## **Bradford** College

## MINUTES OF THE MEETING OF THE SEARCH & GOVERNANCE COMMITTEE HELD: THURSDAY 23 SEPTEMBER 2021 AT 17:00 IN 4F07- DHB BOARDROOM

| Present             | In Attendance                                   |
|---------------------|---|
| Cath Orange (Chair) | Sarah McKenzie (Clerk to Corporation)           |
| Chris Webb (CEO)    | Allison McEvoy (Assistant Clerk to Corporation) |
| Paul Birtles        |   |
| Paul Ashton         |   |
| Billy Khokhar       |   |

The quorum was three Committee members

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

| 5    | Annual Governance Report 2020-21  |                   |
|------|---|-------------------|
|      | e Governance  |                   |
| 4.3  | It was also noted that the Framework for the Approval, Payment and<br>Reporting of Redundancies falls under the remit of the Finance and<br>General Purposes Committee. |                   |
| 4.2  | Consideration of arrangements for the appraisal of the Vice Chair would<br>be scheduled for a future date, pending the recruitment of a new Vice<br>Chair.              |                   |
| 4.1  | The Matters Arising report was reviewed and it was noted that:  |                   |
| 4    | Matters Arising   |                   |
| 3.1  | <b>RESOLVED:</b> The Minutes of the meeting held on 22 April 2021 were approved as an accurate record and will be signed by the Chair.                                  |                   |
| 3    | Minutes of the meeting held on 22 April 2021  |                   |
| 2.1  | There had been no use of Chairs action since the last meeting.  |                   |
| 2    | Chair's Actions   |                   |
| 1.3  | There were no disclosures of interest.  |                   |
| 1.2  | Apologies were noted for John Williams.   |                   |
| 1.1  | The Chair opened the meeting.   |                   |
| 1    | Introductions, Apologies for Absence and Disclosures of Interest  |                   |
| item |   | Report<br>Item    |
| Item |   | Action/<br>Report |

| 5.1 | The Committee reviewed the Annual Governance Report for 2020-21   |  |
|-----|---|--|
|     | and had a detailed discussion about each element of the report.   |  |
|     | Members noted that:   |  |
|     | • The governor attendance target had been met.  |  |
|     | A healthy number of Governors on each committee and the     mechanism for committees to food into the Commuting was warking   |  |
|     | mechanism for committees to feed into the Corporation was working well.   |  |
|     | • The equality and diversity of the Corporation membership in terms of  |  |
|     | age and ethnicity had much improved during 2020-21, however there was now a gender imbalance.   |  |
|     | <ul> <li>The number of policies that were introduced or approved by the</li> </ul>  |  |
|     | Corporation and/ or it's committees was impressive.   |  |
|     | • The External Board Review had been very insightful and positive.  |  |
|     | The outcomes Chair's appraisal had been positive.  The outcomes of the Gamma Solf Amount of the badic ideal   |  |
|     | <ul> <li>The outcomes of the Governance Self Assessment and the Individual<br/>Self Assessment will be built into plans for 2021-22.</li> </ul>   |  |
|     |   |  |
| 5.2 | <b>RECOMMENDATION</b> : That the Annual Governance Report 2020-21 be  |  |
|     | presented to the Corporation.   |  |
| 6   | Succession Planning   |  |
|     |   |  |
| 6.1 | The Committee reviewed the Succession Plan noting that there were a   |  |
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| 6.2 | <b>ACTION:</b> The Committee will reflect on the use of terminology used to describe the different categories of staff governor.  | ALL             |
|-----|---|-----------------|
|     |   |                 |
| 7   | Procedure for the appointment of governors  |                 |
| 7.1 | A new Procedure for the Appointment of Governors had been<br>developed by the Clerk which aligns with the Instrument and Articles.<br>The Committee agreed that the Procedure would be useful in managing<br>the recruitment of governors and that it should be shared with potential<br>applicants and published on the College website. |                 |
| 7.2 | <b>RECOMMENDATION:</b> That the Procedure for the Appointment of Governors be recommended to Corporation for approval.  |                 |
| 8   | Link Governors  |                 |
| 8.1 | The Clerk advised that the Link governor scheme was rolled out during<br>the summer term 2020-21. All links had met and the Clerk had received<br>positive feedback from the both governors and staff. There were three<br>areas of focus:  |                 |
|     | <ul> <li>a. new governors to be assigned with a link</li> <li>b. areas with outgoing governors to be assigned with a governor</li> <li>c. links to be encouraged to continue to develop the link relationships and feedback</li> </ul>  |                 |
|     | The Committee reviewed the current list of link governors and agreed some new areas for the new governors.  |                 |
| 8.2 | <b>ACTION:</b> To discuss the various links and finalise allocations.   | Chair/<br>Clerk |
| 9   | Review of key governance documents:   |                 |
| 9.1 | Instrument and Articles   |                 |
| 9.2 | The Clerk had carried out a review against the minimum requirements set out in the primary legislation.   |                 |
|     | The Clerk confirmed that all minimum criteria was being met and that<br>there were no recommended changes. However, there were a small<br>number of drafting amendments that had needed to be corrected and<br>some role title changes.   |                 |
| 9.3 | <b>APPROVED</b> : The Search & Governance Committee approved the minor amendments to the Instrument and Articles.   |                 |
| 9.4 | <b>ACTION</b> : To publish the updated version of the Instrument and Articles.  | Clerk           |

| 9.5  | Standing Orders and Governor's Code of Conduct   |  |
|------|--|--|
| 9.6  | The Clerk advised that both the Standing Orders and Governor's Code of<br>Conduct underwent a thorough review in September 2020 with<br>suggested amendments approved by the Corporation at its meeting on<br>22 October 2020. The Clerk had reviewed both documents again this<br>year and there were no suggested changes. |  |
| 10   | Code of Governance Compliance  |  |
| 10.1 | The Corporation is required to comment on its adoption and compliance<br>against the adopted Code in its Statement of Corporate Governance<br>which is published alongside the Annual Financial Accounts.  |  |
|      | It was noted that all items were RAG rated green with the exception of<br>one which remains as amber pending the review of governance<br>arrangements for the College's jointly owned subsidiary, Inprint and<br>Design.   |  |
| 10.2 | The Committee awaits the updated Code of Good Governance due to be published by the AoC in 2022.   |  |
| 11   | Governance Quality Improvement Plan:   |  |
| 11.1 | <u>2020-21</u>   |  |
|      | The committee reviewed the 20-21 Governance Quality Improvement<br>Plan and noted the progress that had been made.   |  |
| 11.2 | <u>2021-22</u>   |  |
|      | The committee reviewed the draft 2021-22 Governance Quality<br>Improvement Plan which incorporated actions from external board<br>review and the governance self-assessment. The Committee discussed at<br>length the content of the draft plan, including:  |  |
|      | stakeholder mapping  |  |
|      | <ul> <li>the development of the skills audit</li> </ul>  |  |
|      | the development of reports and information   |  |
|      | <ul> <li>opportunities to increase gov interact with student and staff</li> </ul>  |  |
|      | Governor development   |  |
|      | The Committee agreed that what had been proposed would further enhance governance but that there was a need to prioritise the list.  |  |

| 11.3      | ACTION: Chair, Clerk and CEO to reflect on the discussions and finalise  | Chair/     |
|-----------|--|------------|
|           | the proposed plan.   | Clerk/ CEO |
| 11.1      |  |            |
| 11.4      | <b>RECOMMENDATION:</b> that the finalised governance quality improvement plan 2021-22 be recommended to the Corporation for approval.        |            |
|           |  |            |
| 12        | Arrangements for obtaining the views of students and staff   |            |
|           |  |            |
| 12.1      | The Clerk advised that this was a new document and a requirement of  |            |
|           | the College's Articles of Government (Article 3.1) – to publish the  |            |
|           | arrangements for consulting with students and staff at the College on the determination and periodic review of the educational character and |            |
|           | mission of the College and the oversight of its activities.  |            |
|           |  |            |
| 12.2      | The committee reviewed the methods by which governors receive  |            |
|           | feedback and agreed that greater clarity could be given to the document  |            |
|           | by identifying primary and secondary sources.  |            |
| 12.3      | <b>ACTION</b> : To review the presentation of the document before it is  | Clerk/     |
|           | presented to the Corporation.  | Chair      |
|           |  |            |
| 12.4      | <b>RECOMMENDATION:</b> Subject to the amendments, that the   |            |
|           | Arrangements for obtaining the views of students and staff be  |            |
|           | recommended to the Corporation for approval.   |            |
|           | L- BK  |            |
| 13        | Items for report to the Corporation  |            |
| 13.1      | <ul> <li>Meeting minutes of 23 September 2021</li> </ul>   |            |
|           | <ul> <li>Annual Governance Report 2020-21- For information</li> </ul>  |            |
|           | The Succession Plan- For approval  |            |
|           | Procedure for the appointment of governors – For approval  |            |
|           | Governance Quality Improvement Plan 2021-22 – For approval   |            |
|           | Arrangements for obtaining the views of students and staff- For  |            |
|           | approval   |            |
| Any other | business   |            |
| 14.       | Any other business   |            |
|           |  |            |
| 14.1      | The Chair thanked the Clerk for all of her hard work.  |            |
| 14.2      | There was no other business.   |            |
|           |  |            |
| 14.3      | The Chair closed the meeting at 18.55  |            |
|           |  |            |
| 15        | Meeting Evaluation   |            |
| 15        | INICELING LVAIUALION   |            |

| 1! | 5.1 | Link to meeting evaluation form to be circulated via email. | Assistant<br>Clerk |  |
|----|-----|---|--------------------|--|
|    |     |   |                    |  |

Approved by the Committee

C. Orange

14.01.2022

Signed by the Chair Date

## Agreed Actions

| # | Minute | Action  | Who    |
|---|--------|---|--------|
| 1 | 6.2    | Succession Planning- The Committee will reflect on the use of           | ALL    |
|   |        | terminology used to describe the different categories of staff          |        |
|   |        | governor.   |        |
| 2 | 8.2    | Link Governors- To discuss the various links and finalise allocations.  | Chair/ |
|   |        |   | Clerk  |
| 3 | 9.4    | To publish the updated version of the Instrument and Articles.          | Clerk  |
| 4 | 11.3   | Governance Quality Improvement Plan: 2021-22- Chair, Clerk and CEO      | Chair/ |
|   |        | to reflect on the discussions and finalise the proposed plan.           | CEO/   |
|   |        |   | Clerk  |
| 5 | 12.3   | To review the presentation of the document Arrangements for             | Clerk/ |
|   |        | obtaining the views of students and staff before it is presented to the | Chair  |
|   |        | Corporation   |        |