

REASEHEATH COLLEGE BOARD
SEARCH AND GOVERNANCE COMMITTEE

Minutes of the meeting held on Tuesday 13 June 2017 at 12.00pm
Committee Room, Reaseheath Hall

Present: Richard Ratcliffe (Chair)
Meredydd David
Jon Furber (present via teleconferencing)
Dr Ian Graham
Emily Thrane

In attendance Jackie Schillinger (Clerk)

Item	Content	Action
1.	<p>WELCOME AND APOLOGIES FOR ABSENCE</p> <p>The Chair welcomed members to the meeting. Apologies were received and accepted from Colin Baxter and David Pearson.</p>	
2.	<p>DECLARATIONS OF INTEREST</p> <p>2.1 The following interests were noted: Meredydd David, DART Limited director, University of Chester Council member; Richard Ratcliffe, DART Limited director; Jon Furber, DART Limited director, North Shropshire College (NSC) governing body member; Emily Thrane, DART Limited director, University of Chester Council member.</p> <p>2.2 Members declared an interest in relation to the succession planning discussion. There was no decision-making that required any members to leave the meeting, as matters of governor appointment are referred to the Board.</p>	
3.	<p>MINUTES AND MATTERS ARISING</p> <p>Minutes of the meeting held on 31 January 2017 were approved as a correct record and signed by the Chair.</p>	

<p>4.</p>	<p>INSOLVENCY REGIME UPDATE</p> <p>Members received an update presentation on the new college insolvency regime and the implications for governance. It was agreed that a briefing note be presented to the full board, in order to refresh knowledge of the current charity law regime and the additional measures in the new insolvency regime.</p>	<p>JS briefing note to board.</p>
<p>5.</p> <p>5.1</p> <p>5.2</p>	<p>MEMBERSHIP REPORT</p> <p>The Chair presented the membership report, including an update on board membership, link arrangements and committee membership, for discussion. In terms of the reappointment of existing members for a further term, the Committee noted the contributions, attendance and involvement both in and outside formal meetings of those members.</p> <p>Following discussion on succession planning and committee membership, it was agreed:</p> <ul style="list-style-type: none"> • To report to the Board that Emily Thrane will be stepping down as a governor at the end of her current term on 31 July 2017 and that she has offered to be a co-opted member of the Audit Committee, if this is helpful to the Audit Committee and the Board; • The Chair will confirm with those members whose terms are coming to an end whether or not they wish to be re-appointed for a further term, and will take into account flexibility that may be needed given the current partnership working with North Shropshire College and the University of Chester; • Succession planning was discussed in relation to the particular skills and experience of the more long-standing members of the Board and the need to replace these over the next few years. It was agreed that recruitment for members with farming, commercial finance and quality (FE and HE sector) experience should be undertaken over the summer, with appointments on a co-optee basis being offered in the shorter term whilst waiting for vacancies to arise on the governing body. Some potential candidates were discussed and it was agreed to carry out a public advertisement process, ensuring that the Shropshire community is encompassed in any recruitment campaign. • The Chair confirmed that he wished to seek re-appointment for a further term as a member of the governing body and, if nominated, would serve as Chair for the 2017-18 year. Succession planning for the roles of Chair and Vice Chairs was discussed. Nominations for these roles for 2017-18 would be sought in advance of the meeting on 13 July, for decision at that meeting. • Committee membership and link arrangements will be finalised over the summer, ready for the Autumn term. 	<p>JS to organise recruitment process over summer</p> <p>JS to seek nominations when papers sent out.</p>

<p>6.</p> <p>6.1</p> <p>6.2</p> <p>6.3</p>	<p>SELF-ASSESSMENT OF THE COMMITTEE</p> <p>The Committee considered a report prepared by the Clerk in the context of the continuing significant amount of strategic work undertaken by the governing body in 2016/17 as a result of the implementation of the Cheshire and Warrington area review recommendations. Members considered whether the Committee had fulfilled its responsibilities in its Terms of Reference for 2016/17. It noted in particular the aspects of the Governance Development for 2016/17 plan that are within its remit:</p> <p><i>As a key area of strategic leadership in 2016-17, governors must provide excellent strategic leadership to implement the area review recommendations with North Shropshire College and with the University of Chester and the next stage of long term strategic planning for the Reaseheath Group.</i></p> <p>In this context, the committee noted the following key areas of its contribution in 2016/17:</p> <ul style="list-style-type: none"> • Governor Recruitment has been successfully undertaken this year in support of the College’s partnership working with the University of Chester and North Shropshire College; • A conflicts of interest policy has been developed that addresses aspects of mutual governance as part of the federations with NSC and the University of Chester. • The Chair has held a number of one-to-one meetings with governors, gaining feedback on effectiveness, development needs and succession planning. He has so far focused on those members whose term is expiring at the end of this academic year. • The whole day strategic development session in January 2017 with college managers and governors supported the effective engagement and contribution by the governing body into the strategic planning process in 2016-17. <p>Following consideration of the report, the Committee agreed to report to the Board its opinion that it had met its responsibilities under its Terms of Reference for the 2016/17 academic year and that it remained fit for purpose.</p> <p>The Committee reviewed its Terms of Reference and agreed to recommend the Terms of Reference for approval to the Board in their current form for the 2017/18 academic year.</p>	
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<p>7.</p> <p>7.1</p> <p>7.2</p>	<p>MATTERS TO REPORT TO THE BOARD/OTHER COMMITTEES</p> <p>It was agreed that the Chair’s report to the Board include:</p> <ul style="list-style-type: none"> • Appointment of members from 1 August 2017; • Proposed succession planning and governor recruitment; • Self-assessment opinion; • Committee Terms of Reference 2017/18. <p>It was agreed to report to the Audit Committee Emily Thrane’s offer to serve as a co-opted member – for consideration at its meeting on 6 July 2017.</p>	
<p>8.</p>	<p>ANY OTHER BUSINESS</p> <p>There was no other business reported.</p>	
<p>9.</p>	<p>DATE OF NEXT MEETING</p> <p>The date of the next meeting was confirmed as Thursday 12 October 2017 at 2pm.</p>	

The meeting closed at 1.50pm

Signed:

Dated: