



**Minutes of the Meeting of the
Search and Governance Committee
held on Wednesday 15 June 2016**

Present: - Mrs Magda Praill (Chair)
Mrs Val Ainsworth
Mr Tony Ford
Mrs Liz Patrick
Mr Ian Peake (Principal)

In Attendance: - Mrs Linda Watkins (Clerk to the Corporation)
Mr Igor Andronov (Vice Chair)

The meeting was quorate as five Members were present.

| | Action |
|--|----------------------------|
| <p>1. Apologies for Absence No apologies</p> | |
| <p>2. Declarations of Interest Item 4: Magda Praill - appointment of Chair</p> | |
| <p>3. I. Minutes of Meeting: 9 March 2016 The Chair signed the minutes of the last meeting as a true record.</p> <p>II. Matters arising from the Minutes and action list The Economic Development Team from Herefordshire Council would give a presentation at the next Governors' Workshop. Briefings on Student Services and learning walks had been carried forward to October which had not gone ahead as Governors had attended the STEM launch following the last Board meeting.</p> | L Watkins |
| <p>4. Board Vacancies There would be vacancies for the Student Governors in September 2016. The Clerk reminded Members that it took several months for elections to take place as these were made from amongst course reps who were not appointed for several months. Alternative approaches were discussed agreeing to offer all students the opportunity to be elected as Student Governors from September instead of using the course rep process.</p> <p>The Clerk had compiled the list of membership to Committees denoting Governors who would complete terms of a minimum of eight years in office next year. This showed the importance of succession planning. Potential Governors would be brought to future meetings.</p> | L Watkins L Watkins |

The Committee agreed: -

- To publicise the role of Student Governors to all students from September
- Committee membership would remain unchanged for 2016/17
- To address succession planning and discuss potential Governors

5. Governors Thinking Together about Innovation in Governance (Interim Report) January 2016

The interim report had been prepared by Emfec and Nottingham Trent University. It reviewed how governance and leadership can be more efficient in Further Education, focusing on researching and developing new and innovative models of governance and leadership.

The report provided 'top ten questions' which are exercising college Governors. Some of this was addressed by the annual Governors' self assessment questionnaire, along with the Board structure, annual strategy meeting and the Board and Committees' business calendar. It was agreed to build the questions into the start of the self assessment questionnaire to focus Governors' minds on their role.

L Watkins

The features of non-strategic boards and strategic boards provide useful characteristics. It was encouraging that the Board had many of the characteristics of strategic boards as the report stated many FE Boards are non-strategic.

Case studies were provided showing different approaches and practices adopted by Boards. In discussion, Members agreed that the structure operated by the College was effective and should not be changed.

The Committee agreed: -

- To note the interesting interim report from Emfec and Nottingham Trent University
- To build the ten questions into the start of the self assessment questionnaire to focus Governors' minds on their role

6. Code of Good Governance: Principles and Values

The Code suggested that 'colleges should include an assessment of performance against the values and principal responsibilities set out in the Code' (10.1). To address this, the Clerk had used the ten principal responsibilities of good governance, linked to the values (where applicable). Evidence was provided showing how the College achieved these.

The Committee agreed:

- This would be issued to Governors with the Governors' self assessment questionnaire

L Watkins

7. Governors' Self Assessment 2015/16

- I. Governors' self assessment questionnaire: This was accepted agreeing to add a cover note reminding Governors that questions do not mean Governors need to be able to answer questions in detail but should be aware of the role of committees in relation to questions.

L Watkins

- II. Chairs' appraisals: An example of a 360⁰ appraisal was discussed agreeing to adopt a different approach. Various ideas were suggested agreeing that the Board had an open culture and any comments on chairing approaches should be used constructively.

The timing for Governors' one-to-one appraisals was agreed to be insufficient every other year, but too time consuming to complete annually. Brief informal discussions with individual Governors could take place just before Board meetings each year.

L Watkins/
V Ainsworth/
I Andronov

An annual peer assessment would take place by the Board and committees reviewing the style of meetings, Governors' preparation and overall performance of the Board or Committee.

L Watkins

The Committee agreed: -

- The benchmarked self assessment questionnaire would be completed by Governors which would incorporate a cover note
- The Chair and Vice Chair would have informal discussions with individual Governors every year, with a formal one-to-one appraisal biannually
- The Clerk would prepare a form to appraise the operation of Board and Committee meetings collectively once a year instead of 360⁰ appraisals
- Feedback from the above would be incorporated in the governance component in the College's Self Assessment Report (SAR) with areas for development addressed.

8. Board and Committees' Calendar of Business Items 2016/17

This is a working document which showed proposed items for discussion during the next academic year. The calendar would be issued to Governors.

L Watkins

The Committee agreed: -

- To adopt the business timetable which would be issued to Governors

9. Scheme of Delegation

No changes were recommended.

The Committee agreed: -

- To recommend the Board approve the Scheme of Delegation

10. Process Reviews

Process reviews were noted from March to April 2016 providing evidence of effective meetings.

The Committee agreed: -

- To note the positive reviews agreeing that process reviews would continue to be completed at meetings

11. Annual item for Committee

- I. Election of Chair 2016/17: The Committee agreed to re-appoint Magda Prail as Chair.
- II. Committee's self assessment: Members assessed the Committee's performance against its terms of reference. The Clerk had compiled evidence of effectiveness. This would also be used to prepare the Governors' component of the College's self assessment report.
- III. Terms of reference: agreed

The Committee agreed: -

- To re-appoint Magda Prail as Chair of the Committee for 2016/17
- The Committee was effective and adequately met the requirements of its terms of reference
- No changes were required to the terms of reference for the committee
- The Board and Committees' terms of reference would be amended to access all papers (with the exception of confidential papers) using Moodle. These would no longer be filed in the LRC for public inspection. This practice would be outlined on the website. Governors would be given an individual log in to Moodle.

L Watkins

12. Any Other Business

No items.

13. Date and Time of Next Meeting

The next meeting was arranged for Wednesday 23 November 2016 commencing at 2.00pm.

14. Process Review

Val Ainsworth completed the process review and confirmed that there was clear evidence all indicators had been achieved with a congenial approach to discussion.

Signed as a true record of proceedings

Chair: **Date:**