



Wirral Met College has a vision to be an inclusive, outstanding college

MINUTES OF THE GOVERNANCE & SEARCH COMMITTEE MEETING

HELD REMOTELY ON WEDNESDAY 7TH FEBRUARY 2024

Present:

Gill Banks	Principal/CEO
Penny Haughan	Independent Governor
Jo Henney	Independent Governor
Phil Vickerman	Independent Governor (Chair)

In attendance: Lesley Venables Governance Professional

APOLOGIES FOR ABSENCE

46 There were no apologies for absence.

DECLARATION OF INTERESTS

47 A standing declaration of interest was received from Gill Banks in her capacity as an independent governor at Hopwood Hall College.

APPOINTMENT OF CHAIR

48 As the previous Committee Chair had retired from the Board in December 2023 it was necessary to appoint a chair for the remainder of the academic year.

49 **Resolved** That Phil Vickerman be appointed as Committee Chair until 31st July 2024.

MINUTES OF THE PREVIOUS MEETING

50 **Resolved** That the minutes of the meeting held on 4th October 2023 be approved as a correct record and signed by the Chair.

MATTERS ARISING

51 Governors received a report on the actions arising from the previous meeting and noted that the majority of items were either completed or in progress.

52 In relation to minute 18 the Governance Professional was asked to consider which governors should be approached to undertake the role of "link governors" with the areas of Safeguarding, Equality, Diversity & Inclusion, Careers Education and Skills. Role descriptions would be prepared for each of these and suitable training arranged for individual governors.

53 The Principal reported that she had discussed with the Governance Professional the development of a governor portal using the College's existing Teams or Sharepoint facility (minute 43 refers). It was agreed that this would be actioned and that the identified timescale would be reviewed.

ATTENDANCE 2023/2024

54 Governors received for information a report on attendance levels in the current academic year, which were as follows:

BOARD/COMMITTEE	ATTENDANCE LEVEL
Board	85%
Audit	86%
Finance & Resources	71%
Governance & Search	100%
Quality & Standards Scrutiny	75%
Remuneration	100%

55 The agreed attendance target is 82.7%, which is based on national benchmark data obtained through the governance professionals' network.

56 It was noted that for the majority of the period the Board's membership was substantially reduced and committee quoracy proved a little challenging in some cases. This was dealt with through the temporary appointment of external governors for example, Richard Mawdsley was drafted onto the Audit Committee for one meeting (Nov 2023).

57 A governor questioned how widely the attendance target had been publicised to governors, particularly those who had been appointed recently. The Governance Professional undertook to communicate this to all governors and would emphasise the importance of good attendance levels during her 1:1 meetings, together with ensuring that this was included in the Committee chair's report to the next Board meeting.

58 It was noted that one governor with relatively low attendance had resigned from the Board in October as he had been finding it increasingly difficult to attend over the past few months due to work commitments. There were no further concerns on attendance currently but the position would continue to be monitored regularly, with any unexpected absences followed up by the Governance Professional.

GOVERNANCE DEVELOPMENTS

59 The Committee received for information a report on governance developments in 2023/2024 and plans for further work in 2024/2025.

60 The most recent formal skills audit was undertaken in September 2019, with a further

update undertaken prior to the latest recruitment process in 2023. The majority of the gaps that existed last year had now been filled through the appointment of 7 new governors. The Governance Professional advised that it would now be appropriate to reassess the overall profile and determine whether there are any further areas that need strengthening. This could then be used for future recruitment and to inform training plans.

- 61 The Governance Professional would be meeting with each new governor to provide a more tailored induction and to discuss training and support needs. A total of 6 individuals would also be attending the next Association of Colleges' governor induction course in March 2024, which would provide them with some background on the FE sector and current issues for colleges.
- 62 All governors were required to undertake electronic training modules on safeguarding/Prevent, equality & diversity and health & safety. The Governance Professional reported that other colleges in the FE sector allowed governors who undertook safeguarding training as part of their employment or another voluntary role to upload any formal certificates to the Single Central Record. This was done on an individual basis and was subject to them completing an appropriate level and any training being up-to-date. The Principal and the Governance Professional were asked to review good practice in other colleges and bring back proposals to the Committee. Records of all training would be kept on the governance 'hub' discussed earlier.
- 63 Governors will also be offered the opportunity to visit the College and speak to managers, staff and students. All such visits would be administered by the Governance Team, so that a record can be kept which can be used as evidence of engagement for any future external assessments.
- 64 The Committee was advised that the College's Instrument & Articles of Government and Standing Orders had not been reviewed in detail for some time and needed to be refreshed to take account of national developments and good practice. It was proposed that this work would be undertaken by April, with final drafts submitted for approval by the full Board on the recommendation of the Governance & Search Committee. Some committee terms of reference also required updating and, once drafted, would be presented for recommendation for approval by the Board by the respective committee.
- 65 The Governance Professional reported that she had recently reviewed the Governance & Search Committee's terms of reference and had made some suggestions for amendment. It was agreed that these would be circulated to members for comment and a final draft would be submitted to the Board for approval at its March 2024 meeting.
- 66 All further education colleges were required to commission a 3-year external review of governance, the first of which must take place by 31st July 2024. This process was underway at Wirral Met College and would be carried out using a mixture of desk-based paperwork review, observation of Board and committee meetings and meetings with individual governors.
- 67 The Committee was reminded of the decision by the Office for National Statistics to reclassify FE colleges to the public sector in November 2022. It was anticipated that the Department for Education would be issuing a Financial Handbook for the sector (similar to that for academy trusts) in Summer 2024. This may lead to further amendments to the governance framework.

- 68 The DfE had issued updated guidance in December 2023 that requires colleges to comply with their duty under section 52B of the Further and Higher Education Act 1992 to review provision in relation to local needs, as introduced in the Skills and Post-16 Education Act 2022. The document needed to be submitted to the ESFA by 30th June and this would be built into the College's strategic planning process.

ACTIONS RESULTING FROM REVIEW OF AOC CODE OF GOOD GOVERNANCE

- 69 The Governance Professional presented a report which assessed the College's governance framework against the elements of the Association of Colleges' Code of Good Governance, which had been adopted by the Board. The Code aimed to enable the Board to meet and exceed the basic governance requirements, demonstrating that the sector has robust arrangements to self-regulate.
- 70 Current performance against each of the principles of the Code were discussed by the Committee and a number of actions had been suggested that would take place over the next few months. These would be monitored by the Governance & Search Committee and any proposals for amendments to the governance framework would be submitted for approval by the full Board.
- 71 It was agreed that SMART targets should be added to the action plan, where appropriate and that progress should be RAG-rated for ease of reference. Each of the points identified would be linked to the Strategic Implementation Plan and the risk register. The content of the action plan would also be used to drive the agenda for future Committee meetings.
- 72 **Resolved -**
- 1 That an updated draft of the document be circulated to Committee members for comment
 - 2 That the Board be recommended to approve the updated action plan
 - 3 That the Governance & Search Committee monitor progress against the identified actions

MEMBERSHIP ISSUES

- 73 Governors were advised that there was currently one vacancy for an external governor, following the resignation of Carol Ambrose. A candidate had been identified during the recent recruitment exercise who had not been interviewed at the time due to other commitments. It was agreed that the Chair, Principal and Governance Professional meet with the individual to determine their suitability and report back to the Committee.
- 74 A further external governor had served on the Board far in excess of the sector norm of 2 terms of 4 years. The Governance Professional reported that this individual had confirmed that he would stand down from his governorship once the newly-recruited members were established in their roles. This would be followed up and the outcome reported to the Committee Chair and the Chair of the Board. The recruitment process would be based on the outcomes of the skills audit referred to earlier in the meeting.

ITEMS TO BE REPORTED TO THE BOARD

75 The Chair summarised the discussions and identified the following items to be reported to the Board at its meeting on 27th March 2024:

- Temporary appointment of Penny Haughan as designated safeguarding governor
- Other link governor roles to be considered and individuals approached by the Governance Professional
- Skills audit to be undertaken to take account of new governors and identify any gaps
- Governor portal in development and to be delivered prior to the end of the academic year.
- Attendance levels for 2023/2024 noted, with no significant issues. Communicate with governors regarding expectations on attendance and target for the year.
- Information on training and induction received.
- Report on governance developments received, progress against which will be monitored at each meeting.
- Comparison of performance against each element of AoC Code of Good Governance discussed, which will form the basis of each future agenda.

DATE OF NEXT MEETING – TBA May 2024

Chair: -----

Date: -----