



**CONFIRMED MINUTES OF THE GOVERNANCE & SEARCH COMMITTEE
HELD ON 8th JANUARY 2018**

Present: Paul Smyth (Chair), Sue Higginson, James King, Jayne Winders

In attendance: Ian James, Clerk to the Governors
Jon Slater, HE Administrator

APOLOGIES

17. Apologies were received from Anna Barnish.

DECLARATION OF INTERESTS

18. There were no declarations of interest.

MINUTES OF PREVIOUS MEETING

19. **Resolved** that the minutes of the meeting held on 3rd October 2017 be approved as a correct record and signed by the Chair.

PROPOSED ESTABLISHMENT OF QUALITY & STANDARDS SCRUTINY COMMITTEE

20. The Committee received a report from the Clerk regarding a proposal from the Scrutiny Group that their work be continued by the establishment of a standing committee proposed to be called the Quality & Standards Scrutiny Committee (copy attached to the signed minutes).

21. The members of the Group felt that the challenge they had provided to management over the period of their operation had been of significant benefit in taking forward the improvements required. This view was shared by the Principal.

22. If this proposal was to be agreed, it would represent a change to the Board's current governance model as it would be a departure from the so-called 'Carver' model that had been in operation since 2010/11. Adding a standing committee to the structure therefore prompted consideration of the overall model, in particular, the number of governance meetings annually. If an important element of scrutiny was delegated on a permanent basis, the number of Board meetings could be reduced and this would also streamline the management of supporting the governance of the College.

23. The report also included draft constitution and terms of reference for the proposed committee the establishment of which would require an amendment to Standing Orders. The Committee were in favour of the proposal and they considered the membership of the Committee which they agreed should comprise only external members of the Board

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

- 1 to establish a Quality & Standards Scrutiny Committee with the constitution & terms of reference proposed in the report, subject to the membership comprising only external members
- 2 to appoint four external members to serve on the Committee together with the Chair
- 3 to instruct the Clerk to amend Standing Orders to reflect the establishment of the new Committee
- 4 to decide the commencement date for the Committee and the pattern of meetings for the remainder of this academic year
- 5 to reduce the number of formal Board meetings from eight to five per annum to reflect the delegation to the Committee
- 6 to undertake a full review of committee memberships for 2018/19 following the recruitment exercise referred to in minutes 28-30 below

RESPONSE TO ESFA LETTER

25. The retiring Chief Executive of the ESFA had written to all FE colleges drawing attention to a number of areas relating to governance which had been identified from the agency's work in supporting colleges in difficulty. The Board had received the letter at their meeting in December and had asked this Committee to advise as to how to respond to the issues raised (copy attached to the signed minutes).

26. The Committee did not feel that any immediate issues arose for this College although there would be value in setting out for governors' benefit how the various issues raised in the letter were handled by the College. Specifically, governors mentioned the question of the financial contribution made by individual courses and the assumptions made when constructing the budget.

27. **Resolved** that the Principal be requested to present a report to the Board on 28 February 2018 setting out the issues raised in the letter in tabular form together with responses and any suggested areas/actions for improvement

BOARD MEMBERSHIP

28. The Committee reviewed the membership of the Board in view of the current two vacancies for external members and the retirements of three on 31 July 2018 (copy attached to the signed minutes). It was not known whether Joe McArdle would be willing to serve a further term and the Clerk was asked to contact him.

29. The Principal advised that there were several applications in the pipeline and the Committee would need to review these against the desired skill mix of the Board bearing in mind the skills being lost on 31 July. Currently, the skills identified were in accountancy, risk management and law and the Clerk was asked to refer to these specifically on the governance page of the College website.

30. The Committee agreed to hold a meeting on 19 March prior to the Board meeting to review applications received and determine future action on governor recruitment. It was hoped that proposed new governors could attend the governors' seminar on 6 June 2018.

31. The Committee noted that the student governor had resigned and that a replacement would be appointed at the next Board meeting.

DATE OF NEXT MEETING

5pm on Monday, 19 March 2018.