



HARTPURY

MEETINGS OF HARTPURY UNIVERSITY & HARTPURY COLLEGE

SEARCH and GOVERNANCE COMMITTEES

9.30am Tuesday 7th November 2023

Gwynne Holford

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
Present
Present

		ACTION & AGREED DATE
S&G01/11/23	Apologies None.	
S&G02/11/23	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&G03/11/23	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 members would have interests in relation to committee membership and terms of office.	
S&G04/11/23	Minutes of the Last Meetings – 29th June 23 The Minutes of the University and College Search and Governance Committee meetings held on the 29 th June 2023 were reviewed and approved as true records.	

S&G05/11/23	Matters Arising	
	<p>The Committees had been provided with an action log which confirmed how actions were being progressed.</p> <p>Senior Postholder Procedure/Special Committee – the Clerk confirmed she was meeting the Head of HR to finalise this from an HR perspective and would complete by 30th November & update.</p> <p>The update was NOTED.</p>	Dec 23
S&G06/11/23	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. It was agreed the embedding of diversity processes should be reflected within any self-assessment.</p> <p>It was highlighted that additionally for 2023/24 the Boards will be reviewed against the respective Codes of Governance. Further work was also planned in relation to assurance processes relating to the OfS Conditions of Registration.</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. It was confirmed this would be taken forward through a tender process. It was noted that there were a range of reviewers, but that Hartpury needed to ensure that the reviewer understood both HE and FE, and that this would be an element of the tender.</p>	
	The Committees NOTED the Update.	
S&G07/11/23	Governance Codes	
	<p>It was highlighted that Hartpury had adopted the CUC HE Code of Governance for the University and the AoC Code of governance for the College, and that an updated AOC Code of Governance had been issued for colleges.</p> <p>Governors were advised that the Code, whilst a simplified format, remained in line with the practice within the previous code and general good governance practice, a governor with experience of the HE Governance Code concurred with this. It was therefore proposed that the College Board adopt the Code at the November Board 2023 and that it would then be used for onward compliance. Governors had been provided with the Code for review. It was noted that drafts had previously been considered by governors. Governors welcomed the simplification of the Code, and the flexibility provided through the use of a principles based rather than a compliance “tick-box” approach</p> <p>It was agreed that Hartpury operated broadly in line with the updated Code, and was in a position to adopt it. It was noted that Hartpury’s position as a specialist institution and its national and regional as well as local reach meant there might be some variations which would need to be reflected. The recommended practice in relation to terms of office of governors was an element which Hartpury, although mindful of the guidance, recognised that decisions would also need to be considered on</p>	

	<p>a case by case basis, for the overall long-term interest of Hartpury. It was recognised that because of the sectors Hartpury operated in that obtaining governance with this specific experience could be challenging to meet, and that therefore the terms of office might vary. It was confirmed this was reflected within the current Standing Orders. The guidance of the FE Commissioner in this area was noted. The Board's commitment to continuity and renewal when reflecting on Board appointments and potential re-appointments was confirmed.</p> <p>It was noted that for the February S&G meetings the Code's Self-Assessment templates would be used to develop a position statement for the College Board, and that an equivalent self-assessment review of the HE Code would be done, as by then it would be three years since the previous review. The Committees agreed this would provide helpful assurance.</p> <p>The College Search and Governance Committee were supportive of adopting the Code, subject to recognising the variations reflecting Hartpury specialist nature, which might impact on term of office served and would mean there was also a need to consider national as well as local and regional skills requirements.</p> <p>It was agreed that the Code set out clearly the responsibility of governors.</p>	
	<p>The University Search & Governance Committee noted the update.</p> <p>The College Search & Governance Committee AGREED to recommend the updated AoC Governance Code to the College Board for Approval for adoption from 1st January 2024, subject to the variations noted above.</p>	
S&G08/11/23	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 - CV potential applicant 	
	<p>The Committees considered the Report on Board and Committee membership. It was noted that there was one vacancy on the University Board following the resignation of Philip Robinson, and that two governors would come to the end of their third term of office in August 2024. It was noted information on two potential candidates had been received. Governors considered the timing of a recruitment cycle and agreed it would be helpful to set off a process before the February meeting so that candidates could be considered when reflecting on governors coming to the end of term. It was agreed the individuals whose details had been provided to the Chair/Clerk should be incorporated within this recruitment cycle. The importance of having an open process was agreed.</p> <p>It was noted that the Boards have a broad range of skills. Farming/agriculture knowledge/experience had been highlighted</p>	<p>Clerk Dec 23</p>

	<p>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 was noted. It was suggested that at this stage an advert should be general and encourage local business people to consider the role. The need to ensure Hartpury got the best possible pool of candidates was highlighted, and it was agreed Hartpury wanted to ensure all individuals felt welcome to apply.</p> <p>It was confirmed that Philip Robinson continued to be a supporter of Hartpury. It was noted that Hartpury had hosted the Forest of Dean Council, Business West and Gloucestershire County Council to further develop relationships.</p> <p>It was noted that there was a vacancy on the University Audit and Risk Management Committee, but that as there were a number of co-opted members that this was manageable in the short term.</p> <p>It was noted that processes to try to improve diversity continued to be ongoing, and would be reflected in the planned recruitment process. It was agreed it would be helpful to have the diversity information by percentage to support comparison with other data from other sources.</p> <p>The Skills Audit was considered. It was agreed the additional of local/regional/national information and sector was very helpful and demonstrated how the Board was ensuring it was informed in relation to skills. The importance of encouraging individuals with experience of diversity and innovation was also highlighted.</p>	Clerk Feb 2023
	<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 was noted, it was confirmed this would be followed up in the Spring.</p> <p>The Update was NOTED and recruitment actions AGREED to be progressed.</p>	Clerk/Chair
S&G09/11/23	Diversity Update – Action Plan	
	<p>It was noted that the agreed Action Plan was being progressed, and that there were no areas of concern to highlight, recognising that this item had been discussed within earlier items.</p> <p>As previously discussed in the meeting, the importance of having a diverse pool of candidates, and a diverse Board was recognised and it was agreed having an individual with a breadth of links on the Search and Governance Committee would be a good step in supporting this.</p> <p>It was noted that Staff governor attendance had been lower due to time conflicts with Hartpury, particularly due to sporting commitments. It was agreed that this impacted on the diversity of thought/experience therefore experienced on the Board. It was agreed that the position should be checked with current staff governors to identify any issues, and to see if there were any options required, such as a deputy. It was noted that a deputy would not be a full Board member, but that it would help ensure</p>	Clerk Nov

	that the staff perspective was reflected in meetings. It was agreed the Clerk would explore this issue with the staff governors. The Update was NOTED.	23
S&G10/11/23	Governance KPIs	
	<p>The governance KPIs for 2022 2023 were considered. It was noted that the issue of diversity continued to be an area of focus, as had been highlighted in previous papers.</p> <p>It was noted that the minutes turn round was usually achieved but occasionally there were competing priorities. The setting and achieving of KPIs was considered – it was agreed it was a helpful discipline to assess performance, and that it was important that they were challenging targets, and that what was important was the explanatory notes where an indicator was not green.</p> <p>The Committees did not identify any new KPIs but agreed that the Boards should also be asked to consider this.</p>	
	The Committees NOTED the Governance KPI outcomes and AGREED to recommend the Report to the Boards and that the Boards would also review the KPIs.	Clerk/Bds Nov 23
S&G11/11/23	Board Development & Training	
	<p>The Committee considered the update on Governor Development.</p> <p>The outline plan for the Board Away Days was discussed. It was noted that potentially International might also be incorporated in the days.</p> <p>It was noted that all new governors had received induction.</p> <p>In relation to Finance Training it was agreed this should be following up with the External Auditors.</p> <p>It was suggested that an update on Governor Indemnity Insurance would be helpful. To provide assurance it was at the level required and also to provide assurance on the wider insurance cover in place given the activities Hartpury was involved in – sport, equine, construction for example, and to confirm support in place. It was agreed this would be raised within the SFR Insurance discussion that afternoon. (Agreed a session to be arranged post a Board meeting).</p> <p>The T&D update was NOTED.</p>	Clerk Nov 23 Mar/May 24
S&G12/11/23	Any Other Business None	
S&G13/11/23	Dates of Next Meetings: Noted	

The meeting closed at 10.55am

The meeting closed at 10.50am

APPROVED