

SEARCH and GOVERNANCE COMMITTEE

Minutes of a Meeting 9.30am Wednesday 1st February 2012 Gordon Canning Room

Present: Mr Graham Van der Lely (Chair) (GVdL)
Mrs Rosamund Blomfield-Smith (RBS)
Mr Mark Davison (MJD)
Mr Ken Nottage (KN)
Mr Malcolm Wharton (MW)

In Attendance:

Apologies: Mr Martin Baber
Mr Edward Gillespie

Minutes: Mr Rob Lee

		ACTION	ACTION DATE
	The Chair wished to minute the congratulations of the Corporation to the Principal on a very well deserved award of a CBE in the New Years Honours List. The Principal thanked the Governors for their support.		
1.	Apologies Apologies were received from Mr M Baber and Mr E Gillespie.		
2.	Declaration of Interest – Paper S02/02/12 Mr Nottage disclosed an interest in agenda item 6(E) and it was agreed that he should leave the meeting when this item was discussed. 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 S03/02/12 Minutes of the meeting held on the 6 th October 2011 were agreed to be a true and accurate record and signed by the Chair.		
4.	Matters Arising There were no matters arising.		

		ACTION	ACTION DATE
5.	<p>Review outcomes of the Governors Skills and Knowledge Survey. Paper SG05/02/12</p> <p>The Clerk advised that the survey had been completed by fourteen of a possible seventeen governors and outlined the results. Each square on the matrix represented a response from a governor. Most areas came out very strong with only one area, knowledge and understanding of minority communities, having no governors responding that this was one of their high levels of knowledge or experience. The Clerk advised that if 50% of the responses indicated high levels or good knowledge of a specific area then this was an area of strength for the College. KN felt that even if only one governor indicated an area as a high level of expertise then this showed that the Corporation had the breadth of skills and knowledge required. In response to MJD the Clerk advised that the local area and student ethnic mix was low percentage. In response to MW it was felt that if all governors had responded this would still be an area of less strength. Other areas of less strength outside of the curriculum areas were discussed but none were thought to be a weakness as all had at least four governors with high or good levels of knowledge. MW felt that some of the questions had more weight and importance than others and some where there was a shortage of skills it was possible to buy in expertise. MW proposed therefore that future surveys should contain some sort of weighting. Relating to the curriculum areas the responses showed that considering their importance to the College there was a relative weakness in Equine and Sport. In response to RBS the Clerk advised that the expertise of Mr N Curwen, in conservation and sustainability areas had not been replaced when he had retired. MW felt that one of the areas we should consider strengthening, due to his pending retirement, is knowledge and understanding of running an "Outstanding College" and it was agreed to discuss this at the next agenda point.</p> <p><i>It was agreed that future surveys would identify the critical areas.</i></p> <p><i>It was agreed that the results of the survey would be taken into consideration when filling future governor vacancies.</i></p>	<p>Clerk</p> <p>ALL</p>	<p>03/10/12</p> <p>Immediate</p>
6.	<p>Review and agree action on governors who next complete their term of office. Paper SG06/02/12</p> <p>It was agreed that the Committee would take into consideration the results of the Skills and Knowledge Survey outlined above and the gender balance of the Corporation. It was also noted that there was currently a requirement for a second UWE nominated governor but it was felt that as there may need to be changes to the Academic Agreement this would be held over.</p> <p>(A) Mr David Barnett</p> <p>The Clerk advised that Mr Barnett completes 11 years as a governor on 19th February 2012. MW advised that he had spoken to Mr Barnett (DB) after the last meeting and DB had advised that he was quite happy to stay but would understand if we needed someone with different skills. It was also prepared to stand down at any time if offered a further term of office. It was recognised that DB had been an outstanding servant to the College both as Vice Principal and as a Governor. DB's strengths were in the area of education and in particular further education. Members then discussed the question that MW had raised above relating to having a governor who had recently run an outstanding College. GvdL outlined the mentoring of the Vice Chancellor of UWE by a governor who was a recently retired Vice</p>		

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	<p>Chancellor. This worked very well but the appointment was made with the approval of the Vice Chancellor of UWE and GvdL felt that if we were contemplating something along similar lines then we should consult first with our new Principal. It was felt that if he was in favour of such an appointment then the ideal governor candidate would be Mr C Moody, recently retired Principal and Chief Executive of Moulton, an outstanding college who had also helped us in our search for a new Principal.</p> <p><i>It was agreed therefore that Mr R Marchant would be consulted and if in agreement Mr C Moody would be approached to see if he wished his name to be recommended to the Corporation to become a Governor for a term of four years.</i></p> <p><i>It was agreed that if Mr Moody accepted the position this would be as a replacement for Mr Barnett who would still be invited to the next meeting of the Corporation.</i></p> <p>(B) Mrs Barbara Buck</p> <p>The Clerk advised that Mrs B Buck completes first term of 4 years as Staff Governor on 5th March 2012. Nominations are being sought and the vacancy will be filled by the next Corporation Meeting.</p> <p>(C) Mr Mike Burton</p> <p>The Clerk advised that Mr M Burton completes 7 years as a governor on 6th June 2012. MJD noted that sport, an important area to the College, came out as a relative weakness in the Skills and Knowledge Survey and that Mr Burton would be one of our experts in this field. It was therefore felt that Mr Burton should be offered a further term of office if he was prepared to continue. The Clerk advised that it was important to have varying lengths of office to ensure that not too many governors retire over the same period and suggested a term of two years for Mr Burton.</p> <p><i>It was agreed that Mr Burton would be contacted to see if he would be willing to be recommended to the Corporation for a further term of office of two years.</i></p> <p>(D) Mr D Seymour</p> <p>The Clerk advised that Mr D Seymour will complete his term of office of 2 years as Parent Governor on 13th October 2012 and will not be eligible for re-appointment in this position as his daughter had passed the age of eighteen. It was felt, however that Mr Seymour had been an extremely supportive governor and brought skills to the Corporation that would be lost if he was no longer a Member. Discussions took place on whether a Parent Governor was necessary as it was not a compulsory position and only recently installed at the College. The Clerk advised that at the last Ofsted inspection we were informed that we were one of the few colleges to have such a position and this was very well received by them. MW felt there was a danger in not having a Parent Governor at inspection time as it had been so well received by Ofsted.</p> <p><i>It was agreed therefore that a Parent Governor would be sought in the next academic year.</i></p>	<p>MW</p> <p>GvdL/ MW</p> <p>GvdL</p> <p>Clerk</p>	<p>Immediate</p> <p>Immediate</p> <p>June 2012</p>

		ACTION	ACTION DATE
	<p><i>It was agreed that Mr Seymour would be asked if he wished to be recommended to the Corporation to continue as a governor if a place became available.</i></p> <p>Mr Nottage explained why it had been necessary to take a leave of absence as a governor but the new owners of Gloucester Rugby Club were very supportive of maintaining links with the College.</p> <p>Mr K Nottage left the Meeting.</p> <p>(E) Mr Ken Nottage</p> <p>The Clerk advised that Mr K Nottage completes his first term of four years as a governor on 22nd October 2012. MJD felt it was important to maintain the relationship with Gloucester Rugby Club and Mr Nottage had a strong background in sport which as noted above was an important area for the college.</p> <p>Mr Nottage re-joined the Meeting</p> <p><i>It is recommended to the Corporation that Mr Nottage be offered a further term of office of four years.</i></p> <p>(F) Mr Duncan Clegg</p> <p>The Clerk advised that Mr Clegg completes his first term of four years as a governor on 22nd October 2012. It was felt that the knowledge and expertise that Mr Clegg brought to the Corporation needed to be retained if possible. It was recognised that Mr Clegg brings broad business knowledge and good audit skills to the Corporation as well as questioning and challenging on issues with a wider perspective. Mr Clegg had considerable expertise in the corporate business sector.</p> <p><i>It was agreed that Mr Clegg would be contacted to see if he would be willing to be recommended to the Corporation for a further term of office of three years.</i></p>	GvdL	Immediate
		Clerk	08/03/12
		GvdL	Immediate
7.	<p>Review Governance Targets. Paper SG07/02/12</p> <p>The Clerk referred Members to the Governance KPI's and targets and the performance against these in the last year. It was felt that they reflected the standards we wished to maintain.</p> <p><i>The Governance KPI's and Targets are recommended to the Corporation to remain at last years level.</i></p>	Clerk	08/03/12
8.	<p>Review arrangements for Governors Self Assessment. Paper SG08/02/12</p> <p>The Clerk advised that this was currently an annual requirement although this may change when the new Code of Governance is issued. No amendments from last year were proposed.</p> <p><i>It was agreed that the Governors Self Assessment documentation will be issued at the next Corporation Meeting for completion and return by the 13th April 2012.</i></p>	Clerk	08/03/12

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9.	<p>Update on progress for the appraisal of the Chair.</p> <p>The Clerk advised that he had collated the peer assessments sent to him by governors with eleven governors out of possible seventeen responding. All responses were agreeing or strongly agreeing with the questions and there were no negative responses. There were a couple of questions that some governors found difficult to answer and there may need to be some changes for next year. Also two governors had sent suggestions of how the format could be improved. The Chair also completed his own self assessment. The next stage is that the external Co-opted Member of this Committee. Mr E Gillespie, to meet with the Chair to agree objectives.</p> <p><i>A report will be made to the next meeting of the Corporation.</i></p>	Clerk	08/03/12
10.	<p>Review the process used for the appointment of the new Principal. Paper SG10/02/12</p> <p>The Clerk advised that this had come from the last Corporation meeting which suggested we should review the process particularly relating to the use of external consultants and whether governors not involved directly in the process should receive more of the paperwork at a slightly earlier stage. GvdL advised that the Search and Governance Committee has the responsibility to recommend a candidate to the Corporation and it is difficult path in ensuring that governors were kept aware of the progress of the search against sending out too much information. There is also a limit to what you can get candidates to reveal through an interview and therefore different methods such as presentations and psychometric testing was also used. MW outlined a process which he had recently been involved with and this included role play. We have included group exercises in previous senior management appointments. RBS felt that there could have been some improvement in the performance of the consultants. GvdL advised that our process did not include the appointment of an external expert and this had proved invaluable.</p> <p><i>It was felt that as time was limited this would be discussed at a future meeting</i></p>	Clerk	
11.	<p>Agree Minutes of the Closed Session 6th October 2011. Paper SG11/02/12</p> <p>Minutes of the Closed Session of the 6th October 2011 were agreed to be a true and accurate record and signed by the Chair.</p> <p>There were no matters arising.</p>		
12.	Any Other Business		
13.	<p>Dates of Future Meetings- All commence at 9.30am</p> <p>Thursday 21st June 2012 Thursday 4th October 2012 Thursday 7th February 2013 Thursday 20th June 2013 Thursday 3rd October 2013</p>		

Graham van der Lely
Chair Search and Governance Committee

19th June 2012