



# HARTPURY

## MEETINGS OF HARTPURY UNIVERSITY & HARTPURY COLLEGE

### SEARCH and GOVERNANCE COMMITTEES

11am Thursday 27th June 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)  
Present  
Present  
Present  
Present (Vice-Chancellor)  
-  
Present  
-  
Present

#### College S&G Committee

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

		ACTION & AGREED DATE
S&G01/06/24	<b>Apologies</b> As above.	
S&G02/06/24	<b>Confirmation of Quoracy</b> It was confirmed the meetings of the University Search and Governance Committee and the College Search and Governance Committee were quorate.	
S&G03/06/24	<b>Declaration of Interest.</b> 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 where committee membership was discussed that all members had an interest. It was noted that the Chair would not take part in decisions relating to consideration of a candidate who he knew external to the institution.	
S&G04/03/24	<b>Minutes of the Last Meetings – 4<sup>th</sup> March 24</b> The Minutes of the University and College Search and Governance Committee meetings held on the 4 <sup>th</sup> March 2024 were reviewed and	

	approved as true records.	
<b>S&amp;G05/06/24</b>	<b>Matters Arising</b>	
	<p>The Committees had been provided with an action log which confirmed how actions were being progressed.</p> <p><b>Closed Session – without the Vice-Chancellor and Principal Protocol</b> The background to the use of closed session, as set out within the Instrument and Articles for the University Board and the Articles of Association for the College Board, without the Vice-Chancellor and Principal, was discussed. It was agreed there should be minimal use of such sessions as it was generally important the Vice-Chancellor and Principal was present to ensure he could fully update the Board and respond to issues directly. It was agreed that generally a closed session without the Vice-Chancellor and Principal should be where the Remuneration and Employment Committee was reporting. It was agreed that this should be clarified on the agenda, with members given the opportunity to highlight to the Chair and Clerk pre the meeting if they considered a closed session, i.e. without the Vice-Chancellor and Principal, was required.</p> <p><b>Seeking Governors with Agricultural Experience</b> The proposed use of advertising through the Institution of Agri Management was discussed. It was noted that other institutions proposed to approach were the Agriculture Engineers Association, the Institute of Agriculture Engineers and Hartpury's LSIP contacts. It was agreed key requirements were experience at a high level at a large-scale agricultural organisation.</p> <p><b>The update was NOTED.</b></p>	<b>Clerk July 24</b>
<b>S&amp;G06/06/24</b>	<b>Board Self-Assessment</b>	
	<p>An update was considered on the processes the Boards used as part of their self-assessment process to ensure an ongoing focus on continuous improvement. It was noted these included the following:</p> <ul style="list-style-type: none"> <li>• Review practice against sector codes of governance</li> <li>• Governor Self-Assessment and appraisals (appraisals undertaken on agreed cycle)</li> <li>• Committee Self-Assessment</li> <li>• Regularity Audit</li> <li>• Governance KPIs</li> </ul> <p>It was confirmed these had all been completed for 2023/24 with no issues of concern highlighted. Areas of development identified were being progressed. These included training &amp; development and Board diversity.</p> <p>It was noted that training suggestions and feedback on most helpful training would be used to shape development and Strategy Days for 2024/5. The Safeguarding training was already scheduled for September 2024.</p> <p>It was stressed that the need to ensure the Boards have a strong range of diverse potential candidates remained a Board focus.</p>	

	<p>It was noted that the Boards will be subject to a second External Governance Review in 2024/25. This would be conducted by AdvanceHE so that there could be benchmarking between the previous external review undertaken three years ago. It was confirmed the questions used would be the same as for the previous review and that the process would involve questionnaires of current and past governors and SMT members. It was not known at this stage if the reviewers would be the same as for the previous review.</p> <p>It was also noted that the recent college Ofsted Report also provided positive external feedback on governance.</p> <p>A governor had queried whether it would be helpful for the University Board to meet separately on occasion. It was noted that the College Board met on its own, but this was to deal with distinct statutory matters such as Ofsted, accountability statement and safeguarding. It was agreed that meeting together enabled the Boards to fully understand the overall operating context. It was agreed having separate sessions at the Strategy Sessions, as had been done previously, could be explored further in the future. It was noted that the Academic Board was a distinct quality governance mechanism which related to the University.</p> <p>It was agreed that the self-assessment feedback was a positive reflection on the work of the Boards.</p>	<b>Clerk, Chair, VC &amp;P Jan 25</b>
	<b>The Committees NOTED the Self-Assessment Update and next steps planned.</b>	
<b>S&amp;G08/06/24</b>	<b>Board and Committee Membership</b>	
	<p>The following documents had been provided to aid discussion:</p> <ul style="list-style-type: none"> <li>- Terms of Office</li> <li>- Skills Audit</li> <li>- Committee Membership and Workload</li> <li>- CVs/applications potential applicants</li> </ul>	
	<p>It was noted that:</p> <ul style="list-style-type: none"> <li>• there was one vacancy on the University Board following the resignation of Philip Robinson.</li> <li>• There was a vacancy on the University Audit and Risk Management Committee.</li> <li>• 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 this was an area of focus as discussed within matters arising.</li> <li>• Processes to try to improve diversity continued to be ongoing, governors were asked to consider this within reflection on process to take forward future appointments.</li> </ul>	
	<p>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 noted the initial individual contact had now advised he had insufficient time and Kam</p>	<b>Clerk/Chair</b>

	<p>Nandra, a former governor had instead been approached and indicated he would be willing to be considered for the role. It was noted Kam had an understanding and knowledge of Hartpury from his experience as a governor but had links to a range of wider networks which would be useful in reaching a more diverse range of potential candidates. The Committees considered this and were supportive of his co-option to the University and College Search and Governance Committees being recommended to the Board.</p>	
	<p><b>The University and College Search and Governance Committees AGREED to RECOMMEND to the respective University and College Boards that Kam Nandra be appointed to the Committees as a co-opted member for a four-year term of office.</b></p>	
	<p><b>Confidential – Personal Information</b></p> <p>The applications were considered.</p> <p>The feedback on the different candidates was considered. It was agreed that Fiona Reece had a range of PR, marketing, business expertise and local business experience which made her the best fit for the current vacancy. (Noted Chair knew individual outside Hartpury and had not been part of the interview process).</p> <p>Committee Membership was considered. It was noted that SFR currently had no female members. It was agreed that Fiona Reece' skills would bring additional perspectives to SFR and that therefore she should be proposed for membership of the University SFR Committee. It was agreed that Robert Brooks would rotate to the University Audit and Risk Management Committee, recognising the skills and knowledge he could bring to the Committee and also the benefit of rotating members.</p> <p><b>It was AGREED that the University Search and Governance Committee RECOMMENDED Fiona Reece to be APPOINTED to the University Board for a 4-year term of Office from 1<sup>st</sup> September 2024 and membership of the University SFR Committee.</b></p> <p><b>It was AGREED that the University Search and Governance Committee RECOMMENDED Robert Brooks to be APPOINTED to the University Board Audit and Risk Management Committee in line with his term of office of the Board and cease to be a member of SFR.</b></p> <p><b>The membership of the other Committees was considered. At this stage it was agreed no further membership changes would be made.</b></p> <p><b>The role of Vice-Chair of the HE Quest Committee was considered, and it was AGREED by the University Search and Governance Committee would recommend Alison Blackburn to the University Board for this role.</b></p> <p>It was noted that Nick Oldham was finding attendance challenging, and that the Chair would arrange to see if co-option might be the best way to use his talents in the future.</p>	<p>Chair July</p>

	<p><b>The Process used for appointment was considered:</b></p> <p>Open Day Applications Invited Review by S&amp;G Interviews Review by S&amp;G Appointments considered by Board</p> <p>It was recognised this was a lengthy process which could be difficult for candidates. It was agreed that the process should be reviewed when next used.</p> <p>It was noted that the following Student Governors had been elected for 2024/25:</p> <ul style="list-style-type: none"> <li>• HE Governor - Amber Smith-Burchall – Equine</li> <li>• FE Governor – Ella Smith - Agriculture</li> <li>• FE Deputy Governor – Hannah Lennon- Equine</li> </ul> <p><b>The Student Governors were NOTED.</b></p>	
<b>S&amp;G08/06/24</b>	<p><b>Committee Structure</b></p> <p>- <b>Terms of reference – HE QuEST Committee</b></p> <p>It was highlighted that the HE Quest Committee proposed a significant reworking of their terms of reference. This had been supported by HE Quest but was brought to the Search and Governance Committees to support oversight through the Board Committee structure as a whole. The changes reflected changes within OfS requirements and the aim of demonstrating more clearly to governors the relationship between the Committee and assurance against academic OfS regulatory requirements. It was agreed this should be reflected in the overarching Committee structure document. The reference to Freedom of Speech was considered, noting that this was an area which impacted a range of the organisation's activities. At this stage it was agreed no further change was required, but it was noted this would be kept under review.</p> <p>A minor change was proposed for the SFR terms of reference to refer to sustainability instead of sustainability (environment). It was agreed that the reference to the specific working group for SFR should be removed and instead there should be a reference to note "Noted that the Committees may set up short-term working groups where required."</p> <p>It was agreed that the Search and Governance Committees purpose should be broadened to refer to appointment of key university roles, such as Chancellor.</p> <p>It was confirmed no other changes were proposed for Committee Terms of Reference.</p> <p><b>The University Search and Governance Committee AGREED to RECOMMEND the revised HE Quest Committee Terms of Reference to the University Board.</b></p>	<p><b>Clerk June 24</b></p> <p><b>S&amp; G Nov 24</b></p>

	<p><b>The University and College S&amp;G Committees AGREED to RECOMMEND to their respective Boards the minor amendment to the SFR Committee terms of reference for the University and the College and the S&amp;G Committee terms of reference for the University and the College and to the committee structure diagrams.</b></p>	
<b>S&amp;G09/06/24</b>	<p><b>Diversity Update – Action Plan</b></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><b>The Diversity Update Action Plan was NOTED.</b></p>	
<b>S&amp;G10/06/24</b>	<p><b>Governor Attendance</b></p> <p>The latest governor attendance data was reviewed. It was confirmed this would be kept under review and that key points had been discussed earlier in the meeting.</p> <p><b>The Committees NOTED the Governor Attendance information.</b></p>	
<b>S&amp;G11/06/24</b>	<p><b>Board Development &amp; Training</b></p> <p>The Committee considered the update on Governor Development.</p> <p>It was noted that:</p> <ul style="list-style-type: none"> <li>• Strategic Event to take place in March - annual.</li> <li>• Plans were in place for induction for new student governors</li> <li>• September Board – Safeguarding T&amp;D arranged</li> <li>• November Board – UWE Robotics</li> <li>• The aspects highlighted within the Self-assessment feedback would be used to inform the Development plan for 2024/25</li> <li>• Helen Wilkinson and Barbara Buck had attended a number of AoC Finance sessions</li> </ul> <p>It was confirmed the Link Governors cycle was to be updated and issued.</p> <p>Student Governor/Governor Interactions examples, provided as to see if any options could be built into development in the future, were considered.</p> <p>It was agreed a broader Finance Session would still be helpful for governors.</p> <p>Governors considered the information on practice in place at other</p>	<p><b>Clerk/Chair/ VCP</b></p>

	<p>institutions to enable effective student governor engagement and student voice feedback. The need to ensure the governance management divide was in place was recognised. It was suggested that building relations at the early stage of the student governor experience, ideally before the Board was important. It was agreed that timing for the first session with student governors and the Chair and Vice-Chancellor and Principal would be looked at. It was agreed also to ask student governors to raise with the clerk if there were items they would like the Chair to ask specifically for their input.</p> <p>The importance of mechanisms which supported triangulation of feedback were recognised. It was confirmed the student surveys, link governor scheme and student and staff governors helped to support this. The appointment process for the FE and HE student governors, and their involvement in wider student engagement processes was outlined.</p> <p><b>The T&amp;D update was NOTED.</b></p>	<p><b>Clerk – Sept 24</b></p> <p><b>Clerk ongoing</b></p>
<b>S&amp;G12/06/24</b>	<p><b>Any Other Business</b></p> <p>None</p>	
<b>S&amp;G13/03/24</b>	<p><b>Dates of Next Meetings:</b></p> <p>Noted</p>	

The meeting closed at 12.20pm

Approved