

REASEHEATH COLLEGE BOARD
SEARCH AND GOVERNANCE COMMITTEE

Minutes of the meeting held on Thursday 14 June 2018 at 12.00pm
Committee Room, Reaseheath Hall

Present: Richard Ratcliffe (Chair)
Colin Baxter
Meredydd David
Dr Elizabeth Harrison
David Pearson

In attendance Marcus Clinton
Jackie Schillinger (Clerk)

Item	Content	Action
1.	<p>WELCOME AND APOLOGIES FOR ABSENCE</p> <p>Apologies for absence were received and accepted from Dr Ian Graham.</p>	
2.	<p>DECLARATIONS OF INTEREST</p> <p>The following interests were declared:</p> <ul style="list-style-type: none"> • Colin Baxter and David Pearson in relation to the re-appointment item in the membership report at item 4 • Dr Elizabeth Harrison and David Pearson in relation to the appointment of Chair and Vice Chair/s item in the membership report at item 4 • Meredydd David in relation to the University of Chester governance item in the membership report at item 4. <p>The above members withdrew from the meeting when decisions were taken on these items. The meeting remained quorate at all times.</p>	
3.	<p>MINUTES AND MATTERS ARISING</p> <p>Part 1 of the minutes of the meeting held on 30 January 2018 were confirmed as a correct record, subject to the clarification in the minutes that the category of Associate membership bestowed full participation rights, including contributions in meeting discussions, with the exception of voting rights.</p>	JS amend minutes

<p>4.</p> <p>4.1</p> <p>4.2</p>	<p>MEMBERSHIP REPORT</p> <p>The meeting considered the membership report in detail, including the following matters: Board membership and succession planning; skills analysis summary; committee membership; link governor arrangements; and attendance summary. Discussion took place around the most effective and representative process for staff governor appointments and it was agreed to benchmark and research processes in the sector and bring back proposals to the next meeting. Information provided was as follows:</p> <p>A copy of the Board membership table was attached at Appendix 1 to the Report. This table showed a current membership of 22 members out of a maximum of 25 members allowable under the constitution, in the following categories: 15 independent members (out of max 17); 2 Associate members (out of max 3); 1 Principal; 2 students; 2 staff. The already agreed planned Board appointments were shown separately below the current membership table in Appendix 1. In addition, co-opted Committee appointments and planned committee appointments were shown separately in Appendix 1. Appendix 1 also contained a reminder of the University of Chester strategic alliance mutual governance arrangements.</p> <p>Appendix 2 to the report provided the recent succession planning and recruitment undertaken against skills requirements and a summary skills analysis shown on the basis that the new and planned appointments had been completed.</p> <p>Appendices 3, 4 and 5 provided the current committee structure and membership, current link arrangements and an attendance summary to date for 2017-18. This attendance summary provided an indication of attendance at this stage of the year, with the final meetings still to be held, following which it will be updated for the autumn term meeting.</p> <p>Members then considered the following recommendations:</p> <ul style="list-style-type: none"> • Consideration and recommendation to the Board of appointments for a further term of existing members who wish to continue and whose term is ending, with reference to the review meetings with the Chair, the attendance table, current skills requirements and other relevant factors. <i>(note declared interests, Colin Baxter and David Pearson withdrew)</i> • Consideration and recommendation to the Board of the future mutual governance arrangements with the University of Chester. <i>(note declared interests Meredydd David withdrew)</i> • Recommendation to the Board to approve the succession plans set out in Appendix 2. • Consideration of committee membership, including new members Mike Gorton, Andrew Fletcher and Louise Young for the 2018-19 year. • Consideration of mentor arrangements for new members. • Consideration of link arrangements, including a careers link between Angela Potter and Kenny Nolan. 	<p>Benchmark and review staff governor Appointment JS</p>
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- Consideration of the approach to the appointment of Chair and Vice Chairs for the 2018-19 year. *(note declared interests, Dr Elizabeth Harrison and David Pearson withdrew)*

4.3

It was **RESOLVED**:

- i. Recommendation be made to the Board for the re-appointment of Colin Baxter, David Pearson, Malcolm Burns and Anne Mckay for a further term of 3 years from 1 August 2018 and thanks be passed to Dr Ian Graham on his retirement after 6 years as a governor for his excellent contribution and commitment to the College.
- ii. Recommendation be made to the Board that
 - There be two appointees to the University of Chester Council going forwards and that these be the Reaseheath Principal, Marcus Clinton from 1 August 2018 as well as an independent member of the Reaseheath Board.
 - This arrangement be subject to a transition period in which Marcus Clinton joins the Council at the first opportunity following 1 August 2018 and the retiring Principal Meredydd David remains as a Council member for one year from 1 August 2018 after which time his position on the Council will be replaced with an independent member of the Reaseheath Board.
 - During this transition period, the Committee recommends that an appropriate independent member of the Reaseheath Board be able to attend Council meetings to 'shadow' and ensure that they are prepared for taking on the role at the end of that period.
- iii. Recommendation be made to the Board to approve the succession planning proposals in Appendix 2, namely that:
 - Peter Green to be appointed in January 2019 (on his retirement) as an independent member;
 - Jane Cowell be appointed initially for one year as an Associate Member (with no voting rights) as a step towards becoming a full member as her role at ESFA comes to an end;
 - Francesca Francis be appointed as a member of the Board from 1 August 2018 for a period of 3 years to replace Dr Ian Graham's Higher Education expertise to ensure that the Board maintains a good level of HE expertise, particularly in the light of the new HE regulatory regime and associated risks.
- iv. Recommendation to the Reaseheath Board that recent succession planning has provided a strong base of agriculture/farming, financial management, audit/risk and FE and HE funding and quality experience. This new and planned membership base allows the development of this range of expertise on the board as longer standing members retire over the next few years. However, the Committee noted that the involvement of local representation such as LEP involvement also be considered going forwards as and when vacancies allow.
- v. The following committee memberships be proposed for approval by the Board and subject to the relevant individual member confirming their time commitment:
 - Andrew Fletcher membership of Finance and General Purposes Committee and the DART Limited Board
 - Mike Gorton membership of the Quality and Standards Committee and the

	<p>Audit Committee</p> <ul style="list-style-type: none"> • Louise Young membership of the Finance and General Purposes Committee • Francesca Francis continued membership of the Higher Education Committee and proposed for membership of the University of Chester Council following the transition period. • Peter Green membership of the Quality and Standards Committee and the Audit Committee. <p>vi. The following changes to the Link Arrangements be proposed for approval by the Board:</p> <ul style="list-style-type: none"> • Louise Young to link with Horticulture and Business • Mike Gorton to link with Countryside • Andrew Fletcher to link with Agriculture • Peter Green to link with Engineering, English and maths and Quality • Angela Potter to link with Careers Advice • Richard Ratcliffe to link with the Farm Director <p>vii. The following mentor arrangements be put in place: Mike Gorton and Karol Bailey; Louise Young and Sonia Belfield; Andrew Fletcher and Richard Ratcliffe.</p> <p>viii. The nomination received from the committee for the appointment of one of the current Vice Chairs, David Pearson as Chair of the Board for the 2018-19 academic year, and confirmation from Dr Elizabeth Harrison that she wishes to remain as Vice Chair for the 2018-19 academic year to be provided with the Board papers in advance of the meeting on 12 July, with an opportunity for any other nominations to be made for Chair of Vice Chair/s in advance of the meeting.</p>	
<p>5.</p> <p>5.1</p> <p>5.2</p>	<p>TRAINING AND DEVELOPMENT REPORT</p> <p>The Committee considered the induction and training provided to new and existing members in 2017-18. The proposed use of a ‘reflective professional journal’ approach to on-going support provided by the Clerk for new members in their first year of membership was supported. A governor training and development policy was considered and approved for recommendation to the Board and the Committee endorsed governance training for 2018-19 to ensure that key areas are covered effectively, including safeguarding, prevent, health and safety and equality and diversity.</p> <p>It was RESOLVED: To recommend to the Board the adoption of the Governor Training and Development Policy as proposed at the meeting.</p>	
<p>6.</p> <p>6.1</p> <p>6.2</p>	<p>SELF-ASSESSMENT</p> <p>It was agreed that the Clerk suggest an appropriate self-assessment questionnaire to be circulated over the summer for self-assessment of the Board.</p> <p>The Committee considered that it had met its responsibilities under its Terms of Reference in the 2017-18 year. It had undertaken a significant recruitment and succession planning campaign and had secured relevant high quality expertise to continue to build on the membership strengths of the Board.</p>	<p>JS produce SA template</p>

6.3	The Committee reviewed its Terms of Reference for 2018/19 and approved them in the current form, subject to clarification that the Board has formally established the Committee with delegated authority to advise and assure the Board of Governors on the matters specified in the Terms of Reference.	JS amend TOR
6.4	It was Resolved: To propose the attached Terms of Reference to the Board for approval	
7.	MATTERS TO REPORT TO THE BOARD The recommendations for approval contained in items 4.3, 5.2 and 6.4 to be reported to the Board.	
8.	ANY OTHER BUSINESS No other business was reported.	
9.	DATE OF NEXT MEETING The date of the next meeting was confirmed as Thursday 11 October 2018 at 2pm.	

The meeting closed at 2pm