



**Minutes of the Meeting of the Search and Governance Committee
held on Monday 25 June 2018**

Present: - Mr Tim Newsholme (Chair)
Professor Robin Baker (arrived during the meeting)
Ms Abigail Appleton (Principal)
Mr Mervyn Jones
Mrs Alison McLean
Ms Katie Seekings

In attendance: - Mrs Linda Watkins (Clerk to the Governors)

The meeting was quorate as at least five Members were present throughout the meeting

1. Apologies for Absence

No apologies.

2. Declaration of Interests

None declared.

3.I Minutes of the Last Meetings

The minutes of the meeting held on 12 March 2018 were agreed and signed by the Chair as a true record subject to minor changes which were recorded on the minutes.

3.II Matters arising from the Minutes of the Last Meeting

Matters arising would be discussed on the agenda. A suggestion was made to consider discussing Board vacancies with the Polish community which would support the findings of the diversity profile in Herefordshire.

The Committee agreed: -

- To approve the minutes of the last meeting

4. Vacancies on the Board and Committees 2018/19

- I. There will be three vacancies for Independent Governors next year which would include a vacancy created by Lynn Forrester-Walker becoming a co-opted member on the F&GP Committee. The Committee carefully considered CVs from applicants but concluded that none of these had the specific skills currently being sort, namely representative from the digital creative industries, FE senior leadership experience and an accountancy professional. These areas would continue to be targeted.

It was noted that there could potentially be a high number of vacancies in 2019/20; the Clerk suggested the option to make some annual appointments to ensure continuity on the Board.

Stevie Callender had been elected as Staff Governor (FE) and would attend the next Board meeting. Neil Hadfield's second term in office as Staff Governor (HE) will finish in October when an election will be held.

Interviews had taken place for Student Governors who will be recommended to the Board for appointment at the next Board meeting.

- II. Committee membership was discussed. Katie Seekings had requested to join the AQ&S (FE) Committee and would remain on the S&G Committee. She agreed to remain on the Audit Committee temporarily. Lynn Forrester-Walker would become a co-opted member of the F&GP Committee for a year.

The Committee agreed: -

- The Clerk would notify applicants that their skills did not meet those currently required on the Board
ACTION: CLERK TO THE GOVERNORS
- Staff would be invited to recommend potential Governors who would be considered following the Board's recruitment processes
- Vacancies could be re-advertised in the autumn to target specific skills
- Katie Seekings would join the AQ&S Committee (FE)
- Lynn Forrester-Walker would be a co-opted member of the F&GP Committee for a year in office

5. **Assessment against the AoC Code of Good Governance**

This report demonstrated overall compliance to the Code with specific evidence provided against the principles and values. Governors proposed including some additional practices which would be added as evidence.

ACTION: CLERK TO THE GOVERNORS

Discussion progressed to practices used for self assessment. These assess if the Board meet legislative requirements, good practice, any development areas and relationships. The Clerk would arrange a meeting with a few Governors to discuss and dovetail self assessment to specifically identify strengths and weaknesses.

ACTION: CLERK TO THE GOVERNORS

The Committee agreed: -

- To issue to Governors for information
- To thank the Clerk for identifying evidence to show compliance to the Code
- Self assessment practices would be drawn together to specifically identify strengths and weaknesses.
- The Clerk would send the OfS submission on governance to the Committee for their information which had already been shared with the Chair of the Corporation

ACTION: CLERK TO THE GOVERNORS

[Professor Baker arrived]

6. **Peer appraisals of the Chair and Committee Chairs**

Anonymous peer appraisals were last completed in 2016 which identified good practice, areas for individuals to consider and future development. One to one appraisals for all Governors have been held in the alternate year. There was a suggestion to use these to focus on Governors' aspirations. Governors would be encouraged to speak to the Chair or Vice Chair if they were considering taking a role as a Committee Chair in the future.

ACTION: CHAIR

The Committee agreed: -

- Peer appraisals would be undertaken for the Chair of the Corporation and Committee Chairs
- Governors will be informed and encouraged to participate in relevant

training not withstanding its possibly being out of county to support them to develop new skills and knowledge whilst networking

7. Board and Committees' Calendar of Business Items 2018/19

This was a working document which showed business items during the next academic year. This also took into account the scheme of delegation which would be reviewed as part of the review of the Corporation's standing orders and terms of reference.

In discussion it was agreed to bring forward the item to consider an independent review of governance to the November meeting to allow time to action at the appropriate time.

ACTION: CLERK TO THE GOVERNORS

The Committee agreed: -

- To adopt the business timetable which would be issued to Governors

8. Annual items for Committee

The Committee agreed: -

- To appoint Tim Newsholme as Chair of the Committee for 2018/19
- The Committee self assessed its performance and agreed that it was effective and adequately met the requirements of its terms of reference
- The Clerk would review the terms of reference
- The scheme of delegation would be reviewed reflecting any changes made to the terms of reference

9. Governors and staff engagement and development

Staff engagement had included some Governors visiting the forge to meet a group of Artist Blacksmithing students and a lunch with staff. The social events before and after graduation would allow engagement with staff and students. Speed dating had been arranged to meet with some teams of staff before the July Board meeting. Options to hold some meetings at Folly Lane would be considered.

ACTION: CLERK TO THE GOVERNORS

Tours of each campus would be arranged next year and another opportunity for Governors to visit the Forge. Governors would be invited to dinner after the Board meeting in October.

ACTION: CLERK TO THE GOVERNORS

10. Fellows for consideration in 2018

The Committee agreed: -

- To note Seetal Solanki and Jackie Morris would be conferred as Fellows in 2018

The Principal updated Governors that she would prepare information for potential Fellows to bring clarity to the role and relationship.

11. Any other business

No items.

12. Date and Time of Next Meeting

The next meeting was arranged for Monday 26 November 2018 commencing at 2.30 pm

Signed as a true record of proceedings

Chair: **Date:**

LJW/S&G/M25062018 LJW