



**Minutes of the Meeting of the
Search and Governance Committee
held remotely on Wednesday 29 June 2022**

Present: - Tony Ford (Chair)
Igor Andronov
Laura Johnston
Alan Layng
David Williams (Principal)

In Attendance: - Linda Watkins (Clerk to the Corporation)
Tony Bramley (Governor)

The meeting was quorate as five Governors were present. The Chair welcomed Tony Bramley who would join the Committee next year and was observing the meeting.

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| <p>1. Apologies for Absence
No apologies.</p> | |
| <p>2. Declarations of Interest
Appointment of Chair - Tony Bramley.</p> | |
| <p>3. Minutes of the last Meeting and Matters Arising: 23 March 2022
The Committee agreed that the Chair should sign the minutes of the last meeting as a true record.</p> <p>Progress of sustainability measures in College would be reported to the Board or relevant committees during the year. The Principal informed Governors that a bid had been submitted to attract funding for some sustainable projects.</p> | |
| <p>4. Board succession planning 2022/23
The Clerk reminded Governors that there are two vacancies for Independent Governors. The Committee had previously agreed to continue to seek to appoint a qualified accountant and, if possible, representation from North Shropshire.</p> <p>An application had been received from Barry Hansford who has a background working in FE including Director of Student Services. He had also served as a College Governor before relocating to the area and is passionate about the education sector. The Principal and Vice Chair have met with Barry and support the application.</p> <p>Ben Whiteley has been offered a place on Level 3 Diploma Blacksmith and Metalwork next year and would like to remain as Student</p> | |

Governor; this was supported.

An election was held for a Staff Governor in April with seven nominations received. A ballot resulted in Krista Price, Lecturer in Equine at Walford Campus, receiving the highest number of votes. Krista has been invited to her first Board meeting in July.

Committee membership was discussed with no changes other than Barry Hansford to join Q&S Committee. Link governors were also discussed agreeing that Alan Layng should be jointly linked to safeguarding with Laura Johnston. Barry Hansford should be linked to equality and diversity alongside Tony Ford based on Barry's experience and championing equality and diversity. In line with the Schools White Paper a SEND link governor was proposed agreeing that Liz Quinn has experience and understanding in this area.

The Committee agreed: -

- To recommend the Board appoint Barry Hansford as an Independent Governor, member of the Quality and Standards Committee and equality and diversity link governor along with Tony Ford for an initial 1-year term in office
- To continue to seek to appoint an accountant and representation from North Shropshire to fill the vacancy on the Board
- To recommend the Board reappoint Ben Whiteley as Student Governor for 2022/23
- To recommend the Board appoint Alan Layng as a safeguarding governor and Liz Quinn as SEND governor

5. Ludlow Foundation

Carl Morris and James Caird are Trustees of the Foundation. It was proposed that Alan Layng become a Trustee of the Foundation when James Caird steps down from the Board. [Post meeting note: James Caird is continuing to serve on the Foundation in 2022/23. Alan Layng would make informal contact with the Foundation as part of succession planning]

The Committee agreed: -

- To recommend the Board approve Alan Layng to become a Trustee of Ludlow Foundation when James Caird steps down from the Board

6. Review of the effectiveness of Governance

The Clerk presented the following reports and updates to Governors.

- I. The external review of governance and action plan were presented which was undertaken by Exeter College, part of the Tertiary Group of Colleges, with a reciprocal arrangement in place. The Clerk and Governors agreed that this was an extremely useful exercise which had added value to governance. The Tertiary Group of Colleges could consider offering this service to colleges within the group.
- II. The Clerk referred to the Skills Bill which recommends Boards commission external governance reviews every 3 years and complete annual self assessments. The AoC have

- launched their service to provide external governance reviews to colleges.
- III. Governors were requested to consider the timing to commission an external review of governance concluding that this should be in 2023/24 based on the recent review and internal audit.
- IV. Self Assessment options for 2021/22 were outlined which included assessment by each committee against its terms of reference, identifying strengths and areas for development. In addition the Chair of the Corporation had conducted 1:1 reviews with Governors. These were useful and would be repeated next year which would involve the Clerk in the reviews. The focus of reviews could explore working together as a team and the difference Governors make to the College. Feedback would be used as part of a discussion at a Governors' Workshop in tandem with additional information such as the skills audit and the maturity matrix, once published.

The Committee agreed: -

- To note the external governance report and action plan which would be presented to the Board for information and record appreciation to the Clerks at Exeter College and HLNSC, and Exeter College Board. The Principal would write to the Principal at Exeter College thanking them for their participation
- The Clerk would report progress of actions to the Committee
- An external review of governance would be commissioned in 2023/24 agreeing that the offer by AoC appeared appropriate
- 1:1 reviews with the Chair and Clerk will be arranged next term and feed into self assessment at a future Governors' workshop

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7. Governors' Development and Training

The Clerk updated Governors that Lewis Cooper from the AoC will provide a briefing on the Skills Bill and how this affects colleges at the July Governors' Workshop.

The FE Commissioner is willing to address the Board in the future concluding that this should be arranged jointly with Hereford colleges. There is an option to extend to LSIPS across the Marches which could be hosted at Ludlow College.

L Watkins

The Committee agreed the following outline programme: -

- October – Financial climate and its impact on staff and students' cost of living; the general financial climate/scenario and disaster management planning; rural community and impact on the College, staff and students. This is a risk which should be added to the risk register. There was an option to ascertain if the Auditors could deliver training.
- December Christmas lunch and brief update with an external speaker on equality and diversity
- February away day – Redress the College's strategy (including risk management, Board Assurance Framework, sustainability and Board self assessment (the latter may be carried forward to the following workshop).

L Watkins

L Watkins

8. **Board and Committees' calendar of business items 2022/23**
This showed items for the Board and Committees. This also took into account the scheme of delegation and the Corporation's standing orders and terms of reference. This would be a live document updated during the year.
- The Committee agreed: -
- To adopt the business timetable which would be issued to Governors
9. **Annual item for Committee**
The Committee agreed: -
- To appoint Tony Bramley as Chair for 2022/23
 - The Committee effectively met its terms of reference
 - The Clerk would be reviewing the terms of reference during the summer
10. **Governors' event for retired Principal and retiring Chair**
The Committee agreed: -
- An informal lunch would be arranged later in September, the Clerk would liaise with Ian Peake and Igor Andronov to arrange a convenient date
 - Governors would be reminded to send contributions for a retirement gift
11. **Any Other Business and comments**
Laura Johnston requested deferring the meeting arranged for March to early April which was agreed.
12. **Date and Time of Next Meeting**
The next meeting was arranged for Wednesday 23 November 2022 commencing at 2.00 pm.
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