

**Minutes of the Meeting of the Search and Governance Committee
held on Monday 25 November 2019**

Present: - Mr Tim Newsholme (Chair)
Ms Abigail Appleton (Principal)
Professor Robin Baker
Mr Mervyn Jones
Ms Katie Seekings

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

The meeting was quorate as five Members were present.

1. Apologies for Absence

No apologies.

2. Declaration of Interests

None declared.

3.I Minutes of the Last Meeting

The minutes of the meeting held on 24 June 2019 were agreed and signed by the Chair as a true record.

Matters arising would be covered on the agenda.

The Committee agreed: -

- To approve the minutes of the last meeting

4. Governors' Data

I. The skills audit October 2019 showed the profile of Governors' skills collectively. Overall the Board represented highly skilled Governors who collectively brought a wealth of expertise to the Board. Under-represented skills remained similar to last year; predominantly law and legal expertise. Other areas scoring less than 50% included school and academies, local authority and safeguarding. If required, legal advice could be purchased. The Clerk suggested considering the skills deficiencies against the applications of candidates for governorship to identify if skills could be strengthened further. The Committee had previously agreed to seek to appoint Governors who had senior leadership experience in HE and FE, a qualified accountant and a professional working in the creative industries. Safeguarding and Prevent (which had also been identified in self assessment could be addressed with annual briefings to Governors on welfare (safeguarding, Prevent, health and safety). This year the February meeting would be used for this area along with briefings on FE and HE.
ACTION: PRINCIPAL/CLERK.

II. Attendance 2018/19 to the Board and Committees was very high at 85%. Individual attendance was noted with no areas of concern. Quality of contribution from Governors was recognised even if for those Governors with slightly lower attendance.

4. Vacancies on the Board and Committees 2019/20

There are currently five vacancies for Independent Governors. Applications were presented, some applicants had visited College. Discussion followed with views shared.

The Principal and two Governors had met the applicant who had HE experience in quality assurance working outside of the UK. They had recently been appointed as a Committee Chair on a secondary school Board. It was uncertain if their experience would be useful to the College as they would not be familiar with recent UK FE or HE systems and compliance requirements, and had limited experience of governorship. It was agreed to retain their details on file.

ACTION: CLERK

The Principal, Chair of the Corporation and Chair had met Joe Hedges who runs his own graphic design business and has several years' experience of being a Governor of a multi academy trust with some primary schools in the trust. This appointment would narrow the skills gap on the Board as he works in the creative industries.

The Chair of the Corporation and Chair would meet the applicant who is an Architect who had already met the Principal and had informal discussion and gave advice regarding the Station Approach development. They had demonstrated an ethical and pragmatic approach, had previously been a Parent Governor of a sixth form college, and their views could be valuable regarding the renegotiation of the lease for CRC and ongoing development of the site. This candidate would be suited to the F&GP Committee.

ACTION: CLERK

The Principal had arranged an initial meeting with the applicant who had relocated to Herefordshire who had been employed as an FE College manager with safeguarding experience and is a governor of a private school out of county.

The Principal and Chair of the Corporation had met the applicant with marketing, diversified land management and hospitality experience. They had also been involved with a charity and they are a trustee of a multi academy trust with seven primary schools. The Chair and Katie Seekings agreed to meet the applicant. This potential appointment would be part of succession planning for future vacancies.

ACTION: CLERK

The Committee agreed: -

- The applicant with HE quality assurance working outside of the UK would not be appointed currently
- To recommend the Board appoint Joe Hedges as an Independent Governor for a 4-year term in office and as a member of the Audit Committee
- The Chair of the Corporation and Chair would meet the Architect who, subject to this meeting, the Committee agreed to appoint as an Independent Governor for a 4-year term in office and as a member of the F&GP Committee
- The Chair and Katie Seekings would meet the applicant with marketing, land management and hospitality experience who, subject to this meeting, the Committee agreed to appoint as an Independent Governor for a 4-year term in office and as a member of the F&GP Committee.
- The following changes were agreed to Committee membership: -
 - Katie Seekings to joint AQ&S FE and HE Committees which would ensure continuity between the Committees. Katie Seekings would

- leave the Audit Committee
- Joe Hedges to join the Audit Committee
- Kay Sandford-Beal to be asked to considering leaving the F&GP Committee and joining the Audit Committee
- Architect and marketing applicants to join F&GP Committee

6. **Governors' Feedback and Assessment**

- I. Results from the benchmarked self-assessment exercise were presented noting that there had been five responses. Key areas scoring slightly lower would be addressed via Committees and the Board which included creating a diverse Board, staff performance management and professional development, understanding British Values and narrowing the achievement gap between different learner groups.
- II. Governors' one to one informal appraisals have commenced which will be completed in December. A summary of themes identified will be presented to the Committee to agree next steps. **ACTION: CLERK**
- III. Governors discussed options for the 2019/20 self assessment process including commissioning an external review of governance which had been discussed by the Committee previously. The OfS registration letter had suggested an external review of governance. A brief outlining the focus and timing of review would be prepared and shared with the Committee. **ACTION: PRINCIPAL/CLERK**

The Committee agreed: -

- To note results from the benchmarked self-assessment which would be addressed at future Board and Committee meetings
- A summary of Governors' one to one informal appraisals will be presented to the Committee
- To commission an external review of governance every four years instead of other self assessment practices embedded
- A brief on the external review would be prepared for the Committee's comments

7. **Staff and student engagement and topics for future development**

There was discussion about induction for new Governors as there are several vacancies on the Board. It was agreed that this should include a tour of each of the College campuses, briefings on FE and HE, the art and design sector, finance and funding, and governance.

Governors would be encouraged to undertake some external courses such as the online training available from AoC and the ETF. The Principal and Clerk would complete some of the modules and recommend modules which should be mandatory to improve Governors' knowledge or understanding to apply to the role.

ACTION: PRINCIPAL/CLERK

The Committee agreed: -

- The Principal and Clerk would complete online modules
- Governors would meet with some staff and students before the next Board meeting, possibly the MA course. **ACTION: PRINCIPAL**

8. **Fellows for consideration in 2019**

The Committee agreed: -

- The Principal would invite staff to make nominations for Fellows for consideration.

- Events and lectures from Fellows would be documented which could be shared with potential Fellows as exemplars of the role.

ACTION: PRINCIPAL

9. Any other business

No items.

10. Date and Time of Next Meeting

The next meeting was arranged for Monday 25 March 2020 commencing at 2.30 pm, subject to the length of the agenda, the meeting might be deferred to commence at 3.00 pm

Signed as a true record of proceedings

Chair: **Date:**