

MINUTES OF A MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE
HELD ON TUESDAY 9 JUNE 2020
VIA MICROSOFT TEAMS VIDEOCONFERENCING

Governors Present:	Prof Nigel Hastings Mrs Debbie Lavin Dr Kavita Hayton Mr David Hodgkins Mr Martyn Pearl	Chair Principal
In Attendance:	Mr Brian Bowker Dr Nick England	Clerk Chair of Corporation

ACTION

01/2020 DECLARATION OF INTEREST
 There were no declarations of interest.

02/2020 MINUTES OF THE MEETING HELD ON 4 DECEMBER 2019
The Minutes were APPROVED as a true record of the meeting.

03/2020 MATTERS ARISING FROM THE MINUTES OF 4 DECEMBER 2019
 It was noted that all matters arising had been addressed.
The Committee CONSIDERED the report.

04/2020 MEMBERSHIP OF THE BOARD, COMMITTEES, VACANCIES AND NEW APPLICATIONS
 It was noted that the terms of office of four current Governors will end in 2021 and, following discussion, it was agreed that three should be recommended for re-appointment at the appropriate time (Graham Cooper, Nick England and Vicky Egerton). The Clerk was asked to contact Mr Gordon Pownall to identify whether his current significant work demands will continue to impact on his availability. **Clerk**

Discussion took place regarding the post of Vice Chair of Corporation and the Clerk was asked to contact all governors with a view to confirming an appointment in July 2020. **Clerk**

The need to appoint three external governors for the 2020/21 academic year was noted and the Clerk was asked to address this. **Clerk**

The Committee CONSIDERED the report.

CORPORATION COMPOSITION/COMMITTEE CHAIRS'/VICE CHAIRS' AND COMMITTEE MEMBERSHIP 2020/21

The Clerk was asked to review the membership roles and requirements for the Remuneration Committee and update the structure chart.

Clerk

Members CONSIDERED the report and RECOMMENDED to Corporation for approval:-

- (i) The Corporation membership size of 18
- (ii) The Corporation Committee membership 2020/21
- (iii) The Committee Chairs and Vice Chairs for 2020/21.

05/2020 GOVERNANCE QUALITY IMPROVEMENT PLAN 2018/19

The Committee considered the seven areas for improvement identified in the review of governance report 2018/19 and agreed that good progress had been achieved in all areas.

The Committee CONSIDERED the report.

06/2020 REVIEW OF GOVERNANCE 2019/20

The Chair commenced by stating that the current academic year has been exceptionally challenging but remote meetings have proved very effective, although engagement, particularly for new Governors, has been more difficult. He then referred to the comprehensive questionnaire completed by Governors in October 2019 and suggested that it would be less valuable to complete it this year. He added that there may not be a requirement for a 'deep dive' every year and suggested that the 2020 October review should focus on the ten areas of good governance in the AoC Code and the Ofsted inspection requirements, the latter needing an annual review.

The Principal stressed the importance of reviewing governance performance against the Ofsted framework and added that there was a particular issue with completing the questionnaire for new Governors. She suggested that the Clerk should use the questionnaire as part of the new Governor induction process and this was supported by other Members.

Clerk

A Member suggested that new Governors could be encouraged to take the lead on questioning for relevant items at Corporation meetings, particularly in their own areas of interest.

The Chair summarised by suggesting that the questionnaire should not be completed by all Governors this year but new Governors should use the questionnaire during their annual review with either the Chair of Corporation or the Clerk.

Clerk

It was agreed that the Chair of Search & Governance and the Chair of Corporation would prepare the process for the October 2020 review of governance, ensuring that it encompasses relevant criteria in the Ofsted framework.

NH/NE

The Committee CONSIDERED the report.

07/2020 TRAINING PROGRAMME FOR MEMBERS

The Committee CONSIDERED the training programme 2020/21 and RECOMMENDED it to Corporation for approval.

08/2020 GOVERNANCE ATTENDANCE REPORT 2019/20 AS AT 9 JUNE 2020

The Committee considered the monitoring report on Governor attendance during the 2019/20 academic year and noted the decline (as at May 2020) in attendance for Corporation, Audit Committee and Search & Governance.

The reasons for the decline were considered and identified as being related to poor attendance by three Governors, all of whom had heavy work schedules. The commitment of these individuals was not questioned as it was recognised that they were experiencing significant demands on their time.

The Clerk was asked to liaise with the three individuals.

Clerk

The Committee NOTED the report.

09/2020 FINAL REVIEW OF GOVERNANCE COMPLIANCE PERFORMANCE INDICATORS (PI'S) 2019/20 AND AGREE 2020/21 PI'S

The Committee CONSIDERED the report and NOTED that there were no underlying concerns and final completion would take place in July 2020.

10/2020 GOVERNOR SKILLS MATRIX

The Clerk was asked to re-circulate the skills matrix to provide an opportunity for Governors to update it. In addition, a number of suggestions were made regarding merging matrix boxes, reducing the number of matrices from three to two and targeting potential governors who have estates/property management skills.

Clerk

The Committee CONSIDERED the report.

11/2020 COMPLIANCE REGISTER

The Committee considered the compliance register and noted the inaccuracies in some of the renewal dates. The Clerk was asked to liaise with the Director of Services for Students and HR to confirm updating requirements for Governors and then circulate the relevant on-line training links.

Clerk

It was noted that all governor training is recorded on an individual training log.

The Committee CONSIDERED the report.

12/2020 REVIEW OF SEARCH & GOVERNANCE COMMITTEE TERMS OF REFERENCE

The Committee CONSIDERED the terms of reference and, with one amendment, RECOMMENDED them to Corporation for approval.

13/2020 EVALUATION OF EFFECTIVENESS OF THE COMMITTEE 2019/20

The Committee considered its performance during 2019/20 and benchmarked it against the detailed terms of reference. Discussion took place regarding appointing to under-represented areas and the need to ensure gender balance.

It was noted that recruitment information was now circulated using social media, national recruitment organisations (eg Women on Boards) and localities suggested by the College E&D co-ordinator. The Clerk was asked to continue to deploy this approach and continue to monitor the E&D of the Corporation.

The Committee CONSIDERED the report.

14/2020 DRAFT CALENDAR OF CORPORATION AND COMMITTEE MEETINGS 2020/21

The draft calendar of Corporation and Committee meetings 2020/21 was RECOMMENDED to Corporation for consideration and approval.

15/2020 ANY OTHER BUSINESS

The Chair asked if a formal process was in place for the Corporation to approve the risk register and reopening plans for the College. The Principal said that there was and that the Chair of Corporation had been provided with details.

Following discussion, it was agreed that all governors should be informed and the Clerk was asked to forward the relevant overall College risk register sections, the SEN student arrangements and the falling ill on site procedure.

The Chair thanked all Members for their significant contribution to the Committee during the 2019/20 academic year.

16/2020 DATE OF NEXT MEETING

Wednesday, 2 December 2020 at 11.00am – room A7

Chairman _____ Date: _____

MISSION STATEMENT
Putting Students First
Working with Employers
Supporting Our Community