



MINUTES OF SEARCH & GOVERNANCE COMMITTEE MEETING HELD ON 15TH JUNE 2017

Present: Peter Clark
Rachel Court (Chair) – minutes 73 to 78 and 80 to 124
John Rees minutes 79
Janet Tyas

In Attendance: Lesley Venables, Clerk to the Corporation

APOLOGIES FOR ABSENCE

73 There were no apologies for absence.

DECLARATIONS OF INTEREST

74 Declarations of interest were received from Rachel Court in relation to minute 79 and from Peter Clark for minutes 98 to 99.

MINUTES

75 **Resolved -** That the minutes of the meeting held on 12th January 2017 be approved as a correct record and signed by the Chair.

MATTERS ARISING

76 Governors received a report on progress against the actions identified at the previous two meetings. It was noted that all items had either been completed or were in progress.

77 At the previous meeting, the Clerk had been asked to undertake some research into local community groups and to identify any potential candidates for governorship (minute 47). This was being progressed and the Committee suggested approaching staff within Student Services and the EDI Co-ordinator, together with the equivalent of a community liaison officer at Calderdale Council.

MEMBERSHIP ISSUES

78 The Clerk presented a report on membership issues, including the imminent expiry of terms of office for some governors and co-opted non-governors and current vacancies.

Rachel Court left the meeting at this point and Peter Clark was appointed as Chair for this item. John Rees joined the meeting.

Governor Re-Appointments

79 The Committee considered the possible re-appointment of Rachel Court whose first term of office was due to expire at the end of July 2017. The assessment was based on a number of criteria such as contribution, attendance and skills.

Rachel Court re-joined the meeting and John Rees left the meeting.

80 Governors were advised that Malcolm Rogers' term of office would also expire at the end of July. The Committee felt that he had made a substantial contribution to the Board and had strengthened the overall skills profile.

81 Sarah Jones was currently a co-opted non-governor on the Audit Committee and had almost completed a one year term of office. Governors felt that this individual should be approached by the Clerk about full governorship, provided that a high level of commitment and attendance could be assured.

82 Diane Cothey had been appointed for a one year term of office to serve as a co-opted non-governor on the Learner Committee. Governors concurred that a further one year term should be recommended to the Board.

Staff Governor

83 The Clerk reported that the term of office of Greg O'Shea (teaching staff governor) would expire on 31st July 2017. As this was his first term of office, the individual could seek a further term of 4 years, subject to his nomination and (if required) an election process.

84 The process for receiving nominations would commence shortly, with the intention that the appointment of the successful candidate could be approved at the July Board meeting, with the nominee attending the meeting as an observer and taking up their role on 1st August 2017.

Student Governors

85 The terms of office of the 2 student governors were due to expire on 31st July 2017. The Committee was informed that, with the support of Student Services staff, a nomination and election process was underway. The appointment of the successful candidates would be approved at the July Board meeting, with the nominees attending the meeting as observers and taking up their role on 1st August 2017.

Current Vacancies

86 Currently there was one vacancy for an external governor, which had resulted from the resignation of Charlotte Grace. The Committee considered the suggestion made during a recent internal audit visit, that the Board needed a further individual with an accountancy background. It was agreed that the Clerk would seek suitable applications and that particular emphasis should be placed on widening the Board's equality and diversity profile if possible.

- 87 **Resolved -** 1 That the Board **be RECOMMENDED** to approve the following re-appointments:
- 1.1 Rachel Court as an external governor for a 4 year term of office
 - 1.2 Malcolm Rogers as an external governor for a 4 year term of office
 - 1.3 Sarah Jones as an external governor for a 4 year term of office, subject to a discussion with the Clerk on the level of commitment and attendance
 - 1.4 Diane Cothey as a co-opted non-governor on the Learner Committee for a 1 year term of office.
- 2 That applications from qualified accountants be sought to fill the current vacancy for an external governor

COMMITTEE MEMBERSHIPS

88 The Clerk presented a revised schedule of committee memberships.

89 It was noted that from 2017/2018 Rachel Court would become a member of the Audit Committee and Fiona Armer would transfer to the Financial Performance & Efficiency Committee. Pete Sanderson had been approached to become the Chair of the newly titled Curricula, Quality & Standards Committee (formerly the Learner Committee) from 1st August 2017.

90 From July 2017, the Chair of the Board would deliver a report to each meeting detailing any relevant discussions and actions he had taken on behalf of the Board.

91 A regular meeting of the chairs of committees, together with the Principal and the Clerk would be introduced in 2017/2018. This would enable all involved to have a strategic overview of the Board's business throughout the year and would be the forum where it was determined which committee was the most appropriate to deal with particular items.

92 **Resolved -** That the Board **be RECOMMENDED** to approved the amended list of committee memberships, which would be effective from 1st August 2017.

ATTENDANCE 2016/2017

93 The current level of attendance for Board meetings in 2016/2017 was 81% (compared to 78% for the full year in 2015/2016). The overall percentage for Board and committee meetings was 81%, which was consistent with the previous year, and meant that the target of 80% had been achieved.

94 Governors received information on attendance levels at each committee and were advised that all had met the identified target with the exception of the Audit Committee (71%) which was due to the majority of governors being absent for one meeting during the year. The situation would be monitored closely in 2017/2018 and any remedial action taken where necessary.

95 A total of 5 governors had not met the individual attendance target for Board meetings. Any significant issues on attendance had been raised with governors during the performance evaluation process undertaken by the Chair and the Clerk. Several governors with relatively low levels of attendance had now resigned from the Board due to personal and/or work commitments.

EVALUATION OF PERFORMANCE

96 The Committee received a summary report of the results of the evaluation process for the Board as a collective and for individual governors. It was noted that the majority of the items raised by governors had now been addressed or were in progress.

97 The process was felt to have been effective and it was agreed that the same format should be used for assessing performance for 2016/2017.

98 The Clerk presented a proposal for the evaluation of the performance of the Chair of the Board. This had been based on the description of the role within the Standing Orders and it was agreed that the evaluation should take place in January 2018, at the same time as the self-evaluations were completed. The Chair would also be evaluated by the Deputy Principal, Vice-Principal (Quality & Standards) and the Clerk.

- 99 **Resolved -**
- 1 That the summary of the results of the performance evaluation process be submitted to the Board for information
 - 2 That the Board **be RECOMMENDED** to approve the format for the evaluation of the Chair

SKILLS AUDIT

100 The Clerk reported that the last skills audit had been undertaken in February 2016. Since then, a number of new governors had been appointed to the Board and it was felt appropriate that the skills audit should be repeated to reflect this.

101 A number of possible methodologies were received and discussed by the Committee. The Clerk was asked to include definitions of each scoring criteria on the proforma and a category relating to governors having no experience in particular areas.

102 It was felt that the skills audit should be carried out at the same time as the performance evaluation proforma (ie January 2018).

- 103 **Resolved -**
- 1 That the Board **be RECOMMENDED** to approve the skills audit proforma

- 2 That governors be asked to complete the skills audit at the same time as the performance evaluation documentation.

INTERNAL AUDIT REPORT ON GOVERNANCE

104 The Committee received for information a recent Internal Audit report on Governance. This had highlighted a small number of areas for improvement, such as undertaking a revised skills audit and introducing a process for the evaluation of the Chair's performance, all of which were in the process of being addressed by the Clerk.

105 Governors requested that all relevant sections of the College's Moodle site and web pages were updated.

COMMITTEE RESPONSIBILITIES

106 Following discussions at the Learner Committee meeting in March, the Clerk had analysed the current responsibilities of each committee to determine whether the schedule of items was still appropriate.

107 A number of amendments to the terms of reference for each committee had been identified and were included in a revised version of the responsibilities structure. These included transferring health and safety to the Financial Performance and Efficiency Committee and adding Safeguarding and, Equality, Diversity & Inclusion to the remit of the Curriculum, Quality & Standards Committee.

- 108 **Resolved -**
- 1 That the Board **be RECOMMENDED** to approve the schedule of committee responsibilities
 - 2 That the terms of reference of each committee be reviewed to ensure that they reflect the appropriate remit

TRAINING PLAN 2017/2018

109 Governors received a draft training plan for 2017/2018. This had been compiled from various sources, including the outcomes of the performance evaluation process, discussions at Committee meetings and best practice in governance.

110 The Committee requested that the Clerk follow up any governors who did not attend the training sessions and ensure that these were completed as soon as it was practicable.

111 It was suggested that one of the development days should include a session on governor expectations.

112 The Clerk was asked to liaise with the relevant managers to ensure that as much notice as possible was provided to governors wishing to attend College events.

- 113 **Resolved -** That the Board **be RECOMMENDED** to approve the training plan for 2017/2018.

INSTRUMENT & ARTICLES OF GOVERNMENT

114 The Committee was reminded that the current Instrument & Articles of Government had been approved by the Board in 2013.

115 As discussed earlier in the meeting there had been some issues surrounding governor attendance during 2016/2017. It had been suggested that to improve efficiency, provision could be made within the Instrument to permit governors to participate in meetings via telephone or video-conference.

116 Any such occasions would be by exception and required advanced notification to the Clerk and approval from the relevant chair.

117 **Resolved -** That the Board **be RECOMMENDED** to approve a revision to the Instrument of Government to all participation in meetings by telephone or video-conference

STANDING ORDERS

118 The Clerk presented a revised set of Standing Orders. These reflected the Board's current and proposed practices and included changes to the names of regulatory bodies and a new section on performance evaluation.

119 Governors requested that reference be made to the Board's aim to ensure that its skills profile and diversity was as balanced as possible.

120 **Resolved -** That, with some minor amendments, the Board **be RECOMMENDED** to approved the revised Standing Orders

COMMITTEE SELF-EVALUATION

121 The Clerk presented a draft of the Committee's self-evaluation.

122 The Committee concluded that, despite the challenge of having to recruit several new governors during 2016/2017, it had successfully fulfilled its terms of reference

123 It was felt that the Committee had continued to modernise and improve governance arrangements and the 'professionalism' of the Committee's work was noted as significant.

124 Governors graded the Committee's performance as a grade '2' or 'good'.

DATE OF NEXT MEETING

5th October 2017 at 3.00 p.m.