

MINUTES OF THE MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE HELD ON MONDAY 16TH SEPTEMBER 2019

PRESENT: Barbara Hughes (Chair)
John Callaghan (Principal)
Joan Smith (External)
Geraldine Swanton

IN ATTENDANCE: Theresa Lynch (Clerk)

1. 1.1 Apologies for Absence

There were no apologies for absence.

1.2 Declarations of Interest

There were no new declarations of interest.

2. Minutes of the Meeting held on 1st April 2019

The minutes of the meeting held on 1st April 2019 were **agreed** as a correct record and signed by the Chair.

3. Matters Arising

There were no matters arising. It was noted that all actions and recommendations had been addressed.

4. Membership Report

The Clerk presented the report and it was noted that the two Corporation members that had not completed their DBS information had resigned: Sue Strawford and Antoinette Farrell-Jones.

Attendance was discussed and it was suggested that 'virtual' attendance be offered to Paul Large, as his personal circumstances now often meant he was out of the area and this could support him in terms of his ability to attend as he was a member of both Corporation and Audit Committee.

ACTION. It was noted that IT facilities were available in the Blossom and Damson Suites, so the meeting would need to move. There were portable facilities at Woodlands and skype facilities were available in the Board Room at Stratford. The Clerk would check capacity of the Board Room with regard to Corporation meetings. **ACTION.**

Discussion took place regarding the size of the Corporation and the impact the increased numbers has on meetings. It was noted that the aim was to reduce numbers organically until the Corporation was back to the original size of 16 full members. Peter Bebbington had been appointed as an External member of the Corporation and Tony Lucas as an external member of the Audit Committee. Both had expressed an interest in becoming full members of the Corporation and had contributed well since their appointments.

Terms of office were ending for Tony Worth and Geraldine Swanton. Both contributed well in their roles and it was suggested that both be re-appointed for a further term of office.

RESOLVED to recommend to the Corporation:

Reduction of Corporation numbers as follows:

With effect from 1st October 2019 reduce overall number to 19 full Corporation members (with no external members);

With effect from 1st July 2020 reduce overall number to 18 full Corporation members, reducing from 2 staff members during merger, back to 1 staff member for the College.

Appointment of both **Peter Bebbington** and **Tony Lucas** as full members of the Corporation.

Re-appointment of **Geraldine Swanton** to Dec 2023 as a full member of the Corporation and Audit Committee.

Re-appointment of **Tony Worth** to July 2023 as an external member of the Audit Committee.

5. **Governors' Handbook – section 1**

The Clerk presented the Governors' Handbook and noted that section 1 set out the principles and priorities for governance. Amendments were discussed and the Clerk confirmed that she would do a full review of the Handbook in due course. **ACTION.**

It was suggested that the Handbook was a key document for governors and that all should be asked to read and sign to confirm this. **ACTION.**

Discussion took place regarding the Bournville College investigation report and lessons learnt. It was noted that many of the compliance issues identified were in place at Solihull College, however, it was important not to be complacent. The Clerk confirmed that she would be producing a report to demonstrate compliance and to identify any gaps and actions taking place. This would be discussed at the Corporation meeting on 15th October 2019. It was noted that the College has a robust risk management process. It was noted that the College did not have a Finance Committee or a Quality and Standards Committee, due to operating a Carver model of governance. Advice had been received that the procedures in the College were robust, but it was important to ensure all areas were covered. This would be further discussed at the Governors' Development Day on 19th October 2019. **ACTION.**

6. **Student Governor Role**

The Clerk confirmed that the College had to have 2 student governor members of the Corporation and discussion took place regarding support and appointment processes and it was noted that it was often a difficult role to ensure full engagement.

It was noted that the external member Student Governor, Angharad James, had engaged well and had really benefitted from the experience. Staff had indicated that it had really helped to improve her confidence.

The Clerk explained that the College would be having 2 paid student roles: Student Executive President and a HE role that was currently being developed. The 2 students appointed each year could be offered a student governor role (over and above the paid role). If they declined the vacant roles could be open to a competitive appointment process. It was suggested that the 2 students in these roles were likely to be more engaged and aware of what the role was about, so it could be a good way to recruit student governors. The Clerk would liaise with the Vice Principal HR and Student Services to develop this appointment process. **ACTION.**

7. **Areas for Discussion:**

7.1 Governor Appraisal – it was noted that the new Chair and the Clerk would be meeting with each member of the Corporation to discuss governance and their role during the Autumn Term to address any improvements or changes required.

7.2 **Skills Audit** – the Clerk noted that the skills audit had been undertaken in September 2018. New governor would be asked to complete the audit document and the Clerk and John Bolt would review the data.

Q. Do we feel that we have the right skills?

A. Yes, we have a good mix of finance and educational backgrounds, as well as, business and legal knowledge. Gaps identified in the 2018 audit: HE expertise and curriculum planning were filled through the appointment of Peter Bebbington, whilst finance expertise was reinforced through the appointment of Tony Lucas.

7.3 **Governor Engagement** – it was noted that this would be discussed on the development day on 19th October 2019 to clarify engagement and to ensure all governors area aware of expectations.

7.4 **Areas of Special Interest** – Governors had been asked to identify their areas of interest. It was noted that there should only be one governor per area and each governor should have no more than 2 areas. These would be finalised in due course. **ACTION.**

8. **Register of Interest for Governors – for information**

The contents of the Register of Interest were noted and it was confirmed that this was important information to review given the issues raised in the Bournville College Investigation report.

9. **Date of the Next Meeting**

The next meeting would be scheduled in due course.

Signed:



Date:



