

Solihull College and University Centre

Minutes of the meeting of the Search and Governance Committee held on Monday 26 September 2022 at 4.00 pm by MS Teams

Present Barbara Hughes [Chair of Committee – and Chair of Governors]
Tony Lucas [Joint Vice-Chair of Governors]
Geraldine Swanton
Rebecca Gater [Principal and Chief Executive]

In Attendance Sam Bromwich [Director of Corporate Governance, Risk & Compliance]

1 Membership

1.1 Apologies for Absence - apologies were received from Joan Smith.

1.2 Declarations of Interest in relation to this Agenda - no new declarations of interest were received.

2 Minutes of the Meeting held on 14 March 2022 and Matters Arising

The minutes of the meeting held on 14 March 2022 were **agreed** as a correct record and signed by the Chair.

Frequency of Search & Governance Committee meetings – two meetings a year instead of the current three was felt to be right and following discussion, it was **agreed** to remove the 14 November 2022 meeting date from the schedule and Cycle of Business, while retaining the 13 March 2023 one. **Action.** Two meetings a year met the Committee’s Terms of Reference [which state the minimum of one Search and Governance meeting per year] and allowed for a watching brief on governance with the greater powers now given to colleges to amend their Instruments & Articles of Governance. Any developments or urgent issues arising between meetings can be picked up through all existing processes and taken on to Corporation meetings for Governor consideration.

AoC Code of Good Governance [revised Code] – the Chair and Director of Governance plan to pick up the work undertaken to-date by the Clerk, to refresh the linked action plan and to ensure that any eventual ‘adoption of the AoC Code’ ties in with the financial statements, the Members’ Report, which are presented for ‘sign-off’ in November each year [expected to be at the annual Audit / Corporation meeting on Tuesday 29 November 2022.

External review – the Chair explained that, on publication of the Skills Bill in April 2022, an expectation followed that corporations would have an external review, separate to any internal audit of governance. The value of such a review is that it could link to the next Ofsted Inspection, so that any issues with governance could either be remedied ahead of another Ofsted, or simply celebrate aspects of College’s governance. It was noted that many organisations and consultancies were active in this type of governance-review, promoting them as a ‘supportive process’. It was generally agreed to engage with an external review and consideration given to its most effective timing – with summer term 2023 felt to be ideal, while College was still active and with Corporation meetings still scheduled, to which any ‘reviewer’ could be invited. At that

point, an almost full cycle would have been completed and any issues arising could help inform action planning for the 2023-2024 academic year.

Q What form would such a review take?

A A pilot has already been undertaken and from the experiences noted through, any review is likely to look at our documentation, decision-making, interview some Governors, the Principal and maybe Deputy Principal as well as attending one or two meetings. Naturally, any review would vary according to institution. The results are not published.

3 Membership Report

The Chair was pleased to receive the positive feedback from Governors present on the new 'summary report' in use for the meeting. The summary of salient points was especially welcomed and overall the new cover report responds directly to Governor requests to reduce the volume of papers and more clearly show Governors what they need to focus upon.

3.1 – Membership : vacancies and reappointments

The Director of Governance presented the report showing the number of current vacancies, the existing membership and draft committee membership. There was discussion as to the minimum number of Governors on the Board – which was confirmed to be 18 plus one External, making 19. [*as per the Governors' Handbook section two – Instrument of Government, page 6*].

Q Is it worth adding to the terms-of-office information, whether it is a Governor's first or second term?

A This was **agreed** be a valuable addition. **Action.** It would help the overall 'membership management' to avoid skills gaps when a number of Governors left in a short period of time.

3.2 – Remuneration Committee Chair / membership and vacancies

It was **agreed** to recommend to Corporation the appointment of Tony Lucas as Chair of the Remuneration committee with effect from 1st October 2022.

The Chair welcomed Tony's appointment, and that of Paul Assinder in continuing his role as Chair of the Financial Oversight Group, as it enabled the Joint Vice-Chairs of Governors to lead a significant group or committee, giving greater overall strength to governance.

4 Register of Interests for Governors, members of EMT and the Director of Governance

The Director of Governance confirmed her intention to reissue the Register as an annual exercise, to capture Governors' signatures, but to also invite as-and-when updates from individuals throughout the year so that she can maintain a full Register. **Action.** EMT members had also recently updated their details.

5 Search and Governance Annual Assurance Report

The Report was an outcome of an older special interest group, the "Risk, Compliance and Value-for-money" one, chaired by Paul Large who identified as a 'gap' the lack of an annual assurance report for the Search and Governance Committee. The report reflects the Committee's work over the year and gives assurance to Corporation that it functions in line with its ToR and within the Instruments and Articles of Government.

Mandatory training – the College's HR team generates a summary report of courses completed by Governors, but this can lag behind actual completions, so it was agreed to note the dates of any such HR report when they are presented to the Committee in the future. **Action.** A check will be made to find out whether the expiry dates of courses can also be included in the HR report. **Action.** The Chair confirmed that considerable prompting of those Governors still to

complete one or more courses had taken place, with many catching up on outstanding courses as a result.

6 **Student Governor appointment [HE Student Governor]**

The Enrichment Team lead on the recruitment of the HE Student Governor as this role is promoted to the student appointed to the Learner Voice Officer post – and offered to that student if they are interested in becoming a Governor. The Enrichment and governance teams work closely on this so that any potential HE Student Governor has a good awareness of what the role involves. Vic Gwozdz was confirmed as the FE Student Governor at the July 2022 Corporation meeting and has an initial mentoring session with Sally Tomlinson on 27 September at Stratford.

7 **Equality, Diversity, Inclusivity Summary**

The ESFA FE Workforce Data Collection is relatively new and a mandatory requirement. Two years ago, Governor EDI data categories were aligned to those used for the College Annual Equality & Diversity Report, but may now need further revision to fit with the more specific age category breakdown used by the ESFA Workforce Data Collection. It was agreed to check with the Vice Principal HR & Student Services to find out whether the age groupings needed to be revised for the staff and student data collection also – to ensure consistency in each of the main profiles given in the Annual E&D Report, including that of Governors. In the event that revisions are needed, the governance team will identify the best way of asking Governors to make updates of their data – as well as completing other compliance requirements, such as the Register of Interests. **Action.**

Q What does the Department use this data for?

A It was confirmed that the data is not published, but used for analysis, mostly focusing on leadership and teaching. Page 4 of the ESFA document notes *“The FE and skills sector in England will use the FE workforce data collection to collect data about governors [for FE and sixth form colleges only]. The collection will provide governor board formation and composition data of the sector to the Department for Education [DfE].*

Concern was voiced again about the need to increase diversity and representation on the board and it was hoped that the current recruitment would encourage interest and applications from under-represented groups. This issue was one frequently raised during the Governor one-to-one self-assessment sessions carried out over the summer, indicating the high level of awareness among members of this important matter. It was **agreed** to check with the Marketing Team to see if more direct hyperlinks could be used in the social media coverage, to better navigate users to the current Governor recruitment advert and support information on the governance pages of the College website. **Action.**

The Principal had forwarded to the Director of Governance the interest in becoming a Governor expressed by a former staff member.

8 **Self-Assessment Update**

The Chair introduced the item noting that the Self-Assessment Report was based on the individual self-assessment sessions for Governors that took place over the summer, incorporating much positive feedback and suggestions for refining approaches and for continuous improvement. Governors present felt it to be a good summary – and it was noted that the Report would also be presented to the 05 October 2022 Corporation meeting. In the event of an external review, the Chair felt that a self-assessment report would be exactly the sort of evidence looked at. An action plan is developed from each year’s report – and notably, the action to reduce and streamline the information presented to Governors had been implemented as evidenced by the new summary reports to agenda items being used by EMT. The Chair noted that comments or suggestions from Governors as to the scope of the Self-Assessment Report were always welcomed.

Q Are the headings used in the report set ones, or ones that we can choose?

A The Chair confirmed that she had chosen this year's headings, which contrasted to those of last year when the report was Ofsted-focused and formed part of the general preparation for Inspection. She felt that this year's headings reflected current concerns and sector-wide issues, but stressed that they can be adapted each year to ensure they represent the right level of focus for the board.

9 Cycle of Business

The busy schedule for the year ahead was outlined in the Cycle of Business to ensure that all matters were addressed and covered, as per the guidance in the Governors' Handbook and in the Instrument & Articles of Government. The Chair invited thoughts or comments on the business as mapped out, noting that as Corporation ran on the Carver model, the board shared collective responsibility and decision-making, while being supported by the smaller committees and SiGs. Larger, A3 hard copy prints of the Cycle of Business could be requested from the governance team to help with legibility, if preferred.

It was confirmed that each year Corporation aimed to meet at least twice at Woodlands and Stratford:

- **Stratford campus** – 08 December 2022 and 25 May 2023
- **Woodlands campus** – 09 November 2022 and 28 March 2023

The February 2023 Corporation meeting [01 Feb] is likely to take place at the IoT [Institute of Technology] Hub on the campus of Aston University – but further details and final confirmation would follow.

Q Would it be possible to arrange a campus tour of Stratford?

A Certainly, and especially to view progress on all the developments. Such tours are often arranged on the afternoon of any Corporation meeting taking place on that site and are open to all Governors. Arrangements will be made for a Stratford tour in due course by the governance team at the most suitable time. **Action.**

10 Any other Business

New term 'first impressions' - the Principal reported on College's use of "Purlos" with students, a new 'engagement tool' that uses WhatsApp and an easy rating system. She noted its invaluable use in 'sense-checking' students' welfare and picking up on any issues, so that more persistent and serious ones can be referred in a timely way to Student Services where a direct conversation between student and a Student Support Officer can be arranged.

Q After the initial two-week period of checking on incoming students, what is next?

A The Principal reported that focus on student welfare was organised on a rolling programme. The initial two-weeks' 'settling-in' campaign was followed by more specific ones, such as 'induction', 'maths and English', one called 'swap-not-drop!' [encouraging students to consider other courses, rather than simply leaving] – and others that can be tailored to circumstance and need, such as ones most relevant to Stratford and its type of provision. She suggested that Governors could pick up on this further when the November round of Learning Visits and / or Student Focus Groups take place and also consider sessions at Stratford in order to see the developments on site.

Q Will the Student Survey still be retained as a separate source of information?

A Yes it will be – and the Student Survey is tied in with the other sector-wide surveys and will take place around the October half-term.

Q Returning to the issue of improving the board’s diversity, especially through the current recruitment, are there any additional outlets where the advert could be best placed, such as newspapers or journals?

A The advert has been circulated by EMT to a number of partner organisations, local big employers and key contacts, such as SMBC, with the aim of targeting under-represented groups, but there may be value in approaching some community development groups.

“**Shadow Governor**” – the Chair reported that WMCA [West Midlands Combined Authority] has an initiative to invite members of minority ethnic groups to become involved with partner organisations to fulfil a shadow board role for six months or so. College is pleased to engage with this initiative and the Chair and Director of Governance are meeting a prospective Shadow Governor and may then invite her to attend the October 2022 Corporation meeting. The Chair noted that although there is no expectation that the role would progress to a more formal one, that possibility remained, thus adding another route to widening representation.

The Chair thanked all present for their attendance and contributions.

The closed the meeting at 4.50 pm.

Signed 

Date 13 March 2023