



THE SIXTH FORM COLLEGE, COLCHESTER

**Minutes of the Search & Governance Committee No.56  
8<sup>th</sup> June 2022**

[Virtual Meeting held via Microsoft Teams]

<b>Chair</b>	K. Finnigan
<b>Present</b>	M Atherton, I Vipond, S Codling, J Tallentire, J Leslie, A Beatty
<b>In Attendance</b>	I MacNaughton (Principal)
<b>Clerk</b>	T. Johnson

**Minute**

- 56.1 Apologies for absence**  
None. All members of the committee were in attendance
- 56.2 Any other business**  
None
- 56.3 Declaration of interests**  
J Leslie declared an interest in item 56.5(ii) member re-appointments  
The Clerk confirmed there were no declarations relevant to the agenda that required notification.
- 56.4 Minutes of meeting No. 54**  
The minutes of meeting No. 54 held on 8 October 2021 were confirmed as a true record of the meeting.
- 56.5 Matters arising**
- 56.5.1 The date of the spring term meeting was revised to 16<sup>th</sup> March
- 55.5.3 Stakeholder engagement/strategic plan: the strategy lead governor reported that stakeholder engagement through the consultation on the strategic plan is ongoing.
- 56.5.2 55.5.4 Skills Audits: the chair will contact those members who have not yet complete the skills audit due last year.

## 56.6 Membership [recruitment and retention]

Members considered the summary report provided by the Clerk

56.6.1 (i) **Skills Audits:** The skills audit was transferred to an online survey in 2022. The audit questions were revised to reflect the requirements of the Corporation post pandemic and to address previous issues i.e. previously for some areas such as child protection/safeguarding many longstanding governors were recording no experience in these areas, despite receiving in-house and online training and detailed and consistent reporting from the College. The 5-point Likert scale has been reduced to 3 with an additional option 'none of the above'. Members considered the skills matrices detailing current outcomes as at 05.06.2022 [6 responses]

The number of outstanding returns and the responsiveness of members was discussed. The Clerk reported on the number of reminders sent and the requirement for returns to be made as detailed in the Standing Orders and Codes of Conduct and annual declarations. Members concurred that the poor number of returns was not acceptable and instructed the clerk to resend the skills audit to non-respondents. Any outstanding after 7 days will be followed up by the Chair.

**Action: Clerk/ Chair**

56.6.2 (ii) **Recruitment:**

A targeted advert aimed at increasing the diversity of the board will be circulated to parents/carers/guardians via email. It was agreed that in light of earlier postponements the advert should be circulated in the autumn term to take account of the new intake.

In response to a governor query, the following equality impact assessment should be noted: positive action applies to protected characteristics. Positive action provisions mean that it is not unlawful discrimination to take special measures aimed at alleviating disadvantage or under-representation experienced by those with any of the protected characteristics. However, positive action does not allow, for example, an employer to appoint a less suitable candidate on the basis that the candidate has a protected characteristic that is under-represented.

The Clerk asked the committee to consider the resources expended on recruitment and the potential advantages to having recruitment 'windows' twice a year rather than continuous recruitment. The committee considered the clerk's recommendation to have 2 recruitment periods during the year i.e. mid-autumn and early summer, but with the option to bring recommendations for appointment to the Board at any time. The Committee agreed this action. The Chair will report this decision to the board.

**Action: Chair**

56.6.3 (iii) **Terms of Office**

Members considered the summary report including the information contained within the Code of Good Governance i.e. '*Governors should not normally serve for more than two terms of four years or three terms of three years*' noting that the previous exception i.e. 'where subsequently undertaking a new and more senior role, for example as chair' had been removed. This was in keeping with the Charity Governance Code: '*Trustees are appointed for an agreed length of time. If a trustee has served for more than nine years, their reappointment is subject to a particularly rigorous review and considers the need for progressive refreshing of the board and explained in the annual report*'

The Clerk reported that previously the boards response to these points has been to request

that the Search and Governance Committee review the current position of unrestricted terms of office, every 2 years.

Members of the committee reviewed the position re unrestricted terms of office position and determined that the following recommendation should be put to the board:

- Community members shall not ordinarily serve for more than two terms. In exceptional circumstances a member may serve more than 8 years.

In the context that some members of the current board corporation will have a personal interest, it was agreed that the wording for inclusion in the Standing Orders should not be drafted but taken directly from the governance code(s).

**Action: Clerk**

The Committee requested that membership documents show the number of terms served for each member.

**Action: Clerk**

56.6.4 (iv) **Reappointment:** please see minute 56.11

## **56.7 Self-Assessment [Strengthening Governance - Enabling Board Effectiveness]**

### 56.7.1 **External Reviews**

The external review report including the review timeline 2022 -2023/24 was considered.

External review guidance was delayed by over a year and finally published May 2022. There is a huge disparity between the figures quoted for external reviews, from 3k -10k+ (10k quoted in the recent SFCA webinar). Cost seems to be dependent on pre-review work.

The boards responses to the codes of governance will be central to the external review. In the revised Code of Good Governance there are now 92 'must' statements compared to 63 previously. Although the Code is not the only area of an external review with 137 points (some with multiple elements) it will be a key document.

The Principal expressed concern at the resources to be expended on an external review, at a time the UK inflation rate is at 10% and the sector is facing real terms reductions, on top of drastic real terms reductions in funding. Where possible members agreed to look to reduce costs, including learning first from other colleges, re scope and value for money.

It was agreed that the optimum time for a review to take place would be summer or autumn 2023

### 56.7.2 **Key Efficiency Indicators** (interim update)

For the benefit of new committee members, the Chair explained that the full self-assessment report is presented to the committee in the autumn term.

Members considered the 2021/22 interim update and agreed the 2022/23 targets.

Lead governors & visit days: Members considered the summary report including post pandemic timeline and visit day/lead governor working road map 2019 -2022. It was noted that the most significant impact of 2 years of 'governance online' has been the delayed imbedding and expansion of the visit days/lead governor system including reporting frameworks. The clerk reported that the expectation in March 2020 was that the scheme would evolve and embed over the 24 months March 2020 – March 2022, (2 full cycles) facilitating a full review and evaluation of the success of the scheme Summer 2022. The Covid Pandemic had a significant impact on the establishment of the scheme which continues to evolve and imbed.

Due to the pandemic the last year governors had 2 visits days was 2018/19 and therefore 2022/23 would be the first year of full year lead governor and visit day operations since the decision to implement scheme permanently was made.

56.7.3 [Annual Self-Assessment Review \[deferred from prior meeting\]](#)

The funding requirement for an annual review is not a problem for the board. Annual self-assessment reviews have been carried out since 2017. (2021 decision taken not to undertake the annual self-assessment review due to the pandemic)

56.7.4 [Corporation self-assessment review 2022](#)

Operational questions had been added to the self-assessment questionnaire, which has been remodelled into an online survey Following a significant number of follow up emails and individual contacts 13 /15 governors completed the survey, therefore, the target for 100% completion was not achieved.

Members considered the outcomes of the 2022 self-assessment review noting areas where members were not fully in agreement and any resulting work that may need to be undertaken. Members noted the prior conclusion that more work needed to be undertaken to establish why not all members 'felt that governors establish clear expectations for executive leaders in relation to the process of educational improvement and intended outcomes'

It was also noted that the attendance at meetings and engagement generally had been commented upon. The Clerk reported on attendance to date noting that currently the overall attendance figures were being impacted by new members who had various reasons for not being able to commit fully at this time or long-standing governors approaching retirement. The clerk was asked to review the recruitment and induction programmes with a view to identifying a solution to the emerging issue including assessing whether more could be done to ensure potential members were aware of the commitment required prior to taking on the role.

**Action: Clerk**

56.7.5 [Code of Good Governance • Charity Code • Remuneration Code.](#)

Members received the Code of Good Governance noting the additions and revisions made compared to the previous version. Outcomes from the initial benchmarking exercises will be actioned during the 2022/23 year and reported to stakeholders through the annual report. The clerk advised those present that as a condition of funding the board is required to report non-compliance with any 'must' area(s) in the report. The report is published on the website and submitted to the ESFA.

The Principal advised the meeting that the consultation surveys currently being undertaken by the strategic plan working group were demonstrable evidence of engagement with stakeholders. The strategy lead governor informed the committee that ongoing stakeholder engagement will feature in the strategic plan. The clerk advised members that they may wish to consider formalising their strategies into a stakeholder engagement plan.

The Clerk was thanked for her work in preparing the new matrix and tasked with documenting the evidence demonstrating how the Corporation applies the principles of the code in practice and mapping the Code against the principles of the Charity Governance Code. The clerk advised the meeting that it is important that members own the responses to the codes and therefore governors should be prepared to contribute to the process. The initial benchmarking will be reviewed by the committee in the autumn term. The 2021/22 year's progress against the Codes will be reported within the 2022 annual report.

**Action: Clerk/committee members**

## 56.8 Corporation development

56.8.1 The revised 2021/2022 training and development reports, including induction and safeguarding and the training were received and noted.

2020/ 2021 there was a significant uptick in training and development sessions attended by members. In 2021/22 there had been a significant decline in the number of members attending training or development - as recorded via Forms.

The Chair reported that following discussions on the clerking resources required to deliver the May 2022 visit and developmental day and the rise during April 2022 of Covid numbers a decision had been taken to cancel the visit day.

The training and development narrative and interim headline evaluation - 2020/21 (full year-11 months) 2021/22 (9 months) were discussed. Concern was expressed at the low number of members accessing training and development during the year was very low in comparison to prior years. The Clerk informed the meeting that investigations are being made with a view to sourcing an additional online developmental programme that offers differentiated programmes to suit all levels of competencies.

**Action: Clerk**

The revisions to the training plan for the year and the 2022-2023 key efficiency targets were agreed and will be presented to the board as part of the self-assessment review at the autumn term Corporation meeting.

**Action: Clerk**

56.8.2 [Governor • member• clerk competency frameworks.](#)

The awaited DfE governor competency frameworks and the information re training and development funding have not yet been published.

## 56.9 Policies, procedures and delegation

56.9.1 [Policies & procedures:](#) the policy and procedures schedules were reviewed.

There was one change requested to the review and delegation limits previously applied to the allegations against adult's policy. At the request of the College the committee agreed to recommend that a 3-year review (or more frequently if legislation or statutory guidance dictates), undertaken by the Search and Governance Committee be applied to the policy.

No other amendments were requested. The amendment will be placed before the Corporation as part of policy and procedures schedule at the July Corporation meeting.

**Action: Clerk**

56.9.2 [Standing Orders:](#) the annual review of the Standing Orders was undertaken.

The Clerk reported that the Standing Orders had been reviewed for compliance and for consistency with new and emerging governance practices and as applicable suggested revisions presented for governor consideration.

The committee unanimously agreed to recommend to the Corporation adoption of the draft revisions. [see minute 56.6.3]

**Action: Clerk**

56.9.3 [Code of Conduct:](#) deferred to the next meeting.

**Action: Clerk**

## 56.10 Delegation

56.10.1 **Lead Governors:** The analysis of governor departmental visits and reports, lead governor annual reports [see also minute 56.7.2]

To the statistical report and the working road map summary were discussed. Following consultation with managers the terms of reference for most lead governor posts are in place, with only the new posts and two previously outstanding terms remaining. All terms will be in place for the start of the 2022/23 year.

The schedule of lead governors for the 2022/23 year was agreed.

56.10.2 **Committee Structure:** the terms of reference for the Boards operational and statutory committees were reviewed. It was noted that the proposed revision to the Search and Governance committee's terms of reference expanded upon the generic 'board effectiveness' statement. As a critical component of the strategic model of governance it had also been considered important to discretely reference within the terms, the detail of the work undertaken re the lead governor structure.

It was unanimously agreed to recommend adoption of the terms to the board.

## 56.11 Re-appointment of Members

Having considered the corporation's skills audit, members unanimously agreed to recommend the re-appointment of J. Leslie as a community governor to serve a term of 4 years.

*There being no other business the chair closed the meeting at 14.58pm*

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*These minutes were approved by the Search & Governance Committee on  
06.10.2022 2022 [Minute No. 57.4]*

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