



Minutes of the Search Committee Meeting held on Tuesday 15 November 2022 at 3pm via Teams

Present: Oliver Maddock (*Chair*)
Tracy Mawson (*Co-opted Governor*)
Helen Stevenson (*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. The following interests were declared:

- Tracy Mawson – item 6.8

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

2. **APOLOGIES FOR ABSENCE**

Apologies had been received from Mick Martin. The meeting was declared quorate.

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

No items of additional business had been submitted for consideration prior to the meeting.

4. **MINUTES OF THE SEARCH COMMITTEE MEETING HELD ON 23 MAY 2022** (previously circulated)

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** (previously circulated)

Committee members noted the items on the action log prepared by the Clerk. All actions had been closed out or were on the agenda for further discussion during the meeting.

6. **GOVERNING BODY REVIEW**

6.1 **Annual report on Governing Body attendance 2021-22** (previously circulated)

The Committee considered the two separate reports which had previously been circulated, namely:

- Attendance Figures 2021-22 – this report provided overall attendance statistics for all Full Governing Body (FGB) meetings and all Committees.
- Attendance Data relating to individual Governors and Associate Members during the last academic year.

It was noted that the average attendance rate across all governance meetings during the year was 87%. This compared favourably when benchmarked against the average rate of 82.5% identified by the annual survey of FE and Sixth Form Colleges. Moreover, all current members of the Governing Body had an individual attendance rate of 75% or above which was in line with expectations set out in the Standing Orders.

The Committee acknowledged the excellent attendance of all board members and thanked them for their ongoing commitment to the College.

ACTION – Chair of Committee to thank Governing Body members for their strong attendance at the next FGB meeting

6.2 Annual analysis of Governing Body skills audit (previously circulated)

The Committee considered the anonymised analysis of the skills audit undertaken in August 2022. The response rate from Governing Body members was 100% and it was noted that none of the areas had resulted in an average score below three, hence no significant skills/experience gaps were identified.

The updated National Governance Association (NGA) model skills audit questionnaire and dashboard had been used for this exercise. Moving forwards, it was agreed that if there were no updates to the template questionnaire, board members would be asked to review their previous responses and confirm any changes rather than complete a new questionnaire.

6.3 Annual review of Governing Body training and development records 2021-22 (previously circulated)

The Clerk presented the Governing Body training log for 2021-2022 which recorded all the training and development activities undertaken by board members during the year. In addition to in-house training such as governor induction sessions, safeguarding and prevent updates, and briefings delivered prior to governor meetings (either by senior College staff or the Internal Auditor) it was noted that some governors had accessed the SFCA Governance Webinar programme and/or the Education and Training Foundation's (ETF) Governance Development Programme.

The Clerk confirmed that a brief synopsis of governor training and development activities must be reported in the College's annual report and accounts, in line with the new governance requirements set out in the ESFA Funding Agreement.

A discussion ensued on the activities recorded in the log and the need to balance the desire to ensure effective training and development opportunities for the board against the ongoing time demands.

It was agreed that timely reminders of available training opportunities should continue to be sent to board members by the Clerk.

6.4 Annual Governing Body training and development plan 2022-23 (previously circulated)

The Clerk presented her report on the Governing Body Training and Development Plan for 2022-23. She reported that Governing Body training activities already planned this academic year included:

- Safeguarding for Governance – externally delivered, this webinar training session had already been circulated to members with a request for completion by 31 October 2022
- Risk management – bespoke training session to be delivered to Audit Committee on 22 November 2022 by Internal Auditor
- Ofsted enhanced skills inspection – training session to be delivered by Vice Principal prior to full Governing Body meeting on 6 December 2022.
- Equality, diversity and inclusion for governors – bespoke, externally delivered board training session planned prior to full Governing Body meeting on 6 December 2022

In addition, all board members had access to the ETF Governance Development Programme and SFCA Governance Webinars which provided a comprehensive means by which individuals could consider their own specific needs and select the most appropriate learning opportunity.

Discussion ensued on the proposed training plan and members agreed that this provided governors with a comprehensive range of development opportunities. It was agreed to seek the board's feedback on preferred methods of training delivery at the December Governing Body meeting.

ACTION – Seek Governing Body feedback on methods of training delivery

6.5 **Annual Governing Body checks and documentation review** *(previously circulated)*

The Clerk reported that standard annual documentation had been requested from all board members in August with a view to having all completed and signed documentation in place for the beginning of the new academic year. Documentation requested included:

- Declaration of eligibility
- Declaration of interests
- Equality and diversity monitoring form
- Skills audit questionnaire

It was noted that all documentation had been submitted and all DBS checks for board members were up-to-date based upon the College policy to conduct checks upon appointment or re-appointment to the board.

6.6 **Annual review of Governing Body register of interests** *(previously circulated)*

The Chair presented the updated register of interests and reported that – following the October full Governing Body meeting – it had been updated to include the declared interests of key senior post holders.

The Committee:

- **noted** the register of interests
- **confirmed** the register was ready for publication on the College's website.

ACTION – Publish register of interest on College website

6.7 **Annual report on Governing Body equality and diversity** *(previously circulated)*

The Clerk presented this anonymised report which was based upon data collected from board members in August 2022.

Categories for data reports included:

- age range
- gender
- race
- disability
- religion
- employment status.

Reference was made to the ESFA's FE Governor Workforce Data Collection exercise which was a mandatory requirement for academic year 2021-22; the Clerk confirmed that the College's submission had been completed. This exercise would potentially lead to more accurate benchmarking of governor equality and diversity data across the sector.

A continued area of under-representation on the Board was people from black or minority ethnic backgrounds. Discussion ensued and cross reference was made with the Equality, Diversity and Inclusion (ED&I) principle set out within the Charity Code of Governance.

The Committee:

- **noted** the Annual Report on Governors' Equality and Diversity data
- **noted** the Board training session on ED&I planned for 6 December 2022
- **agreed** to include ED&I as an area for action in the new Governance SAR and associated Quality Improvement Plan (QIP)

ACTION – Include ED&I as area for development in Governance SAR

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

The Chair referred to the Clerk's report and highlighted the following points.

- Vacancies – there were currently three Foundation Governor vacancies. An application was pending from one prospective Foundation Governor and would be progressed in the new year.
- Staff Governor – the current Staff Governor had notified the Clerk that she intended to resign at the end of December due to workload pressures. It was proposed by the Chair that an election process for her replacement commence in the new year. The Committee **agreed** to the proposed recruitment timeline.
- Governor re-appointments – terms of office were due to end in the next three months for:
 - Tracy Mawson (Co-opted Governor)
 - John Fogarty (Foundation Governor)
 - Andrew Rannard (Foundation Governor)

Members were invited to consider the re-appointment of these three governors for a second term of office. Information regarding attendance, skills and

training records had already been considered. It was noted that both John Fogarty and Tracy Mawson had confirmed they wished to stand for re-appointment and Andrew Rannard's intentions would be double checked but were understood to be the same.

Tracy Mawson's interest in this item of business was noted.

All remaining Committee members confirmed that they wished to **recommend** to the full Governing Body the re-appointment of these three governors.

**ACTION – (a) Check re-appointment intentions with Andrew Rannard
(b) FGB agenda item**

7. GOVERNANCE DEVELOPMENT

7.1 Education and Training Foundation (ETF) Board Review Action Plan and Governance Quality Improvement Plan (QIP) (previously circulated)

The Clerk presented the ETF Board Review Action Plan log which had been updated with Autumn Term progress. The following points were highlighted:

- Action 8, Connect filing structure – GovernorHub was now operational as the Board's portal following the decision not to re-design Connect as originally planned.
- Action 11, Link governors – link governor roles had been discussed during individual board member 1-2-1 meetings with the Chair and a paper had been prepared for consideration by the Committee (item 7.4) prior to presentation to the full Governing Body. It was proposed that the implementation and further development of any revised link governor scheme form part of the board's new QIP.
- Action 12, Governor appraisal process – board member 1-2-1s with the Chair had taken place at the end of the 2021-22 academic year. Formal appraisal/feedback process for the Chair was planned for the Spring Term.

As a result of the progress made with these three outstanding actions, it was proposed that the ETF Board Review Action Plan be closed out and any ongoing development points be fed into the board's new QIP.

A discussion ensued in relation to the governance self-assessment process for the current academic year. The evidence collected via exercises such as the annual board survey, board member 1-2-1s, skills audit and Committee KPI analysis, required collation and development to draft the Governance SAR and associated QIP. Given the limited time available in advance of the December full Governing Body meeting, it was proposed that in order to complete this work effectively and drive the most impact, it would be completed in the new year.

Committee members thanked the Clerk for her regular update reports on the ETF Board Review Action Plan and:

- **noted** the latest update and **agreed** this be closed out with ongoing development areas carrying over into the board's new QIP
- **agreed** that work would commence on drafting the new Governance SAR and associated QIP in the new year.

7.2 **Annual Board Member Survey Results** *(previously circulated)*

The Clerk referred to the report she had produced containing the anonymised results of the annual board member survey conducted in July 2022. The survey had been issued via Microsoft Forms based on the template survey previously agreed by the Committee. The survey response rate was 77%.

A discussion ensued on the survey results and, in particular, on the unabridged, free text comments detailing individual reflections on the board's greatest strengths and weaknesses. These would be fed into the board's governance self-assessment as appropriate.

Specific reference was made to those statements with a lower average score. In addition, outlying individual scores for certain statements were also reviewed. One of these referred to student voice and members reflected on the means by which this was reported to governors. In particular, the role of the Quality and Standards Committee was referenced and it was noted that one of the KPI development areas highlighted by this Committee was to strengthen the student voice.

The Committee **noted** the contents of the report.

7.3 **Annual Report on Board Member 1-2-1s with Chair** *(previously circulated)*

The Chair of Governors presented this report on the outcome of her 1-2-1 meetings with board members, with which 82% of members had engaged. It was felt that these meetings had presented a useful and timely opportunity to get to know board members and understand their different perspectives. The Chair reported that the standard form prepared by the Clerk in advance of these meetings had proved useful insofar as it provided background information on individual attendance data, training records, committee membership and term of office. Where a term of office was due to expire in the coming academic year, the Chair had been able to factor this in discussions with respect to succession planning. In addition, the meetings had presented an opportunity to consider a board member's skills and experience and understand the scope for where their contribution to the board might have the most impact.

The Chair concluded by confirming that repeating this exercise at the end of the current academic year would be particularly important in order to get members' feedback on how they feel the board has dealt with the challenges presented.

The Committee thanked the Chair of Governors for carrying out the 1-2-1 meetings and reporting back to the Committee.

Members **noted** the contents of the report.

7.4 **Link Governor Scheme Review** *(previously circulated)*

The Chair presented this report and reflected on the feedback she had received from board members regarding the link governor scheme. Areas highlighted for potential consideration included:

- Safeguarding & Prevent (already in place)
- ED&I
- Chaplaincy
- Careers / Skills / Employer Engagement
- Sustainability / Climate Change

- Staff Wellbeing (linked to recruitment and retention)
- IT
- SEND.

Awareness of statutory responsibilities and/or best practice guidance in this area was also flagged. The Chair indicated that the input of the new Interim Principal (once in post) would be useful to help scope out the potential for greatest impact in these areas and prioritise activity accordingly.

Committee members:

- **noted** the report
- **agreed** to meet again early in the new year in order to further progress this area.

ACTION – Additional Search Committee meeting in January 2023

7.5 Governance Self-Assessment Report (SAR)

As discussed under item 7.1, Committee members agreed to progress development of the Governance SAR in the new year. It was agreed that this would be led by the Chair of Search Committee with the support of the Clerk and that the new Interim Principal would be invited to get involved.

ACTION – Meet in new year to prepare draft Governance SAR and QIP

7.6 Governing Body Handbook 2022-23 (previously circulated)

The Clerk presented the updated draft Governing Body Handbook 2022-23 for consideration. Proposed revisions were highlighted and particular attention was drawn to the Governing Body Code of Conduct which had been updated to reflect the most recent Eversheds model. Final approval of the Handbook rested with the full Governing Body.

The Committee **recommended approval** of the Governing Body Handbook 2022-23 to the full Governing Body.

ACTION – FGB agenda item

8. COMMITTEE EFFECTIVENESS

8.1 Review of Committee Cycle of Business (previously circulated)

The Clerk referred members to the Committee's cycle of business and highlighted recent amendments. Committee business would be planned in accordance with this document and in response to arising needs.

The Committee **noted** the contents of the document.

8.2 Review of Committee Terms of Reference (previously circulated)

It was noted that an amendment to the Committee's quorum provision had been approved by the full Governing Body in October 2022. The Clerk invited Committee members to conduct an annual review of the Terms of Reference to determine whether any additional amendments were required.

The Committee **noted** the Terms of Reference and **confirmed** that no further changes were required.

- 8.3 **Review of Key Performance Indicators (KPIs) 2021-22** (*previously circulated*)
The Chair advised governors that the Committee was required to review its own performance annually and presented an analysis of performance against agreed KPIs from the previous academic year.

It was noted that all KPIs had been achieved.

Governors **noted** and **agreed** the analysis report on KPIs for 2021-22.

- 8.4 **Approval of Key Performance Indicators (KPIs) for 2022-23** (*previously circulated*)
The Chair referred members to the draft KPIs for the year ahead and invited any comments.

The Committee **approved** the key performance indicators for 2022-23.

- 8.5 **Review of Committee Skills Analysis and Training Plan** (*previously circulated*)
The Clerk presented an anonymised analysis of the 2022 skills audit responses for Search Committee members. It was noted that the average score for all questions was three or above. As a result, no significant skills gaps were evident on the Committee.

Members were reminded of the training opportunities available to all members as discussed under item 6.4. Members were invited to flag any additional, bespoke training that might be required to support the work of the Search Committee. None were identified.

The Committee **noted** the contents of the report.

9. OTHER MATTERS

9.1 Governor Training

Members were invited to update the Clerk on any training activities they had completed since the last meeting. No activities were reported.

9.2 Any Other Business

None

9.3 Date of next meeting

Monday 6 March 2023 at 3pm

The Chair thanked everyone for their attendance and contribution at the meeting. There being no further business to address, the Chair closed the meeting at 3.50pm.

Signed by the Chair _____ *Ollie Maddock*

On this day _____ 27 February 2023 _____