

Search & Governance Committee

Approved Minutes

Minutes of a Meeting of the Committee held at the Basildon Campus on Monday 15 May 2017 at 5.00 pm.

Present: Dr R Gray (Chairman)
Mr T Knight
Mr R Launder
Ms A O'Donoghue CBE
Mr R Patterson
Mrs G Williams

In Attendance: Mr D O'Halloran (Chairman of the Corporation)
Mr R I Millea FCA (Clerk to the Corporation)

1. Apologies for Absence and Declaration of Interests

There were no apologies for absence.

The Clerk declared his interest as Clerk of Chelmsford College and that his wife's cousin is the Clerk at Writtle University College.

2. Urgent Business

The Principal & Chief Executive provided a brief summary of the Ofsted Inspection which took place last week (9-12 May).

The College was graded 2 – Good, with all inspected areas receiving a Grade 2, except Adult Learning graded 3. This was an excellent outcome and the Committee congratulated the Principal & Chief Executive and her team for this superb result.

Key points:

- Inspectors looked for consistency so 16-19 study programmes 'just got a 2'
- High Needs provision very close to Outstanding
- We must keep up the pace of improvement and not take the foot off the pedal
- Construction was a factor in pulling Adult down to 3
- English & Maths still needs a lot of improvement, not yet good enough
- Attendance at English & Maths still poor
- Achievement of Adult Higher levels could be better
- Governors felt the Leadership & Management Inspector was constructive
- College felt the inspection team overall was very professional
- We have fed back our experience of the inspection to OFSTED
- Grade 2 will enable us to apply for Tier 4 status and therefore recruit overseas students to study here

The Principal & Chief Executive's comments were **NOTED**. She indicated that the draft Report will be available by the end of June and it will then be shared with the whole Governing Body (the Board meets on 10 July).

The Clerk asked whether the Curriculum & Quality Committee originally scheduled for this evening and postponed due to Ofsted is to be rescheduled. The Committee **AGREED** that this Meeting was not necessary before the end of this academic year and any relevant business would be transferred to the Policy & Resources Committee Meeting on 26 June or the Board on 10 July.

ACTION: CLERK

3. Minutes of the Meeting held on Monday 6 February 2017

The Minutes of the meeting of the Committee held on Monday 6 February 2017 were **APPROVED** and **SIGNED** by the Chairman.

4. Matters Arising

Board Approval of recommendations from this Committee

Re-appointment as a Governor for a further four year term of Olga Buck to end on 17 March 2021.

Appointment of Rhys Hughes as a Temporary Staff Governor and as a Member of the Audit & Risk Committee.

5. Election of Chairman 2017/19

The Clerk reported that the Term of Office of the Chairman of the Corporation, David O'Halloran, expires on 31 July 2017. The Clerk will seek nominations from independent Members of the Board for the position for the next two years and, if necessary, an election will held at the Board Meeting on 10 July 2017.

ACTION:CLERK

6. Board & Committee Membership (Paper SGC.17.03)

The Committee considered a paper prepared by the Clerk regarding Board & Committee Membership, which the Committee considered.

Board Recruitment

There are currently four vacancies on the Board, three for independent Members and one for an HE Student Member.

A recently retired CEO of a large company, has expressed interest in joining the Board and an Application Pack has been sent to him. He is known to the Principal & Chief Executive and has met the Chairman of the Corporation informally.

The candidate is prepared to offer his services for at least twelve months and during that time, be clear he can contribute to the Board and his services are felt useful by the Board. He is well known and respected in Thurrock and has served on a number of Boards/Committees locally for some years. He has good financial and governance knowledge.

The Committee **DECIDED** that a formal interview in this case was not necessary and that, subject to return of his Application Pack and that it is satisfactory, the candidate would be offered appointment to the Board for a four year term and this would be put to the Board for **APPROVAL** at the July Board Meeting.

The Clerk would provide induction to the candidate before the July Board Meeting.

We have received another unsolicited enquiry and the enquirer has been sent an Application Pack. No response has yet been received but the enquiry has been followed up.

The Committee then discussed other recruitment strategies. Three options were considered:

- Headteacher of a local Multi-Academy Trust – known to the Principal & Chief Executive who will follow this possibility up – he was a governor of Palmers College
- Approach Thurrock & Southend unitary authorities to see if they have a senior officer interested in the role – the Committee was less keen on a Councillor member
- Paul Butler to pursue the possibility of a local employer governor to enhance stronger business connections

These options address the perceived need to improve the Skills Matrix for members with Marketing & Business Development expertise and members with Educational Experience.

The Committee also noted that particularly with regard to any appointment of a Council officer, that declaration of interests may need to be carefully considered.

ACTION: P&CE

HE Student Governor Resignation

The Committee **NOTED** the resignation of Billy Mansell, as a consequence of him taking up a paid position with the College as a Student Union Associate. He will be replaced as noted below. Meanwhile, Billy is able to attend any Meetings as an Observer to give the Student Voice to the Board in the interim.

ACTION: CLERK

Review of Committee Memberships

The Committee **RECEIVED** and **CONSIDERED** Committee Review Forms prepared by Board Members, outlining their requests for the next academic year, 2017/18.

In summary, Board Members had not requested any changes. Three Members had noted aspirations for Chairmanship of Committees/ the Board. Regard will be had to these aspirations in training and encouragement.

The Committee felt that one means of developing Board Members would be for Committees to consider the appointment of a Vice-Chair to the Committee and this will be placed on relevant agendas at the first Meeting of Committees in 2017/18.

ACTION: CLERK

In the light of this information and having reviewed the Governors' Skills Matrix, the Committee considered that no changes would be recommended at this stage. If the retired CEO joins the Board, this will enable the existing vacancy on the Audit & Risk Committee to be filled. This should remove the risk of Meetings of that Committee being inquorate.

The Committee **AGREED** that the membership of Policy & Resources be reduced to 8 and also Curriculum & Quality membership be reduced to 8. The quorum for Audit & Risk will remain at 3 Board Members for the time being but will be reviewed again at the next Meeting of this Committee.

ACTION: CLERK

It is **RECOMMENDED** that a resolution be adopted by the Board at its Meeting on 10 July 2017 to confirm the Committee Membership Structure for 2017/18 as unchanged from the current allocations.

ACTION: CLERK

The Committee **NOTED** that the two staff governors end their terms on 4 December 2017. Committee allocations for their replacements (both staff governors are eligible for re-election) will be considered at the December Board Meeting, following staff governor elections to be held in the Autumn of 2017.

The remaining student governor serves on the Curriculum & Quality Committee and it is intended that both new student governors, when appointed (see below), will be allocated to that Committee in line with past practice.

Student Governors

The Committee **NOTED** that Student Governor Elections for the 2017/18 year will take place in October with a view to new student governors being appointed at the December Board Meeting.

As the term of office for the current student governor (Skye Bridle) expires before the July Board Meeting, there will be a period with no student governor on the Board.

As noted above, there is currently no HE Student Governor, but Billy Mansell is prepared to attend Meetings as an Observer in the interregnum.

The Committee was dissatisfied with this arrangement as it creates a lengthy period with no student representation on the Board and it is unlikely any new students commencing in September will be interested in (or suitable for) joining the Board.

Accordingly, the Committee **DECIDED** that the Principal & Chief Executive seek candidates to stand for election for the two student governor positions (FE/HE) for next year so they can attend the Board meeting early next term.

The current system of seeking student governor nominees through the Student Union Committee will cease as it has not proved effective. The Principal & Chief Executive will liaise with the Student Union.

The Committee wishes to maintain consistent and constant student governor membership in line with the Instrument & Articles and this change will facilitate that objective.

ACTION: P&CE

Governor Retirements 2017/18

The Committee **NOTED** that Richard Launder, Paramjit Singh Narang and Maya West reach the end of their current terms of office on 31 December 2017. The Clerk will establish with them all if they wish to be considered for re-appointment and, if so, their re-appointments will be considered at the Meeting of this Committee scheduled for October 2017.

The Board will consider re-appointments arising from this process at their Meeting in December 2017.

ACTION: CLERK

Review of KPIs

The Committee **CONSIDERED** the establishment of KPIs for the Committee for 2017/18, having regard to those currently in place. It was **AGREED** that the KPIs for 2017/18 be unchanged from last year, namely:

- Attendance at Board/Committee Meetings 80%
- Vacancies on the Board to be filled within 6 months
- Ethnic minority on Board to be at least the same as the local community 12%
- Gender balance to be 50:50 male/female
- Skills Matrix to be reviewed annually
- Attendance of Members at Board Development days 75%

The Committee noted that the current gender balance is male 67% female 33%, due to recent resignations of female members and that every effort would be made in the recruitment process to improve that ratio. The Committee did note that the priority for the Board is to appoint suitable candidates to fulfil the role, irrespective of gender, and further noted that there is a shortage of individuals prepared to serve on College Boards.

The Clerk will monitor performance against the KPIs and report at the next meeting on the outturn for 2016/17.

ACTION: CLERK

Further and Higher Education Act 2017

The Clerk **REPORTED** that this Act had been passed by Parliament and received the Royal Assent, prior to Parliament being dissolved in advance of the General Election.

The most significant provision affecting Colleges and their governance is the establishment of an Insolvency Regime for Colleges, about which the Clerk had informed the Board some time ago.

The Committee **AGREED** that the Clerk will provide a session at a P&R Committee (or a Board) Meeting during 2017/18 of the provisions of the Act and their consequences and significance on governance.

ACTION: CLERK

Succession Planning for Senior Management Team

The Committee **NOTED** that Denise Brown, Vice Principal, Curriculum & Quality, has resigned from the College, to become Principal at Stoke-on-Trent College. Her notice period is three months from now.

The Committee further **NOTED** that the College Senior Management Team is under strength and needs replenishing and restructuring as soon as practicable. The Principal & Chief Executive indicated that she is working on a revised SMT structure for the future. It was **AGREED** that a Meeting of the Remuneration Committee be held on 7 June 2017 (time to be confirmed) to consider this matter further and to agree the process for recruitment of a replacement for Denise.

ACTION: P&CE

7. Review of Skills Matrix

The Committee **REVIEWED** the updated Matrix and noted that the areas to be enhanced are Marketing & Business Development and relevant Educational Experience.

These needs were discussed in item 6 above and this will be the focus in the recruitment process.

ACTION: P&CE/CLERK

8. Self-Assessment Checklist for Board 2015-16

The Clerk tabled a paper which had already been considered by the Board on Governors' Self-Assessment 2015/16 particularly drawing the Committee's attention to the Training Needs that the assessment had identified.

The Committee had noted at its February 2017 Meeting that, with continuing business pressures and the area review process over the last year or so, the purpose of Board Development Days and Governor Training generally, had not been fulfilled.

The following training/briefing items should be included as soon as possible:

Employer Engagement (Paul Butler), Prevent/Safeguarding update (Roney Brooks/Jane Belcher) General Sector Update (Principal & Chief Executive).

It was noted that the next Board Development Day is scheduled for 3 July 2017 (see item 9 below) and these topics will be covered.

The Clerk undertook to provide a training/briefing session on the relevant provisions of the recently enacted Technical & Further Education Act 2017, with particular emphasis on the Insolvency Provisions for Colleges. This will be arranged for early in 2017/18.

ACTION: CLERK

9. Outline Programme for Board Development Day - 3 July 2017

The Clerk tabled a suggestion of items for the BDD on 3 July 2017, building on the issues regarding Training revealed in Item 8 above.

After considerable discussion, the Committee were clear that the Day must focus on strategic issues and sector issues and not be used as an additional Board Meeting, which, for various good reasons, has happened over the past year or so.

The outline topics will be:

STRATEGIC PLAN 2017-20 (to cover how it has been structured, the means to move it forward and its relationship with the local landscape and growth potential)

APPRENTICESHIPS AND EMPLOYER ENGAGEMENT

THE NEW DYNISTICS SYSTEM - REPORTS

NEW CURRICULUM CHANGES (GCSE, 'T' Levels)

The Clerk will prepare a draft Agenda for approval by the Chairman and the Principal & Chief Executive.

ACTION:CLERK

10. Clerking Contract

The Committee **CONFIRMED** that they would like the Clerk to continue in post for the academic year 2017/18 on the same terms as currently prevail, through his sub-contract arrangement with Essex Shared Services Limited. The Clerk was pleased to agree.

The Committee **DISCUSSED** whether to tender for the service but did not feel, in the light of other issues facing the Governing Body and the fact that all governors are more than happy with the Clerking Service as evidenced by their responses to the Governors' Self-Assessment Questionnaire, that it is necessary at this time. The Clerk's contract remains on a rolling one year basis.

The Committee wish to record the excellent support provided to the Clerk by the Assistant Clerk, Sue Mack.

A new contract for 2017/18 with Essex Shared Services Limited will be signed before 1 August 2017.

The Clerk confirmed that he would be able to arrange a substitute to clerk a Meeting, if he were unavailable.

ACTION: CLERK/ESS

11. Governor Profiles

The Committee **NOTED** the updated summary of Governor Profiles, which is placed on the College website.

12. Governor Links

A schedule of current Governor Links was provided for information.

The Committee **CONSIDERED** the curriculum areas not currently covered, due to recent Governor resignations – Sixth Form, Art & Design, Sport & Public Services. It was not considered possible to fill these vacancies at present but it was **AGREED** that volunteers from amongst the governor body as a whole would be sought to attend the Department Reviews for these three areas which are scheduled for mid June.

The Committee agreed that attendance at the Sixth Form Review was the highest priority.

ACTION: CLERK

13. Committee Schedule of Business 2017/18 and Proposed Meeting Dates and Locations

The proposed Schedule of Business for the Committee for 2017/18 was **APPROVED**.

The proposed Meeting Dates and Locations for the Board and all Committees for 2017/18 was **NOTED**. A number of changes were made and the amended schedule will be confirmed by the Board at its July Meeting.

ACTION: CLERK

14. Date of Next Meeting

Monday 25 September 2017 at Southend Campus at 4.00 pm.

There being no further business, the Meeting terminated at 7.00 pm.

Signed..... Dated.....