

GOVERNANCE AND SEARCH COMMITTEE

APPROVED DRAFT Minutes of the Meeting held on 19 May 2020 at 5.30pm

through Microsoft Teams

Present

Governors:

Neill Bucktin
David Ash
Peter Heath
Stuart Laverick
Susannah Twigg

Chair

Principal

In Attendance:

Sue Frost
Kay Kavanagh
Interview Candidates

Clerk to the Corporation
Clerk to the Corporation
As noted

Action

18.1

Apologies

i) Apologies were received from Lucy Hodgson.

18.2

Declarations of Interest

i) Members were asked to declare any Interests, financial or otherwise, which they had in any Agenda Item and confirmed that they had none.

18.3

Minutes of the Last Meeting

i) A minor amendment was noted. The Governance and Search Committee **APPROVED** the revised Minutes of the meeting held on 11 March 2020 as a true record for signature by the Chair.

18.4

Matters Arising

i) The Governance and Search Committee reviewed the report. Four actions had been completed or would be completed by the end of the meeting and two actions carried forward. Members agreed that any appointments should be made at the additional Corporation meeting on 16 June 2020, not 14 July 2020 as planned.

ii)

The Governance and Search Committee **MONITORED** action taken and remaining to be taken in respect of Matters Arising from the Minutes of previous meetings.

18.5

Determination of Any Other Urgent Business

i) There was no other urgent business.

18.6

Corporation and Committee Membership

- i) The Governance and Search Committee **NOTED** that Members, terms of office, current and approaching planned vacancies; current appointments to Committees, Groups and Academic Board; the Governor Skills Audit and the Corporation's Equality and Diversity remained as discussed at the meeting held on 11 March 2020. There was one vacancy and one arising on 31 July 2020 and there were two spaces on the Governance and Search Committee and one on the Remuneration Committee.

18.7 Governor Recruitment Interviews

- i) Members were provided electronically with interview packs made up by the Human Resources team including a reminder of the topic for the presentation and copies of the questions for applicants. Standard College assessment sheets would be used in line with Human Resources advice and good practice. Members agreed who would ask each question.

The Governance and Search Committee **REVIEWED** proposed candidate questions.

- ii) The Clerk to the Corporation had circulated the interview candidate's Eligibility Declaration, Register of Interest forms and Skills Audit. Two references had been received and were included in the interview packs.

The Governance and Search Committee **NOTED** the Eligibility Declaration, Register of Interests form, Skills Audit and references for the candidate.

Candidate 40746 joined the meeting. The Chair welcomed the applicant, the Members introduced themselves and the Chair explained the process. The presentation would be first, with follow up questions if relevant for clarification, and a standard set of questions would then be asked by the Members.

iii) Candidate 40746

The Governance and Search Committee **INTERVIEWED** Candidate 40746, responding to the presentation and then using the agreed interview questions to ensure consistent treatment. Members then answered the candidate's questions.

Candidate 40746 left the meeting and Members completed their individual assessments.

18.8 Recommendations for Appointment

- i) The Governance and Search Committee considered all potential candidates and potential reappointments and:

- **AGREED TO RECOMMEND to the Corporation** the following changes to the Corporation's current determination as stated in the Standing Orders for the Corporation and its Committees:

2 Composition and Determination of the Corporation

- 2.1 Under the Corporation's current determination with effect from 10 February 2015 16 June 2020, there are ~~eighteen~~ **nineteen** Members of the Corporation

- 2 Staff Members, having a contract of employment with the College nominated and elected by all staff
- 2 Student Members, College students, nominated and elected by fellow students

- the Principal of the College

43 14 Members who appear to the Corporation to have the necessary skills to ensure that the Corporation carries out its functions under Article 3 of the Articles of Government.

- **AGREED TO RECOMMEND** to the Corporation the appointment of Miss Angela Edwards as a Corporation Member from 16 June 2020 – 15 June 2024
- **AGREED TO RECOMMEND** to the Corporation the appointment of Ms Helen Butler as a Corporation Member with effect from 1 August 2020 – 31 July 2024
- **AGREED TO RECOMMEND** to the Corporation the appointment of Mr Nick Baldwin as a Corporation Member with effect from 16 June 2020 – 15 June 2024
- ii) • **AGREED TO RECOMMEND** to the Corporation the reappointment of Fiona Hellowell to a second and final four year Term of Office as a Corporation Member, Member of the Corporation Appeal Committee, Member of the Remuneration Committee, Chair of the Cycle of Business Task and Finish Group and Governor Representative on the Academic Board from 1 August 2020 until 31 July 2024
- iii) • **AGREED TO RECOMMEND** to the Corporation the appointment of Gary Woodman to a second and final four year Term of Office as a Corporation Member, Member of the Corporation Appeal Committee and Member of the Remuneration Committee, from 1 August 2020 until 31 July 2024

- iv) The Chair would contact the candidates and advise them of the Governance and Search Committee's decisions. Committee positions would be considered by the Governance and Search Committee in the autumn. The Chair would also email the Heads of Human Resources and Marketing and thank them for their contributions to the successful recruitment programme.

**Chair/
CC
Chair**

18.9 **Governance Improvement Plan 2019/20**

- i) The Clerk to the Corporation reported action against the colour coded Governance Improvement Plan. There had been some progress against the second term milestones with partial completion of most actions. The Cycle of Business Task and Finish Group awaited an autumn meeting and some disruption had been caused by the Coronavirus pandemic. Although recruitment had just concluded, and had resulted in an increase in gender diversity, the lack of Black and Minority Ethnic representation remained. Members discussed how this could be addressed, noting that a broad approach had been taken to recruitment with at least one Black and Minority Ethnic candidate being targeted through the Inspiring FE Governance website. No candidate details were available at shortlisting and no Black and Minority Ethnic candidates had been interviewed. The Principal would encourage diverse applications for the next Staff Governor vacancy and a Member stated that the Association of Colleges Diversity in Governance Campaign might be useful in future.
- ii) The Governance and Search Committee **MONITORED** progress made against Governance Improvement Plan milestones.

18.10 **Skills Audit**

- i) The Clerk to the Corporation reminded Members that they had considered the current and new examples of Skills Audit Formats or approaches provided by colleagues on the Clerks' network on 28 January 2020 but had requested further

work be done. The papers included the requested sharpened version of the existing Corporation Skills Audit, including identification of a primary skills area at the start and three further versions suggested by RSM, the College Internal Auditors. Members agreed that the sharpened current version helped identify the wood from the trees, but that up to three primary skill areas should be identified by each Governor in an additional column rather than as a separate heading.

- ii) The Governance and Search Committee:
- **CONSIDERED** which of the Skills Audit examples would best assist it to fulfil its remit to recommend new Members who “have the necessary skills to ensure that the Corporation carries out its functions”
 - **APPROVED** the issue of a revised Skills Audit for 2020/21 to Members by the Clerk to the Corporation for completion for the Chair’s one to ones or over the summer

CC

18.11 Governance Self Assessment

i) The Clerk to the Corporation reminded Members that the last Corporation self assessment had been carried out as the September 2019 Workshop, based on the Ten “C” Characteristics of a Well Run College, which had been recirculated by the FE Commissioner. At the Governance Planning Meeting on 22 April 2020 the Chair, Vice Chair, Principal and Clerk to the Corporation had agreed that the Clerk to the Corporation would propose a similar but different way forward, as some of the questions within the Ten “C”s framework were managerial in nature rather than governance focused. Research on the Clerks Network indicated that many Colleges still used extensive questionnaires, rooted in the 2002 Learning and Skills Development Agency’s Governance Healthcheck and that others had also used the Ten “C”s framework following the FE Commissioner’s promotion of it.

- ii) The papers included an alternative approach is based on one used by Long Road Sixth Form College. Governors would work in four groups and in plenary to evaluate the quality and impact of the Corporation under four headings:
- Strategic Leadership
 - Supporting, Challenging and Holding Management to Account
 - Statutory and Regulatory Duties
 - Governance Structure, Processes and Profile

Members agreed that this was a good starting point for the September Workshop. Each of the four sets of questions should be discussed in advance by a Governor lead with a relevant SLT Member to identify key issues, with prompts (such as key policies) to be recorded under each topic before the Workshop

- iii) The Governance and Search Committee **CONSIDERED** and **AGREED** an outline for Governance Self Assessment in the 15 September 2020 Workshop.

18.12 Standing Orders

- i) The Governance and Search Committee **NOTED** that the annual review of Standing Orders for the Corporation and its Committees to the Corporation would be carried out by the new Clerk to the Corporation, Kay Kavanagh.

CC

18.13 Governor Insight Scheme

- i) The Governance and Search Committee **NOTED** that the summary of activity in the Spring Term 2020 had been received by the Corporation on 5 May 2020.

Action

18.14 Any Other Urgent Business
i) There was no other urgent business.

18.15 Date and Time of Next Meeting
i) Tuesday 3 November 2020, 5.30pm, venue to be confirmed

The meeting closed at 6.30pm.

Signed:

Date:

Sue Frost
Clerk to the Corporation
20 May 2020

DRAFT