

# Chichester College

Minutes of the Meeting of the Governance & Search Committee  
held on Thursday 5 March 2009

Present:

Miss Frances Russell (Chairman)  
Mr David Hett (Vice-Chairman)  
Mr John Goble                      Mr David Grove  
Mrs Angie Hobson                Dr Richard Parker

In Attendance:

Mr John Bates, Deputy Principal  
Mrs Shelagh Legrave, Chief Financial Officer  
Mr David Smith, Clerk to the Governing Body  
Ms Sarah Stannard, Vice Principal (Marketing & Business Development)  
Miss Catherine Vinall, Senior Administrator

## **APOLOGIES FOR ABSENCE**

44. Apologies for absence were received from David Galloway and Patrick Green.

## **MINUTES**

45. The Minutes of the meeting of the Governance & Search Committee held on 13 November 2008 were taken as a correct record and signed by the Chairman.

## **MATTERS ARISING**

46. The Committee received and noted a schedule outlining responses to action points from the Minutes of the previous Meeting of the Committee.

(Copy attached at APPENDIX 1 to the Minute Book copy)

## Minute 26: Feedback to staff regarding Governor link visits

47. Frances Russell reported that some external Governors were finding it difficult to operate their links. David Smith said that the issue had been raised with Directors and should be passed down to curriculum areas.

## GOVERNOR ROLE DESCRIPTION

48. The Committee received and noted a report by the Vice Principal (Corporate Services) setting out a suggested role description for members of the Governing Body.

(Copy attached at APPENDIX 2 to the Minute Book copy)

49. David Smith stated that the aim was to outline the role of Governors and the commitments required of them. The report did not encompass the role of external members who in recent discussion with the Chairman had expressed some ambiguity about their role. A further paper would be brought forward on this. After a brief discussion it was

### Resolved to Recommend

That the Governor Role Description, as set out in APPENDIX 2, be recommended to the Governing Body for adoption.

## REVIEW OF THE COMPOSITION AND MEMBERSHIP OF THE GOVERNING BODY

### a) Current Vacancy

50. The Committee received for consideration a report on the Governing Body Vacancy by the Vice Principal (Corporate Services).

(Copy attached at APPENDIX 3 to the Minute Book copy)

51. Frances Russell reported that she had met with both Alan Clark and Alastair McLean to discuss the current and forthcoming Governing Body vacancies. Frances said that both were keen to become a full Governors and were willing to offer the time required to commit to the role. Frances confirmed that Alastair had some knowledge of building and property and could be a suitable candidate for the vacancy on the Building & Estates Committee. Frances concluded that she would recommend both Alan Clark and Alastair McLean as full members of the Governing Body with the preference to Alan filling the vacancy left by the death of Robin MacMillan.

52. With regard to the vacancy for a Vice-Chairman of the Audit Committee, David Grove stated that John Jarvis had a good understanding of the nature of the business of the Committee. In response to a question about Andrew Dunlop's position, David Smith reported that the governor role description had been drawn up partially at Andrew's request so that he could assess the demands that might be made on him were he to be appointed as a full governor. After discussion it was

**Resolved to Recommend**

**That the Alan Clark be offered the immediate vacancy available on the Governing Body and**

53. It was further

**Resolved**

**That David Grove discuss the appointment of the Vice-Chairman of the Audit Committee further with John Jarvis.**

**b) Governing Body Forthcoming Vacancies**

54. The Committee received for consideration a report on the Forthcoming Vacancies on the Governing Body by the Vice Principal (Corporate Services).

(Copy attached at APPENDIX 4 to the Minute Book copy)

55. David Smith reported that there would be two vacancies on the Governing Body from 1 August 2009. In reply to a question from Angie Hobson, David Smith confirmed that Louise Goldsmith would retain a role as a Governor Emeritus, and that he would bring forward a paper defining the role of Governor Emeritus to the Committee. John Bates stated that the County Council was reluctant to release officers to represent the Authority.

56. David Smith reported that Robin McMillan had offered experience in Health & Safety in his role as Governor, whilst Alan Clark had experience in Human Resources and Alastair McLean had experience in Finance and Audit. After further discussion it was

**Resolved to Recommend**

**That the Alastair McLean be offered the Governing Body vacancy available from 1 August 2009 and that, in addition to his place on Audit Committee he be appointed to the vacancy on the Building & Estates Committee effective from that date;**

57. It was further

Resolved

- i) That a skills audit be undertaken before advertising the Governing Body vacancy to determine any gaps in experience needed on the Governing Body and
- ii) That a paper be presented to a future meeting of the Governance & Search Committee defining the Governor Emeritus role.

**STUDENT COMMITTEE - GOVERNOR QUORUM**

58. David Smith reported that at a recent meeting of the Student Committee the quorum of Governor members was made up of the Chairman, and two student and one staff governor. From a student perspective it was important to have representation from the wider Governing Body, and as such it was suggested that the Chairman and Vice-Chairman of the Governing Body become full members of the Student Committee rather than attending in ex officio capacity. Angie Hobson confirmed that she would continue to extend invitations to other Governors to attend the Student Committee as guest governors. After a brief discussion it was

Resolved

That the Chairman and Vice-Chairman of the Governing Body be appointed members of the Student Committee and that the quorum for governors should be two of the five non-staff/student governors serving on the Committee.

**INTERNAL AUDIT REVIEW OF GOVERNANCE AND MANAGEMENT**

59. The Committee received for information the report by Hampshire Audit Services on their annual review of governance and management.

(Copy attached at APPENDIX 5 to the Minute Book copy)

60. David Smith stated that the report had been presented to the Audit Committee on 24 November 2008 and had been given a clean bill. The internal audit service now considered governance and management on an annual basis. Shelagh Legrave stated that the Risk Register was being updated following a discussion at the Audit Committee on the additional risk of 'A failure in Corporate Governance' which had been added to it in July. The update would be presented to the next meeting of the Governance & Search Committee after it had been reviewed by the Risk Management Group.

## FE SUSSEX GOVERNORS CONFERENCE

61. The draft agenda of the FE Sussex Annual Governors Conference was received for information.

(Copy attached at APPENDIX 6 to the Minute Book copy)

62. The Committee agreed that the agenda this year was particularly interesting and it was

### Resolved

That the invitation to attend the annual FE Sussex Governors Conference be extended to all members of the Governing Body.

## ASSOCIATION OF COLLEGES - REGIONAL GOVERNORS NETWORK

63. The Committee received for information a letter from Tony Alderman, Chair of the Governors Council of the AoC regarding the proposal to establish Regional Governors' Networks. It also drew attention to the College Governors' Briefings that were circulated by the AoC.

(Copy attached at APPENDIX 7 to the Minute Book copy)

64. David Smith confirmed that while he circulated copies of briefings to relevant Governors they could subscribe to the briefings through the AoC website if they wished to receive them directly.

## DATE OF NEXT MEETING

65. It was noted that the next meeting of the Committee would be held on Thursday 11 June 2009 at 4.00 pm. There would be a meeting of the Remuneration Committee beforehand at 2.30 pm.

## REVIEW OF THE BUSINESS OF THE MEETING

66. Frances Russell invited members to consider whether any items of business in the meeting could have been dealt with in a different or more appropriate fashion and to submit any comments they had to David Smith.

\_\_\_\_\_  
Chairman

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Date