

Board and Committee Appointments

1. The process for elections is detailed in Regulation GP1 – Board Elections. This regulation therefore deals only with the appointment of Committee Members (Governance and Nominations Committee and Finance and Resources Committee), the Student Board Member, and any other non-Member Director which the Board may appoint by resolution.

Process for the appointment of Committee Members

2. When a vacancy arises on the Governance and Nominations Committee or Finance and Resources Committee, ordinarily there will be an open application process. However, each Committee may co-opt an individual, with the ratification of the Board, as is the prerogative set out in the terms of reference.
3. An application pack and accompanying advert, will be posted on the IHE website and sent out to all IHE member contacts. It may also be sent to any other stakeholders who may have links to appropriate candidates in cases where a specific skill set is sought.
4. Where a large number of applications is received, a longlisting exercise will be carried out by the Executive prior to involving either Committee. The Executive will also gather due diligence information, declarations of interest, and fit and proper person declarations.
5. 'Desk-based' shortlisting of applications against the person specification in the pack will be carried out by the relevant Committee, supported by the Executive.
6. The Executive will perform due diligence checks on all shortlisted candidates, including the insolvency register.
7. If the due diligence checks reveal any issues, a report will be prepared, and the GNC will meet to discuss the eligibility of the candidate. The GNC may bar a candidate where, for example, a candidate has been disqualified as a director, has been declared insolvent, or there is an unmanageable conflict of interest. Where such a decision is taken, the reasons for this decision will be set out in writing to the disqualified candidate.
8. The relevant Committee will then meet to discuss the shortlist and agree a recommendation.
9. Where it is deemed necessary, a confirmatory interview with between one and three appointable candidates will be undertaken by a member of the relevant Committee.
10. A recommendation for appointment will then be made to the Board via email or at a meeting. If the recommendation is made by email, and a further discussion is deemed necessary, an extraordinary meeting of the Board will be called.

Process for the appointment of a Student Director

11. Pursuant to the Articles of Association of IHE, Student Directors shall hold office for a term of two years, with the possibility of serving a second term of one year.

12. An application pack and accompanying advert, linking to the role profile for the Student Board Member (Regulation GR5) will be posted on the IHE website and sent out to all IHE members and to the Student Advisory Board.
13. Members will be asked to communicate the advert to students and recent alumni through whichever channels are appropriate to the institution (email, careers page, intranet, etc).
14. Where a large number of applications is received, a longlisting exercise will be carried out by the Executive prior to involving the shortlisting panel. The Executive will also gather due diligence information, declarations of interest, and fit and proper person declarations.
15. 'Desk-based' shortlisting of applications against the person specification in the pack will be carried out by two to three members of the Board, supported by the Executive.
16. The Executive will perform due diligence checks on all shortlisted candidates, including the insolvency register.
17. If the due diligence checks reveal any issues, a report will be prepared, and the GNC will meet to discuss the eligibility of the candidate. The GNC may bar a candidate where for example, a candidate has been disqualified as a director, has been declared insolvent, or there is an unmanageable conflict of interest. Where such a decision is taken, the reasons for this decision will be set out in writing to the disqualified candidate.
18. Shortlisted applicants will be invited for a short video-call interview with two to three members of the Board. The Executive will support the development of interview questions.
19. A final confirmatory interview with between one and three appointable candidates will be undertaken by the Chair of the Board and one other member of the Board.
20. A recommendation for appointment will then be made to the Board via email or at a meeting, which will include the application documents, and a summary of interviews from the panels. If the recommendation is made by email, and a further discussion is deemed necessary, an extraordinary meeting of the Board will be called.
21. Members will be informed of the Board's decision.

Process for the appointment of Non-Member Director

22. Pursuant to the Articles of Association of IHE, Non-Member Directors shall hold office for a term of three years, with the possibility of serving a second term of three years.
23. The Board may from time to time consider that it is in the best interest of IHE to appoint a non-elected director to fulfil a specific role or bring particular expertise to the Board. For example, an Honorary Treasurer requires a high level of skills and experience in finance which might not be present among the elected Member Directors.
24. When such a need arises, ordinarily there will be an open application process. However, the Board may co-opt an individual, at its discretion, as is the prerogative set out in the terms of reference.

25. An application pack and accompanying advert will be posted on the IHE website, sent out to all IHE member contacts and posted to external websites as appropriate. It may also be sent to any other stakeholders who may have links to appropriate candidates.
26. Where a large number of applications is received, a longlisting exercise will be carried out by the Executive prior to involving the shortlisting panel. The Executive will also gather due diligence information, declarations of interest, and fit and proper person declarations.
27. 'Desk-based' shortlisting of applications against the person specification in the pack will be carried out by two to three members of the Board, supported by the Executive.
28. The Executive will perform due diligence checks on all shortlisted candidates, including the insolvency register.
29. If the due diligence checks reveal any issues, a report will be prepared, and the GNC will meet to discuss the eligibility of the candidate. The GNC may bar a candidate where for example, a candidate has been disqualified as a director, has been declared insolvent, or there is an unmanageable conflict of interest. Where such a decision is taken, the reasons for this decision will be set out in writing to the disqualified candidate.
30. Shortlisted applicants will be invited for a short video-call interview with two to three members of the Board. The Executive will support the development of interview questions.
31. A final confirmatory interview with between one and three appointable candidates will be undertaken by the Chair of the Board and one other member of the Board.
32. A recommendation for appointment will then be made to the Board via email or at a meeting, which will include the application documents, and a summary of interviews from the panels. If the recommendation is made by email, and a further discussion is deemed necessary, an extraordinary meeting of the Board will be called.
33. Members will be informed of the Board's decision.