



Minutes of the Governance & Search Committee
held on Tuesday 20th September 2011
at 4:30pm in the Principal's Office, Art & Design Centre

Present:

Lynette Cutting (Principal)
David Darlaston (p/t)
David Nolan (Chair)
Tim Sunter (Vice Chair)

In attendance:

David Beasley (Clerk)

1 Apologies for Absence

1.1 Apologies were received from Jenni Ord & Steve Davies.

2 Declaration of Interests

2.1 No interests declared.

3 Minutes of the Meetings held on 15th June 2011 & 27th July 2011

3.1 The minutes were approved and signed by the Chair as a true record.

3.2 It was agreed that matters arising would be covered under the appropriate agenda items.

4 Reports for Recommending to Corporation for Approval

4a Committee Terms of Reference

4a.1 The Clerk presented the Report, explaining that the Committee Terms of Reference had been updated to reflect the decisions made at the July Corporation meeting related to terms of office and the appointment of Committee Chairs, Vice Chairs and members.

The Committee resolved:

To recommend the revised Committee Terms of Reference to the Corporation for approval.

4b Confidential Material Procedure

4b.1 The Clerk presented the Report, which contained updated proposals related to the treatment of reports and meeting minutes containing material of a confidential nature, as provided for in the Instrument and Articles of Government and the Corporation's Standing Orders. It was noted that the majority of the items considered to be of a confidential nature fell into the business-sensitive or commercially-sensitive category. The Committee agreed that in the event of a member of the public attending a meeting of the Corporation, any items identified as being of a confidential nature should be moved to the end of the agenda. In consideration of the determination of confidential items, the Chair noted that the role of the Clerk was to arbitrate such that the number of agenda items categorised as such was kept to a minimum. The proposals related to the preparation and review of meeting minutes and the de-classification of confidential items were agreed.

The Committee resolved:

To recommend the revised procedures for the handling of confidential material to the Corporation for approval.

[David Darlaston joined the meeting at this point.]

4c Confidential Item – Minuted Separately

4d **Corporation Attendance Target**

- 4d.1 The Clerk advised the Committee that the overall attendance by Governors at Corporation and Committee meetings during 2010-11 was 74%, and that the attendance register template stated that the agreed target was 65%. It was proposed that the aspirational target, encompassing all governors' contributions, should be 80%. It was also suggested that this topic could feature as part of a feedback session at the Governors' Away Day event.

The Committee resolved:

To recommend an overall governors' attendance target of 80% to the Corporation for approval.

5 Reports for Approval

5a **Link Governor Scheme Annual Report 2010-11**

- 5a.1 The Clerk presented his report summarising the operation of the Link Governor scheme during 2010-11, key points being:

- (1) No meetings had taken place following the scheme's re-launch in January in the IT/ILT and Finance & Resource areas; the Clerk to offer assistance in future as appropriate.
- (2) Some governors have found it difficult to find the time to produce the meeting reports; support has been provided by the Link Managers in these cases.
- (3) Feedback from link governors has been very positive; the mutual benefits could usefully be reinforced with link managers.
- (4) The Chair would be joining the IT/ILT link team to strengthen it, and it was proposed that Matt Ward with his networking and team management experience should become the link governor for the Marketing & Communications link team.

- 5a.2 In discussing the report, the Committee suggested that it would be beneficial if positive feedback received from teams could be passed onto others by way of encouragement. It was recognised that the link governors and managers had different levels of confidence, and that the more recently appointed governors were now in a position to engage more fully. It was agreed that it would be appropriate to have a governors' feedback session at the Away Day event, a reflection on the previous year's activities including the Link Governor Scheme.

The Committee resolved:

To approve the Link Governor Scheme Annual Report 2010-11.

6 Reports for Information

6a **Terms of Office**

- 6a.1 The Clerk tabled the latest Corporation Membership Register and a register setting out the terms of office of the Corporation Chair & Vice Chair, and the Committee Chairs & Vice Chairs, the information from which had informed the discussion under agenda item 4c. The Clerk noted that the Corporation Chair's first term of office as Chair would expire on 9th December so appropriate action would need to be taken at the December Corporation meeting.

The Committee resolved:

To note the Report.

7 Any Other Business

7a Annual Corporation Assessment Process 2011-12

7a.1 The Clerk proposed that for 2011-12 the Corporation should use the Druines Governance Healthcheck again in order to derive benchmarking benefit, combined with the Chair's one-to-one reviews with Governors, but with the change that Governors would be asked to complete the review questionnaire before the meeting. This approach was agreed; the Clerk would refine the one-to-one questionnaire in consultation with the Chair in the light of the results of the 2010-11 reviews. After some discussion on the most beneficial approach to be adopted for the Governors' Skills Assessment, it was agreed that the existing scoring would be used and validated with governors during the one-to-one reviews.

The Committee resolved:

To recommend the Board's Assessment Process for 2011-12 to the Corporation.

8 Review of Confidential Items

8.1 No items identified over and above agenda item 4c.

9 Dates of Future Meetings

Tuesday 15th November 2011
Tuesday 24th January 2012
Tuesday 19th June 2012

The meeting closed at 18:30.

Signed: _____

Date: _____

Chair