



<p style="text-align: center;">CONFIRMED MINUTES OF THE GOVERNANCE AND SEARCH COMMITTEE HELD ON 3rd OCTOBER 2017</p>
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Present: David Clark (Chair), Tim Kelly, James King, Paul Smyth

In attendance: Ian James, Clerk to the Governors
Louise Kelly, Administrator to the Governors
Jayne Winders

APOLOGIES

1. Apologies were received from Anna Barnish and Sue Higginson.

DECLARATION OF INTERESTS

2. There were no declarations of interest.

MINUTES OF PREVIOUS MEETING

3. **Resolved** that the minutes of the meeting held on 4th October 2016 be approved as a correct record and signed by the Chair.

REVIEW OF BOARD & COMMITTEE MEMBERSHIP

4. The Committee undertook the annual review of the membership of the Board and its committees noting that there were currently two vacancies for external governors and one co-optee for the Audit Committee. In addition, the Chair and three other governors' terms were due to expire in 2018. To assist them in their consideration, the Committee also received the current skills audit of governors (copies attached to the signed minutes).

5. The Committee received Joanne Finnerty's governor application form and felt that her skills and knowledge in local employment, HR and marketing would be an asset to the Board. Consequently, they asked the Chair to meet with her following which the Committee would meet her with a view to recommending appointment by the Board.

6. The Committee also received Nigel Woodcock's CV in connection with the vacancy for a co-opted (non-governor) member of the Audit Committee. The governors were impressed with Mr Woodcock's audit experience and felt that they could recommend his appointment by the Board subject to a meeting with the Chair of that Committee.

7. Referring to the skills audit, it was decided that the College needed to recruit governors with expertise in accountancy and risk management and it was agreed that the College should advertise not only in the local newspaper, but use more modern

advertising methods such as Facebook and LinkedIn. In addition, target demographics such as females or ethnic minorities to promote more diversity on the Board.

8. With regards to committee memberships, governors felt that Jayne Winders would be a useful addition to this Committee. In addition, the Committee also felt that Tim Kelly would offer valuable contribution and be a good replacement for Jayne Winders on the Audit Committee.

9. **Resolved** that the Board be **RECOMMENDED**

- 1 that, subject to a meeting with the Chair of the Audit Committee, Nigel Woodcock be appointed as the co-opted, non-governor member of the Audit Committee
- 2 to appoint Jayne Winders as a member of the Governance & Search Committee and Tim Kelly to replace Jayne Winders on the Audit Committee

TIMETABLE OF BUSINESS 2017-18

10. The Committee received and noted the timetable of business for 2017-18 (copy attached to the signed minutes) which reflected the items that would be included on Board & Committee agendas for the next academic year.

REVIEW OF CONFIDENTIAL BUSINESS

11. The Committee undertook the annual review of confidential business considered by the Board in the previous year and accepted the Principal's recommendations as to which could now be released (copy attached to the signed minutes).

REGISTER OF ATTENDANCE 2015/16

12. The Clerk presented the annual attendance record for 2016/17 (copy attached to the signed minutes). Overall attendance at Board and committee meetings had been 73% although it was noted that, if governors who had left the Board were excluded from the figures, attendance at Board meetings was 82% and, overall was 76% including committees against the target of 80%. (Attendance record attached to these minutes).

REVIEW OF STANDING ORDERS

13. The Clerk advised that he had undertaken the annual review of the Board's Standing Orders and that no changes were required.

DRAFT TRAINING PLAN FOR 2016/17

14. The Committee received the draft training plan for governors for 2017/18 (copy attached to the signed minutes). In addition to the Plan, the governors had agreed at the September Board meeting that they would receive briefings on audit and on safeguarding prior to Board meetings. The Committee were content with the Plan.

GOVERNANCE SELF ASSESSMENT

15. The Clerk advised that the governors' self-assessment this year would need to reflect the requirement in the Code of Good Governance that boards self-assess against the Code. In view of the considerable size of the Code, the Clerk had sought a nationally recognised vehicle for undertaking board self-assessment in education and he submitted a questionnaire entitled 'Twenty Questions – key questions every governing board should ask itself' promoted by the National Governors' Association.

16. The Committee felt that, with suitable adjustments, it could provide a useful vehicle for self-assessment at the half day strategic seminar in June 2018. The Clerk was asked to prepare a suitable questionnaire which would be circulated to governors for completion in advance of the seminar.

DATE OF NEXT MEETING

To be arranged.