



Minutes of: Search and Governance Committee

Date: 22nd November 2023

Location: Principal's Office

Present: Tony Bramley (Chair), Laura Johnston (via Teams), Alan Layng (Chair of Governors), David Williams (Principal & CEO)

Attending: Rebecca Semple (Clerk to the Corporation)

Quoracy: Meeting was quorate.

1. **Apologies for absence:** none
2. **Declarations of interest:** none
3. **Minutes of the last meeting**
 - a. **Approval of the minutes of meeting held on 27 June 2023:** minutes approved as true and accurate record.
 - b. **Matters arising:**
 - Smartlog training for Governors is currently under review.
Action: Principal/Clerk to follow up, and report to next meeting.
 - Board requirement to review curriculum: a three-year rolling programme has been agreed on.
 - Terms of Reference update for Curriculum & Quality Committee: agreed likely just needs an updated line referencing 'curriculum' – this will be added to C&Q agenda for following week.
Action: LJ to raise at C&Q November meeting
4. **Governors' data**
 - a. **Current list of governors & committees**

Changes agreed:

 - James Caird (Co-opted) and Toby Kinnaird (Board Member) to join Finance & Employment Committee
 - Gillian Herbert to join Audit Committee
 - Recommendation to be made to Board for Jeremy Nicholls to join Search & Governance Committee
 - b. **Self-audit of skills responses** - this historically captured dataset (updated once a year) refers more to development of governors and helps in identifying training needs. Committee noted results showed fewer business skills than perhaps ideal, and no formal accountant on Board.

Principal queried whether form needs reviewing to make it more helpful in guiding accurately. Chair of Board feels that a discussion is generally more helpful than a form anyway, and this is just a starting point for further discussion.

Committee Member suggested representation of data in graph form with accompanying commentary, in order to help precipitate a discussion based on an intelligent analysis, recording rationale for action taken/not.

Chair suggested taking approach of one-page 'Governor profile' (internally-aimed and without a PR aim involved)

Action: Chair to take further analysis of data forward
Action: Clerk to chase those who haven't responded

- c. **Summary of register of interests** – all have completed this except one governor (Principal to follow this up informally). Committee noted yearly need to do this audit.
- d. Confirmation of eligibility - not all have completed, but those declared have no issues.

Action: Clerk to follow up non-responders

5. Vacancies and succession planning on the Board 2023/24

- a. **Nomination of Ben Greenwood as second staff governor**
Ben is an apprenticeship assessor, based in Hereford. No other applicants. Principal met with BG prior to his applying, and Principal and Chair of Board have both met with him since to ensure he is happy with role. Principal reported that BG is hard-working, and a well-regarded and successful staff member, and that he feels happy with this appointment. Chair of Board noted benefits of having an assessor on Board, as it will ensure this area is included in conversations.

Committee agreed to recommend to Board that Ben Greenwood is accepted as second Staff Governor

- b. **Recruitment of North Shropshire governors**

Application received from JT welcomed. Noted wide experience, and Oswestry-based. Principal to have initial discussion following desk review, and to email via S&G regarding next steps.

Chair of Board suggests consideration of ISB - strengths are marketing and business. Committee discussed potential routes for further recruitment, including Economic Board Shropshire / Herefordshire Business Board, Ironworks business owner, Walford agricultural community. Chair of Board noted possibility of approaching industry/business where a key staff member has already made relationships.

Principal has approached GW (Caplor), and will follow up.

In general, Committee agreed that appointment of new governors would be about fit and motivation, as well as considering geographical and sector gaps where they appear. Principal keen to continue to focus on employers, noting sector move into considering skills more centrally.

Principal noted that the recent advertising campaign was productive, and Committee agreed that target advertising geographically would be good next step.

Action: All to continue building relationships on above basis/approach

Action: Clerk to follow up two applicants above and arrange initial meetings with Chair of Board/Principal

- c. **Progress on Student Governor Recruitment**

Two student gov vacancies exist, and two applicants received. Committee agreed both seem acceptable. Recommended, but next steps to inform them about role, to gain assurance of commitment and understanding of role. Chair of Board and Clerk to meet with student governor applicants prior to Board and agree via email if found suitable. If not, agreed to go out to advert again.

Committee agreed to recommend both applicants to Board, subject to review.

Action: Clerk to arrange meetings

6. Training and Development

- a. **Board Development Process**

Committee noted process of Board development as involving both collective and individual elements, using skills audit to guide conversations with governors to identify development needs. Both elements noted as interesting projects for Clerk, beginning

with review of existing induction and training processes for governors. Idea of an 'induction Checklist' as a guide to key activities to set up (meeting key people, visit campus, visit AoC website, 6-month review with Clerk, attend each Committee) discussed. Regular hour governor updates via AoC. AoC new guide for good governance. ETF have a governor development programme just restarted for taking things further. Committee noted that regular discussions about individual development are not currently being held, although overall Board development has been discussed.

Action: Clerk to develop induction and development templates and bring to next meeting, with support from Tony to bring as paper

b. Induction process for Governors: discussed above.

7. Governors' Workshops

Committee noted that February 2024 Away Day / April 2024 Workshop need to include:

- first Curriculum Review
- KCSIE updates (noting changes to corporate responsibility)
- other updated safeguarding requirements
- subcontracting

Chance for Board to get together socially agreed as Feb Away Day. Committee agreed Feb Away Day as 10am – 4pm instead of 12-6pm, allowing for sharing of meal at end of session.

Action: Principal will discuss with Director of Personnel and Deputy Principal and schedule Feb and April activities accordingly

Action: Clerk to send out revised times

Action: Clerk to develop ongoing workshop/away day schedule (with area to note future topics) and bring to next meeting

8. Governors' assessment 2023/24

a. Common themes from the Chair's 1:1s with Governors

Previous Clerk and Chair of Board met with each governor, with meetings being summarised by Chair of Board. Themes were discussed by Committee:

Committee Chair noted a risk that we've asked for things, and executive team simply adhere. Should we be being questioned back about what is actually needed?

Committee noted a desire expressed by Board Members to be more active in discussion and agreed that setting expectations (of balance between acting and overseeing) was important in directing the valuable energies and skills of Governors in the most effective ways for the college.

Committee discussed networking experience of governors and agreed this should be part of governor development plan. Principal noted this as a national theme at recent AoC Conference. Committee agreed that meetings with key players/politicians need to be with/include CEO. Chair of Board noted activity already underway with Telford, Shrewsbury and Hereford College of Arts, and noted desire to build on these (Worcestershire College, Hereford Sixth Form College). 'Link governors' were discussed, and while Chair of Board questioned whether areas of enthusiasm should be sought to find further links, Principal noted value of governors becoming more aware of more areas, as work in set areas can become formulaic/tick-box, and potentially restrict impact of wider experience of other governors in certain areas. Committee Member noted that link areas can potentially remove feeling of joint responsibility of governors for key areas. Committee agreed

that certain areas of enthusiasm can be fed in other more formal ways than creating link governors.

b. Next steps for external review

Rob Lawson (AoC) has been appointed to lead external Governance Review in early 2024. Review has a set format. Progress for review at next S&G meeting

Action: Clerk to contact RL and find out next steps.

9. Standing Orders and Terms of Reference

Committee noted that Board should have received 27/6/23 report from S&G.

Action: Clerk to chase and add to Board agenda

10. Any other business

- a. Governance Implications of FE classification as a Public Body – Chair of Committee asked whether there are any governance implications beyond those already reviewed at the Audit Committee. Chair of Board commented that he thought implications are around audit, finance, employment and remuneration only, and noted that Audit Committee need to discuss this. Also important to ensure F&E and Remuneration Committees reference this in their Terms of Reference. Principal noted that an overview of how management of public money relates to FE needs to be part of Board development plan.

Action: Chair of F&E (AL) and Remuneration Committee to reference Public Body implications in ToR/discuss further

Action: Clerk to include this in Governor Development Plan process

11. Date and time of next meeting: Wednesday 13 March 2024 2.00 pm