

[Confidential in respect of Minutes 23/30-31, 23/33, 23/35-39]

**MINUTES OF THE MEETING OF THE GOVERNANCE COMMITTEE
ON TUESDAY 7 NOVEMBER 2023 AT 16:00 HRS
AT EAST PARK TERRACE, SOUTHAMPTON, HANTS**

Present

Phil Cotton	Independent Governor & Chair
Professor James Knowles	Vice-Chancellor & Committee member
Dr Francesca Gwynne	Staff Governor (Academic)

In attendance

Jim Irving	Chief Student Officer & University Secretary
Bridget Woolven	Clerk to the Committee

23/28 Welcome & Apologies

There were apologies from Sharath Ranjan and Councillor Alexander Winning. The Committee was not quorate because only one Independent member was present.

23/29 Conflict of Interests

No conflicts were declared.

23/30 Minutes of 1 June 2023

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Approved.

23/31 Matters arising from the previous meeting

**Presented by: Bridget Woolven,
Clerk to the Governors**

**Paper 23/GC/18
Confidential Unreserved**

PART 1:

23/32 Standing Orders of the Board and Committees

**Presented by: Jim Irving,
University Secretary & Chief Student Officer**

**Paper 23/GC/19
Open**

Noted.

23/33 Membership of the Board and its Committees 2023/24

Presented by: Jim Irving,

**Paper 22/GC/20
Confidential Unreserved**

23/34 Election of Vice Chair for term commencing 2024/25

Presented by: Jim Irving

**Paper 23/GC/21
Open**

- a. At its meeting on 26 July, the Board approved the role description, process and timeline to elect the Vice Chair.
- b. Board members were subsequently invited, by the Clerk, to submit nominations by 5pm on 15 September.

- c. As Don Iro was the sole nominee, he was 'deemed elected' in accordance with the Standing Orders of the Board and its Committees.
- d. Don Iro will 'shadow' the Vice Chair during the year and membership and chairs of Committees for 2024/25 will proposed to Governance Committee at the Spring meeting.

23/35 Recruitment & Election of Chair for term commencing 2024/25 **Paper 23/GC/22**
Presented by: Jim Irving **Confidential Unreserved**

23/36 Governance Effectiveness Review (GER) Progress Report **Paper 23/GC/23**
Presented by: Jim Irving **Confidential Unreserved**

23/37 Scheme of Delegation **Paper 23/GC/24**
Presented by: Jim Irving **Confidential Unreserved**

23/38 Chancellor – term commencing 2024/25 **Oral Report**
Presented by: Jim Irving **Confidential Unreserved**

PART 2: *(Taken as noted or approved)*

23/39 Annual Report – Training & Induction **Paper 23/GC/26**
Presented by: Jim Irving **Confidential Unreserved**

23/40 Dates of 2023/24 meetings:

Tuesday 19 March 2024 16:00hrs. Teams meeting.
Tuesday 11 June 2024 16:00hrs. Teams meeting.

Meeting closed at 16:40hrs.