

Southampton Solent University

Governance Committee

Minutes of the meeting held on Tuesday 5 November 2024 at 16:00hrs in Room A122, Michael Andrews Building, East Park Terrace, Southampton

Present

Dr Francesca Gwynne, Staff Governor (Academic)
Don Iro, Independent Governor and Committee Chair
Professor James Knowles, Vice-Chancellor
Sharath Ranjan, Independent Governor (via Teams)
Richard Smith, Independent Governor and Chair of the Board

In attendance

Jim Irving, Pro Vice-Chancellor Students and Governance
Bridget Woolven, Clerk to the Governors

24/30 Welcome and Apologies

1. There were no apologies and the meeting was quorate.

24/31 Conflicts of Interest

1. There were no conflicts of interest.

24/32 Minutes

Decision

1. The minutes of the meeting held on 28 June 2024 were approved as an accurate record.

24/33 Matters Arising

**Paper 24/GC/20
Open**

1. The Board noted:
 - a) approval, by the Office for Students, of the University's name change to Southampton Solent University; and
 - b) that there were no open actions in the log.
2. There were no other matters arising.

24/34 Membership of the Board 2024-25

**Paper 24/GC/21
Confidential Unreserved**

24/35 Board Recruitment & Committee Chairs from 2024/25

**Paper 24/GC/22
Confidential Unreserved**

24/36 Nomination and Appointment of Chancellor

**Paper 24/GC/23
Confidential Unreserved**

24/37 Appointment of Pro-Chancellors

Paper 24/GC/24
Confidential Unreserved

24/38 Committees' terms of reference

Paper 24/GC/25
Open

1. The Committee received its own terms of reference as well as those of both Remuneration Committees (Vice-Chancellor and senior postholders) and People & Culture Committee.
2. No changes were proposed to the terms of reference of Audit Committee or Finance & Resources Committee.

Decision

3. The Committee agreed to recommend to the Board:
 - a) That the section 3 of the terms of reference of Governance Committee be amended to show the membership from 2024/25 to be:
 - i. at least two (2) and up to four (4) Independent Governors, including the Committee Chair;
 - ii. one (1) Staff Governor to serve ex officio;
 - iii. the Vice-Chancellor to serve ex officio.
 - b) That the terms of reference of People & Culture be amended so that 13 d would read *'Monitor the impact of the student experience on continuation, completion, progression, and satisfaction through the consideration of relevant performance indicators.'*
 - c) Sections 1.1, 1.2, 1.3, 2 and 4 of Remuneration Committees' terms of reference be revised as proposed in the paper.

24/39 Governance Effectiveness Review (2022) final report

Paper 24/GC/26
Restricted

24/40 Governance Effectiveness Review 2025

Paper 24/GC/27
Restricted

End of Part 1

Part 2: for noting or taken as approved

24/41 Standing Orders for Board & Committees

Paper 24/GC/28
Open

- i. The Committee had reviewed and noted the Standing Orders without discussion.

24/42 Annual Induction & Training Report

Paper 24/GC/29
Open

- i. The Committee had reviewed and noted the report.

The meeting closed at 17:00 hrs.

24/43 Next meetings in 2024/25

Tuesday 18 March 2025 at 16:00hrs. On Teams.

Tuesday 10 June 2025 at 16:00hrs. On Teams.