



**Minutes of the Meeting of the
Search and Governance Committee
held on Wednesday 22 March 2017**

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

In Attendance: - Mrs Linda Watkins (Clerk to the Corporation)

The meeting was quorate as five Members were present.

1. **Apologies for Absence**
No apologies
2. **Declarations of Interest**
Item 5 Succession planning: Val Ainsworth and Liz Patrick.
3.
 - I. **Minutes of Meeting: 23 November 2016**
The Chair signed the minutes of the last meeting as a true record.
 - II. **Matters arising from the Minutes**
There were no outstanding matters.
4. **Succession planning on the Board 2017/18-2019-20**
[Val Ainsworth and Liz Patrick declared an interest. As succession planning for the Chair of the Corporation would be discussed, Val Ainsworth left the meeting]

The Clerk had prepared a 3-year succession plan showing Governors whose current terms in office would end in August 2018. Several Governors had already completed at least two terms in office and would be subject to annual appointments. The Standing Orders stated that the Board should refresh itself by at least one Governor each year. This had already been addressed for 2017/18.

Val Ainsworth had been Chair of the Corporation for five years. The Standing Orders state that the Chair is only eligible to re-stand for Chair if their term has not exceeded five years. The Clerk outlined numerous strengths that Val Ainsworth brought to the Board. Several steps had been implemented during the year as part of succession planning including appointing deputy Board Champions in areas

Action

where there were long standing Governors. Governors discussed various options and concluded that, on balance, the position of Chair should be open to other Governors regardless that the Board had a highly experienced and effective Chair. [Val Ainsworth joined the meeting and the Chair explained the Committee's decision and thanked her for leading the Board so effectively, bringing all her breadth of experience to the benefit of the College. Her continued role as Governor and Chair of Committees would ensure the College would still be able to call on her expertise in the future].

L Watkins

Discussion progressed to the vacancy on the Board to be filled for 2017/18. The Clerk asked Governors to be mindful of the skills audit and equality and diversity profile. Based on these it was agreed to target women and try to reduce the age profile. Several suggestions were made agreeing to make enquiries and, if appropriate, arrange for some Governors to meet any potential Governors.

I Peake/
L Watkins

The Clerk would ask Governors if they were interested in joining different committees. As Magda Prail and Simon Bennett both served on the Audit Committee and would leave the Board at the end of the current academic year, the Clerk proposed Tony Ford join the Audit Committee to ensure that relevant skills were represented on the Committee. In addition, the Clerk would target some accountancy practices to seek a co-opted member of the Audit Committee.

L Watkins

L Watkins

The Committee agreed: -

- To commence the process to appoint a new Chair of the Corporation for 2017/18 and thanked Val Ainsworth for being an outstanding Chair
- To target women and try to reduce the age profile on the Board
- The Clerk would invite Governors to express their interests for Committee membership.
- Tony Ford would join the Audit Committee
- The Clerk would target accountancy practices to seek a co-opted member of the Audit Committee

5. Governors' feedback and assessment

- I. Self Assessment Action Plan March 2017: The Clerk had prepared an action plan to address any areas where a Governor was unsure or did not agree with statements in the self-assessment completed at the end of 2015/16 which had focused on Ofsted's Common Inspection Framework (CIF). Discussion followed agreeing that curriculum development was reported; however, there would be a greater focus of this in Quality and Standards Committee as relevant. Personal development welfare and behavior (PDWB) was a new area in the Ofsted CIF which was covered in several reports to the Board such as safeguarding and child protection, equality and diversity. A separate heading PDBW would be added to any relevant reports for Governors.

L Watkins

- II. Self Assessment Arrangements 2016/17: The Clerk proposed continuing to complete the self-assessment questionnaire which was benchmarked with other colleges

and based on the Ofsted CIF. It had previously been agreed to complete one to one appraisals with Governors every two years. These would be due this year and conducted by the Chair and Vice Chair using a proforma. They provide informal discussion and are particularly useful for new Governors.

The Committee agreed: -

- To note the action plan which the Clerk would continue to monitor
- PDBW would be outlined under a specific heading in reports to the Board as applicable
- Self assessment for 2016/17 would include completion of the benchmarked questionnaire and one to one appraisals

L Watkins

6. Governors' Workshops

Governors were reminded that the Committee had previously agreed to hold workshops on Learner Services and Prevent, British Values and safeguarding. Another important area was health and safety and corporate manslaughter.

The Clerk had arranged to use ETF funding for AoC National Leaders of Governors (NLG) to provide some training for chairs or aspiring chairs combined with a few colleges in the West Midlands.

The Clerk had also agreed to participate in an AoC project on board assurance which would involve meetings with the Chair of Audit Committee, Director of Finance and Clerk to scrutinise governance. The Clerk would update the Committee on progress and outcomes.

L Watkins

The Committee agreed: -

- Topics for workshops: -
 - April: Learner Services with opportunity to meet some students
 - July: British Values, Prevent and safeguarding
- Committee Chairs and aspiring chairs would be invited to the training arranged with a few colleges in the West Midlands using ETF funding for NLG. This was timely as a new Chair would be appointed for 2017/18
- The Board would participate in the AoC board assurance project

7. Process Reviews

Process reviews were noted from November to December providing evidence of effective meetings. Governors would be encouraged to write more comments in future.

M Prail

The Committee agreed: -

- To note the positive reviews which would continue

8. Any Other Business

No items

9. Date and Time of Next Meeting

The next meeting was arranged for Wednesday 14 June 2017 commencing at 2.00pm.

- 10. Process Review**
Liz Patrick completed the process review and confirmed that all items were thoroughly covered.

Signed as a true record of proceedings

Chair: **Date:**