



SOUTH GLOUCESTERSHIRE AND STROUD COLLEGE
FURTHER EDUCATION CORPORATION

SEARCH COMMITTEE

Approved minutes of a meeting
Held on Tuesday 3 March 2020
At Filton Campus, Filton Avenue, Bristol, BS34 7AT

Present:

Laura Boutle	(Chair)
Sophie Chester-Glyn	(Corporation Member)
Sophie Green	(Corporation Member)
Kevin Hamblin	(CEO & Executive Principal)
Martin Jones	Corporation Member

In attendance: Sharon Glover Clerk

1. **Apologies for Absence**

Apologies were received from Moyra Pascoe.

2. **Declarations of Interest**

Martin Jones declared his interest in agenda item 7 relating to his succession planning.

3. **Items of Urgent Business**

None received.

4. **Minutes of Previous Meeting**

The minutes of the meeting held 16 January 2020 were approved and signed as a correct record.

5. **Matters Arising From Those Minutes**

- a) To note Corporation approval of:
- (i) the re-appointment of Sophie Green, at the end of her current term of office, for a further 3-years to complete her first full 4-year term of office.
 - (ii) the appointment of Lynne Craig for an initial 1-year term of office with effect from 1 April 2020.

- b) Actions on the action log were monitored and updates provided. One member advised that the HR manager at City of Bristol College had been appointed by the University of Gloucestershire, commencing at the end of April. The Clerk was asked to make contact with this individual at the end of the academic year to establish if there is any interest in Corporation membership.

6. **Re-appointment of Corporation Members**

- a) Carly Dyson – Members considered the re-appointment of Carly Dyson in advance of the end of her first year term of office. Carly had expressed an eagerness to continue her commitment as a Member to the Clerk. The Clerk was invited to provide an update on Carly’s attendance at meetings and training and development events. Members’ views were also invited. Attendance was good at Corporation meetings but her verbal contribution at Corporation meetings should be further encouraged. It was suggested that the Chair of the Corporation arranges a 1-1 with Carly to invite feedback on her first year and establish if there is any further support needed. The Clerk was also asked to contact her mentor for feedback.

It was resolved:

To recommend to Corporation the re-appointment, at the end of her current term of office, of Carly Dyson for a further 3-years to complete her first full 4-year term of office.

**Action: Chair of the Corporation.
Clerk.**

- b) Richard O’Doherty – Members were informed that Richard’s appointment was a reciprocal board requirement of the Strategic Alliance with the University of Gloucestershire. The CEO & Executive Principal explained that following discussions with UoG and taking into consideration the departure of Martin Jones, who sits on the UoG Council, it was agreed that there should be more of an operational focus going forward and to remove the need for a reciprocal board arrangement. Richard has been a good governor but at times had been conflicted due to his role at the UoG. The Clerk reported that Richard had indicated he would be stepping down at the end of this term of office, 30 April, and has suggested that the Committee consider replacing his Higher Education experience and skills.

7. **Succession planning**

Members received a report detailing the expiry dates of Governors’ terms of office over the next 18 months. The Clerk reported that David Benson had now formally resigned as a Corporation member however, with the appointment of Lynne Craig she would replace David on the Corporation. The Clerk reminded members that the Corporation had increased its number to 18

to allow for succession planning of departing members. The Search Committee agreed to recommend to Corporation that membership should remain as 18 in order to help spread Committee membership.

The Clerk updated members on two perspective candidates whom unfortunately had now withdrawn their applications and the reasons for this were shared with members. One of the candidates remains keen on pursuing membership in the future but the current timing was not appropriate due to personal reasons.

The Clerk raised two potential candidates to contact, as suggested by one of the members of the Corporation. Following discussion the Clerk was asked to make contact with one of the individuals in the first instance.

Members also considered and discussed upcoming vacancies on SGS Commercial Services to replace Martin Jones and David Hagg. Members asked whether Moyra Pascoe would be prepared to return to the Board when she is replaced as Chair of the Corporation. The Search Committee Chair agreed to discuss further with her. The Clerk also raised that Andy Slaney (Chief Operations Officer, Commercial & Estates) will soon be tendering his resignation from the College. Andy is a Director of SGSCSL and sits on the Strategic Planning Group. The CEO & Executive Principal advised that he would be covering Andy's role on SGSCSL until the end of the year at which point a review will take place. If required, Martin Jones also expressed interest in continuing as a Director of SGSCSL but stepping down as Chair as this position should be filled by a member of the Corporation. The Search Committee agreed that as Martin had been one of the original Directors and Chair of the company his experience would be missed and agreed to recommend to Corporation that he should continue as a Director of SGSCSL. The CEO & Executive Principal suggested an approach is made to the CFO of Grafton LSR Limited as he is a keen supporter of the College and is a director of business in the community, is well connected, has a finance background and is a visiting professor teaching Higher Education. The aim being for him to sit on the Corporation and become a Director of SGSCSL. The Committee asked that the CEO & Executive Principal makes contact with this individual. The Clerk also raised the need to consider the diversity of the board of SGSCSL.

Members discussed the skills and experience that would be lost through the departures of David Benson, Richard O'Doherty, Martin Jones and Joe Lamonby. It was agreed that the search for HR experience was now not such a priority as Martin Jones will continue on the Remuneration Committee as a Co-Opted member. It was agreed that the Clerk should not actively search for candidates specifically with HR experience at the current time. However, members should be mindful of this experience need when reviewing future applications. It was agreed that experience and skills in Higher Education and Property were the immediate priorities for search activity. The Clerk also raised the importance of having a governor with HE experience as this is something looked for by the Office of Students. The CEO & Executive Principal suggested an approach is made, via the College Principal, to the Deputy Vice-Chancellor at the University of South Wales. The Clerk also

mentioned an individual with property experience on the holding list and the Chair of the Search Committee agreed to research him on LinkedIn.

Members then considered committee membership and the impact following Martin Jones, Richard O'Doherty and Andy Slaney's departures. The outcome of discussions was that the Chair of the Search Committee is to speak with Moyra Pascoe about her continuation on the Search Committee and whether she would again sit on the board of SGSCSL. Following consideration of Lynne Craig's skills it was agreed that, should Moyra Pascoe wish to step down from the Search Committee, Lynne should be invited to replace her on the Search Committee and replace Richard O'Doherty on the Remuneration Committee rather than sit on SPG, as previously discussed by members. Members also concurred that it is helpful to continue to have a Vice-Chair of the Corporation sit on the Remuneration Committee.

Members agreed that should there be interest expressed by the candidate with property experience he would be suited to join SPG to replace Martin Jones. Having reviewed the skills audit, it was also suggested that the Chair of the Corporation speaks with Carly Dyson to see if should would be prepared to replace David Benson as Chair of SPG. Following Andy Slaney's departure it was agreed that he would step down from SPG as a member but be in attendance at SPG meetings as he would be acting on behalf of the College for the WISE STEAM project build. The Clerk advised that the SPG Terms of Reference will need to be revised and will take this forward at the next SPG meeting.

In his future capacity as Chair of the Corporation the Clerk was asked to speak with David Hagg about joining the Search Committee and SPG and that he steps down as Director of SGSCSL.

Sophie Green raised that she had been approached to establish whether she would be prepared to put herself forward as a 2nd Vice-Chair of the Corporation and confirmed that she would be.

Martin Jones refrained from resolution b) below.

It was resolved:

- a) **To recommend to Corporation that the determination of membership numbers should remain as 18.**
- b) **To recommend to Corporation that, following the departure of Martin Jones from the Corporation, he continues as a Director of SGS Commercial Services Limited.**

**Actions: Chair of the Search Committee.
CEO & Executive Principal.
Clerk.**

8. **Procedure for the Appointment, Reappointment, Induction and Training of Corporation Members**

Following review of the procedure one revision was raised in relation to the time commitment for the Vice-Chair and the addition of attendance at pre-Corporation meetings.

Members discussed the challenge to encourage ethnic minorities onto the board and Sophie Chester-Glyn offered to reach out to her networks to promote board membership.

Members also considered board membership would be more attractive if there was the ability to join meetings remotely. The Clerk advised that this facility had been built into Corporation Standing Orders and there is an action on the governance action log to consider this further. A meeting had been held with one Corporation member with IT skills and experience and the Clerk will be providing an update at the April Corporation meeting.

It was resolved:

To approve the procedure for the appointment, reappointment, induction and training of Corporation Members, subject to one change agreed.

9. **Any Other Business**

There was no other business raised.

10. **Date of Next Meeting**

To be confirmed.

The meeting commenced at 3.00pm
Sophie Chester-Glyn joined the meeting at 3.57pm (during item 7)
The meeting closed at 5.00pm
The meeting was quorate.