



HARTPURY

MEETINGS OF HARTPURY UNIVERSITY & HARTPURY COLLEGE

SEARCH and GOVERNANCE COMMITTEES

9.30am Tuesday 15th November 2022

Gordon Canning Room and Teams

Members	University S&G Committee	College S&G Committee
Mr Edward Keene	Present (Chair)	Present (Chair)
Mr Robert Brooks	Present	-
Mr Henry Hodgkins	Present	-
Ms Alison Blackburn	Present	-
Professor Andy Collop	Present (Vice-Chancellor)	Present (Principal)
Ms Barbara Buck -	-	Present
Mr Chris Moody	Present	Present
Ms Mary Heslop	-	Presents
In Attendance		
Ms G Steels Clerk to the Board	Present	Present

		ACTION & AGREED DATE
S&G01/11/22	Apologies None.	
S&G02/11/22	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&G03/11/22	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 had specific interests in relation to their membership.	
S&G04/11/22	Minutes of the Last Meetings – 22nd June 2022 The Minutes of the University and College Search and Governance Committee meetings held on the 22 nd June 2022 were reviewed and	

	approved as true records.	
S&G05/11/22	Matters Arising	
	The Committees had been provided with an action log which confirmed how actions were being progressed. It was agreed that the Special Committee, and its membership would be considered at the February meeting, with a link to the Remuneration and Employment Committee Terms of Reference.	S&G Feb 2023
S&G06/11/22	AdvanceHE – Effectiveness of Governance External Review Action Plan Update	
	<p>It was noted that the Review had been undertaken by AdvanceHE between December 2021- April 2022. It included surveys and focus groups (both of governors and SMT members), attendance at Board and Committee meetings, review of breadth of governance material (operational process, papers and minutes) and Board Development Workshop.</p> <p>Key findings were: Governance is generally effective at Hartpury University and Hartpury College (Hartpury). Governors at Hartpury are clearly committed to the long-term success of the University and College, and governance is enabled by a framework of practices, policies and processes.</p> <p>Members of the governing boards and external stakeholders should be assured that the University and College is compliant with the regulatory requirements and that in all its essentials the University and College are adequately governed and effectively led.</p> <p>Hartpury University and Hartpury College remains in a long period of transition and internal and external change. The findings and recommendations arising from this review should be understood within this dynamic context.</p> <p>The Report identified 10 recommendations and 8 suggestions.</p> <p>The Agreed Action Plan to take these forward was considered. It was confirmed that the Action Plan was progressing. It was noted that there have been some changes to timescales to ensure proposals are informed by the input of the new Vice-Chancellor and Principal. No issues of concern were highlighted.</p> <p>Governors agreed the Review had provided value for money, as it provided positive reinforcement of Hartpury governance and highlighted opportunities for continuous improvement.</p>	
	The Committees NOTED the Update on the Agreed Action Plan.	
S&G07/11/22	Board and Committee Membership and Consideration of Potential Governors and Co-opted Members	
	<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 (It was noted C Moody should be added to R&E)
- CVs/details of individuals to be considered for membership

The Committee considered the Report on Board and Committee membership. The Chair of the Boards also updated that Kam Nandra had advised that due to new responsibilities in his work life he would unfortunately need to step down from the College Board. He would however like to be considered for Co-opted membership of the FE Quest Committee. Governors were disappointed with this news, whilst recognising that he had struggled with attendance recently. They recognised his contribution in relation to FE strategy, FE curriculum and quality and were supportive of maintaining his skills set on the FE Quest Committee.

It was noted that when the Committees had met in June it had been agreed to keep a vacancy on the University Board while the possibility of a link with the local authority, given their increased remit for skills, was explored. Following this the previous Vice-Chancellor and Principal had made contact with Philip Robinson, GCC Councillor for Forest of Dean: Mitcheldean with Cabinet responsibilities for Education, Skills and Bus Transport. This had been subsequently followed up through an interview with the Chair and Vice-Chancellor and Principal. It was considered that as a local councillor with this remit, given additionally he was a former maths teacher that he would be a strong addition to the Board. The appropriate Committee for him to be assigned to was also considered.

Terms of Office

It was noted that in September 2023 the following terms of office come to an end:

College Board – 2 independent governors (both first term), staff member and student

University Board – 2 independent governors (one first term, one second term), student member. It was confirmed that succession planning, with reflection on diversity would therefore be continued at meetings next term.

The Committees considered skills gaps. An area of concern flagged related to having an individual with farming/landbased knowledge on the Board. It was agreed this would be considered at future appointment cycles. It was confirmed that improving diversity remained an area of focus. It was agreed that Kam Nandra be asked to suggest potential networks for exploration.

Committee Membership

FE Quest – Chair

It was noted that Helen Wilkinson had advised she wishes to step down as FE Quest Chair, whilst continuing to be on the Committee as she was currently undertaking OFSTED Inspector training with her school role.

The Committee agreed that Barbara Buck, current FE Quest Committee Vice-Chair take on the role.

It was noted that a replacement Board member was required on FE Quest given Kam Nandra's recent communication. It was agreed to propose Mary

Heslop for membership recognising her breadth of FE knowledge. It was agreed that her Committee membership workload would be reviewed at the end of the academic year.

University Search and Governance Committee
Confidential discussion

Audit & Risk Management Committee

Up to Dec 2021 the Audit & Risk Management Committee had a co-opted member with audit and accountancy expertise. An application had been received from Matthew Williams who had audit and accountancy expertise and worked as FD for a local construction company. The Clerk had had an initial conversation with him to check potential for conflict of interest, it was considered this could be managed in a co-opted role on the Audit and Risk Management Committee as there is no involvement in capital tendering appointments. It was confirmed Matthew lived locally, had an interest in Hartpury and was interested in either a full appointment or a co-option. Governors were supportive of the proposal to co-opt him to the Audit and Risk Management Committee.

HE Quest Committee Potential Co-option

It was flagged that now the QuEST Committees were meeting separately there has been a request by the Committee to increase the size of the University QuEST Committee to avoid quoracy issues. The Committee considered that given the significant change in regulation by OfS that it would be helpful to have a current practitioner on the Committee for a year as these changes were bedded in. A CV from Jon Reynard is attached for consideration for this role. Governors were supportive of this proposal

The Committees considered the checks undertaken on potential governors noting these include:

- DBS
- Fit and Proper Person Declarations
- Declarations of Interest
- Companies House Checks
- References.

It was confirmed these were in line with sector norms. The Clerk agreed to check with the Vice-Principal Resources whether there were any additions that could be made to support safeguarding.

**Clerk Feb
23**

It was agreed that the following recommendations would be made to the Boards:

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| 1. | That, subject to appointment checks, Philip Robinson be appointed to the University Board and co-opted to FE Quest for a term of office from 1 January 2023 to 31 August 2025 recognising his local connections, position as Forest of Dean Councillor, role with local government and education experience. |
| 2. | Confidential Discussion – not progressed |
| 3. | That, subject to appointment checks, Matthew Williams be co-opted to the University and College Audit and Risk Management |

	Committees to maintain resilience of finance expertise within the Board, recognising his audit and accountancy expertise.	
4.	That, subject to appointment checks, Jon Renyard be co-opted to the HE Quest Committee for a one year period, from 1st December 2022 to 31st November 2023 for his HE expertise particularly in relation to regulatory processes given the significant changes to the OFS Regulatory Framework.	
5.	To appoint Barbara Buck Chair of FE Quest for the remainder of the academic year 2022/23.	
6.	That Mary Heslop be appointed additionally to the FE Quest Committee, noting the intention to review her Committee workload prior to the start of the 2023/24 academic year.	
7.	That Kam Nandra be thanked for his membership of the College Board, and the contribution he has made, noting his resignation with effect from 17th November 2023 following his appointment to a new role in the sector.	
8.	That Kam Nandra be appointed as a co-opted member of the FE Quest Committee for a 4-year period from 23rd November 2022 to 22nd November 2026	
S&G08/11/22	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.</p> <p>It was proposed to combine the Effectiveness Review and the Diversity Action Plan as they have shared items for the next meeting subject. The Committees were comfortable with this so long as sufficient focus was maintained on diversity and that it continued to be considered as a separate area and remained an area of focus.</p> <p>It was noted that the feedback from Advance-HE’s recent review of diversity (included in the membership paper would also be reflected on to identify any further actions to support improving diversity.</p> <p>The Update was NOTED.</p>	
S&G09/11/22	Consideration of Chancellor Appointment Process	
	<p>It was noted that Hartpury had not appointed a Chancellor when it was first granted university status – it had been suggested that now might be an appropriate time to mark Hartpury’s development through the appointment of such a role.</p> <p>It was noted that the role of Chancellor was generally seen as the ceremonial Head of the University, a high profile role which includes ceremonial, pastoral, scholarly and ambassadorial duties. An essential part of the Chancellor’s role is generally presiding over Graduation ceremonies and taking part in staff and student engagement activities, as well as those that raise the University’s profile regionally, nationally and internationally.</p>	

	<p>In the past Chancellors had also been a member of Council but this had largely been moved away from to provide clear separation and accountability of roles.</p> <p>Examples of Chancellors at other universities were considered to see how such an appointment can be used to enhance “brand value”.</p> <p>It was agreed that a process to appoint a Chancellor was an opportunity to engage with staff and students and should be inclusive.</p> <p>Timescales would be to ideally make an appointment which can be in place for the next graduation ceremonies.</p>	
	<p>It was noted that currently Alf Morris was the President for Hartpury College, but that following the awarding of his Honorary Degree this might be the time to move forward with the appointment of a Chancellor that would cover the University and the College. It was agreed the draft role description and the Panel Membership should be updated to reflect this.</p> <p>Governors were supportive of the proposal to take forward an appointment process for a Chancellor.</p> <p>The Committees considered the term, recognising the amount of work involved. It was agreed to propose a 4 year term. A governor shared her experience of such processes, which she had updated to the Clerk. The need for the process to be undertaken carefully with due diligence was recognised but the opportunities that could be brought to Hartpury – as an organisation and to students and staff through engagement was recognised.</p>	
	<p>The Committees AGREED:</p>	
	<p>(i) To Recommend to the University & College Board the principle of taking forward a process appointment of a Chancellor for Hartpury (College & University);</p> <p>(ii) To agree the establishment of a delegated group to take this forward which will consist as a minimum of</p> <ul style="list-style-type: none"> • the Vice-Chancellor, • the Chair, • up to four other governors (2 HE & 2 FE board), • student governors (HE or one of the SU Presidents) and FE, • staff governor or members of staff forum – FE & HE <p>and be supported by the Clerk and the Director of Marketing and Communication</p>	
<p>S&G10/11/22</p>	<p>Governance KPIs (including governor attendance)</p> <p>The Committees noted that this paper also highlighted the need to improve diversity. Attendance was also reflected on. It was recognised that the demands on governors time could be challenging.</p>	
	<p>The Update was noted</p>	

S&G11/11/22	Board Report Format	
	<p>The Committees considered feedback on the revised Board Report format introduced as part of the Governance Effectiveness review. It was agreed it had improved the report format. A further refinement, based on governor and SMT feedback was considered. This format with the addition of when a paper had additionally been considered was supported. It was confirmed Environmental Sustainability was still incorporated.</p>	
	<p>AGREED that the Updated Report format be adopted.</p> <p>11am Alison Blackburn left the meeting.</p>	
S&G12/11/22	Board Development & Training	
	<p>The Committee considered the proposed Governor Development Journey. It was agreed that a meeting with the Nominated Lead for Safeguarding should be added as part of the induction process. It was agreed that Safeguarding and Prevent Training should also be incorporated – either through the Education Training Foundation (ETF) or the staff version.</p> <p>It was noted that some training on Reading the Management Accounts was being arranged.</p> <p>The T&D update was NOTED.</p>	
S&G13/11/22	Any Other Business	
S&G14/11/22	<p>Dates of Next Meetings: Noted</p>	

The meeting closed at 11.20am

APPROVED FEBRUARY 2023