

**Minutes of the Governance & Search Committee
held on Thursday 23 September 2010
at 3:00 pm in the Principal's Office, Hagley Road**

Present:

Lynette Cutting (Principal)
David Nolan (Chair)
Tim Sunter

In attendance:

David Beasley (Interim Clerk)
James Conway
Amanda Bache (part)
John Coyne (part)

1 Apologies for Absence

- 1.1 Apologies had been received from Ian Hart, David Darlaston and Steve Davies.

2 Declaration of Interests

- 2.1 Tim Sunter advised that he knew the prospective governors Amanda Bache and John Coyne on a professional basis but had no financial interest.

3 Minutes of Previous Meetings

- 3.1 It was agreed that the minutes of the meetings held on 17 June 2010 and 29 July 2010 be deferred until the next scheduled meeting.

4 Confidential Item, minuted separately

5 Committee Membership 2010/2011

- 5.1 The draft Committee Membership for 2010/2011, as set out in the latest update to the Corporation's Governance Arrangements document, was reviewed by the Committee in the light of (a) the impending retirement of James Conway, Cheryl Leyser and Linda Sanders, and (b) the new governor appointment recommendations for Julia Fitzsimmons, Amanda Bache and John Coyne. It was agreed to propose, if the Search Committee appointment recommendations were approved, Julia Fitzsimmons as a member of the Remuneration Committee, Amanda Bache as a member of the Audit Committee, and John Coyne as a member of the Finance, Resources and Property Committee.

Resolved:

That a recommendation be made to the Corporation to approve the proposed revisions to the Committee membership.

- 5.2 David Darlaston had emailed a question on the committee structure asking where the business development and strategic thinking was discussed. The Committee's view was that, given the function of the Governors' Away Day reviewing overall strategy, there was no need to alter the current structure, although the Chairman said that he would follow up the topic with him.

6 Any Other Business

- 6.1 The CV of David Whitehouse, an Internal Audit Assistant Manager at KPMG, had been circulated to members as a potential co-opted member of the Audit Committee. Prior to 2010 he had been employed as an Internal Audit Supervisor at BDO. The Committee agreed that David Whitehouse had valuable and relevant experience for the Audit Committee role.

Resolved:

That a recommendation be made to the Corporation that David Whitehouse be appointed as a co-opted member of the Audit Committee for 2010/2011, subject to agreement by the Chair of the Audit Committee.

7 Dates of Future Meetings

The following Governance and Search Committee meeting dates were noted as being in the latest Corporation Meetings Calendar for 2010/2011:

Monday 18th October 2010 at 3:00 pm
Thursday 20th January 2011 at 4:30 pm
Thursday 16th June 2011 at 4:30 pm