Minutes of a Meeting of the Governance and Search Committee

Venue: Conference Room 1, South Tyneside College

Date: Wednesday, 4th October 2017

Time: 4.00 pm – 5.05 pm

Present: Bernard Garner (in the Chair)
                     Colin Seccombe
                     Terry Cornick

Apologies: Mark Overton
                     Lindsey Whiterod

In Attendance: Mr N Longstaff (Director of Governance)
                     Mrs M Oram (minutes)

Item	Item Description	Action
1.	**Apologies for Absence** The Committee approved apologies for absence received from those identified above after having first considered the reasons for their absence.	
2.	**Declaration of Interests** The Chair reminded members to declare any conflicts of interest as they arose on the agenda.	
3.	**Minutes of the previous meeting and matters arising** The minutes of the meeting held on 21 June 2017 were approved and signed by the Chair. **Matters arising** All actions had been presented to the Board and agreed.	
4.	**Committee Workplan 2017-2018** The Director of Governance presented to members the Committee Workplan for 2017-18 to remind members of Committee matters for the coming academic year. Q. Does the workplan cover all aspects of business? Yes.	

	Resolved: That the Workplan 2017/18, as presented, is received.	
5.	**Succession Planning**	
	The report aimed to provide an update on the membership of the Board, Local Boards and Committees, and to plan for appointments in a timely manner.	
	5.1 Board and Committee Membership update	
	The Director of Governance highlight the following:	
	• Student Governor – There were 10 interested parties across all sites. Alex Richards was aiming to ensure all areas of the College were represented. Elections were to take place week commencing 9 October. It was hoped that a Student Governor was in place for the Board meeting on 18 October. A video has been uploaded to Moodle by Bill Midgley to promote the position of Student Governor and to emphasis how important the student voice was at meetings. The student positions for local boards would be known after half term but should there be no one standing to cover a particular area e.g. no Marine students, it will be referred back to the Chair of the Committee as there may be a need to make special arrangements and approach students.	
	Q. What arrangements for induction are in place for students as there is a high need? The Director of Governance confirmed that induction meetings with the students were held to go through what was needed and expected from them as Student Governor. It was felt to be essential to get the message across that attendance and contribution to meetings was important. It was noted that attendance at both governors and student executive meetings was linked to their bursary payment and deductions were made for non-attendance. It was explained that Student Governors were provided with laptops preloaded with the papers for each meeting.	
	• Staff Governor – there were vacancies on the STC (PVC) and TyneMet Local Boards. Expressions of Interest were to be sought through next week's Chief Executive's Brief.	
	Q. Formal election or interview? The Chair indicated that his preference would be to interview candidates. The Director of Governance stated that there were no restrictions as this was not the Staff Governor position. Members felt that this should be taken back to the Board on 18 October with a recommendation that applicants should be interviewed via a panel of members.	

	Q. What do Gary Hindmarch and Alison Maynard think? In the past both GH and AM have sought volunteers from within their departments.	
	Resolved: i. **That the Director of Governance is to seek expressions of interest for the Local Governor (Staff) roles on the Local Boards indicating that that Board will determine the selection process in due course.**	NL
	ii. **That the Director of Governance will take the above matter to the Board on 18 October to have a principle agreed.**	NL
	Local Boards – the Director of Governance highlighted the names being proposed to fill vacancies on the Local Boards.	
	The Chair stated that he was due to meet with David Bavaird and Mrs Veena Soni to address a Local Governor vacancy on the TyneMet LB.	
	It was noted that the Director of Governance, Chair of TyneMet LB and Audrey Kingham were to meet on Friday to discuss the LB and the Queen Alexandra Committee and hope to have a full position for the Board on 18 October.	
	Q. Representative sorted from South Tyneside Council? Andrew Watts was making enquiries.	
	The committee's attention was drawn to the fact that there were low numbers on the Audit Committee, which potentially could lead to issues in achieving a quorum. It was recommended that an additional member be sought from the Board.	
	Task Group and Working Groups will be filled in due course.	
	Resolved: That the Committee recommend that the Board appoint at least one additional member to the Audit Committee.	NL
	5.2 Succession Plan	
	The Director of Governance presented an updated Succession Plan for members' consideration.	
	Q. Local Staff by election? This was to be changed if decided differently by the Board.	
	Resolved: That the Succession Plan, as presented, is approved.	
	5.3 Induction Programme	
	It was reported that Audrey Kingham has been added to the Induction Plan and that more information had been provided about Alex Richard's role on PREVENT and Safeguarding.	

	Q. Overview of Education Sector? A governor felt that there needed to be an element that not just focused on the College but also where the College was in the 'bigger picture'?

Resolved: That the Induction Programme for New Governors is approved subject to the inclusion of a section to cover the Education sector and where FE Colleges fit in.

5.4   Procedure for Appointing Governors

An update was given on the procedure for appointment and reappointment of Governors at Tyne Coast College

Resolved: That the procedure for appointment and reappointment of Governors is approved, as presented. | |
| **6.** | **Progress against Code of Good Governance**

The Director of Governance provided the Committee with an update on progress towards becoming fully compliant with the Code of Good Governance and an updated Governance Action Plan. The Board has adopted the English Colleges Code of Good Governance whose purpose is to identify the key values, expectations, commitments and principles of good and outstanding practice. Governors were to consider the progress being made towards becoming fully compliant with the Code of Good Governance.

There was one element that was shown as 'amber' in the RAG rated scale relating to new ventures. Q. In terms of Academy how long have we been involved? Since January 2013.

Q. There comes a time when not new, so not sure if should be classed as new venture? This had been graded taking account of the ongoing expansion of the Academy i.e. taking on new schools.

Q. First panel suggests written report? Director of Governance will take back to Board for report.

The question was put to members whether mapping exercise should be extended to cover 'should' as well as 'must'.

It was felt that as the code is aiming for best practice the statements with 'should' needed to be covered but reported by exception. This would enable the Committee to focus on elements that needed clarification or further development.

Q. Not clear what actions need to be completed/where need to be? Agreed and comment will be added to say 'now complete'. | NL |

	Resolved: i. **That the Director of Governance is to extend the scope of the mapping exercise to cover 'should' statements within the Code but reporting back by exception.** ii. **That the Director of Governance will update comments to say whether an action is complete.**	**NL** **NL**
7.	**Governance SAR (position statement)** The Director of Governance explained that he was currently in the middle of updating the position paper but gave an outline of the areas being covered; these included the following: • Actions since last Ofsted Inspection; • Composition of Board; • Clerking arrangements; • Operation of Board; • Development & Financial Planning & Reporting; • Remuneration • Open and Accountable Governance Each section will be given a grade and there was to be an overall grade. An update will be provided by an interim report at the next meeting. A governor commented that the whole process over Merger has worked particularly well, apart from not being able to resolve the Chairman situation. The Director of Governance reported that he had held discussions with the Chair of the Board about the College's self-assessment process. The conclusion reached was that the Board's self-assessment process be suspended until the new governance arrangements have had time to bed in. Given the significant changes that have taken place in terms of governance it was felt that there was little information that could be gained by conducting the various surveys and reviews at this time. A full review was to commence at the end of the current academic year to determine whether the structure and reporting procedures implemented for the new College were fit for purpose or require further adjustment. The Committee supported this judgement. It was felt that information had flowed between Board and Committees, and if Ofsted did come the College would be able to evidence what had happened in terms of governance.	
8.	**Governor Attendance 2016-17** The purpose of the report was to monitor group and individual attendance to ensure that targets were being met and, if not, to	

address any difficulties which individual Governors may have and consider way in which attendance, if necessary, might be improved.

Governors were provided with the following information:

- Targets for attendance at Board and Committee meetings and for each individual Governor had been set at 75%.
- At South Tyneside College, average attendance was 73.36%, which was a fall on the previous three years (84.66%, 82.6% and 76%).
- Attendances for those Governors transferring from TyneMet College Board to the new Tyne Coast College Board was 96.88%.
- National surveys have been undertaken through the Clerks Network to determine Governors' average attendance rates. Figures for 2016-17 were 80.52% within the range 70-95%.

Q. How have issues been dealt with historically? The Chair has 1-1 meetings and goes through attendance of previous year.

Q. Is there a mechanism to capture events that Governors are attending eg Breakfast event? When the Director of Governance was informed that they were taking place, attendance was recorded and shown as other contributions for example Dr Winterbottom Trust and Graduation Events.

A governor commented that it was difficult to get governors involved outside of the meeting structure but it was important to do so and it would be useful to know what mechanism was in place to capture this information. It was queried as to whether there should be a minimum number of events that each Governor should attend? It was noted that Link Governors were to be raised at the Board meeting. It was suggested that this role could be extended to include Learning Walks e.g. governors could be given a number of dates for 3-4 people to meet, taken around an area by Head of Department/Principal to discuss what they liked, what they want from governors, to feel more integrated. A governor stressed that it was important that they did not overstep their role and interfere with the day to day running of the College, if implementing 'outside Boardroom activities'.

Q. Broaden governance in day to day life of College by going beyond the norm? This was something that Ofsted always looked at.

9.	**Development Event/Training**	
	The Director of Governance reminded members of the two development afternoons taking place in the Spring and Summer terms and asked them to consider what they would like to focus on.	

	Governors noted the dates and were to give some consideration to the matter closer to the training dates. **Resolved: That the information is received.**	All
10.	**Any Other Business.** None.	
11.	**Identification of Confidential Items** None.	
12.	**Date and Time of next meeting** Wednesday 31 January 2018 at TyneMet College site.	

Signed …………………………………………..

Date …………………………………………..