

Minutes of the Meeting of the Search and Governance Committee Held on Wednesday 01 July 2020

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

In Attendance Theresa Lynch (Clerk)

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 25th February 2020

The minutes of the meeting held on 25th February 2020 were **agreed** as a correct record and signed by the Chair. There were no matters arising.

3. Skills Audit

The Clerk presented the report and explained that the skills audit had been changed to identify both qualifications and skills and this provided good information for identifying gaps, but also development needs for current Governors.

The updated skills audit suggested that gaps remained in the

- Education and Skills Agenda
- HE Sector
- Teaching, Learning and Assessment
- Educational Management and Non-teaching
- Curriculum Planning/Development
- Quality Assurance
- Law/Legal Expertise
- PR and Marketing

Discussion took place regarding the skills audit with regard to current governors and it was noted that where governors identified little or no training, they could be encouraged to undertake EFT CPD training modules. Further, it was noted that a number of briefing opportunities took place throughout the year at development mornings and Corporation meetings and it may be useful to be more explicit about how these sessions held to meet the Governors' skills and knowledge gaps identified in the skills audit. It was suggested that new Governors be given clear expectations of skills required and training opportunities to meet gaps

It was agreed that the Chair and Clerk work together to create a training plan for Governors for the Corporation and for individual governors, as appropriate. **Action.**

4. Membership Report

4.1 Terms of Office due to end during the Autumn Term 2020:

The Clerk presented the report and the following was noted:

- **Paul Large** – first term of office due to end October 2020. Discussion took place regarding Paul's contribution and expertise. It was noted that he was a member and Vice Chair of the Audit Committee and currently Chair of the Compliance, Risk and Value for Money SIG. His attendance was noted: Corporation 89% and Audit Committee 100%.

The Chair left the meeting during consideration of her re-appointment.

- **Barbara Hughes** – first term of office due to end December 2020. Discussion took place regarding Barbara's role as Chair and her contribution and expertise, particularly with regard to being an Ofsted Inspector and the insight this provided for the College and the Corporation. Her attendance was noted: Corporation 100%, Remuneration Committee 100% and S&G Committee 100%.
- **Sukhy Nijjar** – first term of office due to end December 2020. Sukhy's contribution and expertise was noted and discussion took place regarding Sukhy's attendance and development needs and it was suggested that these be discussed during the annual 1:1 meeting. Her attendance was noted: Corporation 67%.

It was noted that in the future remote meetings would be more likely and the majority of Governors should achieve high attendance rates. The arrangements for remote meetings in the future would be discussed at the next meeting. **Action.**

Resolved to recommend to the Corporation:

Re-appointment of:

- **Paul Large** for a second term of office to October 2024 and as a member and Vice Chair of the Audit Committee;
- **Barbara Hughes** for a second term of office to December 2024 and as a member of Remuneration Committee and Chair of the Search and Governance Committee;
- **Sukhy Nijjar** for a second term of office to December 2024.

4.2 New Governor Applications:

The Clerk presented two applications that had been received from:

Sarah Horton-Walsh – Head of School - School of Marketing and Management, Coventry Business School, Coventry University. She has experience including teaching and learning, HE and marketing, which are all presented as gaps in the recent Skills Audit

Scott Beasley -

It was noted that interest had been expressed by Namrita Sharma, from Pink Spaghetti. The Clerk confirmed that she would follow this up during the next round of applications. **Action.**

It was agreed that the Chair, Principal and Clerk would meet with each of the candidates and that references would be sought and eligibility checks carried out.

Resolved to recommend to the Corporation:

Appointment of the following new governors, subject to interviews taking place, references being sought and eligibility checks being undertaken:

- **Sarah Horton-Walsh** - with effect from 1st September 2020 for a term of 4 years.
- **Scott Beasley** - with effect from 1st September 2020 for a term of 4 years.

4.3 New Governor Advert – Deadline September 2020

The Clerk confirmed that there would still be 2 Corporation vacancies and 2 external members following the appointments recommended in section 4.2 above. A further recruitment process would therefore be conducted in August/September with a closing date of Friday 25th September 2020, to feed into the next Search and Governance Committee meeting. **Action.**

Discussion took place regarding the recent recruitment process and it was noted that the direction on the website to ensure direct access to the link had been resolved with the Marketing department.

Efforts to attract more applications from BAME groups were discussed and it was noted that having reviewed the documentation to ensure there was no language that could exclude or was considered discriminatory, but it was suggested that in the personal attributes section we could add, 'and to create an inclusive and diverse academic community,' to represent the Corporation's desire to ensure a diverse range of Governors are appointed.

The advert and documentation would be sent to Governors' again and they would be asked to share the information with their networks and contacts and it was anticipated that this would include BAME networks and connections.

5. Staff Governor Election Outcome 2020

The Chair presented the report and explained that Carol Harvey-Barnes had won the election. She was a part-time lecturer at Stratford upon Avon campus.

The Principal noted that the current Staff Governor was very disappointed to be leaving the Corporation and had found the experience very useful and interesting.

It was noted that the 2 BAME candidates had obtained the lowest number of votes and whether it may be useful to deconstruct this to establish the reasons for this. It may be that they are in small departments and are not well known or there could be unconscious bias. The election does tend to follow departmental lines of support.

It was also noted that for the next election it may be useful for Heads of School to be more involved in supporting staff to stand as candidates and to encourage voting.

The Clerk noted that this had been a strong field with 4 candidates and at least 2 from BAME backgrounds.

Resolved to recommend to the Corporation that the appointment of Carol Harvey-Barnes be ratified as the Staff Governor for a term of office of 4 years, to August 2024.

6. Chair and Vice-Chair Election

The Clerk presented the report for information and it was noted that the election would take place at the Corporation meeting to be held on 8th July 2020. It was noted that recommendations from Governors that were interested in becoming Chair or Vice Chair were always welcomed.

7. Governor and Corporation Self-Assessment Process 2020

The Clerk presented the report and explained the process. It was noted that the normal process included completion of a questionnaire that had been updated to incorporate the new Ofsted framework requirements and individual Governor meetings that would take place later in the summer. This would provide an opportunity to reflect on the skills audit and training needs, as well as, to consider the items listed for discussion at Appendix 2. Members were asked for feedback regarding the discussion list and questionnaire, as appropriate. **Action.**

The objectives for the 2020 self-assessments were noted. The Chair noted that the self-assessment process was good practice and provided good opportunities for Governors' to reflect on their contribution and both their individual and collective impact on the College. Continual reflection and improvement was very important in light of Ofsted and OfS requirements.

The Clerk would follow up to seek comments from the Vice Principal Curriculum and Quality. **Action.**

8. Search and Governance Assurance Report

8.1 Draft Report – Content and Format

The Clerk presented the draft content for the report and noted that it had been suggested that an assurance report be produced for the Committee, similar to those produced by the Audit Committee and Remuneration Committee annually. The proposed content was considered and it was noted that members would contribute to the final draft and provide feedback regarding effectiveness of the Committee. **Action.**

8.2 Terms of Reference

The Clerk presented the Terms of Reference and noted the suggested changes. The TOR would be reviewed alongside the Draft Report when considered at the next meeting. **Action.**

9. External Review of Governance

The Chair introduced the item and noted that an external review had taken place in the past. Discussion took place regarding ensuring the right person undertook the review and it was noted that it needed to be a Governance expert that could add value to the process and enable Corporation improvement. The contents of the FETL Governance Matrix were noted and discussion took place regarding the increased scrutiny of governance, particularly under the new requirements of the OfS. Quite a few HEIs were currently undertaking governance reviews.

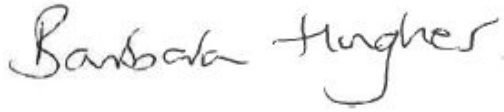
It was noted that the Principal could establish from the West Midlands College Group (21 colleges) whether other colleges had undertaken a similar review and could therefore provide contacts. It was noted that the Halpin Partnerships undertook governance reviews, but as auditors they tended to approach the review in a certain way and it may be more appropriate to have someone involved and that have actual expertise in governance themselves focusing on the structure, quality and impact.

It was **agreed** that a Review would be useful and that members would consider the most appropriate organisations/individuals to approach to obtain proposals and costs. **Action.**

10. Date of the Next Meeting

The next meeting would take place on Wednesday 7th October 2020 at 4pm. The Autumn agenda items were noted and that the Governors' Handbook would be reviewed over the summer and made available for Governors' to sign at the Governors' Development Day in October, if that session is in person.

Signed



Date **07 October 2020**