

Meeting/Committee	Search & Governance Committee
Date of meeting	18 th May 2021

1 **Declarations of Interest and Eligibility**

The Chair reminded everyone present to declare any interests that they may have on matters to be discussed. No specific declarations were made and standing declarations were noted.

2 **Welcome, introductions and apologies for absence**

Attendees:

Catherine Burn
Jennifer Worsdale
Jason Austin
Janet Pryke
Stephen Bulley

Chair

In attendance:

Maxine Bagshaw
Jane Hartog (for agenda item 7)

Interim Director of Governance
Executive Director of HR & Marketing

Apologies for absence

There were no apologies for absence with all members of the committee present.

3 **Minutes of the S&G Committee meeting held on 1st December 2020**

The minutes were reviewed and it was agreed that they were an accurate record of discussions.

Resolved: The minutes of the meeting held 1st December 2020 were a true and accurate record.

There were no matters arising.

4 **Actions Progress Report**

The interim Director of Governance presented the updated tracking document and a number of outstanding matters were discussed. It was agreed that these would now be progressed at the earliest opportunity.

5 Senior Post Holder Items

It was agreed that these would be confidential discussions and recorded separately.

RESOLVED: that these would be confidential items.

6 Board Stocktake

The Interim Director of Governance presented a number of matters for discussion and indicated that, they were in the main, an opportunity for her to better understand the current position and next steps required.

1, Current Membership and any recruitment requirements

The interim Director of Governance presented the summary table of membership and it was noted that:

- Catherine Burn concludes her term of office this academic year – this will then leave an independent governor vacancy,
- Lindsey Littlewood concludes her term of office this year – it was agreed that her tenure would be reviewed as the committee did not think she had been in office for four years (the sector norm). It was explained that staggered membership had been created when there was a significant change in the board and therefore it was agreed that it may be appropriate to look to 'standardise' now that there is more stability.
- Janet Pryke concludes her term of office in December 2021 – committee noted that her first term of office had been for two years rather than the usual four and therefore it was agreed to recommend to the board that her tenure be extended to 17/12/2023, so that her first term is in line with the sector norm of four years.

It was agreed that the board would benefit from further recruitment of three independent/external governors and there were a number of suggestions made in relation to this:

- Important to consider diversity on the board and ensure it is representative of the community.
- As a first step, look at direct local approaches rather than commission recruitment consultants.
- Use college and board connections via LinkedIn, facebook etc to market the vacancies.
- Try and establish a more strategic link with the Chamber of Commerce.
- Consider a closer link with one or other of the Local Authorities, perhaps through the economic development units (Sheffield City region, Rotherham, Nottinghamshire CC, South Yorkshire, Bassetlaw)
- Consider a D2N2 LEP link.
- Consider local community/voluntary groups.
- Consider the SEND agenda, perhaps through the recruitment of next years' student governors
- Consider a link with the police – however there were potential capacity concerns.

Committee agreed that, as a first step, it was important to update the skills audit.

Finance committee Chair expressed the view that the board would be well served to recruit an additional governor with finance qualifications/skills.

2, Nominations for the next Chair of the Board

The interim Director of Governance provided a summary of the responses to her email and confirmed that both Janet Pryke and Jenny Worsdale had been nominated by fellow governors. She confirmed that she had been able to speak to both regarding their own preferences and that her recommendation is that Janet Pryke be appointed as the Chair, given her local connections and also the fact that she is the current Vice Chair. Should the board approve this, then it would leave a vacancy for Vice Chair and Jenny Worsdale has confirmed she would take on this role, if invited by the board.

Committee all agreed that this was a really positive way forward and agreed to recommend to the board that:

- Janet Pryke be appointed as the next Chair of the board, and
- Jenny Worsdale be appointed as the next Vice Chair of the board.

3, Skills Audit 2021

It was agreed that the interim Director of Governance would work with Janet Pryke to agree an appropriate set of questions and format and would then circulate.

4, Governor Links 2021

It was agreed that the interim Director of Governance would develop a plan and proposals in relation to this.

5, Committee Membership

The interim Director of Governance drew the committees' attention to the summary table and it was noted/suggested that:

- Catherine Burn is no longer a member of the Q&S committee as this was an interim measure only.
- Chair role for Search and Governance committee should be rotated meeting by meeting in 2021/22.
- Chair role on Finance committee should remain 'as is' until new governors are recruited with additional expertise and capacity.
- All other committee membership to remain the same.
- Interim Director of Governance to ascertain if Tracey Jackson wishes to continue as a Finance committee co-optee.

6, Self-Assessment 2020/21

Committee explained the 360 degree appraisal process undertaken by all committee and board chair this year. Interim Director of Governance confirmed that she would ensure this information was utilised in the annual self-assessment to be completed in the autumn term.

7, Board Review

The interim Director of Governance explained that the White Paper sets out the expectation of an external board review to be undertaken at least every three years, and that this sits alongside the usual annual self-assessment. Committee considered the potential timing for this and agreed that, with key posts on the board changing and further recruitment to take place, now was not the optimum time to commission a review. The suggestion was to wait 6-12 months and then re-consider and that, at that time, the college would obtain cost estimates from those organisations providing this service in the sector.

8, Scheduling of Meetings 2021/22

Interim Director of Governance asked for a guide on scheduling for next year. Matters discussed and agreed were:

- Have to consider the capacity of the team who prepare the reports and ensure that meetings align with internal cycles.
- The Finance committee 'catch up' meetings with no papers would not be replicated. The CEO explained that they had been scheduled when updates needed to be provided at pace and were no longer required.
- Finance committee meetings to align with the availability of management accounts so that the committee are always considering the most up to date position.
- Aim for committee/board meetings to align with ESFA meetings so that the data does not have to be updated for both.

Committee then discussed the format of meetings going forward i.e a return to on site meetings or continuing with a virtual platform via google. Committee felt that it was important to retain a blended approach and give staff and governors the option, depending on what suits their own circumstances. All agreed that virtual meetings had become the 'norm' and that the experience had improved over time with experience. Committee felt that the aim should be, if possible, to hold board meetings in person but agreed that the smaller sub-committee meetings were entirely manageable online. All agreed that attendance at meetings had been good throughout lockdown and that, in fact, online meetings had allowed some governors to attend and participate when it would not have been possible to physically be at a meeting. It was agreed that governors would always be given the option of joining remotely.

Committee agreed that it was not possible to predict what the next twelve months may bring and that, to support the right work/life balance, retaining online meetings was important. It was agreed that the new way of meeting online actually opens up opportunities to become a governor for those individuals who are in the early phase of their careers and/or have younger families at home.

One member of the committee asked what the plans are for the postponed 'Strategy Day'. CEO indicated that this would be scheduled in the autumn term and would allow him to provide feedback on the new Mission and Vision rolled out this year. Committee noted that it was also usual to have a governor session in March each year as part of the curriculum strategy review discussions.

Committee discussed when 2020/21 SAR validation would occur. It was agreed that the Q&S committee meeting in November 2021 would focus on governor validation and that this will be after the colleges own internal and external validation processes are complete.

In relation to Search and Governance committee meetings, it was agreed that these would be scheduled on a termly basis.

RESOLVED: to

A, note the content of the report provided and the actions agreed.

B, Recommend that the first term of office for Janet Pryke be extended.

C, Recommend that the board approve the appoint of Janet Pryke as the next Chair of the board.

D, Recommend that the board approve the appointment of Jenny Worsdale as the next Vice Chair of the board

7 Updated AOC Code of Good Governance

The interim Director of Governance presented the AOC's consultation document and explained that the final version is due to be released to the sector in June 2021. Committee agreed that it was a good framework to benchmark against and that it does identify areas of focus for the board, including safeguarding, environmental sustainability and E&D.

Subject to sight of the final version, the committee agreed that they would be happy to endorse adoption by the college.

Resolved: to note the content of the information provided.

8 AOB

There were no matters of additional business.

9 Date and time of next meeting

It was agreed that this would be arranged following the commencement of recruitment activities agreed, as this would then allow a better understanding of likely timescales.

The meeting closed at 6.50pm

Signed _____ Chair

Date _____