

Minutes of the meeting of the Search and Governance Committee held on Monday 14th March 2022 at 4.00 pm by MS Teams

Present Barbara Hughes (Chair)
Tony Lucas
Joan Smith
Geraldine Swanton
Lindsey Stewart (Acting Principal)

In Attendance Theresa Lynch

1 Membership

1.1 Apologies for Absence

No apologies for absence were received.

1.2 Declarations of Interest in relation to this Agenda

No new declarations of interest were received.

2 Minutes of the Meeting held on 16th November 2021 and Matters Arising

The minutes of the meeting held on 16th November 2021 were **agreed** as a correct record and signed by the Chair.

3 Membership Report

The Chair presented the report and noted the current membership, committee membership and end of terms of office dates. It was noted that there was an external member vacancy at the current time. The Clerk noted that if there was felt to be a gap then the external member vacancy could be filled, but it may be that the Corporation decided that the role was not currently required. The Chair and Acting Principal noted that following the outcome of inspection it may be necessary to consider any potential skills gaps.

Clarity was sought regarding whether the Vice Chair, Mr S Baldwin's term of office would be renewed in August 2022. The Chair explained that he had done 2 full terms of 4 years, as well as an additional year, so in terms of good practice and in line with the Instrument and Articles. It was noted that it would be necessary to find a replacement in terms of his skills, but also in terms of a Vice Chair.

Ms Swanton reiterated her wish to step down from the Audit Committee and the Clerk noted that there had not been any volunteers to date, but that she would review the skills required and ensure a replacement was found as soon as possible. **Action.**

4 Attendance Update

The Chair noted that the attendance rates were relatively good, and this demonstrated a solid and committed board of governors, which was a strength.

5 Self-Assessment Process for 2022

The Chair presented the report and noted that it demonstrated a good approach to self-assessment and reflection by governors. Discussion took place regarding the format for 2022. It was suggested that the questionnaire may not need to be as Ofsted-related as it had in 2021 and should be more in line with the new Code of Governance. The length and the questionnaire in 2021 had been extensive due to the need

to capture reflection on Ofsted. It was noted that the value was in the discussion following completion of the questionnaire. The 1:1 meetings would continue, as these meetings were very effective for reflection successes and areas for improvement.

6 Code of Good Governance

The Chair presented the report and noted that it was the AoC's revised Code, incorporating a change of emphasis in some areas, as well as focus on sustainability and equality, diversity and inclusion, which reflected the content of the Skills and Post-16 Bill. Discussion took place regarding the areas of compliance and those where action was required. The Clerk confirmed that she would produce an action plan to go along with the Plan when put forward for adoption by the Corporation. **Action.**

Discussion took place regarding requirement to have an external review of governance and what that might include.

Mission – active review of the mission. It was noted that the mission was considered when the Strategic Plan was reviewed, however, the 'active' review was not captured – it was suggested that this was clarified, as well as the involvement of key stakeholders.

Instrument and Articles of Governance – a review by Internal Auditors may be invited to include in the 2022/23 audit.

4.5 External validation of teaching and learning observations – although there is not currently an external programme of validation, Ofsted had recently visited, and this provided a level of external assurance. It was noted that non-compliance needed to be clarified, as it seemed that a regime of external validation may not be required, given the strong teaching and learning in the college. Clarity was sought regarding the phrase 'regular' and what that actually meant. It was noted that Ofsted would be visiting every 3 years in the future and maybe this was adequate in terms of 'regular'.

5.4 Publication of how the college engages with main communities that it services – it was suggested that this be incorporated into current annual college reports, like the Members' Report or the Sub-contracting Policy. It was noted that this would be clarified and incorporated, as appropriate.

6.6 the Committee confirmed that the board has confidence in the arrangements for providing them with accurate and timely financial information and, therefore, also in the financial systems used to generate such information. It was suggested the items that ask the board to clarify that they agree be incorporated into the annual self-assessment process.

6.11 Clarity was sought regarding the Corporation's annual report – the Clerk noted that there was not really an annual report of the Corporation, but that the Audit Committee's annual report could be rewritten to make it more of an 'annual report' in a general sense. It was noted that there was likely to be more guidance which may clarify what is meant by the Corporation's annual report.

10.16 Chair and Vice Chair role descriptions – it was noted that they were not part of the college's Standing Orders but would be incorporated.

10.40 Statement in the annual training completed by governors should be included in the annual report – again it was noted that this referred to an annual report and clarity would be required about what this referred to. The training records were maintained and could easily be published in a report.

Clarity was sought as to whether Ofsted would be reviewing compliance with the Code, and it was noted that this was not currently anticipated, but that it may become the case. The Acting Principal noted that it could become part of external audit.

The Clerk confirmed that she would remove all the crossed-out sections and create an action plan for Corporation. **Action.**

7 Draft Dates for 2022/23

The Chair presented the draft dates for 2022/23. It was noted that EMT had reviewed the dates and highlighted any clashes and incorporated the date for Graduation.

8 Equality Update Report

The Chair presented the updated report. The Clerk noted this information would be incorporated in the annual Equality, Diversity and Inclusion Report, as governance had not previously been incorporated. The Chair noted that the ESFA had fed back to say that the Corporation's ethnic make up was more diverse than the majority of colleges in the Midlands.

The Chair noted that Sukhy Nijjar, who worked for WMCA and had been a governor at the college, had contacted her about a training scheme for potential governors to shadow boards in the region and she had asked if the college would be willing to have a governor to shadow for a couple of meetings. It was agreed that this was a positive way to broaden the diversity of boards in the region.

9 Date of the next meeting

To be confirmed.

The meeting ended at 4.55pm.

Signed 

Date **26 September 2022**