



## Minutes of the Search Committee Meeting held on Monday 15 November 2021 at 3pm via Teams

**Present:** Mike Hill (*Principal*)  
Oliver Maddock (*Chair*)  
Michael Martin (*Foundation Governor*)

**In attendance:** Ruth Potter (*Clerk*)

*The Chair welcomed all attendees to the meeting and it was opened in prayer.*

### 1. **DECLARATIONS OF INTEREST**

Attendees were invited to declare whether they had any direct or indirect personal, prejudicial or pecuniary interest or conflict of interest in any matter which formed part of the agenda for this meeting or was likely to be discussed at this meeting. No new interests were declared other than those which were already recorded on the College's register of interests.

The declarations of interest were **noted** by the Committee.

### 2. **APOLOGIES FOR ABSENCE**

All members were present and the meeting was declared quorate.

### 3. **ITEMS TO BE INCLUDED UNDER ANY OTHER BUSINESS**

3.1 No items of additional business were submitted for consideration.

### 4. **MINUTES OF THE PREVIOUS COMMITTEE MEETING HELD ON 18 OCTOBER 2021** (*previously circulated*)

4.1 The minutes were approved as a correct record and would be signed by the Chair in accordance with Article 12 (3) of the Articles of Government. The publication of the minutes was authorised in accordance with Article 13.

### 5. **MATTERS ARISING FROM THE MINUTES**

5.1 **To consider any matters arising from the minutes** (*previously circulated*)  
Committee members noted the items on the action log that had been completed or were on the agenda for further discussion during the meeting.

#### Minute 6.6 – Instrument and Articles of Association

The Clerk updated members and confirmed that she had produced a timeline of amendments with associated documentation from the Catholic Education Service and had shared this with the Chair of Search Committee for further consideration.

The Committee **noted** the contents of the Clerk's report.

### 6. **GOVERNING BODY REVIEW**

6.1 **Membership and Succession Planning** (*previously circulated*)

The Clerk referred to her report and highlighted the following points by way of update since the last meeting:

- David Lawson, Foundation Governor, had resigned with effect from 20 October 2021 due to increased responsibilities following ordination as Deacon.
- Michelle Dutton, Associate Member, had resigned with effect from 31 October 2021 due to unexpected extra work and personal commitments.
- The Chair of Governors had received communication from a Foundation Governor who had been persistently absent from meetings, but the outcome of this was as yet unknown.
- As a result of the resignation of David Lawson, the Board had two confirmed Foundation Governor vacancies. Two more Foundation Governors had terms of office that were due to expire in this academic year, one of whom – Mick Martin – had indicated he wished to be considered for re-appointment.
- An advertisement for Foundation Governor had appeared in the Archdiocese of Liverpool Secondary School Improvement Trust (ALSSIT) Newsletter. Further open advertisement opportunities were being explored.
- Audit Committee membership – this needed to be strengthened following the resignation of Michelle Dutton and to ensure that the mix of skills and experience allowed the Committee to discharge its duties effectively. In particular, the lack of accountancy experience/knowledge on the Committee was identified as a weakness to be addressed if possible.

Discussion ensued regarding the board vacancies and committee membership. The remaining members of the Committee confirmed that – had they been quorate – they would have recommended to the Full Governing Body the re-appointment of Mick Martin for a second term of office as Foundation Governor. This was not possible, however, as if Mick Martin withdrew from the meeting it would render it inquorate. The proposed re-appointment would require formal consideration and approval by the Full Governing Body.

The Chair of Search Committee indicated that he was in contact with a former Carmel student who was a paralegal and was interested in serving as an Associate Member, most likely on Quality and Standards Committee. This could help to fill an anticipated gap in legal expertise. It was agreed that she would be invited to a meeting with the Principal, Clerk and Chair of Search Committee in the first place, to consider suitability.

**ACTION – (a) Clerk to seek update from Chair of Governors in relation to Foundation Governor communication and report back to Search Committee members**  
**(b) FGB agenda item – Re-appointment of Mick Martin as Foundation Governor**  
**(c) Chair of Search Committee to contact potential new Associate Member and arrange meeting with Principal, Clerk and Chair of Search Committee**

## 6.2 **Terms of Reference Annual Review** *(previously circulated)*

The Clerk presented the Terms of Reference and highlighted proposed amendments to Quality and Standards Committee and Search Committee clauses. These proposed amendments had been recommended following an annual review by the individual committees. The only committee that had not yet had the opportunity to review its terms of reference was the Remuneration Committee, which was due to meet the following day.

One additional amendment was agreed as follows:

- Quality and Standards Committee, clause 3, add 'summative' before assessments.

The Committee **recommended approval** to the Board of the amended Terms of Reference document and **agreed** that any proposed amendments arising from the Remuneration Committee be put directly before the Board for consideration in order to avoid unnecessary delay.

### **ACTION – FGB agenda item – Terms of Reference**

## 6.3 **Register of Interests** *(previously circulated)*

The Clerk referred members to the requirement to maintain a register of governors' interests which was available for inspection and published on the College website. Updated declarations of interests had been requested from all board members and the updated Register of Interests was presented to the Committee. It was noted that one Foundation Governor had not yet returned an updated declaration of interest form despite a number of requests.

Committee members **noted** the updated Register of Interests and **agreed** that arrangements should be made for this to be published on the website. It was furthermore agreed that 'Annual Review of Register of Interests' should feature on the Search Committee's cycle of business in Autumn Term 1.

**ACTION – (a) Publish updated Register of Interests on College website.  
(b) Add to Search Committee Cycle of Business.**

## 7. **GOVERNANCE ACTION PLAN**

### 7.1 **Education and Training Foundation (ETF) Board Review Action Plan** *(previously circulated)*

The Clerk presented the ETF Board Review Action Plan log which had been updated with Autumn Term 2 progress. The following points were highlighted and discussed in relation to the areas with a red RAG rating:

- Governor Recruitment Policy – it was intended to develop a comprehensive Governor Handbook which would include a revised recruitment policy. Some progress had been made with this and one new element of the handbook (Governor Induction Policy) was due for consideration by the Full Governing Body in December. Timeline for approval of complete handbook would be delayed to Spring Term due to other immediate pressures on the Clerk's workload.

- Code of Governance – a review of compliance requirements and a comparison exercise across the three relevant codes was due to take place in the new year.
- Agenda layout – a review of agenda layout and standardised reporting was due to be led by the Chair of Governors in the new year.
- Link governors – a review of link governor roles and clarification of expectations was due to be led by the Chair of Governors in the new year and would follow on from the approval of new Strategic Plan priorities.
- Governor appraisal process – determining and implementing a governor and Chair appraisal process was due to be led by the Chair of Governors and was also directly linked to planned developments in the governance self-assessment process for 2021-22.

Committee members **noted** the progress recorded in the action log and thanked the Clerk for her work on this.

## 7.2 **Governance SAR** (*previously circulated*)

The Principal presented his report on the draft Governance SAR which had been populated with outcomes arising from the ETF Board Review Report.

A discussion ensued on the challenges presented by fitting the board review outcomes into the Governance SAR template. In addition, it was important that the SAR document was also reflective of important areas such as mission. It was noted that development of this process was ongoing and the Governance SAR document would continue to evolve accordingly. Further work was required on the document to get it fit for purpose prior to the Governance SAR panel scheduled for 1 December 2021.

The following next steps were **agreed**:

- Principal to supplement document with additional evidence from Ofsted and Archdiocese denominational inspection reports
- members to meet in College on Thursday 18 November with Chair of Governors and finalise draft document
- members were invited to present revised report at the Governance SAR panel on 1 December.

**ACTION – (a) Principal to circulate revised document to Committee members and Chair of Governors  
(b) Members to meet with Chair of Governors to finalise document ready for presentation to Governance SAR panel on 1 December.**

## 8. **GOVERNOR TRAINING**

### 8.1 **Update on Governor Training Activities** (*previously circulated*)

Governors were reminded of the range of training and development opportunities available to board members via the ETF Board Development Programme. Members were invited to update the Clerk on any training activities they had completed since the last meeting.

