



education
training
collective

Search and Governance Committee Minutes

Meeting held on Thursday 14th January 2021 at 2.30 pm via 'Zoom' (remote meeting technology)

Governors: Phil Cook (Chief Executive and Group Principal), Rob Mitchell, Mark White and Norma Wilburn (Chair)

Officials: Sarah Thompson (Clerk to the Corporation)

Declarations of Interest

There were no declarations of interest.

S21/1 Agenda Item 1 – Welcome, apologies, declaration of interests, notification of other business

The Chair welcomed members to the meeting. Members noted apologies from Sam Young, Governance Support Officer. Members noted that Mark White's reappointment as a governor would be considered under Agenda Item 3, and Mark would withdraw for that item. There were no additional items of business notified for consideration.

S21/2 Agenda Item 2 – Minutes of Previous Meeting

Minutes of the Search and Governance Committee meeting held on 15 October 2020 had been circulated and were **approved** as an accurate record.

Members considered the actions arising from previous meetings and noted that a number were now complete with one action in progress. The Committee Chair reported that she had spoken to Anne Vickers as a new governor and Anne had highlighted her experience and involvement as a safeguarding governor elsewhere. It was **agreed** that Anne should be asked to take a more prominent role supporting the Safeguarding Link Governor.

S21/3 Agenda Item 3 – Corporation and Committee membership, recruitment and succession

The Clerk presented her circulated report.

Governors considered a proposal to reappoint Mark White, Corporation Chair, at the end of his current term of office in October 2020 for a term of nine months. The reason for this was to support succession to a new Chair, in light of delays with the

Corporation succession planning process due to COVID-19 restrictions. All members were supportive of this proposal.

Members noted one current vacancy for an external governor, with a further vacancy arising in September 2021 at the end of Richard Poundford's term of office. A further vacancy would arise at the end of Mark White's term of office. Financial / accountancy skills and capital project / property management skills had been identified as priorities for recruitment. It was suggested that approaches could be made to members of NETA Board to ascertain their interest and suitability in serving as Board members. It was also proposed that, if internal recruitment efforts were unsuccessful, it could be appropriate to seek external recruitment support, from a recruitment agency. Other potential approaches included looking at the shortlist for Tees Valley Businesswoman of the Year award and using 'The Girls' Network' contacts.

Governors noted the Board composition information provided and recognised the importance of a diverse Board in bringing richness to discussion. It was recognised that data collection in respect of governors did not currently reflect all protected characteristics, for example, data on sexual orientation was not currently collated. It would be important to ensure the diversity of the Board was visible, both in order to encourage and inspire individuals that could feel excluded and also to make real the College Group's commitment to equality and diversity.

Members **noted** the membership update and **agreed**:

- i) to recommend to the FE Corporation the reappointment of Mark White for a term of nine months to 31 July 2021;
- ii) to commence recruitment for up to three Board members;
- iii) that arrangements should be made for Norma Wilburn and Rob Mitchell to meet Mark Wilson and Phil Heathcock, NETA Board members.

The Clerk also agreed to contact the lead for the Equality and Diversity Committee to highlight Rob Mitchell's interest in involvement with the group.

S21/4 Agenda Item 4 – Corporation Leadership Succession Planning

The Clerk presented her previously circulated paper detailing progress in respect of Corporation leadership succession planning. It was noted that the position had now changed significantly and it would be appropriate to re-draft the Corporation Leadership Succession Planning Action Plan to reflect this. Members also noted a proposal to enhance membership of the Corporation Leadership Succession Planning Task and Finish Group with the appointment of Louise Davies and Rob Mitchell.

Members **agreed**:

- i) to recommend to the FE Corporation the appointment of Louise Davies and Rob Mitchell to the Corporation Leadership Succession Planning Task and Finish Group;

- ii) that the Corporation Leadership Succession Planning Action Plan should be re-drafted.

S21/5 Agenda Item 5 – Corporation Chair’s Appraisal 2020-21

The Clerk presented her report proposing a change to the process for appraisal of the Corporation Chair. Previously, the appraisal process had used a relatively basic questionnaire, with outcomes collated by the Governance Team. Governance4FE, an online governance community, had recently developed an online tool for 360° appraisal of the Corporation. This was a slightly longer but more sophisticated process, which provided the Corporation Chair with an action planning document. Members were supportive of the process and requested that the Clerk ensure that the Corporation Chair role description align with this questionnaire.

Members **agreed:**

- i) to trial the online tool to confirm effectiveness and appropriateness. The Clerk would e-mail the link to governors;
- ii) to recommend the appraisal process for the Corporation Chair to the FE Corporation, subject to a successful trial.

S21/6 Agenda Item 6 – Virtual Governance

The Association of Colleges (AoC) and College Development Network (CDN) had issued a report providing some findings and recommendations in respect of virtual governance, following the move of Corporations to online meetings as a result of COVID-19 restrictions. Governors were supportive of some proposals, for example, the use of meeting breaks and using comments in the Chat within the formal record of meetings where appropriate.

Members discussed a proposal around making use of online meetings to recruit from a wider geographical base and were of a view that it was important for governors to know and understand the college and its communities. In addition, that it was essential for governors to understand the impact of their decisions. This could be more difficult for governors that were geographically distant from the college.

Members also considered the ongoing use of online meetings and other events and were generally supportive of some governance activity continuing online where this was appropriate and helpful. An example could be governor training activity. The report also suggested governors consider a process to evaluate the effectiveness of online meetings. Governors commented that existing governance evaluation processes, including Chair’s appraisal, governor one to ones and annual governor self evaluation were adequate to determine the effectiveness of online meetings. It was noted that discussions were ongoing to move governance activity more in line with the college Group’s online environment, for example, through use of Teams for

document sharing and meetings and this would be progressed further once there was capacity within the IT Team.

Members **agreed** to recommend to the FE Corporation:

- i) that breaks should be planned into meetings, particularly online meetings;
- ii) that the protocol for virtual meetings should be formally adopted as an Annex to the Standing Orders;
- iii) that comments included in the Meeting Chat (to all participants) should be considered as a formal part of the meeting record and used to supplement minutes where appropriate.

S21/7 Agenda Item 7 – Any Other Business

There were no further items of other business.

S21/8 Agenda Item 8 – Approval of Documents for Public Inspection

It was **agreed** that the agenda and supporting documents should be made available for public inspection. Minutes would be published following committee approval.

S21/9 Agenda Item 9 – Date and time of next meeting

The next meeting was scheduled to take place on Thursday 10 June 2021, 2.30 pm

S21/10 Agenda Item 10 – Key Themes

The following items were identified as key themes:

- Recommended reappointment of Mark White as a governor to ensure a smooth transition to a new Corporation Chair
- Agreed to commence recruitment for up to three governors, with particular focus on accountancy / financial and capital / estates
- Reviewed progress with Corporation Leadership Succession Planning
- Recommended use of the online Governance4FE 360° Chair’s Appraisal tool for the Corporation Chair’s appraisal 2020-21
- Reviewed AoC Virtual Governance report and recommended minor changes to improve effectiveness of online meetings

(The meeting ended at 5.15 pm)

Approved at a remote meeting held on 17 June 2021