

Search & Governance Committee

Approved Minutes

Minutes of a Meeting of the Committee held at the Southend Campus (Room MR1) on Monday 1 February 2016 at 4.00 pm.

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

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

1. Apologies for Absence

Apologies for absence were received from Mr R Patterson.

2. Urgent Business

This was deemed to be confidential item under the Instrument & Articles and a separate minute has been prepared in respect of this item which is attached to these minutes.

3. Minutes of the Meeting held on Monday 5 October 2015

The Minutes of the Meeting held on Monday 5 October 2015 were **APPROVED** and **SIGNED** by the Chairman.

4. Matters Arising

The Clerk reported that the Board approved the appointment of Dr G Ocen to the Board and approved the new Meeting Arrangements recommended by this Committee, at its last Meeting on 7 July 2015.

The Committee asked that the new Meeting Arrangements, particularly the layout of Agendas be considered for the College Committees for the year 2016/17.

All other Matters Arising from the last minutes appear elsewhere on this Agenda.

5. Board Membership and Committee Vacancies (Paper SGC.16.01)

The Clerk **REPORTED** on the current position in respect of the above matters.

Two potential new Board Members have been identified and it is hoped that appointments can be made at the July 2016 Meeting. One is hoped to be a secondary school head teacher and the other is hoped to be a representative of a local major employer, with which the College has close contacts.

As regards the head teacher, he has not responded to our emails regarding pursuing his candidature and it was agreed not to pursue him any further.

The Principal & Chief Executive indicated that the college has contacts with two other head teachers at Futures Community College in Southend and James Hornby School in Basildon and these contacts will be pursued.

Once definite candidates have been identified, an interview panel will be formed to assess their suitability to join the Board.

The Committee **NOTED** the position.

Currently, following the resignation from the Board of Bryn Morris last December and the forthcoming retirement of Peter Little as a co-opted member of the Committee on 21 March 2016, there are vacancies on the Policy & Resources Committee, the Audit & Risk Committee and the Curriculum & Quality Committee (one on each) and a vacancy on the Audit & Risk Committee for a co-opted member.

The Committee **AGREED** to consider filling these vacancies at its next Meeting in May, when Committee Memberships for the following year are a standing agenda item. By that time, it may be clear if the two Board vacancies have been filled and those new Members can be allocated to a Committee.

The Committee also noted that there is no one on the Board with a declared disability and this area should be targeted in the future.

The Clerk was **INSTRUCTED** to make enquiries about a possible new co-optee for the Audit & Risk Committee.

The Committee **NOTED** that Terry Knight, Gwynn Williams and Bob Patterson retire from the Board on 31 July 2016 – all are eligible for re-appointment. The Clerk was asked to ascertain whether they wished to be considered for re-appointment and to seek statements from each of them as to their reasons for wishing to be re-appointed.

Their proposed re-appointments will be considered at the next Meeting of this Committee in May with a view to making recommendations to the Board Meeting in July 2016.

The Committee **NOTED** the retirement of Peter Little as a co-opted Member of the Audit & Risk Committee on 21 March and that he had not wished to be re-appointed.

ACTION: PRINCIPAL & CHIEF EXECUTIVE/CLERK

6. Review of Skills Matrix (Paper SGC.16.02)

The Clerk **PRESENTED** a Revised Skills Matrix which reduces the number of categories from fourteen to eleven, following discussions at the last Meeting of the Committee. The Clerk had completed it based on his knowledge of the Board.

The new Matrix was **ACCEPTED**. The Clerk will circulate to all Members to ensure they agree with the categories attributed to them as their areas of expertise and knowledge.

ACTION: CLERK

7. Review of Instrument & Articles of Government (Paper SGC.16.03)

The Clerk presented the current I&A to the Committee (the standard legal version) for review as it is good practice to review it annually. He proposed no amendments were necessary at this stage. It was noted that changes might be needed following the Area Review process, if that results in changes to the structure of the governance of the College.

The Committee **AGREED**.

8. Committee Key Performance Indicators (Paper SGC.16.04)

The Clerk **PRESENTED** a paper discussing potential KPIs for the Committee to consider and possibly adopt.

The areas where KPIs might work are Board/Committee Attendance (75%), Attendance at BDDs and Training Events (75%), time limit for the Committee to fill vacancies on Board/Committees (six months), Skills Matrix review (yearly) and E&D of the Board (better than local community, currently 12%).

The Committee, after some discussion, **AGREED** in principle, to establish the following KPIs:

- Attendance of Members at Board/Committee Meetings – 80% pa
- Vacancies on Board to be filled within six months
- Annual review of the Skills Matrix
- Ethnic minority proportion on Board at least same as local community – 12%
- Gender balance to aim for 50:50 male/female
- Attendance of Members at Board Development Days and designated Training sessions – 75% pa

The Clerk will report on performance against these targets annually at the first Meeting of the academic year but any underperforming trends will be reported earlier.

ACTION: CLERK

9. Clerking Arrangements

The Chairman of the Corporation reported as follows:

- Robert Millea has been appointed Interim Clerk until 31 July 2016
- A contract has been signed with him for the period from 1 January 2016 until 31 July 2016.
- He has taken out personal Professional Indemnity Insurance in connection with the Clerking Services he is providing to the College in the amount of £750,000
- He has been appointed Interim Clerk to Chelmsford College for the period from 1 January 2016 until 31 July 2016
- The PI limit covers both Clerkships
- Robert remains as Company Secretary of Essex Shared Services Limited, the joint venture between the two Colleges

The Chairman will speak to Chelmsford College via their Chair with a view to organising a tender exercise on a joint basis.

The Committee **NOTED** the position.

ACTION: CORPORATION CHAIR

10. Review of Chairman's Appraisal

The Chairman of the Corporation reported to the Committee on the process, which took place in the Autumn Term 2015, concerning the previous Chairman, who retired from that position on 31 July 2015. Final outcomes have been shared with the former Chairman.

The Vice Chairman will carry out this year's appraisal in the Autumn Term 2016 in consultation with other Board Members and the questions to be asked will add one on the new Meeting Arrangements and the impact of the Chair on Teaching & Learning.

The Committee **NOTED** the position.

ACTION: VICE CHAIRMAN

11. Governors' Self-Assessment Process (Paper SGC.16.05)

The Clerk **PRESENTED** an updated paper reporting on the results of the above process for 2014/15 (draft had gone to the Board in December). Overall, the Members of the Corporation had self-assessed at an average of grade 1.52, midway between Good and Outstanding.

The paper identified areas of Strength identified by Members and Areas requiring further Development.

As a consequence of the responses, the Clerk highlighted areas of possible training and other issues arising from the responses. After considerable discussion, the Committee **RECOMMENDED** the following additional measures:

- Explore joint training opportunities with Chelmsford College
- Greater ties with Colchester Institute – joint Governor Meeting and CPD
- Learning Walks for Governors
- Additional informal Meetings with Students (July BDD)
- More sessions on exploring the College's capacity to improve
- Update on Safeguarding and E&D and ensuring good information flow to the two designated governors (GW and RG respectively)

The next Board Development day will be at Southend on 21 March followed by a full Board Meeting and will include an interactive session with some Southend students.

It was noted that an Ofsted Improvement seminar is being held at IWM, Duxford on 25 February 2016. The Vice-Principal, Curriculum & Quality is attending and it is hoped that a governor may be available to attend also.

ACTION: PRINCIPAL/CLERK

12. Governor Links

A current List of Governor Links was provided to the Committee for information, which reflects changes in the College Management/Curriculum structure. Gaps in coverage can hopefully be covered on appointment to the Board of two new Members.

The List was **NOTED**.

13. Date of Next Meeting

Monday 16 May 2016 at Basildon Campus at 4.00 pm.

There being no further business, the Meeting terminated at 5.15 pm.

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