

Minutes of a Meeting of the Search and Governance Committee held on Thursday, 14 October 2021 at 1200h on Microsoft Teams.

Present: Norma Boyes (Chair); Chris Nattress; Michael Priestley; Elaine Clinton
(from Minute No 06/21)

Apologies: Tanya Weston

Also present: Jane Murray (Clerk)

04/21 Minutes

Agreed – that the minutes of the meeting held on 18 March 2021 be approved and signed as a correct record.

05/21 Governance Reflection

In response to the suggestion arising from the HE Sector of an independent forum to provide views on Governance, this standing item has been put in place for the Search and Governance Committee to fulfil that role.

The Committee noted how pleased they were to be back on site and to meet face-2-face, with which they felt more comfortable. However, they noted that attendance had improved online and that to continue to have the option would be beneficial moving forward.

06/21 Annual Review of Governance

The Clerk presented the annual review of governance. The Committee noted the recently updated skills analysis and concurred that there was a good representation of key sectors and skills on the Board. Turning to consider vacancies, it was noted that the recent appointment of Paul Hardon (from 1 November) added representation to the Board in respect of civil engineering. This left one vacancy for the Board and one anticipated vacancy at the end of the year. It was noted that there had been advertisements in the early part of the year, both online and in the Whitehaven News with very little response.

It was noted that it was now some time since there had been formal representation from the NDA on the Board and felt that this was a key local stakeholder, who should be represented. While there was good representation from Sellafeld Ltd, this was in a voluntary capacity. The Committee agreed to an approach being made.

It was noted that there was still a candidate interested in joining the Board with teaching experience, but these skills were well served for the moment.

In considering the up and coming vacancy, it was felt that community representation would be welcomed and suggestions made, but agreed that the first priority should be the NDA.

The Committee noted that gender balance had stood at 50% in the past year of male/female. It was noted for the record that the Census 2011 had shown that the two district councils which the College serves were in the top five district councils in England for white representation and this position was also reflected in Board membership. Once student governors were appointed, there was a good balance in respect of age.

There was a vacancy for two student governors and the process was now underway to secure a HE and a FE student governor. In respect of the staff governor, he was coming to the end of his membership. He had said he would be happy to continue, but not for the full term and an email would go out to all staff in line with procedures.

(Action since: the Committee has been consulted and agreed to recommend to the Board the re-appointment of Denise Rollo and Robert Milburn, their skills continuing to be relevant to the Board (community leadership and finance respectively)).

The views of the Committee were sought on the size of the Board and they felt that 18 serves the Board well by providing some flexibility for working groups without overloading any particular governor. It was noted, however, that smaller numbers worked better on Teams and had that been the way forward, then a different conclusion may have been reached.

The Governance review over the summer had included: the survey; 1-2-1 meetings with most Governors, which picked up on any issues arising from the survey; and a final review session which focused on the impact of Governance. The Chair of Corporation noted that he had found the 1-2-1 meetings very helpful and noted the positivity which Governors expressed. Some actions had come out of the meetings and would be carried through into the action plan. This included better access to policies and procedures; some further training on sharepoint, and refresher training on Finance.

Considering the action plan from 2020/21, most had been completed, but some had been left amber until there was greater certainty moving forward (for example on finance). Attendance had been strong in 2020/21 reflecting the sector trend during the pandemic.

The training plan was presented to the committee and there had been a good spread of training, which had been more easily accessed during the pandemic as it had moved online. The Clerk noted that access to the ETF foundation's modules had been bought for 2020-21 and hoped that some Governors would complete the modules.

06/21 Code of Good Governance

The Clerk presented an analysis of performance against the English Colleges Code of Good Governance in 2020-21, and the revised code for 2021/22. The main difference were recommendations for Governing Bodies in respect of Environmental Sustainability. The Board would report against a new code next autumn.

While there were a good many commitments in the Code in comparison with the charity code which had been tabled for comparison, the point was made and accepted that the AoC English Colleges Code of Good Governance was sector specific and incorporated expectations of the ESFA and OfS, and sector legislation and statutory responsibilities, which was helpful in ensuring that the Board was covering all that it should.

Agreed – to recommend the new AoC Code of Good Governance to the Board.

07/21 Self-assessment formats

The Clerk had requested that the committee look at a new format (not yet published) of assessing a Board's maturity which had its origins in the HE Sector and was being adapted for FE.

There had been a mixed response to the matrix when circulated, so the suggestion had been that the Committee worked through it to 'experience' performance and consider whether this model would provide a 'stretch'. It was noted that the Board did not have to aspire to advanced.

This being the case, the Committee considered the first function of Culture and Behaviours and agreed that the Board could demonstrate an 'advanced' level of performance. The Committee would continue to consider the matrix over its next meetings.

The meeting closed at 1300h.