



Search and Governance Committee

Minutes of meeting 57 held on 06 October 2022

[Virtual meeting held via Microsoft Teams]

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

Minute

57.1 Apologies for absence

None. All members of the committee were in attendance.

57.2 Any other business

The Chair informed those present that J Leslie had resigned from the committee due to current work commitment.

Members agreed, that in order to secure maximum attendance all future committee meetings should be held via Teams.

57.3 Declaration of interests

M Atherton declared an interest in item 57.5(ii) member re-appointments. It was noted that K. Finnigan, Committee Vice Chair, would act as committee chair during the relevant agenda item.

The Clerk confirmed there were no declarations recorded on the register that required notification.

57.4 Minutes of meeting No. 56

The minutes of meeting No. 56 held on 8 June 2022 were confirmed as a true record of the meeting.

57.5 Membership [recruitment and retention]

Members considered the summary report provided by the Clerk. The following matters were discussed.

57.5.1 Suitability and commitment proposals.

As previously requested the Clerk had undertaken a review of the recruitment and induction programmes with a view to identifying a solution to the emerging commitment and retention issues, including assessing whether more could be done to ensure potential members were aware of the commitment required prior to taking on the role. The Clerk's report and proposal for a pre-appointment, suitability and commitment process were discussed.

It was noted that the Board's recruitment and retention statistics are, compared to many in the sector, very good and prior to the pandemic the Board had not experienced any

engagement or commitment issues. However, despite additional support from the clerk, the lack of engagement and commitment exhibited by a small minority of members

recruited during the pandemic (all those recruited during the pandemic were actively seeking governorships) who had various reasons for not being able to commit fully at this time or long-standing governors approaching retirement. had recently had a noticeable and negative impact on the workload of other governors and the clerk.

Significant resources are invested in each new governor's induction process. During interview and induction, the required commitment is restated. Successful completion of induction, including safeguarding training within a require timeframe, is a condition of appointment. The support available from; the clerk, college management, the SFCA and through the peer mentor programme, is discussed at the initial contact stage and reinforced during induction.

It was noted that the value of the mentoring programme has in some cases declined. Reasons for this include the availability, skills and the number of experienced mentors available. The Chair stressed the importance of experienced governors recognising their role as mentors.

The Clerk advised that there is a need to recognise that the role of a governor in an FE college has changed over the past decade and has recently been compounded by the government's strengthening governance and accountability framework.

The Principal informed the meeting that historically, personal engagement with the College for example, parents of pupils or former pupils, and those with experience of governance in schools had historically led to long term, committed members of the Board.

The outline of the draft suitability and commitment programme, was discussed. It was noted that the programme aims to support the Board through:

- offering interested parties, a structured programme of governance activities, as part of the recruitment /induction process
- enabling the board to assess commitment and suitability prior to determination of appointment
- reducing the risk of appointing persons who have misjudged the commitment required to be effective board members
- enabling candidates, who have applied for membership and passed relevant safeguarding checks etc. to be 'governance ready' - an effective member from day one

It is anticipated that the programme would be for a period of approximately 6-9 months and at the end of the programme all those involved will be invited to provide input to a summary review, to be considered by the committee as part of the appointment recommendation process. The programme can be stopped by either party at any time and if at any point safeguarding concerns arise, the process will be terminated immediately.

Members discussed potential disadvantages in terms of resourcing, in the context that the normal induction package would still be run for staff, parent and student governors and therefore this would be an additional process for the clerk to administrate, evaluate and report.

The clerk responded explaining that although the proposed programme is a more labour-intensive process than the current induction package, it would become apparent quite early in the process if a candidate is unsuitable or has underestimated the commitment and engagement required. It is expected that a positive outcome of the programme, would be a reduction in the clerking time currently expended supporting members who, for a variety of reasons have not been able to fully commit to the role.

The committee agreed that the Clerk should draft a sample suitability and commitment programme for consideration at the next meeting.

Action: Clerk

[After the meeting the clerk confirmed that all members, appointed during the pandemic were assigned a mentor and provided with the role descriptor and the e-links document schedule (one click access to governance documentation)].

The potential implementation of a new programme will be highlighted to the Board at the next meeting

Action: Chair

57.5.2 Vacancies and proposed reappointments

Vacancies [56.6.2]

The targeted recruitment advertisement, aimed at increasing the diversity of the board will be circulated to parents/carers/guardians by email via the College. The advert recognises the value of positive diversity and identifies, for interested persons, the communities that are currently under represented on the Board i.e. highlighting that the Board would particularly welcome applications from people who identify as:

- having a disability
- Black, Asian or from a Minority Ethnic community.
- LGBTQI+

It was agreed that in light of earlier postponements, it would be advantageous for the advert to be circulated as soon as practicable.

Action: College

The use of social media as a governor recruitment tool was discussed. The Principal counselled members on the issues around using social media platforms as a communication tool. The Chair and Vice Chairs were tasked with considering this matter further.

Action: Chairs

Alumni

The Principal will confirm whether an Alumni register was created.

Action: College

Reappointment of members

The agenda item was deferred to the end of the meeting [57.8]

57.6 Corporation development and self-assessment

57.6.1 Members were reminded that it is a condition of funding that the Board undertakes an annual self- assessment review and confirmation that the review has taken place must be documented in the Corporation's annual report and financial statements.

Members considered the 2022 review, which included discussion re the October 2022 reports as follows:

- Board effectiveness – key efficiency indicators incl analysis of visits to the College.
- Self-Assessment questionnaire – 2021 to 2022 outcomes
- Benchmarking compliance - Code of Good Governance & Charity Code
- Training and Development Review October 2022 and 2022-2023 Training Offer
- Skills Audit - summary
- Equality and Diversity Review as at July 2022 - to be submitted to the ESFA November 2022

- Attendance – review and benchmarking [August 2022]

(i) Review of Board Effectiveness – key efficiency indicators incl analysis of governor departmental visits and reports

The August update provided the position at year end with prior years' indicators and outcomes provided for context.

Members discussed the 2021 to 2022 targets that had not been attained. It was noted that achievement of these targets had been negatively impacted by a minority of individual members' whose attendance and engagement with training & development activities during the year had been poor. The clerk reported that member attendance and engagement is being closely monitored and reported to the Chair. It was noted that the performance and effectiveness of each governor is assessed on an ongoing basis by the Chairs of the Corporation who undertake an individual development interview with each governor as part of the Corporation's cyclical programme of governance reviews. The clerk advised the meeting on the relevant sections of the Standing Orders and Code of Conduct.

(ii) Annual Governance Self-Assessment Questionnaire

The clerk reported that the alternative approach to securing responses i.e. a shorter timeframe for completion with closure on a set date, had elicited some success, with 12 responses received before the deadline. Members agreed that all governors must complete the questionnaire and the skills audit, with those members not complying held to account. The clerk was asked to send additional reminders to non-respondents. Responses received before the October half term would be included in the final Self-Assessment Report presented to the Board at the December Corporation meeting.

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. In particular, members considered responses covering: stakeholders, information and benchmarking, internal control process, risk, recruitment and continuous professional development (CPD). There were no urgent matters identified, with most matters covered by the current schedules of reporting or the training and development plans in place for the 2022 -2023 year. In relation to the responses to the questions around the recruitment and CPD of staff, members agreed to consider at the next meeting (after receipt of the annual HR report by the Board) whether a development session covering recruitment and CPD would be beneficial.

Action: Committee Members

The Strategy Lead Governor highlighted relevant elements of the new strategic plan including stakeholder engagement, the identification of strategic risks within the executive summary and the arrangements leading to a financial assessment of the strategic aims.

(iii) Benchmarking: Code of Good Governance • Charity Code • Remuneration Code [October 2022]

In response to governor questions the clerk explained that as a condition of government funding, the Corporation must comply with one of the 3 prescribed governance codes of practice. Additionally, the Corporation is required, in its annual report and financial statements (provided to the ESFA and published for other stakeholders), to provide a summary of any areas of non-compliance. Although the Code of Governance is not the only source of information considered during an external review, with circa 92 'must' statements, some with multiple elements, it will be a key document.

Committee members were asked to consider the initial narrative including; the evidence given to demonstrate how the Corporation meets and applies the Code and, as applicable, any proposed actions required to attain compliance. Members were asked to determine whether the evidence for each point is sufficient to satisfy the required 'must' or 'should' criteria.

Action: Committee Members

15.03 J.Tallentire left the meeting

(iv) Skills Audit

The Clerk reported on the actions taken to secure the maximum 16 responses. 13 audits (incl. 2 staff governors) had been completed. Members of the committee were asked to note the outcomes of the audit and identify any current and future skills gaps. Members agreed that there were no immediate skills gaps. However, there were some key skills, highlighted by the audit, that required strengthening. These skills had been included as a secondary focus for the current recruitment campaign and included finance or audit, property, IT systems, health & social care and safeguarding.

(v) Equality, Diversity, Inclusion (EDI)

The clerk explained that the Board's EDI questionnaire is used to inform the mandatory ESFA governor workforce return and to review the diversity of background of the Corporation's members, identifying imbalances subsequently informing governor recruitment and training.

The Board uses the social model to inform disability action planning. Concentrating on the environment and proactively removing wherever possible, any issues that may be a barrier to a person becoming a governor or remaining in post. In this context, the survey has helped to identify one member for whom adjustments may be required but are not currently in place.

Members of the committee were asked to note the outcomes of the questionnaire and identify any resultant actions. The Committee agreed that it would be sensible to wait for the outcomes of the current recruitment process (aimed at increasing the diversity of the Board), before making any determination about future actions. Board diversity and inclusion objectives will be discussed by the Committee during the year and included in the annual report to stakeholders 2022 to 2023.

Action: Committee Members

(vi) Attendance

Members considered the attendance data for the 2021 to 2022 year including that for individual and corporate attendance at committee meetings, corporation meetings, visit days and training/development sessions. Comparative (past 5 years internal and external data) was also noted.

Although overall attendance at 78% was a return to average pre-pandemic levels, members were concerned that overall attendance had fallen significantly compared to the prior two years and significantly below the target of 91%. Benchmarking against other FE Colleges and Sixth Form Colleges (SFCs) only, showed that for the first time the Board were below national benchmarks and at the lower end of the range for SFCs.

The data was considered in the context of the impact that a minority of individual members' poor attendance and engagement with training & development activities had on

the overall statistics - when the data for these governors is removed the key efficiency indicator target for attendance, is achieved.

The Chairs' annual conversations with members, includes a discussion on barriers to attendance. The Clerk reported that member attendance is being closely monitored with a view to early intervention.

Governor • member • clerk competency frameworks

The clerk reported that the awaited DfE governor competency frameworks have not yet been published.

In response to a former member's request for an amalgamated document, the clerk confirmed that the Board will be presented with the self-assessment review as standalone document and as a summary with individual appendices. It was noted that due to its size it was unlikely that the single document could be delivered via email.

57.7 Policies, procedures and delegation

57.7.1 **Corporation Code of Conduct** – consideration of the draft Code of Conduct was deferred to next meeting.

Action: Clerk

57.7.2 **Recruitment Policy** – the revisions to the policy were considered. The Policy was unanimously **agreed**.

57.7.3 **Training and Development policy** – consideration of the draft policy, to be prepared by the clerk, was deferred to next meeting.

Action: Clerk

15.14 M Atherton withdrew from the meeting due to a personal interest in the next agenda item. K Finnigan was appointed Chair for the remainder of the meeting.

57.8 Reappointment of Members [agenda item 57.5.2]

Having considered the Corporation members' current skills audit, outcomes of the Board's self-assessment review and the governance contribution made during the first term of office. It was unanimously agreed to recommend to the Board the reappointment of M Atherton, as a community governor for a 4-year term of office commencing 28.01.2023

Action: Clerk & Vice Chair

There being no other business the meeting closed at 15.15

These minutes were approved by the Search & Governance Committee 25.04.2023

[Minute No. 58.4]
