathy with and understanding of the university's purpose and ethos.

28. The governing body or its Selection Committee will wish to assure itself that its chosen firm is mindful of diversity issues and is itself avoiding unconscious bias in its selection processes.
29. While the recruitment exercise can best be viewed as a partnership between the ESF and the institution, it should be made clear to all those involved that responsibility for selection of candidates, at all stages, rests with the institution. Ensuring that the ESF retains a purely advisory role can sometimes be challenging, particularly when a governing body is inexperienced or new. The ESF is inevitably exercising its own discretion when deciding which candidates to search out, especially as the process moves from longlist to shortlist stage, where the basis for the selection can be heavily dependent on the person profiles and advice provided by the ESF. It is therefore important that the Selection Committee has full confidence in the chosen search consultant and that clear guidelines are provided on the criteria for selection. Whatever the process used, the governing body always remains accountable for decisions made at each stage of the process.

Leadership during the transition

30. Given the importance of the Vice-Chancellor role and the time needed to complete recruitment processes at this level, most post-holders are appointed on 12-month notice periods. Consequently, strategies to manage the transition period between the announcement of the incumbent post-holder's impending departure, and the appointment and arrival of a successor are important considerations for the governing body.
31. This transition period can place strain on executive team leadership. However good leadership does not rely on just one individual. If the incumbent Vice-Chancellor has a talented team, and has put in place a strategy which is owned by the whole of that team, then the potentially destabilising effect of the Vice-Chancellor's impending departure can be minimised. Nonetheless, given the timescales involved, there is a risk that the organisation 'coasts' for a period of twelve months or more, as the incumbent feels – or is – unable to make major decisions affecting the future; and the organisation or its governing body are nervous of doing so. Conversely, the university may be concerned that the outgoing Vice-Chancellor may make long term decisions which may not accord with the priorities of the incoming Vice-Chancellor. In both situations, open discussion between the Chair and other key members of the governing body, with the executive team, and with other senior academic and professional figures within the university, can be invaluable in steering the institution through the transition period.
32. In some cases, incumbent Vice-Chancellors will be willing and able to give more notice than the minimum required by their contracts, to help the institution in its forward planning and recruitment. While this can indeed be helpful, the consequences of doing so need to be clearly understood by the university. Accepting a longer notice period can sometimes mean an overlap in appointment periods, requiring the institution to pay two Vice-Chancellor salaries or to have two Vice-Chancellors in situ for a period. It is also possible that a longer notice period will be more unsettling for the institution. It can also lead to a longer period of 'planning blight' when it is known that the Vice-Chancellor intends to step down.
33. In some institutions, the role of Deputy Vice-Chancellor or Vice-Principal specifically includes acting as Interim Vice-Chancellor in the event of the Vice-Chancellor's departure, which helps to ensure continuity and smooth

the transition. It is helpful in such circumstances to be clear on whether the Interim considers themselves a potential candidate for the permanent role, and helps avoid role confusion if they do not.

34. Cases in which the vice-chancellorship becomes vacant suddenly and unexpectedly are of course particularly challenging to manage. Nonetheless, in these situations any succession planning that the institution has done, including identifying a potential interim, will prove invaluable. The calibre and cohesiveness of the whole executive team will be tested at such a time.

Recruitment process

Phase 1: Determining the requirements

35. Having gone through the preparatory phase, the first step in the actual recruitment process is the determination of the requirements, role and characteristics of the post to be filled.
36. It is vital to clarify at the outset the extent of involvement required of the ESF. In most instances the firm, once appointed, will meet with key internal and external stakeholders to gain an understanding of the institution, the challenges and opportunities the position presents, and the aspirations of students, staff and governors for the new post-holder.
37. Governing bodies will need to consider to what extent they involve the incumbent Vice-Chancellor in the consultation process. This is very much a matter for the individual institution to decide. Some institutions consider that, while the current Vice-Chancellor should be kept informed as to process and timescales, an open and honest recruitment process is best secured without the involvement of the current post-holder. Others take the view that the post-holder has valuable perspectives as to the strengths, weaknesses and leadership needs of the institution which will benefit the process. Here again this is a matter on which it is helpful for the Chair and the University Secretary to have a confidential discussion. The Chair may need to make clear to the incumbent Vice-Chancellor the nature of the role they can play.
38. The search firm will often offer to facilitate a consultation exercise with stakeholders, including alumni and business partners, and to assist with the drafting and production of the candidate pack. As well as bringing their extensive knowledge of Vice-Chancellor recruitment to the exercise, the involvement of the ESF in the facilitation with stakeholders can provide a useful element of distance and objectivity. However, approaches do differ, and some universities choose to manage the stakeholder engagement exercise themselves.
39. Allowing adequate time for the development and redrafting of the specification of requirements helps to tease out differences of opinion between governors. Gaining genuine buy-in to and ownership of the specification of requirements helps to ensure that all Selection Committee members are 'singing from the same hymn sheet' when the selection process gets underway, thus helping to avoid potentially damaging differences within the Selection Committee later in the process, and subsequently with the governing body at the approval stage.

The candidate pack

40. Having established what the institution needs, the next step is to develop a candidate pack. This will include a role and person specification; key information on terms and conditions and, potentially, some indication of salary expectations; an outline recruitment timetable; and an institutional 'prospectus' introducing the organisation to potential candidates. Where an ESF is used, it is common practice for the firm to set up a microsite where all relevant documentation for candidates can be accessed. Such a facility

University of Bristol

The University of Bristol undertook an extensive consultation process prior to the appointment of an ESF. While this was time-consuming, it was considered to be extremely worthwhile and was much appreciated by staff. As well as focus groups chaired by different members of the governing body, many university committees were asked to comment, and individuals were also able to provide input by email. A number of specific questions were posed, including:

- What are the most positive things about this university that we should be seeking to preserve?
- What are the key things we should be seeking to change?
- What will be the greatest challenges for the next VC?
- What characteristics should we be seeking in our next VC?

The university then produced a summary document and shared this with the ESF, who used it in designing the search process. The document was also shared with prospective candidates.

also enables confidential information about the recruitment process and the candidates themselves to be stored, accessed and exchanged in a secure manner. The institution will also need to develop a prospectus that will include key facts and statistics about the university, as well as a narrative; the latter can be used to communicate the ethos and priorities of the institution and the requirements of the role. Since this document will be in the public domain, institutions rightly spend significant time developing it to ensure the right tone and emphases are achieved. It can also be helpful to signal where the challenges and opportunities for the new Vice-Chancellor lie, as these are likely to be major attractors to potential candidates.

41. The assessment of needs, challenges and opportunities will drive the role and person specification. While many of the leadership characteristics sought will be common across all institutions, the emphasis placed on different skills, experience and competencies will vary. It can be tempting, in drawing up a person specification, for Selection Committees to overreach – requiring outstanding leadership skills and experience in all areas. The objective through this preparatory phase should be to enable the governing body to achieve an honest and informed appreciation of the institution's leadership requirements, as well as a realistic understanding of its potential. It may also be helpful to reference the Nolan principles.¹⁰

Remuneration expectations and terms and conditions

42. Outlining the package of remuneration expectations covering all elements of compensation for the role is important, whether this information is provided in the candidate pack, or communicated via the ESF. The Remuneration Committee is likely to take the lead in setting out the broad parameters for the remuneration package for the role, potentially informed by anonymised benchmark data from the CUC Vice-Chancellors' salary survey. As well as the benefit to candidates, outlining the anticipated salary range can be of assistance to the governing body when the final selection decisions need to be made. Likewise, it is helpful for the prospectus to highlight any pertinent elements of the terms and conditions, such as pension arrangements; expectations regarding residence; special support for international candidates and arrangements for performance and salary review.
43. Senior pay is very much in the public spotlight, and as such institutions will want to ensure that any remuneration decisions taken are, and can be seen to be, justified, fair and equitable. The Remuneration Committee will need to be able to set out clearly the justification for any decisions on remuneration.

Internal candidates

44. At this stage, the Selection Committee needs to agree its approach to internal candidates. While all universities will wish to undertake a wide-ranging search and many post-92 universities are under a constitutional obligation to advertise nationally, the potential of internal candidates should not be ignored. Encouraging applications from suitably senior and qualified staff within the institution can help nurture local talent and ensure that it is not overlooked in favour of candidates from outside. Accepting internal applications can also be an important development opportunity: some of those who apply but are not successful may go on to become Vice-Chancellors elsewhere, and the opportunity to be exposed to a selection process at this level can be an invaluable learning experience for those who aspire to such roles. That said, some internal candidates may have unrealistic expectations which need to be managed, and the same qualifying thresholds should apply to internal as to external candidates. Using an ESF can be particularly helpful for internal candidates as it creates a sense of distance in the initial stages and preserves confidentiality.

University of Leicester

A month was set aside early in the recruitment process for internal stakeholder consultations, to gather feedback on the perceived challenges faced by the university in the years ahead, and the attributes that might be looked for in a new Vice-Chancellor. Facilitated by search consultants, meetings and telephone conversations were held with a wide selection of staff, students and governing body members. A special website was launched to enable all staff and students to air their views in confidence, and written input was invited from external stakeholders. General areas of agreement were then fed back to the Selection Committee, and these played a major part in confirming the key requirements of the appointment.

The Selection Committee worked in close partnership with the ESF throughout the appointment process. In addition to direct facilitation of stakeholder consultations, the consultants attended most of the committee's meetings and maintained close liaison with its chair between meetings. However, the committee was careful to remain in control of proceedings at all times.

¹⁰ Parliament. Committee on Standards in Public Life (1995) [The 7 principles of public life](#).

The ESF can also give objective feedback to internal candidates on their suitability for the role.

Advertising

45. Normal practice is for the selected ESF to manage advertising, though the institution will wish to be closely involved both in the drafting of the advert and the choice of marketing outlets. The ESF will also undertake the initial candidate-generation phase and put forward suggested names based on desk research and use of their existing contacts and networks.
46. Where the institution uses the services of an ESF it can be important to signal in the advertisement and role particulars that unsolicited enquiries or applications are also welcome. This can help ensure that qualified candidates who are not approached directly by the ESF are not deterred from applying and is an increasingly important diversity consideration.

Phase 2: Selection process

Composition of the selection panels

47. Over the past few years it has become increasingly common for selection panels to include both staff representatives (from both academic and professional services) and student representatives. While the role and value of such panel members is to present the perspectives of different stakeholder groups, as with any governance role the primary obligation of any member is to support the interests of the whole organisation rather than to represent any particular constituency interests. Such members may come under pressure to provide feedback to their constituencies during the selection process, even to the point of breaching confidentiality. Some institutions have sought to address this by providing specific independent support to such panel members to assist them through this period. Others have required that those involved in selection panels sign a non-disclosure agreement (NDA).
48. Increasingly, both staff and student representatives are involved throughout the selection process, up to and including the final panel interview. Doing so can create a positive sense of community as well as enriching the selection process for both candidates and panels and improving the final outcome.
49. Using a series of sub-panels as part of the selection process can be a way of achieving a rounded picture of a candidate's capabilities, and engage a wide range of stakeholders, from senior academic and professional staff to current students. When using sub-panels, it is important to clarify the expectations of them: for example, whether different panels are expected to cover particular thematic areas; whether only prescribed questions can be asked; and whether, in providing feedback, these panels are expected to provide a preferred ranking, or qualitative feedback only. Such panels may also need reminding that it is the official Selection Committee which takes the final decisions on which candidates to take forward, and which makes the final recommendation to the governing body.
50. Selection panels often also include an independent external adviser. This can be a current or former Vice-Chancellor from another university, or in some cases a governor from another institution. Such external advisers can provide invaluable advice in the selection process. It is important, however, to ensure that the extent of their remit is clear to all parties. In some instances, for example, the remit of the external adviser does not extend to advising on the final stage of appointment: this is seen as the responsibility of the institution's representatives alone.
51. In all cases the selection panels should be constructed to achieve the optimum balance between stakeholder representation, involvement and manageability.

Reviewing applications

52. Having received a set of applications, the next step is selection, which usually starts with the creation of a longlist. Devising a selection process that is appropriate for this level of position requires careful thought. As with all recruitment, the objective is to enable all the candidates to demonstrate their genuine potential to succeed in this demanding role.
53. While the details of the process can vary, it is usual for an ESF to have initial, light-touch discussions with candidates before producing their recommended longlist. The initial discussions between the ESF and the candidates provide the opportunity to test out the salary expectations of candidates and to flag other important aspects of the terms and conditions. Typically, the Selection Committee then meets with the ESF and agrees a longlist of no more than 12 candidates. The ESF then undertakes in-depth interviews with these candidates and produces detailed summaries and a set of recommendations as to those whom the firm considers should be shortlisted. The Selection Committee then meets a second time with the ESF to review the summaries of the detailed interviews and the recommendations, and agrees up to six or so candidates to be interviewed in more depth.
54. Whatever the exact process used, it is essential to be clear with the governing body where responsibility rests for agreeing the initial longlist, and then the shortlist. In most cases, it is the full Selection Committee who then provide a summary of their decisions to the governing body, while withholding all names and details of individual candidates.
55. Once a shortlist has been agreed it is usual for these candidates to be invited to visit the institution, perhaps for a tour of the campus, and for meetings with the Chair and Deputy Chair, and with members of the senior leadership team. Sometimes such meetings are arranged off campus, for reasons of confidentiality or convenience; and where overseas candidates are involved, some meetings may be virtual, although final selection would always be based on meeting the candidate in person.
56. Where such visits take place, it is essential to clarify whether they are a requirement or optional. For example, some candidates may not feel the need for a campus tour if they are already familiar with the institution, or may have concerns about confidentiality. Equally, it is important to clarify whether any interviews at this stage are for the purposes of information gathering by the candidates, to rule themselves in or out of the process; or whether they form part of the selection process. If the latter, then, as with any recruitment exercise, ensuring equity of treatment and approach is an important consideration.
57. The final selection process for shortlisted candidates is likely to follow the well-used model of a number of panel interviews with different constituencies, focusing on different themes, and one or more presentations. Some institutions use a wider variety of selection tools, such as asking candidates to comment on a set of annual accounts or critiquing a strategy document; simulating a media interview on a given scenario; engaging in a roundtable discussion; or asking candidates to chair a meeting. The use of group selection tools can provide a more realistic assessment of the candidates' competence in the workplace, and can enable a more rounded picture of candidate potential to emerge. However, they can also present issues of ensuring equity between candidates, and preserving confidentiality – though these issues can be mitigated through the use of clear assessment criteria for different exercises and requiring the signing of NDAs by the staff involved in these selection exercises.

Leeds Beckett University

Leeds Beckett invited shortlisted candidates to the university a week before their formal interviews. They were asked who they would like to meet as part of a fact-gathering exercise and were encouraged to ask questions. They then had time and better information with which to prepare for interview. This process proved as valuable to Leeds Beckett as it did to the candidates.

58. The institution will also need to decide if it wishes to use media or psychometric testing, and advice can be sought from the chosen ESF on this. Where psychometrics are used, those involved in the selection need to be clear how the results will be used to inform future stages of selection, how critical a role they will play on ruling any candidate in or out and whether they will be used for development purposes post-appointment.

Phase 3: Negotiations and approvals

59. The third phase of the recruitment process comprises the negotiations with the preferred candidate, securing governing body approval and managing the announcements. Depending on circumstances, it can be the most intense of all the recruitment phases.

Negotiations

60. Once a preferred candidate has been selected, the last, and potentially most delicate, phase of the appointment process is the final stage of negotiations on salary, start date and terms and conditions. Getting this stage right and ensuring the best outcome for the institution requires careful planning and stage management.
61. Following the final panel interview, one individual, normally the Chair of governors, is tasked with contacting the preferred candidate, normally by phone, to make an informal offer. It must be made clear to all parties that the appointment is subject to the formal approval of the whole governing body, and that total confidentiality must be observed during this final stage, which can often take a number of weeks. At this stage it is normal practice for a starting salary and package to be negotiated, again subject to the formal approval of the governing body. It can be helpful to have an agreed negotiating brief available to the Chair that sets out minimum and maximum limits, plus any other key elements that the governing body expects.
62. The particular discussion points at this stage will depend upon the type of institution and the personal circumstances of the preferred candidate. For example, there may be questions of residency, including the requirement to reside in a university property during the working week. Candidates may need other information, for example on children's schooling or work opportunities for a spouse or partner. For candidates from overseas, visa or work permit issues may need to be confirmed. Some issues, such as pensions, may prove particularly complex, and independent advice may be needed to address the individual's concerns. Since it is unlikely that the queries raised can be predicted, it is important for the person undertaking these negotiations to be well briefed, and for them to have sufficient delegated authority and room for manoeuvre in negotiations to avoid difficulties or delays at this already delicate stage.
63. Once a verbal agreement has been reached, the preferred candidate is normally sent a formal contract letter to sign – noting again that the appointment is subject to the formal approval of the governing body. The Director of HR is likely to be increasingly involved at this stage of the process, in drafting the contract and advising, or securing advice, on particular aspects of the terms and conditions.
64. While most institutions will take up references before the final interview stage, some institutions take up references considerably earlier in the selection process.
65. Many institutions, particularly larger ones, require further extensive referencing before a formal offer is made.

Wrexham Glyndŵr University

At Wrexham Glyndŵr University, on Day One of a three-day selection process the shortlisted candidates met with the Director of HR, and were then given a campus tour. The candidates also met the outgoing Vice-Chancellor on a one-to-one basis as an opportunity to ask questions about the role. Candidates then met with groups of staff. The four groups, of no more than six people, included senior management, the Students' Union and governors. Each of the groups was given a theme to explore with the candidates and the Students' Union determined their own theme. A person from each group provided feedback on each candidate to the interview panel after the formal panel interviews, which took place on Day Two. This mechanism enabled a wider perspective to be obtained on the candidates' experience, communication style, approach to key strategic matters and their 'fit' for the university. The process led to the further shortlisting of two preferred candidates who met again with the interview panel on the third day for the final part of the selection process.

Newman University

The university endeavoured to pre-empt any non-negotiables and to manage candidate expectations by releasing an 'exemplar contract' to shortlisted candidates in the final stages of the process. This move was designed to reduce the potential for final-stage shortlisted candidates to withdraw due to contractual concerns. It also helped to speed up decision-making once an offer had been made to the preferred candidate.

Unsuccessful candidates

66. While the focus at this stage is understandably on the preferred candidate, thought should also be given to providing meaningful feedback to the unsuccessful shortlisted candidates. Such feedback can either be provided by the Chair, or via the ESF. However it is done, it is important to maintain a positive relationship with unsuccessful candidates in this final phase, all of whom are likely to be senior figures within the sector.
67. Unsuccessful candidates will usually be informed at each stage, e.g. at the confirmation of the longlist, the confirmation of the shortlist and verbal acceptance by the preferred candidate. Candidate care is an important element in the process and this is often delegated to the ESF. Given the likely seniority of all the candidates – particularly those who reach the final stages of the process – the university will wish to ensure that good relationships are maintained and timely feedback is provided. Most candidates who reach final-stage interviews will expect honest feedback on their performance after the process is completed. Such feedback is usually provided either by the lead client partner or, in the case of very senior candidates, by the Chair of the governing body.

Securing governing body approval

68. For institutions where the approval of the whole governing body is needed, a special governing body meeting is likely to be required. Arranging the timing of such a meeting can be challenging, as the precise speed of negotiations can be difficult to predict. At the same time sufficient notice of the meeting may be needed to ensure good attendance and hence quoracy. Some universities seek to identify a number of provisional dates for this final governing body meeting, or to make special arrangement for members to join by tele- or video conference, to give maximum flexibility.
69. While the governing body would be expected to take the advice and recommendation of the Selection Committee, it is worth bearing in mind that in some instances governing body members who were not involved in the selection process may need some persuading that the preferred candidate is suitable. This is most often the case where the existing Vice-Chancellor is held in particularly high regard, and where the proposed Vice-Chancellor has a very different career background. In most cases governors' knowledge of the preferred candidate will come only from the written and verbal recommendations of the Selection Committee, and they may have an understandable tendency to compare what they read on paper about the prospective Vice-Chancellor with their first-hand knowledge of the incumbent. The Chair may need to call on the support and testimony of the Selection Committee in persuading the governing body that the preferred candidate is indeed right for the job. Likewise, difficulties can sometimes arise where different members of the governing body (including staff or student governors) have been involved in elements of the selection process, and different opinions of the candidates are held. If such differences of opinion surface at the governing body meeting, it is important for the Chair and other senior panel members to make clear why the recommended candidate is best for the job without breaching confidentiality about the other candidates. It is in such circumstances that the investment of time and effort at the beginning of the process, in the candidate pack, person specification and clarity of roles and responsibilities can prove most valuable.

Phase 4: Managing announcements

70. The final stage of the recruitment process is managing the announcement. Here again careful forward planning is required to ensure that any announcement does not pre-empt the formal decision of the governing body, and that the embarrassment of untimely leaks or announcements is avoided.

University of Bristol

The University of Bristol took up references for its shortlisted candidates prior to interview, and the candidates were informed of this approach. The ESF also took advantage of its many other contacts to form a rounded view of the shortlisted candidates to supplement formal references. This approach enabled more focused questioning at the final interview stages and allowed the final decision to be taken quickly following the conclusion of the interview process.

Since the incoming Vice-Chancellor was from another university, there was a need to agree and then coordinate the content of press releases and the timing of internal statements to staff and students. The university also sought to ensure that other significant stakeholders were advised at the same time. Although everyone involved in the process was required to keep the information confidential (and indeed did so), the university was conscious that too long a gap between the meeting of Council and a public announcement could have resulted in some leaking of the decision. The news was therefore communicated just under a week after the meeting at which the appointment made.

71. It is vital to remember that this is an appointment of the governing body. While an appointment committee recommendation is only very rarely overturned by the governing body it does occasionally happen. Embargoed press releases are therefore not recommended.
72. The order in which colleagues are informed requires some attention. Clearly the incumbent Vice-Chancellor should be informed, out of courtesy, before any public announcement is made, and in most instances the senior management team will also be informed, in confidence. The Chancellor of the institution should be informed at an early stage. It is also important for the governing body to be made aware of when the news will become public.
73. If the selected candidate is currently employed at another HEI, agreeing the content and simultaneous timing of the announcements between the two institutions is vital. The involvement of the corporate relations department (or equivalent) of the institution is likely to be essential at that stage, to draft an appropriate announcement and to liaise with their counterparts in the candidate's current institution. The need to observe confidentiality right up until the public announcement needs to be emphasised.
74. While staff, students, alumni and key external stakeholders will expect to receive information about the appointment at approximately the same time, any announcement may require nuancing for particular audiences. The nature of the announcement will depend upon the type of institution and the profile of the selected candidate. Certainly, the local and potentially the national and international press, should be informed of the appointment. A social media plan may also be required.

Managing the transition

75. As well as managing the transition period between the announcement of a Vice-Chancellor's impending departure and the appointment of their successor, the governing body also needs to pay attention to the management of the transition between the announcement of the successor and their arrival.
76. Given the time involved in recruiting a new Vice-Chancellor and the likely notice periods of new appointees, it can be hard to avoid an interregnum. Some of the potential difficulties can be mitigated by having in place acting up or interim arrangements during such an interregnum; and the incoming Vice-Chancellor is likely to want to spend time in the institution before they formally take up office. Again, these are matters on which the Chair and the University Secretary should have an open and honest discussion about options and approaches before the matter becomes 'live'.
77. The relevant funding council or other regulator should also be kept informed of accountable officer responsibilities during the transition, and should be notified when the new appointment is confirmed.

Failing to make an appointment

78. While all Vice-Chancellor recruitment exercises are undertaken in the expectation of making an appointment, the governing body may need to consider not doing so, if a suitable candidate does not emerge from the process.
79. Given the effort and expense (in both time and money) of Vice-Chancellor recruitment, governing bodies can understandably feel under pressure to make an appointment in all circumstances. However, making an unsuitable appointment is likely to be a costly mistake. Invariably, not making an appointment and recommencing the search process is far preferable to appointing someone who is not up to the job, or not right for the institution. In such circumstances, appointing a capable interim can prove a much better solution for the long-term interests of the institution.

Risks and mitigations

80. The significance of the Vice-Chancellor recruitment exercise to the institution means that the stakes are high, and there are a range of risks that need to be mitigated. It is helpful for a bespoke risk register to be drawn up at the outset. This enables the risks and their mitigations to be clearly articulated. The biggest risk is that an inappropriate, or sub-optimal, appointment is made, and the whole recruitment process should be designed to ensure that this does not happen. Stakeholder buy-in, process delays or irregularities and the maintenance of confidentiality are all potential risks which should feature on the institution's risk register.

Appendix 1 – Example Timeline for the Appointment of a New Vice-Chancellor

In terms of elapsed time, the first and second phases of the recruitment exercise are likely to be the longest, taking between two and four months for the first phase, and two to three months for the second. The final phase is often the shortest, normally taking one to two weeks, but it can be the most intense. However, in very large institutions and where the institution actively recruits internationally, timescales for all phases are likely to be more protracted.

<i>Phase 1</i>	Month 1 Announcement of Vice-Chancellor departure Recruitment process scoped and agreed Selection Committee appointed Executive Search Firm (ESF) tendering process initiated
	Month 2 ESF appointed Consultation and update with stakeholders Recruitment pack developed and finalised Search commences
<i>Phase 2</i>	Month 3 Initial search phase conducted Format and content of recruitment and selection processes finalised in detail Panels and sub-panels defined and membership agreed Remuneration package envelope agreed
	Month 4 Long- and short-listing Candidates invited to familiarisation day and final panel interview
	Month 5 Final selection events Selection of the preferred candidate
<i>Phase 3</i>	Early Month 6 Offer made Contract negotiation and agreement Approval by governing body Health and employment clearance checks
<i>Phase 4</i>	Late Month 6 and beyond Press and PR announcement Preparing for transition

The Selection Committee is likely to meet at least six times during the process, in addition to meetings for the purposes of candidate interview and selection. Likely timings for meetings are as follows:

- Month 1. To agree the recruitment and selection process and to select the ESF.
- Month 2. To finalise the recruitment process and timetable; and to review the draft candidate prospectus.
- Month 3. To finalise the search brief with the ESF; to review the feedback received from stakeholder groups; and to finalise the selection tools and method.
- Month 4. To consider the longlist of potential candidates and ESF report and to identify those to be contacted further.
- Month 5. To consider the reports on the identified candidates and to agree the candidates to be shortlisted for final interview stages.
- Month 6. To review the outcome of the interviews and to agree on the recommendation to go forward to the governing body for approval.

All links accessed November 2017