

MINUTES



SEARCH & GOVERNANCE COMMITTEE MEETING

Date: Tuesday 20 June 2023
Time: 5.00pm
Venue: Boardroom

Present:

Dr Andrew Roberts (Chair)
Andrew Fawcett
Dr Adrian Brooks
Dr Bill Webster (Principal)

In Attendance:

Deborah Bradburn (Clerk)
Jill Hebden (Minute Taker)

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 5.00pm

1.2 Apologies for absence

Apologies for absence had been received from Professor George Holmes.

1.3 Declarations of Interest

Members were invited to declare any interests in relation to any item on the agenda.

An interest was declared with regard to Item 2.1 of the agenda (Committee/Board Membership) that the Committee considered was not a risk to the discussion or decision.

1.4 Request for an item to be unstarred

No requests were made.

1.5 Minutes of the previous meeting held on 17 October 2022

The minutes of the meeting held 17 October 2022 had been previously circulated to Committee members for consideration.

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

MINUTES



1.6 Matters arising from the Minutes and Action Progress Log

The Clerk presented the action progress log and confirmed that the single outstanding action would be completed by the next Committee meeting following the external governance review.

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

2.1 Committee / Board Membership

The Committee reviewed and discussed the following:

- The Board had a vacancy for a University nominated Board Member. The College had received the proposal of Dr Julian Coleman, (UoB, Assistant Vice Chancellor – Knowledge Exchange) who had extensive experience in the education sector, led commercial and academic innovation projects and had been integral in the development of capability, processes and structures for managing educational provision.
- Dr Coleman had expressed an interest to join the Audit Committee that would ensure Committee quoracy.

RESOLVED:

The Committee recommended the Board and Committee membership to the Board for approval.

ACTION:

Clerk / Board Agenda

2.2 External Governance Review Proposals

The Clerk presented the report with the following points highlighted:

- External governance reviews were recognised as an important part of good governance and were an ESFA/DfE funding agreement requirement.
- The DfE guidance provided that an external governance reviewer should be objective, independent, an expert with relevant experience or qualifications, have strong communication skills and offer good value for money.
- Pre-engagement meetings had taken place with all proposed external governance reviewers in which their proposal, review process, timeframes and fee structure were discussed.

Governor Questions:

Will the review be published anywhere?

No. However, there is a recommendation that a summary of the review be available.

What is the contingency plan for Governance4FE with it being a small organisation?

This can be discussed further at the next review meeting with them. From preliminary discussions with Governance4FE it was clear that they met and exceeded the DfE criteria for an external reviewer and on balance and merit they would provide the more substantive and meaningful review for the College with added value.

The Committee noted the relationship that the College already had with two of the proposed external review organisations and recommended that Governance4FE be approved for appointment as a result of its strong credentials, thorough and clear proposal, value for money, added value and organisational independence.

RESOLVED:

The Committee approved the appointment of Governance4FE to undertake the external governance review.

2.3 Terms of Reference Review

i) Search and Governance Committee

The terms of reference were recommended for review every three years and had been updated to take into account the Office for National Statistics (ONS) reclassification on 29 November 2022 and how the College must meet the requirements of the 'Managing Public Money' HM Treasury document.

RESOLVED:

The Committee noted and **agreed** the terms of reference for recommendation to the Board for approval

ACTION:

Clerk / Board Agenda

ii) Board

The Board terms of reference were also recommended for review every three years and had been updated to take into account the ONS reclassification and how the College must meet the requirements of the 'Managing Public Money' HM Treasury document. The Clerk recommended a further update to include reference to how the College contributed to the local skills needs.

RESOLVED:

The Committee noted and **agreed** the terms of reference for recommendation to the Board for approval subject to further amendment in relation to the local skills needs.

ACTION:

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

2.4 Annual Register of Interests 2022/23

The Clerk presented the annual register of interests of Board members and senior management team that had been updated following changes to Board membership.

RESOLVED:

The Committee reviewed and noted the Annual Register of Interests report.

2.5 Student Governor Election Procedure

The Clerk presented the report with the following points highlighted:

- Student governors were directly elected following nominations and an election held if more than one nomination were received.
- The student governor election procedure provided transparency and consistency in the election process and had been updated to be explicit that for candidates to be eligible to serve as a student governor they must be available to serve a minimum term of office of one year.

RESOLVED:

The Committee considered and recommended the student governor election procedure to the Board for approval

ACTION:

Clerk / Board Agenda

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

No matters were raised.

4. SECTION D - ANY OTHER BUSINESS

None.

5. SECTION E - FUTURE MEETINGS

Wednesday 20 September 2023 at 3.00pm

There being no further business to discuss, the meeting closed at 5.42pm

MINUTES



Chair's Signature:

Date: 20 September 2023