



## TyneCoastCollege

### Meeting of the Governance and Search Committee

**Venue:** STC Conference Room 1  
**Date:** Wednesday 14 November 2024  
**Time:** 4.00pm – 5.40pm

**Present:** Joanne Fanning (In the Chair)  
 Nicola McCluskey  
 Lindsey Whiterod (TEAMS)  
 Mark Turnbull (TEAMS)

**In Attendance:** Neil Longstaff (Director of Governance)  
 Lorna Lister (Senior Governor Support Officer)  
 Malcolm Grady

#### ACTION TRACKER

Item	Summary of Action Required	By whom	Status	Comment / Update
Meeting: 14 November 2024				
5.	<u>Governance Update including Succession Planning</u> Mike Gibb was interested in joining the Board, this was to be followed up later in the year.	LW		Approached but not available
	i. That the Chair of the Board be asked to remind governors in the planned 1-2-1s, of their training opportunities and to seek future commitments to senior roles e.g. Chair/Vice-Chair.	MG (Chair)		Raised with Chair but 1-2-1 not yet held
	ii. governors to be reminded of their outstanding mandatory training and annual returns that were to be completed.	LL		Done
	iii. Michael Johnston and Margaret Fay be invited to a 'Get to Know You' meeting prior to the December Board meeting.	NL		MJ appointed. MF declined
	iv. Governor Recruitment Advert be shared with governors to discuss within their personal network.	NL		
	v. That Succession Planning is to be covered at the December Board meeting (governance section).	NL		Raised and discussed
8.	<u>Governor Attendance 2021-2024</u> i. a summary be reported to the Board.	NL		Done
	ii. Attendances falling below target be discussed in individual governors at their 1-2-1's with the Chair of the Board.	NL		Raised with Chair but 1-2-1 not yet held
	iii. That a breakdown on the reasons for governors' absence be included in future reports.	NL		Planned
9.	<u>Dr Winterbottom Fellowships</u> further nominations be sought from the Senior Staff and Board of Governors with a view to nominations being submitted to the Board.	NL		Application received – on agenda

## MINUTES

ITEM	ISSUES	ACTION
1.	<p><b>Apologies for Absence</b></p> <p>The Committee approved apologies for absence received from those identified above after having first considered the reasons for their absence.</p> <p>Malcolm Grady (Chair of the Board) was welcomed to the meeting.</p>	
2.	<p><b>Declarations</b></p> <p><b>i. Declarations of interests</b></p> <p>The Chair reminded members to declare any conflicts of interest as they arose on the agenda.</p> <p><b>ii. Business to be raised under Item 10</b></p> <p>None</p>	
3.	<p><b>Minutes of the previous meeting</b></p> <p>The minutes of the meeting held on 22 May 2024 were approved and signed by the Chair.</p> <p><b>Matters arising not covered on the agenda</b></p> <p>As shown on the Action Tracker.</p> <p>NL reported that usually he would present a performance review on the committee's performance for 2023 – 2024. However, it was decided not to complete this exercise due to the retirement of governors, as this left only two in which to consult and it was felt that the information gathered would not have been beneficial.</p>	
4.	<p><b>Committee Workplan 2024-25</b></p> <p>The Committee Workplan for the Governance and Search Committee for the forthcoming year was presented for information and review.</p> <p>NL informed members that the plan had been approved by the Board but there was an opportunity to review and update the future business to be conducted, if required.</p> <p>Governors were reminded that further meetings were convened as 'Get to Know You' meetings as part of the governor recruitment process.</p> <p><b>Resolved: That the Committee accepts the report, as presented.</b></p>	
5.	<p><b>Governance Update including Succession Planning</b></p> <p>This report aimed to plan for appointments in a timely manner and update the Committee on matters of governance.</p> <p>The following were highlighted for consideration:</p>	

	<ul style="list-style-type: none"> <li>• The current composition and membership of the College Board Governors were reminded that there were four governor vacancies to be filled.</li> <li>• The Committee was asked to review the membership of the Board's committees.</li> <li>• The Committee was presented with an updated skills register, the gaps identified would be addressed with future appointments.</li> <li>• Mandatory training was discussed and that all governors were to complete the outstanding KCSIE (Keeping Children Safe in Education) 2024 update along with any outstanding governor returns.</li> <li>• Targeted training for individual Link Governors was highlighted and that feedback was discussed during individual committee meetings.</li> <li>• The succession plan was presented and discussed.</li> <li>• A new governor application was presented for consideration.</li> </ul> <p>NL informed the governors that there had been 2 governors that had been granted a leave of absence due to ill health, however, noted that this left some of the committees at risk of not being quorate. NL's main concern was Audit Committee. MG stated that if it was acceptable, he would attend any committee to support numbers if no other governor could. JF agreed to attend the Audit Committee on the 28 November 2024. NL explained that members of the Audit Committee could not cross over with the Finance and Resources Committee, which was why it was proving difficult.</p> <p>A governor with an extended period of absence was highlighted and discussed. It was felt that if she was unable to return by the December Board meeting (19) then her position would have to be considered as she was attached to many committees and important Link Governor roles. .</p> <p>The Chair of the Board noted that due to the decreasing numbers of governors attending their meetings it left the Board vulnerable to being inquorate. It was also noted it was increasingly important to have all governors attend forthcoming meetings due to the major decisions the Board was having to make relating to the new build.</p> <p>NL explained that the aim was to share the workload of the governors evenly however this was becoming more difficult and found that the same governors were being requested to provide additional support.</p> <p><b>Q. How quick could a governor be appointed?</b> Quite quickly, following a 'Get to Know You' meeting, a recommendation could be made to Board at the next meeting in December. A written recommendation could also be issued to governors if that was a more suitable option.</p> <p>At this point it was felt pertinent to discuss an application made by MJ to join the College Board, his CV, skills analysis and supporting statement were presented for consideration. After a positive discussion it was agreed for MJ to be invited to the next stage of the recruitment process.</p> <p>NL informed the committee that Margaret Fay had indicated that she could commence on the Board in Spring 2025, and he felt it also timely to invite her to a 'Get to Know You' meeting in advance of the December Board in order to plan for early 2025. The committee agreed that this would be advantageous for the Board.</p> <p>NL explained that he had been in touch with Newcastle Building Society and the Strategic Peoples Person was going to contact the Chief Peoples Person to see if they could support the college, he was hopeful of a positive response.</p> <p>LWh noted that she had been in contact with Mike Gibb and that he was interested in joining the Board, this was to be followed up later in the year.</p> <p>MT informed the committee that due to work commitments he was going to have to step down</p>	<p><b>LWh</b></p>
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	<p>from some of his governor responsibilities, however, he was willing to continue with the New Build Task Group and Board meetings.</p> <p><b>Q. Were there alternative ways in which to recruit governors?</b> An advert had been designed and posted on LinkedIn, .It was commented that governors should share the advert with at least one person in their personal network to try and spark interest, and thereby strengthen the Board and lighten the workload of those governors already serving.</p> <p><b>Q. Was there a specific skills gap?</b> The skills analysis was included in the paper however NL highlighted that an accountant would be his first priority as a governor with accounting experience would be retiring from the Board in 2025.</p> <p><b>Q. Could you increase Board numbers?</b> There were 18 places with 14 filled, it could be increased to 20. NL felt that the amount of absences this year was an anomaly and causing the issues.</p> <p>NL explained that the training plan had been updated for the year ahead. It was noted that the AOC facilitated specific training courses for governors, which were shared with the governors via email. The ETF (Education Training Foundation) website had been revamped and there were many smaller modular courses, which could expand governors knowledge. MG also confirmed that he discussed governors training opportunities or needs and succession within governor 1-2-1's.</p> <p>MG stated that a successful succession plan led to effective governance, at Board level there had to be thought around the position of the Vice Chair as George Clark's term would come to an end in July 2025. It was also highlighted that the committees did not have any Vice Chairs, and this needed to be addressed.</p> <p>NL advised that Governor Learning Walks were recommended to assist governors in their role, NM explained that she could assist with this and to liaise with her to arrange.</p> <p><b>Q. Where are the role descriptors for the Link Governors kept?</b> In the Governance Handbook.</p> <p><b>Q. Were staff governors expected to be a Link Governors?</b> Yes, however not for their own area of work.</p> <p><b>Resolved:</b></p> <ul style="list-style-type: none"> <li>vi. That the report is received and information acknowledged.</li> <li>vii. That the Chair of the Board be asked to remind governors in the planned 1-2-1s, of their training opportunities and/or ask them for any training requirements, which could then be added to the Training Plan and to seek future commitments to senior roles e.g. Chair/Vice-Chair.</li> <li>viii. That governors were to be reminded of their outstanding mandatory training and annual returns that were to be completed.</li> <li>ix. That Michael Johnston and Margaret Fay be invited to a 'Get to Know You' meeting prior to the December Board meeting.</li> <li>x. That the Governor Recruitment Advert be shared with governors to discuss within their personal network.</li> <li>xi. That Succession Planning is to be covered at the December Board meeting (governance section).</li> </ul>	<p><b>MG</b></p> <p><b>LL</b></p> <p><b>NL</b></p> <p><b>NL</b></p> <p><b>NL</b></p>
6.	<p><b>Governance SAR (position statement) and Action Plan</b></p> <p>Confidential item</p>	
7.	<p><b>Compliance with the Code of Good Governance</b></p> <p>The purpose of the report was to provide the committee with an update on the new Code of Good Governance.</p>	

	<p>Governors were made aware of the following:</p> <ul style="list-style-type: none"> <li>• The Board first adopted the English Colleges Code of Good Governance in July 2015.</li> <li>• This had now been replaced with the FE Code of Good Governance and adopted by the Board in December 2023.</li> <li>• The Code was a voluntary initiative (although the ESFA Accounts Direction stipulated FE corporations must comply with the principles of a code) and should not be seen as supporting a 'tick box' approach.</li> <li>• With this new code, the AoC were taking a different approach by introducing six fundamental principles which form the core of this code, presented in the context of Further Education using sector-specific language.</li> <li>• Progress made on compliance against the Code was presented.</li> </ul> <p>NL discussed using one of the development days as a training day around the Code of Governance and possibly inviting a facilitator to run the session. This would allow governors to think analytically about the college and where it was strategically.</p> <p>NL noted that he would present an updated compliance paper on the Code in May.</p> <p><b>Resolved: That the Committee accept the report as presented and note the current position regarding the mapping exercise against the new Code.</b></p>	
8.	<p><b>Governor Attendance 2021-2024</b></p> <p>The governors were presented with the governors' attendance for the academic years 2021-2024.</p> <p>The following was highlighted:</p> <ul style="list-style-type: none"> <li>• Targets for attendance at Board and Committees meetings and for each individual governor had been set at 75%.</li> <li>• It was essential to monitor group and individual attendance to ensure that targets were being met and, if not, to address any difficulties that individual governors were having.</li> <li>• At Tyne Coast College, average attendance during 2023-24 was 75.2%, which was a decrease on the previous year (81.04%).</li> <li>• National surveys had been undertaken through the Clerks Network to determine governors' average attendance rates. Figures for 2023/24 were 82.19% in a range of 67% - 97% (2022/23 were 82.64% in a range of 69% - 94%).</li> <li>• Attached were graphs showing governor attendances covering a three-year period (2021-2024) for the Committee to consider. Attendances for 2023/24 were also attached for reference.</li> </ul> <p>The committee discussed the reasons why governors were unable to attend meetings and overwhelmingly ill health was high. The Chair asked for a breakdown on the different reasons why governors were absent so this could be analysed further.</p> <p><b>Q. Did governors get feedback on their attendance?</b> Yes, through their 1-2-1's, figures were also presented to the Board.</p> <p>The Chair of the Board stated to have effective governance then the Board had to be at maximum capacity, attendance and recruitment had to be addressed in 2024-2025.</p> <p><b>Resolved:</b></p> <p><b>iv. That governors receive the report, acknowledging the information presented and that a summary be reported to the Board.</b></p>	NL

	<p>v. That attendances falling below target be discussed in individual governors at their 1-2-1's with the Chair of the Board.</p> <p>vi. That a breakdown on the reasons for governors' absence be included in future reports.</p>	<p><b>MG</b> <b>NL</b></p>
9.	<p><b>Nominations for Dr Winterbottom Fellowships</b></p> <p>NL informed the committee that nominations were to be sought within the College Management Team and governors for the Dr Winterbottom Fellowship.</p> <p><b>Q. Was there a support document to assist with application?</b> Yes.</p> <p><b>Q. Was it sent out to governors separately?</b> On request, however it could be circulated in advance of any potential nomination.</p> <p>The nominee was expected to have made some contribution to the college in some form whether that be adult, HE, FE, and the local community etc.</p> <p><b>Resolved:</b></p> <ul style="list-style-type: none"> <li>i. That governors receive the report, acknowledging the information presented.</li> <li>ii. That further nominations be sought from the Senior Staff and Board of Governors with a view to nominations being submitted to the Board.</li> </ul>	<p><b>NL</b></p>
10.	<p><b>Any other business</b></p> <p>None.</p>	
11.	<p><b>Date and Time of Next Meeting:</b></p> <p>Thursday 22<sup>nd</sup> May 2025 at 4.00pm</p>	
12.	<p><b>Identification of Confidential Items</b></p> <ul style="list-style-type: none"> <li>• Item 6 - Governance SAR (position statement) and Action Plan</li> </ul>	

**Signed:** ..... **Date:** .....