

MINUTES OF THE MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE HELD ON TUESDAY 25TH FEBRUARY 2020

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 16th September 2020

The minutes of the meeting held on 16th September 2020 were **agreed** as a correct record and signed by the Chair.

3. Matters Arising

It was noted that all actions and recommendations had been addressed.

It was recommended that all governors be asked to sign the Governors' Handbook to confirm they have received a copy and are aware of the contents. **ACTION.**

4. Skills Audit

The Clerk presented the report and explained that the level of skills identified were through self-assessment by individual governors. As a result some governors underestimated their level of skill and expertise. However, it did provide an indication of skills gaps within the Corporation and these were currently identified as:

- Education and Skills Agenda
- Teaching, Learning and Assessment
- Curriculum Planning/Development
- Quality Assurance
- Law/Legal Expertise

It was noted that the audit data included new members and data from November 2018 for existing members. It was suggested that the data for existing members be updated. **ACTION.**

The skills categories identified were discussed and it was noted that they were drawn from a range of skills audits to provide a broad range of skills that were required on the Corporation. It was confirmed that the list provided was adequate, but that it may be useful to provide a description for each category when the information was refreshed.

5. Membership Report

The Clerk presented the report and the following was noted:

5.1 Terms of Office due to end:

- Peter Bebbington – *deemed confidential*.
- Lucy Lee – first term of office due to end July 2020 – discussion took place regarding Lucy Lee's attendance and contribution to the Corporation and the Audit Committee and it was noted that her input was very helpful and useful in ensuring compliant and robust governance.
- Mark Hayes and Matthew Warburton (Staff Governors) first term of office due to end June 2020. A staff governor election would take place. Discussion took place regarding the number of Staff Governors and it was noted that the number had been increased to 2 upon merger to accommodate the migration of the 2 colleges into 1 college. Now that the College was fully merged it was suggested that the number of Staff Governor return to 1 member for the College.

RESOLVED to recommend to the Corporation:

Re-appointment of **Lucy Lee** to July 2024 as a full member of the Corporation, Chair of the Audit Committee and member of the Remuneration Committee.

That there be an election for one Staff Governor on the Corporation and the number of Staff Governors be reduced to one.

5.2 Vacancies on the Corporation:

Discussion took place regarding the number of members of the Corporation and it was noted that the Corporation had approved the following in October 2019:

'A planned reduction to 19 at 1st October 2019 and 18 at 1st July 2020. The aim was to reduce the size of the Corporation to 16, as pre-merger numbers.'

It was suggested that the number be maintained at 18 for the current time, as there was a need to ensure stability and consistent engagement to maintain strong and effective governance. This would result in 4 Corporation member vacancies at 1st March 2020.

A draft advert, identifying the skills required was discussed and it was noted that the Chair and Clerk would finalise the document and initiate an appointment process.

Discussion took place regarding contacts and networks that could be contacted to obtain a wider range of applications. Strategies to ensure applications from a diverse range of people was discussed. It was suggested that the advertisement and related document be reviewed to engage a broader range of people, as it may be that this presented a barrier to some people. It was also suggested that current governors be asked to provide a quote about being a governor at the College to add to the supporting information. The Clerk would send the finalised advert to organisations advertised and contact individuals that were interested in the College. **ACTION.**

RESOLVED to recommend to the Corporation:

With effect from 1st March 2020 to have 18 members of the Corporation (with no external members) and initiate an appointment process for 4 new members.

5.3 Audit Committee – External Member

The Clerk noted that there was currently one external member vacancy on the Audit Committee and that recruitment of a new member would be included in appointment process to be conducted.

It was noted that members of the Audit Committee had been invited to nominate themselves as Vice Chair of the Audit Committee, but to date no nominations had been received.

5.4 Remuneration Committee – Full Member Vacancy and External Member

The Clerk noted that there was currently a full Corporation member vacancy and an external member vacancy. Discussion took place regarding governors with appropriate skills that would be beneficial for the Committee and it was noted that both Sally Tomlinson and Tony Lucas had HR and recruitment experience, which would be useful for the Committee. It was agreed that the Clerk invite Sally Tomlinson, in the first instance, as she had been a HR Director for 10 years, and if she was willing to take up the role a recommendation would be made to the Corporation to appoint her to the Committee. **ACTION.**

RESOLVED to recommend to the Corporation:

Appointment of Sally Tomlinson as a member of the Remuneration Committee with effect from 1st March 2020.

5.5 Leave of Absence

The Clerk explained that Matthew Warburton, Staff Governor, had been given a leave of absence for the Autumn Term 2019. Unfortunately, he was still unwell and away from work, so it was suggested that his leave of absence be extended to the end of his term of office in June 2020.

RESOLVED to recommend to the Corporation:

A continued leave of absence for Matthew Warburton to the end of his term of office in June 2020.

6. **Staff Governor Election**

The Clerk presented the draft Staff Governor Election timetable and documentation and it was noted that it may be useful for the current Staff Governor to review the documentation. **ACTION.**

7. **Register of Interest for Governors' and EMT**

The Clerk explained that the Register of Interest document was being updated and all governors and members of EMT were signing to confirm their current interests, in line with audit requirements. Discussion took place regarding the importance of reviewing the Register and this would be done in a future Corporation meeting. **ACTION.**

8. **Student Governor Appointment Process**

The Clerk explained that the Corporation, on 10th February 2020, had ratified the appointment of Raees Iqbal and agreed that if the HE Student Voice Officer was interested in taking up the HE Student Governor role that this would be acceptable. He was currently being approached.

To reflect this approach, the Clerk had updated the Student Governor Appointment Process, in Appendix 4 of the Standing Orders.

RESOLVED to recommend to the Corporation:

Approval of amendments to Appendix 4 of the Standing Orders to allow appointment of the Student President (FE)

and HE Student Voice Officer, alongside an appointment process.

9. Date of the Next Meeting

The next meeting would be scheduled early in the Summer Term 2020.

Signed: 

Date: 01 July 2020