

**MINUTES OF THE MEETING OF THE SEARCH & GOVERNANCE COMMITTEE
HELD: THURSDAY 22 APRIL 2021 AT 17:00 VIA MICROSOFT TEAMS**

Present	In Attendance
Cath Orange (Chair)	Sarah McKenzie (Clerk to Corporation)
Chris Webb (CEO)	Allison McEvoy (Assistant Clerk to Corporation)
Paul Birtles	
Paul Ashton	
June Durrant	

The quorum was two Committee members

L/J Denotes the time any individual left/rejoined the meeting.

Item		Action/ Report Item
1	<u>Introductions, Apologies for Absence and Declarations of Interest</u>	
1.1	The Chair opened the meeting.	
1.2	There were no apologies for absence.	
1.3	There were no disclosures of interest.	
2	<u>Chair's Actions</u>	
2.1	There had been no use of Chairs action since the last meeting.	
3	<u>Minutes of the meeting held on 14 January 2021 and Matters Arising</u>	
3.1	RESOLVED: The Minutes of the meeting held on 14 January 2021 were approved as an accurate record and will be signed by the Chair.	
3.2	The Matters Arising report was considered and it was noted that all actions were complete.	
4	<u>Governor Attendance</u>	
4.1	The Committee reviewed the attendance report and it was noted there were no matters of concern and that the Corporation was on track to achieve its target of 75% attendance rate.	
5	<u>Succession Planning & Skills Audit</u>	
5.1	The Committee reviewed the Skills Audit Report and the Clerk advised that interviews with two potential Governors had taken place with the view to fulfilling the following skills gaps:	

	<ul style="list-style-type: none"> • Audit (Chair of Committee) • HR <p>After the recent governor recruitment, there remains an identified skills gap for a governor with a legal background.</p> <p>The Committee reviewed the succession plan and discussed both of the candidates recently interviewed, including the skills they would bring to the Corporation. It was agreed that John Williams with a strong Audit background and experience of FE governance and David Fearnley, an experience HR professional, be recommended to the Corporation as members. It is proposed that John becomes Audit Chair and David becomes a member of the Finance & General Purposes Committee. John will also be asked as Committee Chair, to join Search & Governance Committee.</p> <p>5.2 It was noted that in order to add additional members to the current Corporation composition, the Standing Orders and Instrument will need to be temporarily changed to allow for more than 15 independent members. In reviewing the succession plan it was agreed that both candidates be asked to join from the new academic year.</p> <p>5.3 It was also recommended that Richard Woods be asked to join Quality & Standards Committee from the next academic year.</p> <p>5.4 ACTION: The Clerk will alter the wording in the Succession Plan to distinguish between the Chair of the Corporation's term of office as member and that as Chair.</p> <p>5.5 The CEO drew the Committees attention to the importance of having Student Governor's as part of the membership and that there was an urgent need to have a student voice from HE. It was noted that the Bradford College Student Union elections were currently taking place which will provide two Student Governors, one from FE and one from HE.</p> <p>5.6 The Clerk advised that there will need to be a discussion at the next Quality & Standards Committee to elect a new Chair and Vice Chair as the current Chair will step down at the end of the current academic year. The Committee agreed that there were strong candidates for the role.</p> <p>5.7 RECOMMENDATION:</p> <ul style="list-style-type: none"> • That John Williams becomes Corporation member and Audit Committee Chair from 1 September 2021. 	Clerk
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	<ul style="list-style-type: none"> • That David Fearnley becomes Corporation member and member of Finance and General Purposes Committee from 1 September 2021. • That Richard Woods joins Quality & Standards Committee from 1 September 2021. 	
6	<u>Governance Quality Improvement Plan- Update</u>	
6.1	The Committee reviewed progress against the Governance Quality Improvement Plan. It was noted that 4.2 (Governors have a good understanding of how the parents/carers of under 18 learners view the College and how satisfied they are with the educational experience their children are receiving) and 4.3 (Governors have a good understanding of how local employers view the College and how satisfied they are in terms of the work-readiness of College leavers) require more time and that both items will be kept under review by Quality and Standards Committee.	
6.2	<p>There are two actions being taken forward relating to 5.2 (Effective governance arrangements and appropriate control, reporting and delegation systems are in place for all partnerships and subsidiaries):</p> <ul style="list-style-type: none"> • To ask Inprint and Design to carry out a review of its governance arrangements. • To identify a governor to become a lay director for Inprint and Design. <p>Both actions were brought to the attention of Corporation at its March 2021 meeting and are in the process of being actioned.</p>	
6.3	AGREED: Steve Roberts, Independent Governor to become lay director for Inprint and Design.	
7	<u>Governance effectiveness review</u>	
7.1	<p>The Committee discussed the Governance effectiveness review plans including:</p> <p>7a Individual Governor Self-Assessment Questionnaire 7b Governance Self-Assessment Questionnaire</p>	
7.2	The Committee discussed external board effectiveness reviews and agreed that it should take advantage of the current offering of external board effectiveness reviews from the ESFA.	

7.3	<p>ACTION: The Clerk will look in to arrangements and availability for an ESFA external board assessment.</p> <p>RECOMMENDATION: That a two- layer approach should be taken to include self-assessment and an external ESFA assessment.</p>	Clerk
8 8.1 8.2	<p><u>Committee Self-assessment against Terms of Reference</u></p> <p>The Committee reviewed the Committee Self-assessment against its Terms of Reference. It was noted that there is currently no representation from the Audit Committee (1.1.3) which is due to the current Audit Chair being in a temporary position, this will be resolved for the next academic year. Item 4.3 relating to a framework for the appraisal of all Governors had been covered off in the previous section on the Governance Effectiveness Review and it was agreed that the Vice Chair appraisal be implemented with the appointment of a new Vice Chair later in 2021. There were no suggested changes to the Terms of Reference.</p> <p>ACTION: To consider arrangements for appraisal of Vice Chair with the appointment of new Vice Chair (December 2021).</p>	Clerk
9 9.1 9.2	<p><u>Scheme of Delegation</u></p> <p>The Committee discussed the revised Scheme of Delegation and noted it was much improved from the previous version.</p> <p>ACTION: The Clerk advised that there were two areas that needed to be actioned:</p> <ul style="list-style-type: none"> • Arrangements for Obtaining Staff and Students Views • Corporation Framework for the Approval, Payment and Reporting of Redundancies <p>The Clerk advised that the Scheme of Delegation will be kept under review and updated as required.</p> <p>RECOMMENDATION: That the Scheme of Delegation be recommended to the Corporation for approval.</p>	Clerk Clerk
10 10.1	<p><u>Key role descriptions:</u></p> <p>The Committee considered the role descriptions for the following roles:</p> <p>a) Chair</p>	

10.2	b) Vice Chair c) Safeguarding lead d) Equality and Diversity lead The Clerk advised that the revised role descriptions had been shared with individuals fulfilling the roles for review. RECOMMENDATION: That the Corporation adopts the revised role descriptions.	
11	<u>Schedule of Business for 2021-22</u> 11.1 The Committee reviewed the Schedule of business which covered each meeting for the coming academic year. 11.2 AGREED: That the schedule of business for 2021-22 is agreed	
12	<u>Any Other Business</u> 12.1 The Chair thanked the Clerk for all of her hard work. 12.2 The Chair closed the meeting at 18.00.	
13	<u>Meeting Evaluation</u> 13.1 Link to meeting evaluation form to be circulated via email.	Assistant Clerk

Approved by the Committee

C. Orange

27.09.2021

Signed by the Chair

Date

Agreed Actions

#	Minute	Action	Who
1	5.4	The Clerk will alter the wording in the Succession Plan to distinguish between the Chair of the Corporation's term of office as member and that as Chair.	Clerk
2	7.2	The Clerk will look in to arrangements and availability for an ESFA external board assessment	Clerk
3	8.2	To consider arrangements for appraisal of Vice Chair with the appointment of new Vice Chair (December 2021).	Clerk

4	9.1	<p>The Clerk advised that there were two areas that needed to be actioned:</p> <ul style="list-style-type: none"> • Arrangements for Obtaining Staff and Students Views • Corporation Framework for the Approval, Payment and Reporting of Redundancies 	Clerk
5	13.1	Link to meeting evaluation form to be circulated via email.	Assistant Clerk