



POST OFFICE LIMITED NOMINATIONS COMMITTEE REPORT

Title:	Nominations Committee Evaluation Report 2022/23	Meeting Date:	6 June 2023
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Input Sought: Discussion/Approval

The Board is asked to:

- **NOTE** and **DISCUSS** the results of the Nominations Committee (NomCo) Evaluation for 2022/23 (please see **Appendix 1**).
- **APPROVE** the recommended actions to address points raised and areas which may require development.

Points raised/ areas for development:

1. Succession planning across Board, the Group Executive (GE) and the Senior Leadership Group (SLG) is still a key area for development.

Recommendations:

1. It is recommended that the Committee focus more on Post Office's development and succession plans for Board, GE and SLG members, taking into account the Company's strategic needs.
2. The Committee should also consider using external advisers to assist with succession planning.

Executive Summary

The 2018 UK Corporate Governance Code and the Corporate Governance Code for Central Government Departments¹ both stipulate that there should be an annual evaluation of the Board and its Committees which should be externally facilitated at least once every three years.

The Nominations Committee questionnaire mirrored that for 2021/22 to allow comparison across years.

The Board Directors and Angela Williams, former Interim Group Chief People Officer, who was a regular attendee at Nomination Committee meetings was invited to participate in the Committee Evaluation which she did. The questions, average scores and a summary of the findings are at Appendix 1.

Report

¹ Provision 21 of the UK Corporate Governance Code 2018 and paragraph 4.12 of the Corporate Governance Code for Central Government Departments.



1. Findings 2022/23

The results of the evaluation were mostly positive, with almost all of the questions the achieving an average score higher than 3 (3 = "good/at the required standard").

The highest scoring questions were:

Q1.	How appropriate is the composition of the Committee for the requirements of the business?	4.0
Q2. b.	How would you rate the Committee's knowledge of the following issues: Board recruitment and appointment processes (including PO Insurance)	4.0
Q2. c.	Corporate governance requirements.	

The lowest scoring question was:

Q10.	How effectively does the Nominations Committee assess the quality of the management team below Board level and manage succession planning?	2.8
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2. How do last year's responses and this year's compare?

Succession planning was highlighted as an issue last year and continues to be the key area of improvement for the Committee. Nevertheless, the average score for question 10 went up from 2.6 last year, to 2.8 this year.

Next Steps & Timelines

1. Succession planning at Board and Senior Executive level will be added to the Nominations Committee forward agenda.



Appendix 1

Nominations Committee Evaluation Questionnaire 2022/23

	Question	2021/22 Average	2022/23 Average
	Skills, experience, diversity, knowledge		
1.	How appropriate is the composition of the Committee for the requirements of the business?	3.60	4.0
2.	How would you rate the Committee's knowledge of the following issues:		
	a. Succession planning	3.20	3.0
	b. Board recruitment and appointment processes (including PO Insurance)	4.00	4.0
	c. Corporate governance requirements.	4.20	4.0
	Leadership, ways of working, time management		
3.	How would you assess the Chair's encouragement of debate within the Committee, including ensuring that all members are able to contribute to the discussion?	3.80	3.8
4.	How effective is the Committee at focussing on the right issues?	3.80	3.5
5.	How effective is the Committee at providing both challenge and support to management?	4.00	3.5
	Information and Support		
6.	How effective is the Committee at testing the information provided by its external advisers?	4.00	3.0
7.	How would you rate the quality of papers and presentations received by the Committee?	4.00	3.0
8.	Are the frequency and length of Nominations Committee meetings appropriate?	Yes = 4 No = 1	Yes = 4 No = 0
9.	How would you rate the access you have to any additional information and support you need to fulfil the requirements of your role (i.e. from management, secretariat or from external advisers, where required?).	3.60	3.3
10.	How effectively does the Nominations Committee assess the quality of the management team below Board level and manage succession planning?	2.60	2.8
11.	Please include any thoughts you have about the operation of the Committee and any ideas for its future operation.		
	<ul style="list-style-type: none"> We can do a better job at succession planning. Both at Board and at other levels. Needs to focus on proper strategic nominations/talent strategy more and less on pure process 		