



HADLOW  
COLLEGE

Innovation. Experience. Excellence.

## MINUTES OF THE GOVERNANCE & SEARCH COMMITTEE

17 MAY 2012

Present: Mr G Charlton  
Mr N Coffin (Chair)  
Mr P Hannan

In attendance: Mr J Allen Clerk to the Governors

The meeting commenced at 09.30.

### APOLOGIES FOR ABSENCE & DECLARATION OF INTERESTS

20. Apologies were received from Mr H Guntrip. In the absence of the Chair it was agreed that Mr N Coffin would chair the meeting.

### MINUTES

21. **RESOLVED** - that the minutes of the meeting held 29 September 2011 be approved as a correct record and signed by the acting Chair.

### MATTERS ARISING

22. There were no matters arising.

### BOARD MEMBERSHIP

23. The College report '*Board Membership*' was received (copy attached to the signed minutes). The report provided the Committee with a progress update on membership and on applications received to become a governor of the College. After a thorough review of the report it was **RESOLVED**:

- (i) To recommend to the Board the following re-appointments for the period 1<sup>st</sup> August 2012 to 31<sup>st</sup> July 2016:

Mr Harvey Guntrip  
Mr Paul Dubrow  
Mr B McNicoll

- (ii) To recommend to the Board the following appointments for the period 1<sup>st</sup> August 2012 to 31<sup>st</sup> July 2016:

Mr Cedric Porter (Farming & land-based expertise)  
Mr James Standen (Farming & land-based expertise)  
Ms Susan Hart (Legal expertise)  
Ms Lorrie Currie (Higher Education Expertise)

### INSTRUMENT & ARTICLES OF GOVERNMENT

24. The College report '*Instrument & Articles of Government*' was received (copy attached to the signed minutes). At the last Board meeting the Clerk outlined in detail the new freedoms and flexibilities arising from the Education Act 2011. It

is now a matter for each Corporation to determine its own governance arrangements and Corporations can now amend and revise their own Instrument & Articles of Government (I&A) without reference to the Secretary of State. Corporations will need to ensure that their arrangements are compliant with the following:

Education Act 2011 Schedule 12( Revised Schedule 4 to FHEA 1992)
The Further Education Corporations(Former Further Education Colleges) (Modification of Instruments and Articles of Government) Order 2012
Clauses retained from current Instrument and Articles of Government as per Education Act 2011 Schedule 12 ( Revised Schedule 4 to FHEA 1992)
References to powers of CE of Skills Funding removed by repeal of Section 56AA of the FHEA 1992

25. In addition to the legal compliance requirements, the College report also outlined further suggested changes proposed by Eversheds and the Clerk. In making these suggestions the Clerk advised that further work may be required to finalise the details.
26. After a thorough review of the changes required by the passing of the Education Bill and the issuing of Modification Orders from the Department for Business, Innovation and Skills (BIS), and after careful consideration of the advice received from Eversheds and the Clerk, it was **RESOLVED** for the Clerk to make available for Board approval a revised Instrument & Articles based on agreed recommendations arising from the Committee's deliberations.

## FOUNDATION CODE OF GOVERNANCE

27. The College report '*Foundation Code of Governance*' was received (copy attached to the signed minutes). At the last Board meeting the Clerk outlined in detail where the business of the Corporation fully complies with the voluntary Foundation Code of Governance. Two areas were identified where the College currently does not comply, these being:
  - Publication of a Public Value Statement (Section 1.8 from the Code)
  - The performance of the Chair and of other governors holding office or undertaking defined roles within the governance structure (Section 3.1.3 from the Code)
28. The Corporation should agree and maintain a public value statement that describes how the college seeks to add value to the social, economic and physical well-being of the community it serves. The statement should confirm the value of the college for those who do not directly benefit from the college (the wider community as opposed to the college learners). The Clerk advised that colleges will find somewhere in their vision, mission and values reference to public value, for example, serving the community, widening participation, broad offer, diverse student base, inclusive values etc Therefore the statement will be embedded and reaffirmed in the College's vision, mission, values and strategic objectives and therefore does not need to be presented as a separate

statement. This approach will ensure that the Corporation complies with section 1.8 of the Code.

29. The Committee received and reviewed a proposed Member self-assessment questionnaire that has been taken from the charity sector but contextualised to suit the College. It is proposed that this self-assessment questionnaire be part of the governance self-assessment process and all Members to be invited to complete the questionnaire annually. The final question on the self assessment questionnaire seeks views from Members on the performance of the Chair and Chairs of Committees. The adoption of the self-assessment questionnaire will ensure that the Corporation complies with section 3.1.3 of the Code.
30. It was **RESOLVED** to adopt the self-assessment questionnaire as part of the Governance self-assessment process and to note that the required Public Value Statement is incorporated within the agreed Vision, Mission and strategic objectives of the College.

#### **ANY OTHER BUSINESS**

31. There was no other business.

The meeting closed at 10.30.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_