

Date: 10 February 2021

Venue: Zoom (Online Meeting)

Clerk to the Corporation
Granville Road
Sheffield, S2 2RL
Tel: 0114 260 2620
Email
alison.shillito@sheffcol.ac.uk

Present: John Mothersole, (Chair)
Gwyn Arnold
Ian Falconer
Angela Foulkes
Beri Hare
Stephan Hollingshead
Seb Schmoller

In attendance: Alison Shillito, Governance Advisor and Clerk to the Governing Body.

Action

by whom **by when**

21/1/1 **Welcome, introduction and apologies**

- 1.1 The Committee noted apologies from Saleem Rashid. The meeting was quorate.

21/1/2 **Declarations of interest**

- 2.1 The Committee noted there were no new standing declarations and none were relevant to the business.

21/1/3 **Minutes of the last meeting**

- 3.1 The Committee approved the confidential minutes of the meeting held on 11 November 2021 as an accurate record and the open minutes, subject to the following corrections.
- i. Beri Hare to be added to attendance list.
 - ii. Item 2.1 to state that Gwyn Arnold and Beri Hare withdrew from the meeting when the committee considered their reappointment.

- iii. Correction of the dates in item 7.1 for the reappointments in line with the recommendations in the paper that was approved by the Governing Body (GB) on 9 December.
- iv. Correction of reference numbering for “20/3/8”, incorrectly recorded as “20/38”.

ACTION: Clerk to amend minutes of the last meeting and publish the confirmed minutes on the website.

Clerk 26/2/21

21/1/4 Matters Arising & Action Record

4.1 Minute ref TLQSE 20/1/6.3i: Curriculum heat maps: action to be carried forward and reviewed in the light of the Digital Strategy and possible changes to reporting via dashboards.

4.2 Minute ref 20/6/6.1 Membership Report: the Clerk reported that she had updated the attributes in the policy.

ACTION: add governor attributes to the Skills Matrix and circulate to governors to self-assess with the annual governor review.

Clerk 1/3/21

4.3 Minute ref 20/3/9.2 Governors Development and Training Report 2019/20: Clerk to follow up governors who have not completed mandatory training. The Committee agreed to extend the deadline to 28 April.

ACTION: issue reminders to any members with mandatory training to complete.

Clerk 28/4/21

4.4 Minute ref 20/3/9.2 Governors Development and Training Report 2019/20: deadline extended for proposals for further governor training to follow annual governor review process.

ACTION: develop proposals for governor development to meet the needs identified in the governor review process.

Clerk/
SRG
Chair 28/4/21

4.5 Minute ref 20/3/10.4 Self-Assessment against AoC Code of Good Governance:

ACTION: extend the deadline for Clerk and SRG Chair to consider priority and timing of a GB report on TSC community engagement in the pandemic.

Clerk/
Chair 31/7/21

4.6 Minute ref 20/3/12.2 Review of meeting and closing remarks: the agenda for the meeting includes the Board Effectiveness Review so this action was closed.

4.7 The Committee received the update and noted the actions in progress. The Committee agreed to extend deadlines for actions as above.

21/1/5 Board Effectiveness Review

5.1 The Chair introduced the report commenting that it provided assurance that the GB is effective and having a positive impact on the college improving its education provision. The report recommendations suggest ways in which the GB might build on its good practice to operate more efficiently.

5.2 The Committee considered the report and the main issues discussed were as follows.

Efficiency: the report echoes recent governor feedback that meetings should have fewer papers and more focused agenda. It is important for all governors, and particularly committee chairs, to be included in the conversation about how this can be achieved and what to reduce as there has been a tendency to ask managers for more detail when receiving top-level reports. Any changes should not increase the reporting burden on the Executive Leadership Team (ELT) and other report authors. For each item of business, it should be clear why governors are considering the report, what impact it will have and that the content and format are appropriate to its purpose.

Meeting schedule: given the collective responsibility of the GB, the review recommends the GB might consider meeting more frequently to fulfil its role as the college's main decision-making body. If this were to be accepted, an increase in the number of board meetings would need to be in the context of the overall schedule and cycle of business to avoid duplication, coincide with availability of data and give management time to implement actions between meetings. This would require further thought and planning.

Consideration of the report: all governors should be encouraged to engage with the report and discuss at the next GB to achieve a consensus about if and how governance operations should change.

Governor engagement: members asked for further elaboration on the recommendation on use of link governors in relation to governor engagement. It would be helpful to obtain clarification from the consultant on what a more effective link governor system might look like.

Business reports: the Chief Executive and Principal commented that there is possibly a misunderstanding in the report about how the college presents its KPIs to committees and board. For the new strategy, the ELT intends to bring the strategy and top-level board KPIs to the GB on 31 March. Following approval, the ELT will develop and launch an implementation plan that includes the KPIs across the life of the strategy.

5.2 On the basis of the discussion, the Committee received the report agreed next steps as follows:

Share with all governors and ask them to think about the recommendations in advance of the next GB meeting. Add this SRG minute in lieu of a commentary from the Committee.	Clerk	1.3.21
Link governors: contact the consultant and ask him to elaborate how the scheme might be made more effective.	Clerk	1/3/21
Board size: Gwyn Arnold and Ian Falconer agreed to look at the publicly available information on some good/outstanding colleges that have adopted a smaller board size to inform further discussion. It was suggested that Sol Miah might also be willing to contribute to this due to his previous service as a governor elsewhere.	IF, GA SM	28/4/21
Consult ELT to seek their views on the report, ask them to comment on the proposals from their perspective.	Clerk	2/3/21
More efficient operations and reporting: the Chair of SRG, Clerk and CEP to extract from the report a draft set of timed actions for the board to implement from 1/8/2021 as a starting point and using the feedback from ELT and governors at its next meeting. The guiding principles should include giving governors and report authors more time to think.	Chair SRG, Clerk, CEP	28/4/21

21/1/6 Membership Report (including proposals for search and recruitment)

6.1 The Clerk presented the report and the Committee discussed the report as follows.

- **Appointments and Reappointments Policy:** the governor attributes had been amended as agreed at the last meeting. Members recommended further changes: references to 'young people' be amended to 'people' and 'vocational' be amended to 'technical education'.

ACTION: make the changes to the policy and publish on the website. Clerk 22.2.21

- **Succession planning and vacancies:** the Clerk advised that the board has one vacancy and there are likely to be between two and four vacancies in 2021. Potentially there could still be discussions about reducing board size, depending on discussion about the Board Effectiveness Review.
- **Recruitment:** the FE Commissioner's report recommended that the college accesses the Department for Education (DfE) pilot programme for recruiting FE governors. The deadline for accessing this programme was 8 February. The Chair of SRG had taken chair's action to agree that the college should participate in the pilot and the Clerk had initiated this with the DfE recruitment consultant, Peridot Partners.
- **Search strategy:** the Clerk presented a proposal for constituting a search panel and timelines for the search

process. The Committee agreed to appoint the following panel:

- John Mothersole, Chair
- Angela Foulkes,
- Ian Falconer
- Beri Hare, and
- Staff Governor, depending on availability.

ACTION: contact panel members about meeting dates.

Clerk 22/2/21

Appointments: the Committee noted that Dick Moore had been co-opted to two committees from 1 August. He had contributed feedback to the development and presentation of the digital strategy. In the context of continuing to develop the college's approach to educational technology and remote learning, Dick would be a valuable addition to the GB. The Committee therefore recommended approval to the GB that Dick Moore be appointed as a governor from 1 April 2021 to 31 July 2022 in the first instance with the opportunity for reappointment by mutual agreement.

Clerk 31/3/21

ACTION: contact Dick Moore to confirm willingness to be appointed prior to recommendation to GB.

21/1/7 The Higher Education Code of Governance

- 7.1 The Clerk presented the report, which included an analysis of the college's governance arrangements against the expectations of the Higher Education Code of Governance. The paper had been recommended by the Teaching, Learning, Quality and Student Experience Committee as a useful exercise to support the College meeting its ongoing condition of registration with the Office for Students (OfS).
- 7,2 The Committee received the report and agreed with the finding that the College can demonstrate compliance with the mandatory requirements in the Code. The Committee recommended that continued compliance with the OfS ongoing conditions of registration should be monitored with the implementation plan for the Higher Level Skills Strategy.

21/1/8 Governance update (including proposals for self-assessment programme for 2020/21 and governor training)

- 8.1 The Clerk presented the Governance update. Members of the Committee considered the report and discussed the following issues.
- **Mandatory governor training:** The Committee noted that all new members had completed their induction and mandatory training. There are still two board members who have not completed their mandatory training. Action

to prompt completion of mandatory is already included in the action tracker.

- **Governance priorities 2019/20:** members agreed that the GB has been making good progress in five of seven priorities, with further work to do on board efficiency (as discussed earlier in the meeting). It was also noted that there had been least progress on increasing governors' external engagement on behalf of the college. The board should consider if this should continue to be a governance priority for the whole board in 2020/21.
- **Individual Governor Self-assessment 2020-21:** the Committee agreed the chair's proposal to supplement the annual self-assessment reflection questions and questionnaire with 1:1 structured interviews to obtain feedback for the 2020/21 self-assessment of governance.
- **Chair's 360 Assessment:** as the board would have two different chairs in 2020/21, the Clerk proposed not to run a separate 360 assessment this year. Members commented that governors ought to have a channel to give feedback that might benefit the new chair and suggested this could be done by an additional question in the individual governor assessment questionnaire.
- **Governance priorities 2020/22:** The Clerk proposed some draft priorities for the next 12 – 18 months, but these had been superseded by discussion of the Board Effectiveness Review.

8.2 The Committee noted the update and agreed the following **ACTIONS:**

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|---|-------|---------|
| <ul style="list-style-type: none"> - Chair's 360 Assessment: amend governor self-assessment questionnaire to include an opportunity for governors to give feedback to the Chair of Governors. | Clerk | 1/3/21 |
| Undertake research to make proposals to April meeting for Chair's 360 to run later in year. | Clerk | 28/4/21 |
| <ul style="list-style-type: none"> - Governor Self-assessment 2020-21: arrange 1:1 meetings between Chair and individual governors. Ask governors to complete self-assessment reflection and questionnaire prior to the 1:1 interviews. | Clerk | 28/4/21 |
| <ul style="list-style-type: none"> - Governance Priorities for 2020/22: action as above in 5.2, Chair, CEP and Clerk to consider work plan for streamlining board reporting and more efficient agenda planning. | | |

21/1/9 Instrument and Articles of Government

- 9.1 The Clerk gave a verbal update on the annual review of the Instrument and Articles of Government. The Committee noted that the GB had most recently changed the Articles in March 2020 to facilitate remote working. The GB had used the new arrangements for virtual meetings and written resolutions, which had worked well maintaining continuity when face-to-face meetings were not possible. The changes had also included provision for a reduced quorum in case the pandemic had resulted in members not being able to attend meetings. This provision had not been used.
- 9.2 The Committee agreed that the emergency provision for a reduced quorum should remain in the Articles and recommended approval to the GB that it continue in effect at least until the end of June 2021, while national restrictions are in place to suppress the spread of COVID-19.

21/1/10 Review of meeting and closing remarks

- 10.1 The members reviewed the meeting and the main issues discussed were as follows.

Appropriate level of detail for discussion: there had been a lot of discussion about the operation of the board without coming to detailed conclusions. Possibly the committee or a working group could look at Convene or a board portal where members are able to exchange comments on reports prior to the meeting. If members noted comments in advance, the chair would have a sense of the direction of debate and an aid to formulating conclusive outcomes. Sometimes it is appropriate for small group work outside the meeting to develop proposals for the full committee to consider. Where this is used, it needs to be transparent to the GB.

Timing: the balance of the meeting was spent discussing the board effectiveness review and membership and this was appropriate to the committee's role and the importance of these reports.

Impact on staff and students: the discussion about the college evolving its reporting to GB to have a stronger focus on the most important KPIs, should have a positive impact on managers' workload. It should also enable GB to spend more time considering the next steps for the college to achieve its goals and great outcomes for students.

21/1/11 Date and time of next meeting

- 11.1 Wednesday 28 April 2021 8:30 – 10:30