

NOTTINGHAM COLLEGE

GOVERNANCE & SEARCH COMMITTEE

Minutes of the meeting held on 12th October 2020

Present: Carole Thorogood (Chair))
Mary Carswell) External governors
Patricia Harman)
Andrew Unitt)
John van de Laarschot CEO

In attendance: Rachel Robson Clerk to the Corporation

In compliance with Government requirements during the Coronavirus pandemic, the meeting was held remotely via Microsoft Teams.

1	APOLOGIES FOR ABSENCE 001 No apologies for absence were received.
2	DECLARATION OF INTERESTS 002 None received.
3	APPOINTMENT OF CHAIR 003 The Clerk invited the Committee to appoint a Chair for the academic year from amongst its membership. The Committee resolved to appoint Carole Thorogood as Chair for 20/21.
4	MINUTES 004 The Committee reviewed the minutes from the previous meeting. The Committee resolved that the minutes of the meeting held on 1 st June 2020 be approved as a true record and signed by the Chair.
5	BOARD, COMMITTEE & T&F MEMBERSHIP 005 RR reported that following the recent resignation of Phil Crompton there is a vacancy on the Governance & Search Committee. The Committee considered the skills required and resolved to recommend to the Board the appointment of Anja Beriro as a member of the Governance & Search Committee. It was also noted that the Audit Committee has one vacancy, the Committee felt this should remain until the upcoming governor recruitment process is complete (item 6). 006 RR confirmed that Terms of Reference for the Task & Finish Groups had been prepared and were to be considered at the following Board meeting. Following recent Board discussion two governors have expressed an interest to attend the Apprenticeship Group, in addition it was noted only two governors attend the HE Group. The Committee considered in some detail the nature of the Groups. Governors felt that their presence at the Groups considering HE, Apprenticeships and Adult provision was to give a different perspective and to monitor progress on what were effectively executive groups formed to progress Board actions. The proposals in response to those actions will be brought to the Board for consideration. The Committee felt that any governor that wished to attend one of these groups should do so. It was noted that the Capital Project Board has Terms of Reference and is a follow up group working post-merger. The Finance Task and Finish was considered to be a Board Task and Finish Group in light of the clear resolution taken

	<p>by the Board to establish the Group and which confirmed the membership of the Group. It was agreed to progress this discussion in the later Board meeting.</p> <p>007 Discussion took place on the need to better reflect the important focus on teaching, learning and quality in the groups/committees established by the Board. It was noted that further discussion and progress on this will be taken at the Away Day and the subsequent Board meeting.</p>
6	<p>EXTERNAL GOVERNOR RECRUITMENT</p> <p>008 It was noted that Instrument and Articles permit up to 15 external governors. Following the resignation of Phil Crompton, the Board now has 11. Of those 11, 6 have terms of office that expire at the end of 20/21. This includes governors that hold significant roles within the Board and Committees. RR suggested that early thought should be given to the potential implication of governors choosing not to make themselves available to be considered for a second term of office. RR confirmed that, at this point, she has not approached those governors to ascertain their current thinking on taking an additional term. Under Standing Orders an external governor shall not ordinarily serve for more than two consecutive periods of four years. However, the Committee may recommend that the Board waives this general rule if there are exceptional reasons for a governor being appointed for a further term of office. This would operate from merger, so all governors are effectively on their first term, though it was appreciated that this is not the case in practice for some governors. CT reflected that in any event the Board is light on financially qualified governors.</p> <p>Action: CT agreed to speak with governors whose term of office ends to 20/21 to ascertain whether they would be prepared to serve a second term.</p> <p>009 The Committee noted that the DfE has launched a '<i>FE Governor Recruitment Pilot</i>' process. Peridot, with whom the College has previously worked successfully for governor recruitment, have the contract for this piece of work. The College has been deemed eligible to participate to pursue recruitment of two governors (FE Curriculum & Quality). This is at no cost to the College. RR confirmed that if the Committee and the Board decides to pursue this option the process will begin immediately as Peridot have already been in contact and are awaiting the outcome of meetings. RR reported that Peridot have confirmed that the service under the scheme differs very little from the usual Peridot process, though there would not be a dedicated microsite.</p> <p>010 The Committee reviewed the most recent Skills Audit outturn and considered the skill gaps that it needed to fill noting that it would be possible to recruit a maximum of 4 new external governors. In addition to 2 new governors with FE curriculum and quality experience the Committee highlighted the need to recruit a governor with finance and audit skills and a further governor with digital skills</p> <p>Resolved: to recommend to the Board to progress a recruitment process for two governors with FE curriculum experience through the DfE's '<i>FE Governor Recruitment Pilot</i>' with Peridot and to progress further recruitment with Peridot for a governor with IT/Digital skills and a governor with Finance/Audit/Estates skills.</p>
7	<p>LINK GOVERNORS</p> <p>011 It was noted that the Board has four link governors:</p> <ul style="list-style-type: none"> Safeguarding - vacant SEND – Mary Carswell Health & Safety – Andrew Unitt Equality and Diversity – Anja Beriro

	<p>012 At present there is no framework that sets out the basis on which visits should take place. The Scheme proposed sets out a framework for visits and for reporting. The Committee noted that if successful this could be expanded to facilitate links to areas of delivery e.g., 16-18, Apprenticeships, English and maths. The benefit of a well operated scheme was noted to enable governors to develop a better understanding of their College and to provide a means for triangulation of reports presented to the Board.</p> <p>Resolved: to approve the Scheme document to provide a framework for link visits and to confirm Patricia Harman as link governor for Safeguarding.</p> <p>013 The Committee confirmed it will review the scheme at a later meeting in 20/21</p>
8	<p>GOVERNOR ANNUAL ATTENDANCE REPORT</p> <p>014 The Committee reviewed the Annual Governor Attendance Report for 19/20. The impact of the lockdown and attendance by Teams was considered. To enable better attendance when face to face meetings become possible again the Committee reflected on the need to offer the option to attend via Teams if a governor would otherwise give apologies.</p> <p>Resolved: to recommend that the Board approves an attendance target of 80% for 20/21</p>
9	<p>GOVERNOR SELF ASSESSMENT</p> <p>015 RR recommended that the Board introduce a comprehensive self-assessment process for use in 20/21. This should include individual questionnaire, committee, and Board reviews, 360 review of the Chair, individual conversations for all governors with the Chair. This is included in item 10.</p> <p>016 JL raised concerns on the time input required from governors and reflected on the inability for them to be remunerated. RR agreed to look at current guidance and the position with governor expenses.</p> <p>Action: RR to review governor expenses and the current position on trustee/governor remuneration</p>
10	<p>EFFECTIVENESS OF GOVERNANCE</p> <p>017 RR confirmed that since taking on the role of Clerk she had spent time reviewing governing and governance processes. This has enabled an action plan to be prepared with areas that need to be worked through with the support of the Governance and Support Services Manager. It was noted that much of the outturn of this work will need to then come to the Committee in the spring term for review before recommendation to Board for approval. Work highlighted within the action plan for completion by the February half term were updated agenda preparation timetable, updated business schedule, I&As review, SOs review, updated executive summary report, updated meeting timetable, a governor training programme, an induction process, and a self-assessment process.</p> <p>018 RR advised that at the most recent FE Commissioner visit the team had highlighted the DfE supported governance review process with ETF. This is a pilot scheme that has just been launched under which Colleges can self-refer or be referred by the agencies. It was noted that this would be at no cost to the College and would be undertaken either by a Clerk or a Chair. The Committee considered the value that this would add at this point and agreed not to pursue this option now as the work highlighted by RR should be completed and the Away Day item on governance should be taken before an external review was considered. RR confirmed that the Away Day item would be supported by Dr Ron Hill, a Professor of Education who has worked in FE governance and undertaken</p>

	<p>numerous studies and reviews of governance. RR confirmed that she is currently working with Dr Hill on a governance review in the sector.</p> <p>019 RR requested that the College join the Eversheds Sutherland Governance Plus Service, noting this would be beneficial as precedents for standard documents/policies are readily available as well as access to a governance support helpline if required. This was agreed by the Committee.</p>
11	<p>AOB 020 None</p>
12	<p>DATE OF NEXT MEETING 021 The next scheduled meeting is 24th May 2021, it was noted that an additional date in the Spring term would need to be arranged.</p> <p>The Chair closed the meeting at 4.10pm</p>