

B O S T O N C O L L E G E**MINUTES OF THE MEETING OF THE SEARCH & GOVERNANCE COMMITTEE HELD
ON 06 FEBRUARY 2014**

1.	<u>PRESENT</u>	
	Mr P Cropley, Mr M Gallagher, Mr S McCracken, Mrs A Mosek and Mr B Walder,	
	Also in attendance: Mrs J Hemmant (Clerk to the Corporation), Apologies for absence were received from Mr T Lascelles and Mr A Reynolds	
2.	<u>ELECTION OF CHAIR</u> Having been duly nominated, Bob Walder was elected as Chair of the Committee for the 2013-14 academic year.	
3.	<u>MINUTES</u> The Minutes of the meeting of the Committee held on the 7 October 2013 were agreed subject to the correction of one typographical error. The Committee discussed the continuing need to address the gender imbalance of the Corporation. It was noted that additional information had been put onto the website about governance and a leaflet to publicise the role of governors was being prepared. The website had been specifically updated on the subject of governors expenses which members felt were important to offer to encourage people to participate. A discussion took place about the appointment of an independent clerk and a draft job description was circulated for the Committee to review. The arrangements which were proposed were discussed in some detail and particular note was taken of the profile of the individual needed to fill this role. Committee members were asked to provide feedback on the draft job description over the next few days.	
4.	<u>CORPORATION VACANCIES</u> Members received a report from the Clerk to the Corporation on existing and forthcoming vacancies. Two applications to join the Corporation had been received and were considered by the Committee. One of the applicants was a significant sub-contractor of the College and a discussion took place about whether such an appointment was appropriate. Steve McCracken expressed concern that the partnership arrangements can be quite volatile and have been the subject of considerable discussion at Corporation which raised the possibility of a conflict of interest. Bob Walder confirmed his view that the College needed to be absolutely sure that there could be no conflict of interest and discussion took place about whether other partners would object to the appointment of this partner. It was confirmed that the College had rigorous due diligence processes on partnerships and that if a partner was appointed to the Corporation it was likely that related party transactions would have to be declared in the annual accounts. Mick Gallagher identified other areas outside the college sector where similar conflicts were possible and the arrangements which were made by organisations to mitigate these. In the instance under consideration members of the Committee felt that the partnership	

<p>contract was very significant and, in the light of this business relationship, it would not be prudent to proceed with this appointment.</p> <p>A discussion took place about the second application from an individual with education experience. Members felt that it might be possible for this individual to be appointed in the first instance to the Standards Committee rather than to the Corporation and it was agreed to discuss this with the Chair of the Standards Committee. It was not proposed to recommend an appointment to the Corporation at this stage.</p> <p>A discussion took place about recruitment to Corporation vacancies and the difficulties which had been experienced in finding applicants. A number of suggestions were made about people who might be approached to consider becoming members and the Committee also felt that a press release together with the governance leaflet might be beneficial.</p> <p>The Committee was asked to consider the fact that Bob Walder would be coming to the end of his term of office in the summer term. Bob Walder withdrew from the meeting at this point and Steve McCracken took the chair.</p> <p>Bob Walder had produced for the Committee a statement identifying why he felt he should be re-appointed and the contribution he planned to make to the Corporation's work. This was reviewed by members of the Committee. The Committee felt that he had made a very significant input to the work of the Corporation and took a great interest in all aspects of the College's work as well as having been recently appointed as Vice Chair of the Corporation. The particular skills which the members of the Committee noted which were valuable to the Corporation included his ability to work with others and to be supportive whilst also asking challenging questions where appropriate. His property expertise was also noted to be invaluable. Members of the Committee were unanimous in recommending that Bob Walder should be re-appointed as a member of the Corporation at the end of his existing term of office.</p>	
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