

SEARCH and GOVERNANCE COMMITTEE
Minutes of a Meeting
9.30am Thursday 7th February 2013
Gordon Canning Room

Present: Mr Graham Van der Lely (Chair) (GVdL)
Mr Martin Baber (MHB)
Mrs Rosamund Blomfield-Smith (RBS)
Mr Mark Davison (MJD)
Mr Edward Gillespie (EG)
Mr Edward Keene (EK) (part)
Mr Russell Marchant (RM)

Minutes: Mr Rob Lee

		ACTION	ACTION DATE
1.	Apologies Mr E Keene joined the meeting during agenda item 5.		
2.	Declaration of Interest – Paper SG02/02/13 The Clerk advised that member’s interests would be taken as those disclosed in the Register of Members Interests. There were no declarations of members interests for agenda items.		
3.	Minutes of the Last Meeting – Paper SG03/02/13 Minutes of the meeting held on 4 th October 2012 were agreed to be a true and accurate record and signed by the Chair.		
4.	Matters Arising 4.1. (7.0) The outcome of investigation on whether the Equality and Diversity Committee should be amalgamated with the Health, Safety and Safeguarding Committee. RM advised that he had not received universal support in amalgamating the two committees but felt that now we had set up the Equality and Diversity Forum we should re-visit the matter. RM believed that governors should concentrate on the strategic committees such as GMC and Quality and Standards and not get bogged down in operational matters. <i>The decision on not to amalgamate the Equality and Diversity Committee with the Health, Safety and Safeguarding Committee will be reviewed.</i>	RM/Clerk	Immediate

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	<p>4.2. (10.1) College President</p> <p>The Chair confirmed that he had had discussions with Mr Morris who was concerned that as College President he should be attending more events. GvdL explained that Mr Morris was always available on the phone to help with his knowledge and experience and he found his advice very valuable. Mr Morris had agreed to stay on as President and was hoping to attend more events and in fact had attended the Governors' Strategic Planning Day. RM advised that he had recently met with Mr Morris and had a very positive meeting.</p>		
5.	<p>Discuss Strategic Review of Governance. Paper SG/05/02/13</p> <p>The Chair advised that the review had been instigated majorly due to the change in emphasis by Ofsted for their inspections. The advice from the Learning Skills Improvement Service, as outlined in the document attached, was very strong and he felt at times it was asking governors to go over the operational line. GvdL felt strongly that we should not just change because of Ofsted but in the best interests of students and the College. In response to MJD on how this had been received by the sector GvdL explained that it seemed to be acknowledged that there did need to be some changes and gave the example of where we, like many colleges, focused almost entirely on success rates when looking at student performance and we should be looking at a broader picture. RM felt that Professor Ritchie had explained it very well in the previous days Quality and Standards Meeting in that governors need the information and understanding of processes that surround it for constructive challenges to be made. RM felt it was vital that the relevant data was presented in the appropriate manner and there would need to be changes so as the information presented was more focused. RM also thought that there should be a written report, not verbal, on the work of the Quality and Standards Committee at each Board Meeting. RBS felt that the LSIS was not necessarily over the top as our business is education and we should discuss in more detail and have the data to challenge. GvdL believed that we have made a start with substantially changing the Terms of Reference of the Quality and Standards Committee and enhancing the membership. It was agreed that the Quality and Standards Committee should have the same significance as the GMC. RM advised that it is still important to keep a balance between our commercial and educational activities. In response to MHB the Clerk advised that he had asked the departmental heads for a report on their activities with their link governor during this academic year. MHB explained what had happened in his visit to the College and after some discussion it was felt that the activities and information available to governors on their visits should be reviewed. RM believed that industrial engagement was very important and how we impact on the communities we serve. It was more difficult for the College which has a more regional and national emphasis than most colleges. The Clerk referred Members to his review of governance and some of the outcomes. For the governors to become a more challenging Board it was vital, as explained earlier, that they should be presented with the relevant data in the appropriate format and this will be actioned in the review of the Corporation KPI's. The Clerk believed that the governors had started on a new process of creating a strategic plan and RM believed that this could be built on over the next year. The Clerk advised that the LSIS Report believed that governors should put the learner experience as a key core area and whilst teaching, learning and</p>		

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	<p>assessment are a priority governors must be aware of the whole student experience and college life. Discussions took place on how governors could observe lessons and it was thought this could be covered in the review of link governor visits. Relating to "mock" inspections interviews for governors GvdL advised that this had been discussed at the previous days Quality and Standards Meeting and it had been suggested that all governors not just those governors on Q&S should be invited to attend a "mock" interview. Relating for the suggested need for more "educationalists" on the Board RM felt that we should also improve the understanding of our current governors.</p> <p><i>Departmental Reports on Link Governor visits when available will be sent to the Principal.</i></p> <p><i>The format of Link Governor visits will be reviewed.</i></p> <p><i>All governors to be invited to attend a "mock" inspection interview and this to be a Governance Key Performance Indicator.</i></p> <p>Mr E Keene joined the meeting.</p>	<p>Clerk</p> <p>RM/Clerk</p> <p>Clerk</p>	<p>Immediate</p> <p>Immediate</p> <p>Immediate</p>
6.	<p>Review results of Governor Skills and Knowledge Survey. Paper SG06/02/13</p> <p>The Clerk advised that responses had been received from all 17 eligible governors. The results showed a wide range of skills with only 1 area where a governor has not indicated that it is an area where they have a high level of knowledge/experience. This area was the knowledge and understanding of minority communities although there were 4 governors, nearly 25% of the Board, who had a good knowledge/understanding of this subject.</p> <p><i>It was agreed that the results of the Skills and Knowledge Survey will be used when appointing new governors.</i></p>	<p>Clerk</p>	<p>Immediate</p>
7.	<p>Recommend Professor R Ritchie for a further term of office of 3 years. Paper SG07/02/13</p> <p>The Chair advised that the Clerk had now received confirmation that UWE wished Professor Ritchie to be the Vice Chancellors nomination for a further term of office.</p> <p><i>It is recommended to the Corporation that Professor Ritchie be offered a further term of office of 3 years as the Vice Chancellor of University of the West of England's nomination to the Board.</i></p>	<p>Clerk</p>	<p>07/03/13</p>
8.	<p>Review governors terms of office terminate this year. Paper SG08/02/13</p> <p>8.1. Mr C Whitehouse</p> <p>The Clerk advised that Mr Whitehouse completes 8 years as a governor on 5th June 2013. . Mr Whitehouse's contribution to the Board of Governors was noted and it was believed that it was essential that his experience should be retained. Mr Whitehouse is Chair of the Health, Safety and Safeguarding Committee, actively involved in the Governors'</p>		

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	<p>supporting statement. In the review of governance the Clerk had advised that more colleges were seeking external help in their self-assessment. RM felt that we could look at external support every 3/5 years. RBS advised that it was normal in commercial practice for directors to complete the form and then have one to one with Chair. In response to EG GvdL advised that he currently sees 3 to 4 governors with the Principal to discuss their views but would not be against seeing governors on a one to one basis.</p> <p><i>The paperwork will be amended as above and the Chair will agree the format of the feedback.</i></p>	Chair/ Clerk	07/03/13
11.	<p>Review Governance Targets. Paper SG11/02/13</p> <p>The Clerk advised that the Corporation KPI's are likely to change considerably once the strategic plan has been approved and proposes that some of the general Corporation KPI's should be incorporated in the Governance Targets. The proposed amendments were discussed. GvdL requested that the mock inspection interviews discussed earlier should be incorporated in the Governance Targets.</p> <p><i>It was agreed that the Governance Targets with the above amendment will be recommended to the Corporation for approval.</i></p>	Clerk	07/03/13
12.	<p>Any Other Business</p> <p>12.1. Invite to governors to tour Moulton College.</p> <p>RM advised that at a recent meeting of the Cultiva Board it was agreed that visits to Landex Colleges by Board members would be very useful. The first visit is to Moulton College and RM envisaged each college if possible sending 4/5 governors.</p> <p><i>It was agreed that governors would be contacted with details of the visit to see if they are available.</i></p> <p>12.2. Community Interests Company.</p> <p>RM advised that Gloucester Rugby had set up a Community Interests Company and they had asked him to become a Director. It would involve 2/3 meetings per year. GvdL thought this would add value to the relationship with Gloucester Rugby and it was agreed that the Principal could take up this position.</p>	Clerk	Immediate
13.	<p>Dates of future meetings at 9.30am</p> <p>Wednesday 19th June 2013 Thursday 3rd October 2013</p> <p>Thursday 6th February 2014 Tuesday 24th June 2014 Thursday 9th October 2014</p>		

Graham van der Lely
Chair Search and Governance Committee

19th June 2013