

**MINUTES OF THE MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE HELD ON
MONDAY 26TH JANUARY 2015**

PRESENT: Lena Stockford (Chair)
Chris Baranowski
John Callaghan (Principal)

IN ATTENDANCE: Theresa Lynch (Clerk)

1. 1.1 Apologies for Absence

There were no apologies for absence.

1.2 Declarations on Interest

The Chair explained that in her role as a National Leader of Governance she had been involved in discussions about the English Colleges' Code of Governance and wanted this to be noted.

2. Minutes of the Meeting held on 6th February 2014

The minutes of the meeting held on 6th February 2014 were **agreed** as a correct record and signed by the Chair.

3. Matters Arising

There were no matters arising.

4. Membership Report

4.1 Membership Report

The Clerk presented the report and discussion took place regarding succession planning for the Chair and key roles on the Corporation. It was noted that good practice was for governors to serve no more than two terms of office, unless there were exceptional circumstances. It was noted that Bill Wanley, Phil Mayhew and Chris Baranowski held key roles, so had served an extended period, however, it would now be necessary to find replacements. Their terms of office were due to finish in December 2015 (BW & PM) and April 2016 (CB).

It was **agreed** that an advert identifying the specific skills required would be prepared by the Clerk for consideration at the next meeting. **ACTION**. It was also suggested that accountancy and legal firms be contacted to invite applicants. **ACTION**. The Principal explained that Geraldine Swanton (Martineau) had expressed an interest in becoming a governor. She had been a governor at his previous college and had contributed greatly. It was suggested that it would be useful to also contact employer partners and the Chamber of Commerce for further prospective governors.

4.2 Skills Audit

The contents of the skills audit were noted.

4.3 Appointment of New Governors

The Clerk presented the report and strategies for promoting diversity were discussed. It was noted that there were a number of organisations that could support the college in contacting potential governors. These included SGOSS (AOC), Solihull SUSTAIN, Network for Black and

Asian Professionals, BVSC and Akamba Heritage Centre. The Clerk would contact the relevant organisations and explain the skills and expertise required. **ACTION.**

It was noted that the person specification and role description for governing body members needed updating to reflect the new governance structure. **ACTION.**

4.4 Emeritus Governors

The emeritus governor list was received and the contents of the scheme were noted.

5. Governance Structure Implementation

5.1 Governors with Special Interest

The Clerk presented the report and explained the proposed scheme for governors' areas of interest. Discussion took place about the scheme and it was noted that having areas of special interest was good for governors for becoming more aware of college business and to broaden knowledge and understanding. It was agreed to recommend adoption of the scheme to the Corporation. **ACTION.**

5.2 Expert Groups

The Clerk presented the report and discussion took place about how the groups had been working since the beginning of the autumn term. The Principal explained that the groups made it possible to apply the governors expertise in a less formal forum and to share best practice ideas, for example, the dashboard had been recommended from the one used at the airport. The inclusivity of the discussions meant that when proposals went to Corporation the information presented was what governors had requested and therefore discussion and decision making was more efficient. It was agreed that approval of the groups should be through Corporation, as much as possible, to ensure all governors are aware of the activities taking place and there is a level of control of the number of groups taking place.

5.3 Terms of Reference for Finance/Audit Corporation – Consultation

The contents of the suggested terms of reference for the Finance/Audit Corporation meeting were discussed. It was noted that they had been circulated to EMT and would be circulated to members of the Audit Committee for comment prior to submission for approval to the Corporation. **ACTION.**

6. English Colleges' Code of Governance

The Chair explained that national consultation was taking place and the final draft for parts 1 and 2 were now available for colleges to submit final comments by 5th March 2015. It was noted that there was less of a focus on a number of areas, for example, ambassadorial role than in the previous Code. Discussion took place regarding the requirements and the best practice elements and it was noted that there did seem to be a directive tone to the Code.

It was agreed that a form of words would be produced to include in the colleges submission to the AOC and for approval by the Corporation. **ACTION.**

7. Governors' SAR Position Statement and Quality Improvement Plan

The Clerk presented the draft position statement and explained that the document aimed to explain the position with regard to the implementation of the governance structure. It would also demonstrate how evaluation would be carried out and when this would be done.

8. Governors' Performance Review

It was noted that the Governors' performance review plan would be contained with the governors QIP and presented to the Corporation at the next meeting. **ACTION.**

9. FE Commissioner's Annual Report – Governance

The contents of the extract from the annual FE Commissioner's Report about governance were noted.

10. Date of the Next Meeting

The date of the next meeting was scheduled for Thursday 19th March 2015 at 4.30pm.

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