

MINUTES



SEARCH AND GOVERNANCE COMMITTEE MEETING

Date: Tuesday 23rd June 2020
Time: 5.00pm
Venue: Video Conference

Present:

Andrew Roberts (Chair)
Andrew Fawcett
Bill Webster (Principal)

In Attendance:

Deborah Bradburn (Clerk to the Board)

1. SECTION A - BUSINESS MATTERS FOR CONSIDERATION UNLESS INDICATED OTHERWISE

1.1 Welcome to Members

The Chair welcomed members to the meeting, which commenced at 5.04pm

1.2 Apologies for absence

Apologies were received from Roger Peet.

1.3 Declarations of Interest

Members were invited to declare any interests in relation to any item on the agenda.
No interests were declared.

1.3 Request for an item to be unstarred

No requests were made.

1.4 Minutes of the previous meeting – 25th September 2019

The minutes of the meeting held 25 September 2019 had been previously circulated to members for consideration.

Agreed: that the minutes are approved as a correct record and authorised for publication.

1.6 Matters Arising from the Previous Minutes

The Clerk presented the action progress log and confirmed that all actions from the previous meeting had been implemented or had been included on the agenda for discussion.

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2. SECTION B - COLLEGE MATTERS FOR CONSIDERATION UNLESS INDICATED OTHERWISE

2.1 Board and Committee Membership

(i) Expressions of interest - Co-opted member of Audit Committee

The Clerk presented the expressions of interest received for a co-opted member of the audit committee. A co-opted member would ensure that the Committee remained quorate and effective. The following points were noted:

- The College had received two excellent candidates for the role with relevant experience and strong financial and social purpose backgrounds.
- The University had co-opted members on its audit committee.

RESOLVED:

The Committee reviewed and discussed the expressions of interest and **agreed** that the following recommendations be made to the Board for approval:

- Mr Farhad Ali Ahmad to join the Audit Committee; and
- Ms Chloe Christian to join the Resources Committee

Both would be recommended as co-opted members of the respective committees with membership for an initial 12 month probationary period.

ACTION:

Clerk / Board Agenda

(ii) Vice Chancellor – ex-officio member of Search & Governance Committee

The Clerk presented the expression of interest received for the University Vice Chancellor to be an ex officio member of the Search and Governance Committee.

RESOLVED:

The Committee reviewed and discussed its membership and recommended the Vice Chancellor be a member for approval by the Board.

ACTION:

Clerk / Board Agenda

2.2 Terms of Reference

(i) Resources Committee

The Clerk advised that the terms of reference were recommended for review every three years and had been updated to ensure that they aligned with the University Resources Committee that only had independent members.

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RESOLVED:

The Committee discussed and noted the Resources Committee membership. The updated terms of reference were recommended for approval by the Board.

ACTION:

Clerk / Board Agenda

(ii) Board

The Clerk explained that the Standing Orders had been reviewed to ensure that they aligned with the Articles of Association and reflected the current governance structure at the College.

RESOLVED:

The Committee noted and **agreed** the terms of reference for recommendation to the Board for approval subject to further amendment in relation to references to the corporation and Board membership.

ACTION:

- Clerk to amend Board terms of reference.
- Clerk / Board Agenda

2.3 ETF Governor Development Programme

The Clerk informed the Committee that:

- The Education and Training Foundation (ETF) online Governor training and development programme was still in the pilot phase. ETF wanted to remind colleges that it continued to offer free access to its online, self-directed and podcast modules through the Foundation Online Learning website.
- The training could be accessed at any time and would be useful for new and existing Board members who were not able to attend face to face sessions.
- ETF recommended that Chairs joined the LinkedIn Chairs Development Network established for FE Chairs to share knowledge, experiences and contribute to unfolding issues and grow the governance capacity of the sector.

It was noted that webinars provided by David Hughes (AoC Chief Executive) had been very useful for sector information.

RESOLVED:

The Committee asked that members are provided with a flyer detailing all available course content, website and password details to enable access to programme modules. A record of all members training and development activities should be maintained.

ACTION:

- ETF programme and accessibility information to members.
- Maintain a record of member training and development activities.
- Publicise David Hughes AoC webinars.

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2.4 Annual Register of Interests 2019/20

The Clerk reported that the Register of Interests had been updated as there had been some changes to Board membership.

RESOLVED:

The Committee reviewed and noted the annual Register of Interests.

2.5 Board Evaluation/Self-Assessment

The Committee was informed by the Clerk that:

- The Board had previously agreed to adopt the AoC Code of Good Governance for English Colleges and it should use this to assess itself against the Ten Principal Responsibilities of Good Governance which underpinned the code and demonstrated the Boards commitment to accountability and improvement.

The Clerk presented an initial self-assessment and the following points were noted:

- The focus was on the 'musts' criteria that were the key areas of activity that would be the minimum expected by regulators and funding agencies. The next phase would be to complete the other areas of self-assessment that demonstrated how the Board exceeded the governance requirements.
- The self-assessment was a live document and would be reviewed and updated on a continual basis and presented to the Committee and Board on an annual basis.
- It would be beneficial for the senior management team to review and provide feedback/input.

RESOLVED:

The Committee reviewed and noted the Board self-assessment/evaluation and recommended that dates should be included of when actions had been completed.

ACTION:

- Board evaluation to senior management team.
- Update board evaluation with action completion dates.

3. SECTION C - UNIVERSITY GROUP MATTERS FOR CONSIDERATION UNLESS INDICATED OTHERWISE

None.

4. SECTION D - ANY OTHER BUSINESS

4.1 Appointment of Chair and Vice Chair for 2020/22

The process to appoint the Chair and Vice Chair of the Board had commenced in May 2020. The deadline for nominations was 26 June 2020 with nominations to be reported at the next Board meeting on 30 June 2020.

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5. SECTION E - FUTURE MEETINGS

Tuesday 23rd September 2020 at 3.00pm

There being no further business to discuss, the meeting closed at 5.40pm

Chair's Signature:

A handwritten signature in black ink, appearing to read 'A. Reilly'.

Date: 23 September 2020