

## **Search & Governance Committee**

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### **Approved Minutes**

Minutes of a Meeting of the Committee held at the Basildon Campus on Monday 19 May 2014 at 5.00 pm.

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

In Attendance: Mr R Patterson (Chairman, Audit & Risk Committee)  
Mr D O'Halloran (Chairman, Curriculum & Quality Committee)  
Mr R I Millea FCA (Clerk to the Corporation)

### **1. Apologies for Absence**

There were no apologies for absence.

### **2. Urgent Business**

The Clerk reported that Elyse Reeve has been elected President of the Student Union and Rebecca Hawkrige has been elected Vice-President FE, Student Union – see item 5 below).

### **3. Minutes of the Meeting held on Monday 27 January 2014**

The Minutes of the Meeting of the Committee held on Monday 27 January 2014 were **APPROVED** and **SIGNED** by the Chairman.

### **4. Matters Arising**

The Clerk reported that the Board has approved the appointment of Elaine Mead to the Board at its Meeting on 17 March 2014 and the appointment of Terry Knight to the Curriculum & Quality Committee (transfer from Policy & Resources Committee) by written resolution in January 2014.

The Vice-Chairman has not yet completed his review of the process for Appraisal of the Chairman, nor discussed it with the Chairman. This item is therefore carried forward to the next Meeting of the Committee on 6 October 2014.

The Clerk reported that the Time Commitment of Governors paper which was accepted by the Board in March has now been placed on the College website. He also reported that the indicative Training Programme discussed at the last Meeting, was approved by the Board.

## 5. Board Membership (Paper SGC.14.09)

### ***Student Governors***

The Clerk reported that Elyse Reeve (HE Student) has been elected President of the Students' Union for 2014/15 and Rebecca Hawkridge has been elected Vice-President, FE of the Students' Union and both are proposed for appointment to the Board. Elyse has attended an Induction Session with the Clerk and is completing the other appointment formalities. Rebecca will attend an induction session on 9 June.

The Committee **RECOMMENDED** to the Board that Elyse Reeve and Rebecca Hawkridge be appointed to the Board at its Meeting on 7 July to serve until immediately before the Board Meeting scheduled for 6 July 2015, subject to them both remaining students of the College.

Elyse has agreed to serve on the Curriculum & Quality Committee. Rebecca will also be asked to serve on this Committee.

The Committee further discussed asking the Vice President - HE of the Students' Union (the Sabbatical Officer) to attend future meetings of the Curriculum & Quality Committee by invitation as an Observer to further enhance the Student Voice on that Committee. This was **AGREED**.

The Committee were not content with the Sabbatical Officer being designated as Vice-President, HE of the Students' Union as this suggested that the duties of the Sabbatical Officer did not include FE and the vast majority of the College's students are FE.

The Clerk was asked to request the Students' Union to change this designation. It was noted that the revised SU constitution will be received by the Board at the 7 July meeting.

### ***Staff Governors***

The Committee noted that the terms of office of Bruce Neagus and Rhys Hughes end on 10 December 2014 – elections will be held in the Autumn Term. Both Bruce and Rhys are eligible for re-election.

The Committee **RECOMMENDED** to the Board that their current terms of office, which are two years, be shortened by 2 days to end immediately before the Board Meeting scheduled for 8 December 2014, to enable the new Staff Governors to take office commencing with that December Meeting of the Board.

Those appointed in December would serve until the December 2016 Board Meeting.

The Committee considered whether to propose an extension of the terms of office of staff governors from 2 years to 4 years, to bring into line with independent governors. After discussion, this was rejected on the grounds that the shorter term of office makes it possible for more staff to stand as governors, given the elections would be more frequent.

In order to create more interest in the post of staff governor, the Principal & Chief Executive will publicise the posts in the Staff Bulletin.

## ***Governor Retirements***

The Committee noted that Sally Carr reaches the end of her current term of office on 31 March 2015 and Rod Gray, Yusuf Goolamali and David O'Halloran reach the end of their terms of office on 14 May 2015. In addition, Peter Little (co-opted member of the Audit & Risk Committee) reaches the end of his term of office on 20 March 2015.

The Committee's consideration of the re-appointment of these Governors and the co-optee (if they so wish) will be an agenda item for the Meeting of this Committee scheduled for 26 January 2015. Resolutions would go to the Board to approve any proposed re-appointments at its Meeting on 16 March 2015.

The Committee were mindful of views in the sector regarding the limitation of the terms of governors to two four year terms, although this is not a requirement and it is a matter for Boards to consider. It was noted that the four governors noted above are the four longest serving governors on the Board, having all served over eight years.

Of the rest of the Board, the longest serving governor is five years and virtually all of the others have served for three years or less.

The Committee therefore believes that the mix of tenure of governors is entirely acceptable, balanced as it is between experienced governors and newer appointees. The Board has demonstrated refreshment of the Board in recent years. Furthermore, the Committee does not recommend any restriction on the years of service of governors. The matter will be kept under review.

## ***Election of Vice-Chairman 2014/16***

David O'Halloran's term of office as Vice-Chairman ends on 31 July 2014. An election for this position will be organised by the Clerk at the Board Meeting on 7 July 2014 – David is eligible. The new Vice-Chairman will serve for a two year term beginning 1 August 2014.

The procedure for the election is laid out in Appendix C of the College's Standing Orders.

## **6. Board/Committee Attendance 2013/14 (Paper SGC.14.10)**

The Clerk tabled a paper on this matter. The Committee noted the difficulties during this academic year in securing consistent attendance from the student governors and that this has depressed the attendance for the Corporation and, more significantly, the Curriculum & Quality Committee, given that both student governors are Members of the Curriculum & Quality Committee.

The Clerk was asked to present the Attendance Figures for the whole of 2013/14 at the next Meeting of the Committee and to indicate the attendances for the Corporation and the Curriculum & Quality Committee, after excluding Student Members.

For the future, the Curriculum & Quality Committee determined membership is to be increased from 8 to 9 and this may help with attendance percentages.

The Committee **NOTED** the Report.

## 7. Annual Review of Committee Memberships (Paper SGC.14.11)

The Committee **RECEIVED** a summary of returns from Members of the Board in connection with the Annual Review of Committee Memberships, which had been reviewed and signed off by the respective Committee Chairs. The Clerk reminded the Committee of the need to staff committees with Members best suited, having regard to their skills profile, to each Committee, but bearing in mind preferences indicated by Members.

The Clerk also commented that it is not necessary for all Members to serve on a Committee, although the Board has indicated that they would prefer Members to serve on at least one Committee, nor are Members obliged to serve on more than one Committee. Furthermore, current Committee Membership is not a determinant of future Committee Membership.

As part of the review, the Committee noted that there are a number of vacancies on Committees at present: Policy & Resources 2, Audit & Risk 2 co-optees, Search & Governance 1.

Members not currently serving on a Committee are Elaine Mead, Maya West and Stuart Burrell – all are willing to serve on a Committee.

Allocation to Committees should also reflect the likelihood of consistent attendance at those Meetings.

As regards co-options, these are designed to meet a skills need of that Committee which cannot be met from existing Board Members or as a way of getting individuals involved with the College possibly leading to full Board membership at some later date. If those conditions do not apply, then co-options may not be necessary – they are not a requirement, merely an option.

Furthermore, there is no reason why a Board Member cannot be a co-opted member on a Committee, which may be an option if the Committee has already satisfied its determined membership. Of course, there is always the option to increase the size of a Committee.

As a result of considering the Review results and the other issues mentioned above, together with the comments of Committee Chairs (all of whom were present), the Committee **RECOMMENDED** changes to Committees of the Board for the academic year 2014/15 as noted below, for consideration and approval at the Board Meeting on 7 July 2014.

- a. Appointment of Elyse Reeve and Rebecca Hawkrigde as new Student Members on 7 July 2014
- b. Appointment of Elyse and Rebecca as Members of the Curriculum & Quality Committee
- c. Appointments of Stuart Burrell and Maya West to the Policy & Resources Committee
- d. Paramjit Singh Narang ceases to be a co-opted member of the Audit & Risk Committee but remains on the Committee as a full Board Member
- e. Appointment of Bob Patterson to the Search & Governance Committee
- f. Appointment of Elaine Mead to the Curriculum & Quality Committee

In order to facilitate the proposed changes to the Curriculum & Quality Committee and the Audit & Risk Committee, the determined memberships of these two Committees are to be increased by one in each case and the number of co-options on the Audit & Risk Committee will be reduced by one. This is **RECOMMENDED** to the Board for approval at its Meeting on 7 July 2014.

The determined memberships will then be Curriculum & Quality – 9 Board Members and Audit & Risk - 6 Board Members + 2 co-optees.

The Committee resolved to pursue the addition of another co-opted member on the Audit & Risk Committee to fill the vacancy which still remains.

#### **8. Role Descriptions for Chair and Vice-Chair of the Corporation (Paper SGC.14.12)**

The Clerk tabled a paper discussing possible allocation and clarification of duties for both positions, drawing on present practice in the Board and good practice generally.

This was discussed at length and the views of the Chair and Vice-Chair sought. The Clerk was instructed to effect a couple of minor amendments.

The Committee felt the document was useful and **RECOMMENDED** it to the Board for approval at the Meeting on 7 July 2014.

#### **9. Proposed Meeting Dates and Locations 2014/15 (Paper SGC.14.13)**

The Committee received a paper prepared by the Clerk outlining plans for next year's meetings. It was agreed to circulate this to Board Members without delay so that dates can be diarised, subject to the following amendments:

Audit & Risk 10 September to say Southend Boardroom 1

Additional Remuneration on 6 October at 3.30 pm and follow this with Search at 4.15 pm.

Delete Search 17 November as not likely to be sufficient business.

The Schedule is **RECOMMENDED** to be formally approved by the Board on 7 July 2014.

#### **10. Election of Vice Chairman 2014/16 (Paper SGC.14.14)**

This matter is covered under agenda item 5 above.

#### **11. Governor Links (Paper SGC.14.15)**

The Clerk tabled a paper showing proposed Governor Links with Faculties/Departments for 2014/15 building on work done during this year and incorporating the participation of newly appointed governors.

The Links programme is very active with governors attending events, review meetings and the like with their link department. They report their observations and impressions back to the Clerk who passes them on to the Principal & Chief Executive and the Deputy Principal.

It was noted that as Business & Services has been added to A/AS levels, this area will transfer from Bob Patterson to Tom Thompson, although Travel & Tourism (previously in Business & Services) will remain with Bob Patterson as it is now included in Sport & Public Services where Bob is also the link Governor.

It was noted that Early Years, Health & Care is duplicated with Elaine Mead and Maya West and the Clerk is to speak to them both and reorganise.

The Clerk was asked to remind governors of the need to ensure that they do not cross over the line from governance into management and do not set themselves, albeit inadvertently, as advocates for the Department to which they are attached.

He was asked to circulate again the paper approved last year on the Protocols, updated as necessary, which apply in connection with this programme.

## **12. AoC Matters (Paper SGC.14.16)**

The Clerk tabled written Reports on the National Governors' Conference, attended by him on 27 March 2014, and the most recent meeting of the AoC Governors' Council, which he attended on 13 May 2014.

## **13. Any Other Business**

There were no matters of AOB.

## **14. Date of Next Meeting**

Monday 6 October 2014 at Basildon Campus at 4.15 pm.

There being no further business, the Meeting terminated at 6.20 pm.

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