

SEARCH and GOVERNANCE COMMITTEE

Minutes of a Meeting 9.30am Thursday 30th June 2011 Gordon Canning Room

Present: Mr Graham Van der Lely (Chair) (GvdL)
Mrs Rosamund Blomfield-Smith (RBS)
Mr Mark Davison (MJD)
Mr Edward Gillespie (EG)

In Attendance:

Apologies: Mr Martin Baber
Mr Ken Nottage
Mr Malcolm Wharton

Minutes: Mr Rob Lee

		ACTION	ACTION DATE
1.	Apologies Apologies were received from Mr M Baber, Mr K Nottage and Mr M Wharton		
2.	Declaration of Interest – Paper SG02/06/11 Mrs Blomfield-Smith declared an interest in agenda item 9. It was agreed that she could take part in any discussion but not any subsequent vote. The Clerk advised that member's interests would be taken as those disclosed in the Register of Members Interests. There were no other declarations of members' interests for agenda items.		
3.	Minutes of the Last Meeting – Paper SG03/06/11 Minutes of the meeting held on 19 th January 2011 were agreed to be a true and accurate record and signed by the Chair.		
4.	Matters Arising There were no matters arising.		

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5.	<p>Update on process to appoint a new Principal. Paper SG05/06/11.</p> <p>As there is a need for confidentiality at this time this item will be minuted separately under a Closed Session and be available for public scrutiny after the successful conclusion of the process.</p>		
6.	<p>Recommend for approval the reappointment of governors. Paper SG06/06/11</p> <p>The Clerk advised that this had been discussed at the last meeting. The Chair advised that he had contacted the three governors whose terms of office came to an end this year and all three were willing to put their names forward for a further term. The Clerk reminded Members that it was necessary to consider the gender and ethnic mix of the Corporation when recommending appointments and supporting reasons for any governor to serve more than eight years.</p> <p>6.1 Mrs J Holderness-Roddam</p> <p>The Clerk confirmed that Mrs Holderness-Roddam had been a governor for one term of four years. GvdL advised that it had been highlighted at the last meeting the importance of trying to retain Mrs Holderness-Roddam as a Governor due to her considerable experience in all matters equine which was an extremely important area for the College as we had a national and international reputation in this area.</p> <p><i>It is recommended that Mrs J Holderness-Roddam be re-appointed as a governor for a period of 4 years commencing on the 24th July 2011.</i></p> <p>6.2 Mr D Crawford</p> <p>The Clerk confirmed that Mr Crawford had been a governor for one term of two years. Mr Crawford's experience and knowledge in the education sector, particularly A Levels had been discussed at the last meeting. As this was an area which the College wished to grow it was important that Mr Crawford's expertise was retained.</p> <p><i>It is recommended that Mr D Crawford be re-appointed as a governor for a period of 4 years commencing on the 21st October 2011.</i></p> <p>6.3 Councillor A Hicks</p> <p>The Clerk confirmed that Councillor Hicks had been a governor for three terms of four years and therefore it was necessary to discuss the expertise required if Councillor Hicks was not re-appointed. The Chair advised that this matter had been discussed in some depth at the last meeting before it was agreed that we would ask Councillor Hicks if he wished to be considered for a further term of office. Councillor Hicks was a member of the Cabinet of Gloucestershire County Council with special responsibilities for equality and diversity and safeguarding and as such was the Governor nominated to lead on child protection. Councillor Hicks also has extensive knowledge of the agricultural industry having worked in that industry for many years. It was thought therefore that the skills that Councillor Hicks brought to the College could not easily be replaced.</p>	<p>Clerk</p> <p>Clerk</p>	<p>14/07/11</p> <p>14/07/11</p>

		ACTION	ACTION DATE
	<i>It is recommended that Councillor A Hicks be re-appointed as a governor for a period of 3 years commencing on the 19th December 2011.</i>	Clerk	14/07/11
7.	Review the "Leave of Absence" of Mr K Nottage and whether a replacement should be found for the Audit Committee. The Chair advised that Mr Nottage had been given leave of absence due to work related matters. <i>It was agreed that Mr Clegg would be approached to see if he was available to join the Audit Committee and if not Mr Crawford or Mr Seymour would be approached.</i>	Chair	Immediate
8.	Discuss and recommend governor for Chair of Equality and Diversity Committee. Paper SG08/06/11. The Chair advised that Professor Ritchie had been unable to take up this position due to other commitments but had been able to accept joining the Quality and Standards Committee. In response to GvdL the Clerk advised that Mr Keene was currently a member of the Equality and Diversity Committee which had also been strengthened recently by the appointment of an external co-opted member who was currently Head of Quality and Diversity for Gloucestershire County Council. After some discussion it was agreed that Mr Keene should be asked if he could Chair this Committee and then another governor member found. Discussions took place on possible candidates. <i>It was agreed that Mr Keene would be asked if he would agree to become Chair of the Equality and Diversity Committee.</i> <i>It was agreed, depending on the outcome of appointment to the Audit Committee, Mr Crawford or Mr Seymour would be approached.</i>	Chair Chair/ Clerk	Immediate Depending on above
9.	Discuss and agree action on UWE Chair nomination as Governor. The Chair advised that Mrs Blomfield-Smith had been asked to be the UWE Chairs nominee as a Hartpury College Governor even though she was no longer a UWE Governor as they were unable to find a nominee at the time. The appointment had been for one year which was completed on the 11 th August 2011. RBS believed that as she was no longer a UWE governor she was unable to fully represent Hartpury on the UWE Board or UWE on the Hartpury Board and she now felt that UWE should nominate someone from their own Board. RBS advised that she had sent e-mails outlining relevant points from Hartpury Board Meetings to UWE but had received no reaction or feedback and as there was no contact between herself and UWE she did not feel it was appropriate for her to continue although she was willing to do so until a replacement was found and a vacancy available. <i>It was agreed that the Clerk would write to the Acting Clerk of UWE to seek a nomination from Chair of UWE when a vacancy was available.</i>	Clerk	Immediate
10.	Approve Role Description of Chair of Governors. Paper SG10/06/11.		

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	<p>The Clerk advised that the new Code of Governance, which was not as yet approved, required a role description for the Chair of Governors. The draft role description was taken from a model proposed by the Learning and Skills Improvement Agency (LSIS). It was noted that the time commitment for the Chair was entered at 20 hours per month but this was an area that should be reviewed in the future after further consideration.</p> <p><i>The Role Description of the Chair of Governors was approved and would be available on the Governance Web-site.</i></p>	Clerk	Immediate
11.	<p>Approve Governor Role Specification. Paper SG11/06/11.</p> <p>The Clerk advised that the Governor Role Description had been updated in line with a model proposed by LSIS.</p> <p><i>The Governor Role description was approved and would be available on the Governance Web-site.</i></p>	Clerk	Immediate
12.	<p>Approve Annual Appraisal Scheme for Chair of Governors. Paper SG12/06/11.</p> <p>The Chair advised that an appraisal of the Chair of Governors was also a requirement of the proposed new Code of Governance and the Clerk had been asked to draft a proposal. It was found that there was information available in the sector on this matter. The Association of Colleges (AoC) and the LSIS had been approached and on finding no relevant information within the sector had forwarded details of scheme operated by the NHS. The Clerk advised that the proposal before Members was based on the NHS model. RBS advised that this was similar to schemes she had been involved in but was not sure that the Search and Governance Committee was the correct body to oversee the process as in the schemes she had been involved with the process came under the control of a Special Independent Director (SID). RBS also proposed that any assessment of the Chair by other governors should be non attributable. After some discussion on the process it was felt that the procedure would be better lead by the independent Co-opted Member of the Search and Governance Committee rather than the whole Committee and further discussions should take place with EG.</p> <p><i>It was agreed that the process would be amended as above and sent to EG for approval before coming back to this Committee for final discussion and approval.</i></p>	EG/Clerk	06/10/11
13.	<p>Review Corporation Self Assessment</p> <p>13.1 Review analysis of results for 2010/2011. Paper SG13.1/06/11.</p> <p>The Clerk advised that twelve of the governors eligible had completed the questionnaire and there was a very high level of agreement with 99% of governors "Strongly Agreeing" or "Agreeing" with the Corporation Performance Indicators. There were no areas of major concern.</p> <p>13.2 Agree Quality Improvement Plan for 2011/2012. Paper SG13.2/06/11.</p>		

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	<p>The Clerk advised that the Quality Improvement Plan was aimed at defining actions to overcome governor concerns although this should be taken in the context of 99% agreement of the performance indicators. There were seven areas that governors believed were not as strong as others and proposed actions were discussed against each. A particular area of discussion was the appropriate training and development of governors. GvdL believed the business was getting more complex and maybe it was time to consider splitting the day we put aside each year for training and strategic planning into two separate sessions over two separate days. It was important to get updates on FE and HE funding. MJD advised that historically changes had been outlined at meetings throughout the year by the Principal and it was important that this method of communication should remain. It was also noted that a number of governors believed that we should find more time to discuss important issues and the Chair advised that he would be trialling a new agenda format at the next Corporation Meeting and outlined proposals.</p> <p><i>The Quality Improvement Plan with above amendment on governor development will be sent for review and approval at the next Corporation Meeting.</i></p>	Clerk	14/07/11
14.	<p>Recommend approval of amendments to Terms of Reference. Paper SG14/06/11.</p> <p><i>It was agreed that as further amendment was now needed due to proposed amendments to the appraisal process of the Chair the Terms of Reference will be amended and sent to the next meeting.</i></p>	Clerk	06/10/11
15.	<p>Any Other Business</p> <p>15.1. LSIS Council</p> <p>The Chair advised that we had nominated Mr D Seymour to fill the vacancy on the LSIS Council.</p>		
16.	<p>Dates of Future Meetings all at 09.30am</p> <p>Thursday 6th October 2011 Wednesday 25th January 2012 Thursday 21st June 2012 Thursday 4th October 2012.</p>		

Graham van der Lely
Chair Search and Governance Committee

6th October 2011