

Date: 10 June 2020

Venue: Zoom (Online Meeting)

Present: Gwyn Arnold (Chair)
Chris Linacre
Ian Falconer
Angela Foulkes
Beri Hare
Michelle MacDonald (staff governor)

In attendance: Alison Shillito, Governance Advisor and Clerk to the Governing Body
John Mothersole, Chair Designate

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**Action
by whom by when**

20/2/1 Welcome, introduction and apologies

- 1.1 The Committee noted apologies from Stephan Hollingshead, Seb Schmoller and Kim Streets. The meeting was quorate.
- 1.2 Members noted that the Clerk had agreed with the Chair a reduced agenda to concentrate on urgent matters. The matters from the cycle of business that were delayed to a future meeting and/or for action in consultation with the Chair were:
 - further consideration of the work on governor training/induction;
 - draft Committee self-assessment 2019/20;
 - 2020/21 Committee work plan.

20/2/2 Declaration of interest

- 2.1 The Committee noted the standing declarations of the Chief Executive and Principal (CEP) and the Staff Governor as members of staff of the College. The Staff Governor agreed to withdraw from the relevant section of Item 7 for the discussion of the Staff Governor Election, by per I&A Instrument 14(5)(b). There were no items requiring the CEP to withdraw.
- 2.2 Ian Falconer declared an interest in Item 7, Membership, to the extent that it proposed to recommend his reappointment. The Committee agreed that Ian Falconer was not required to withdraw from the meeting but he would not be counted as part of the quorum for that resolution and would not be entitled to speak or vote.

20/2/3 Minutes of the meeting on 5 February 2020

The Committee approved the minutes of the meeting held on 5 February 2020 as an accurate record.

20/2/4 Matters Arising and Action Record

- 4.1 The Clerk presented the action record. The Committee approved:
- i) that the action record was complete (all the actions from the meeting of 5 February having been added);
 - ii) that actions marked as complete be removed to the completed actions log;
 - iii) that minute ref 19/3/10.2 (1:1 meetings with governors) was also complete and the report included in agenda item 7. This item could be removed;
 - iv) the rescheduled deadlines for access to committee data; completion of the components of the annual self-assessment and further consideration of induction and training, as above.

20/2/5 Governance Improvement Priorities 2019/20 – update

- 5.1 The Clerk presented the report, an update on the action to make progress on achieving the governance priorities agreed by the Governing Body following the Ofsted Inspection in September 2020.
- 5.2 The Committee commented members were pleased with the progress overall particularly on the priorities that focused on maintaining governor focus on fostering excellent learning and teaching. Governors should continue to ensure that this was consistently implemented across all committees.
- 5.3 It was less clear that governors were having an impact externally. The members made a number of suggestions to address this including:
- create a map of existing governor links with the College's key external stakeholders, identify gaps where there is no link; prioritise those gaps that most closely link to the College's aims and develop a plan to secure governor engagement;
 - identify external projects in the region that the College is well-placed to lead and support e.g. as part of SCR Mayor's recovery plan for the region;
 - creating a targeted plan of a few engagements that are clearly linked to achieving specific aspects of the College strategy.

5.4 ACTION

The Committee agreed that for 2020/21, the September Strategy Event should include external networks with the aim of developing a plan for one or two governors to engage in specific external projects or networks

Clerk
Chair
GB

9/09/20

- 5.5 The Committee also considered how to maintain an overview of the operation of governance during remote working. The Committee agreed the following action:

ACTION

Chair of SRG to contact other committee chairs informally to discuss how current arrangements are working and any further action required (particularly areas that had been de-prioritised in May-June meetings). The findings would inform the annual self-assessment and considering which elements of remote working might be adopted in the longer term.

Chair of SRG 31/7/20

20/2/6 Board effectiveness review 2019/20: commissioning external input

- 6.1 The Clerk presented the report proposing the scope of the review, a draft request for proposals and that the review with external input proceed even though the reviewer would probably only be able to observe virtual meetings.
- 6.2 Members agreed that
- the Board should press ahead with the review;
 - the external input needed to be light touch but knowledgeable about the FE operation and governance. The request for proposals should reflect this so it reflects the budget and intent;
 - the scope should be clear that the College is not requesting a full external governance review;
 - the review should not generate any undue burden on staff, particularly paper authors whose main focus should be on leading the College through Phase 3 and beyond;
 - the timescale presented, with the final report scheduled for the end of October, was reasonable;
 - the Chair of SRG should choose an individual consultant who knows the FE sector and understands the practicalities of running a large metropolitan GFE.
- 6.3 The Committee approved the paper subject to review and refining of the scope as above.

ACTIONS

- i) Clerk and Chair of SRG to review the scope to ensure it is sufficiently focused for dispatch to potential consultants as soon as possible;
- ii) Clerk to contact consultants suggested by members as having a strong FE background to seek proposals.

SRG Chair/ Clerk 15.6.20
Clerk 19.6.20

20/2/7 Membership report

- 7.1 The Clerk presented the membership report and succession plan. The Committee considered the report as follows.

7.2 Re-appointments:

[For this part of the item, Ian Falconer was not part of the quorum and did not speak or vote on resolution]

The Committee **noted** that the Chair of Governors had completed individual meetings with governors who were coming to the end of their term of office and resolved to recommend for approval to Governing Body the following extensions terms of office:

- Richard Calvert: that the Governing Body (GB) extends Richard's initial term of office for 2 years until 31/7/2022;
- Ian Falconer: that the GB extends Ian's initial term of office for 2 years until 31/7/2022;
- Stephan Hollingshead: that the GB extends Stephan's initial term of office for 2 years until 31/7/2022.

7.3 **Succession planning and search**

The Committee noted that there would be two vacancies arising from 1/8/2020 (following retirement of Kim Streets and Chris Linacre) and two further vacancies arising during 2020/21 (following retirement of Seb Schmoller no later than 31 March 2021 and John Timms on 31/7/2021). The Committee had previously reviewed the governor profile and skills matrix and agreed skills priorities to strengthen the overall mix.

7.4 **Search**

The Clerk reported that in the last call for expressions of interest in becoming a governor, the College had received eight expressions of interest. The panel appointed at the last meeting met on 30 April and selected six potential candidates and asked the Chair of Governors, CEP and Chair Designate to contact these candidates to discuss their interest via videoconference. The discussions were concluded and the panel recommended that four candidates be invited to a governor selection meeting and possibly one candidate be considered for co-option to ARAC.

7.5 Members agreed that the selection process was a mutual discussion, not an interview. Ideally, candidates would visit the College and meet face-to-face with members for that discussion. It was uncertain when the Clerk would be able to schedule such meetings on campus as the College would be continuing to focus on using maximum capacity for student learning that could not be done remotely. The Committee supported this approach and that governors should be showing leadership for the technology that they were encouraging staff and students to adopt. It was suggested that selected candidates be invited to observe a governor meeting to inform candidates' decision making.

7.6 The Committee approved:

- to proceed to final selection via a videoconference;
- a smaller Selection Panel comprising the Chair of SRG, the Chair Designate, the Chairs of ARAC and TLQSE and the staff governor, supported by the Clerk.

ACTION

Clerk to arrange videoconferences and circulate details of previous discussions to panel members.

Clerk 30.6.20

7.7 Michelle MacDonald left the meeting at 10.30.

7.8 Staff governor elections

The Clerk presented proposals for a revised timetable for nomination and the new online election process.

7.9 The CEP commented that the timings set out in the paper fit in with the College's priorities. It would be sensible for the Clerk to circulate information and raise awareness in July in preparation for the nomination process to run in the first full week of College operation in August (a period of restricted leave for all staff).

7.10 Taking the CEP's advice, the Committee resolved to

- approve the revised timetable proposed in the paper;
- recommend approval to the Governing Body of an extension to the terms of office of the current staff governors from 1 August to 31 October 2020.

7.11 Student governors:

The Committee noted that the Students' Union President had resigned from the role and the Deputy President had withdrawn from her role on the SU Executive Committee. As most students were now near the end of the year it was not feasible to propose alternative nominations from the SU Executive Committee for the remainder of 2019/20.

7.12 Members expressed disappointment that student voice on the Board continued to be a weakness and discussed how this could be addressed in future. The Clerk reported that the Vice Principal Higher Education and Academic Studies had developed proposals, with the SU Executive Committee, to strengthen nomination processes. The proposals aimed to encourage more students to develop their skills and understanding of being a student representative. As well as broader benefits, this would equip students, coming through FE into Higher Skills, to stand for election equipped to represent their peers and understanding the demands of being a governor. The VP HEAS would be presenting these proposals to the TLQSE Committee at its meeting on 17 June.

7.13 The Committee noted the report and looked forward to receiving further assurance on the action being taken to strengthen student voice on the Governing Body, following the meeting of TLQSE Committee.

20/2/8 Review of meeting and closing remarks

Members commented that the meeting had been productive and efficient.

20/2/9 Date and time of next meeting

1 November 2020