



HARTPURY

MEETINGS OF HARTPURY UNIVERSITY & HARTPURY COLLEGE

SEARCH and GOVERNANCE COMMITTEES

1pm Monday 4th March 2024

Gordon Canning

Members

Edward Keene
Robert Brooks
Henry Hodgkins
Alison Blackburn
Andy Collop (Professor)
Barbara Buck -

Chris Moody
Mary Heslop

In Attendance

Gillian Steels Clerk to the Board

University S&G Committee

Present (Chair)
Apologies
Present
Apologies
Present (Vice-Chancellor)
Co-opted to University
S&G for meeting

Present

-

Present

College S&G Committee

Present (Chair)
-
-
-
Present (Principal)
Present

Present

Present

Present

		ACTION & AGREED DATE
S&G01/03/24	Apologies As above. It was noted that the meeting had been re-arranged because of OFSTED the previous week and this had impacted attendance.	
S&G02/03/24	Confirmation of Quoracy It was confirmed the meetings of the University Search and Governance Committee and the College Search and Governance Committee were quorate.	
S&G03/03/24	Declaration of Interest. The Clerk advised that members' interests would be taken as those disclosed in the Register of Members' Interests. Declarations of members' interests noted as follows: Chair, Vice Chancellor and Principal and Chris Moody were members of the University and College Boards. It was noted that Chris Moody had an interest in relation to his term of office and would not be part of that discussion.	
S&G04/03/24	Minutes of the Last Meetings – 7th November 23 The Minutes of the University and College Search and Governance	

	Committee meetings held on the 7 th November 2023 were reviewed and approved as true records.	
S&G05/03/24	Matters Arising	
	<p>The Committees had been provided with an action log which confirmed how actions were being progressed.</p> <p>Appraisals – it was agreed these would be carried forward after the Away Days.</p> <p>The update was NOTED.</p>	
S&G06/03/24	Board Self-Assessment	
	<p>An update had been considered on the processes the Boards used as part of their self-assessment process to ensure an ongoing focus on continuous improvement.</p> <p>It was noted that Hartpury would be due an external governance review in 2024/25 and costs would need to be assigned for this within the relevant budget. Recognising the work done in relation to the action plan from the previous self-assessment and the ongoing internal self-assessment processes it was agreed a light touch approach might be most appropriate for the next external review. It was agreed the Clerk would explore this with a number of providers, including the previous provider and update the Chair and Vice-Chancellor and Principal.</p>	
	The Committees NOTED the Update and AGREED the approach outlined.	
S&G07/03/24	Governance Codes	
	<p>As agreed at the previous meeting the Clerk had reviewed compliance by Hartpury governance against the FE and HE Codes of Governance.</p> <p>AoC Code of Governance Review against Hartpury Practice This was the first time Hartpury had reviewed against this Code. It did not identify any significant issues of concern. Actions identified were those the Board and the Committee were already working on:</p> <ul style="list-style-type: none"> Diversity of Board Succession Planning Cost Apportionment Process Review Sustainability Strategy & KPIs to be developed Course Costing Further development of reporting on international & digital Maintain focus on responding to skills needs Board Self-assessment to be drawn into brief document with Governance KPIs Board Dynamics Development processes. <p>HE Code of Governance Review against Hartpury Practice This was the second time Hartpury had reviewed against this Code. It did not identify any significant issues of concern.</p>	

	<p>Actions identified were those the Board and the Committee were already working on:</p> <ul style="list-style-type: none"> KPIs to be reviewed once 2030 Strategy agreed Environmental Sustainability area for increased focus & monitoring Academic Governance – Quest ToR currently being reviewed Freedom of Speech Policy to be updated Governor Role Description review Student Union Constitution being reviewed Board diversity Senior Independent Governor review Board Succession Planning External Board Review 2024/25 to be scheduled <p>The Committees provided some additional evidence to be added to the self-assessments and the Clerk agreed to add these. Additionally, it was agreed it would be helpful to document the rationale for when the Board goes into closed session.</p> <p>The role of Senior Independent Governor was reviewed. It was agreed that there was no clear need at this stage but to review again in June 2026.</p>	<p>Clerk June 24</p> <p>Clerk/S&G June 26</p>
	<p>The University Search & Governance Committee AGREED the updated self-assessment against the HE Code of Governance.</p> <p>The College Search & Governance Committee AGREED the updated self-assessment against the FE Code of Governance.</p> <p>It was noted that the FE Code of Governance had been updated by the AoC to</p> <p>The second bullet point under Behaviours in Principle 3: Leadership and integrity, currently reading 'Externally appointed governors keep their independence,' will be updated to 'Governors must remain impartial and act with objectivity.'</p>	
S&G08/03/24	Board and Committee Membership	
	<p>The following documents had been provided to aid discussion:</p> <ul style="list-style-type: none"> - Terms of Office - Skills Audit - Committee Membership and Workload -CVs/applications potential applicant 	
	<p>It was noted that:</p> <ul style="list-style-type: none"> • there was one vacancy on the University Board following the resignation of Philip Robinson. • There was a vacancy on the University Audit and Risk Management Committee. • Chris Moody, University & College Governor comes to the end of his term of office in August 2024 – end of third term. • Ian Robinson, University Governor comes to the end of his term of office in August 2024 – end of second term. 	

	<ul style="list-style-type: none"> The Boards have a broad range of skills. Farming/agriculture knowledge/experience was highlighted previously as an area for focus for potential governors over the next few years, given potential transition of governors with this expertise and an update on this is provided. Processes to try to improve diversity continue to be ongoing, governors are asked to consider this within reflection on process to take forward future appointments. 	
	The update on the option of exploring co-opting an individual to the Search and Governance Committee who was able to access a broader range of networks was discussed. It was confirmed this had been followed up and a further conversation was planned for 8 th February.	Clerk/Chair
	Chris Moody left the meeting	
	Chris Moody's term of membership was considered. It was noted that he would have completed three terms in August. His significant knowledge and experience and commitment was recognised. It was noted that work was ongoing to bring on a new member who had a similar breadth experience to Chris (FE, landbased and FE leadership experience) and a potential individual had been identified but would not be available until 2026. On this basis recognising the particular skills, knowledge and experience Chris Moody brought to the University and College boards, and that succession planning was ongoing, it was agreed he should be recommended to the FE and HE Boards for a further two-year term of office, to end 31st August 2026.	
	Chris Moody rejoined the meeting.	
	Ian Robinson's term of office was considered. It was noted that in August 2024 he would be at the end of his second term of office. It was recognised that he brought considerable academic expertise to the University Board and that he continued to be active in relation to quality and regulation in a number of areas. Recognising Hartpury was now embarking on RDAP the Committee considered whether it would be helpful to maintain his expertise to support this next stage of Hartpury's development. The Committee considered when an RDAP application was likely to be made, noting it was likely to be after REF in 2028. The need to stagger terms of office to ensure continuity and renewal was noted. It was agreed to recommend Ian Robinson to the HE Board for a further 4-year term of office to August 2028.	
	The applications were considered, and a number of candidates identified to be invited for further discussions. It was agreed that other individuals would be stepped down at this stage. The option of exploring a link with the Institute of AGRIE network was also agreed. It was agreed one individual should be invited in for links re agriculture curriculum discussions.	Clerk
	Matthew Williams – it was noted the Co-opted member of the Audit and Risk Management Committee was the Finance Director of Barnwood. When he had been appointed it had been confirmed it was not a conflict	

	<p>of interest as the Committee would not be involved in Capital work appointments. It was confirmed this was still the case and therefore there should not be a conflict, whilst recognising the University was now considering Barnwood for a number of capital works. It was confirmed the position would be kept under review.</p>	
	<p>The Update was NOTED, and recruitment actions AGREED to be progressed.</p>	
S&G09/03/24	<p>Honorary Degree Committee</p> <ul style="list-style-type: none"> - Terms of reference - Nominated Board Member <p>It was noted that the terms of reference needed updating by the Academic Board as there were a number of typos/changes required. It was confirmed membership would not include the Chancellor.</p> <p>A potential additional member to recommend to the University Board was considered. It was agreed to recommend Robert Brooks subject to him confirming his willingness to take on the role.</p> <p>The proposed membership was agreed to be taken to the University Board.</p>	
S&G10/03/24	<p>Governor Role Description & Code of Conduct</p> <p>The Governor Role Description and Code of Conduct had been reviewed and updated. Changes reflected good practice review of other organisations and feedback from some potential governors who interpreted the references to education as a requirement, therefore some of these references have been removed and examples of other skills added.</p> <p>A reference to an expectation that governors will attend some meetings in person had been made explicit rather than implicit. Other checks undertaken on governors are also detailed.</p> <p>The Updated Role Description and Code of Conduct were approved.</p>	
S&G11/03/24	<p>Diversity Update – Action Plan</p> <p>Feedback on the Diversity Action Plan approved in February 2022 had been provided. It was confirmed the agreed Action Plan was being progressed and there are no areas of concern to highlight.</p> <p>As the Effectiveness Review noted whilst the Boards have confirmed their commitment to improve diversity this was an area for continuing focus. Sector feedback in both HE and FE was that this was a challenging area to progress which takes time. Gender diversity had improved on the Boards over the last three years and diversity would remain an area of focus to ensure Hartpury had access to the best range of potential governors.</p> <p>The Diversity Update Action Plan was NOTED.</p>	

S&G12/03/24	Governor Attendance	
	The latest governor attendance data was reviewed. It was confirmed this would be kept under review.	
	The Committees NOTED the Governor Attendance information.	
S&G13/03/24	Board Development & Training	
	<p>The Committee considered the update on Governor Development.</p> <p>The outline plan for the Board Away Days was discussed.</p> <p>It was agreed the session on Health & Safety had been helpful.</p> <p>It was noted governors had also attended a range of other training.</p> <p>The T&D update was NOTED.</p>	
S&G14/03/24	Any Other Business	
	None	
S&G15/03/24	Dates of Next Meetings:	
	Noted	

The meeting closed at 2.40pm