

Meeting/Committee	Search & Governance Committee
Date of meeting	23 rd February 2023 at 1pm

1 Appointment of the meeting Chair

Committee agreed to appoint Stephen Bulley as the Chair for this meeting.

2 Declarations of interest and eligibility

The meeting Chair reminded everyone present to declare any interests that they may have on matters to be discussed. CEO and Director of Governance raised a declaration in relation to the performance management update scheduled at agenda item 6.

3 Welcome, introductions and apologies for absence

Attendees:

Stephen Bulley	Meeting Chair
Jenny Worsdale	
Jason Austin	

In attendance:

Maxine Bagshaw	Director of Governance
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Apologies for absence

Apologies for absence were received from Janet Pryke.

4 Minutes of the meeting held on 4th October 2022

The minutes were reviewed and it was agreed that they were an accurate record of discussions.

AGREED: to approve the minutes of the meeting held on 4th October 2022.

There were no matters arising.

5 Action progress report

Committee were happy to note the content of the update provided.

6 Board Arrangements

Director of Governance introduced her written report and a number of aspects were discussed.

- 1) Current membership – committees' attention was drawn to the schedule of tenures and it was noted that:

- There are no governors, save for student governors, who conclude their terms of office this academic year (up to 31st August 2022)
 - There are three governors who conclude their term of office on 18th December 2023, these are Janet Pryke, Veronica De Bruce McCoy and Stephen Bulley. Discussions would need to take place with these three individuals in the summer term so that, if necessary, succession planning activities can take place in the autumn term.
 - There are currently no vacancies for independent/external governors
 - There is one student governor vacancy. Three candidates were interviewed on 20th February 2023 but were not considered to be appointable. A fourth candidate is to be interviewed and hopefully will be appointed. She reminded that the board had provided the Chair with delegated authority to approve the interview panel recommendation.
- 2) Position of Chair and Vice Chair – committee were reminded that Janet Pryke and Jenny Worsdale were reappointed respectively as the Chair and Vice Chair for the 2022/23 and 2023/24 academic years and are therefore in post until 31st August 2024.
 - 3) Committee membership for 2022/23 – committees’ attention was drawn to the schedule and they were happy to continue with no changes proposed.
 - 4) Training and Development 2022/23 – Director of Governance reminded that there is a heightened focus in the sector on the need to ensure that board members and the Director of Governance receive appropriate training opportunities. There is a requirement that details of training and development will specifically be detailed in the yearend financial accounts. Rolling record is maintained for both governors and the Director of Governance with a good level of participation and take up evident.
 - 5) Governor Engagement Log 2022/23 – committee were happy to note this information provided and all agreed that there was a good spread and participation
 - 6) Summary of interests declared 2022/23 – Director of Governance confirmed that this has been updated following new board appointments made in the last three months. This is a document which is published on the website.
 - 7) Governors links for 2022/23

Committee considered the schedule and agreed one change, this is that Stephen Bulley will be link governor for IT and digital rather than Estates/Health and Safety. It was noted that there are four governors currently without a link, these are David Grimes, Debbie Marshall, Monika Rodzos and Katie Curtis. It was agreed that they would be approached to look for a volunteer to take on Estates and Health and Safety. Other potential link areas to consider is in the future are HTQs and also HE.

AGREED: to note the content of the update provided.

7 External Governance Review

The Director of Governance presented her report and summarised the survey outcomes following the strategy review day. She indicated that, having considered the standard review format, some but not all aspects identified in the survey will be covered and therefore her recommendation is to approach two organisations who offer the ‘standard reviews’ and ascertain whether their scope can be extended to cover all aspects identified by governors and any increase in

price that this will mean, and to also approach two individuals who carry out bespoke reviews and obtain a cost estimate for a review which would cover all of the aspects identified. Proposals presented and agreed were:

- AOC
- Governance4FE
- Ian Ashman
- Andy Cole

Director of Governance confirmed that she would report to committee members outside the meeting.

AGREED to note the content of the update provided.

8 Governance Risks

Director of Governance indicated that, at the request of the Executive Director Finance and Estates, committee is asked to consider specific governance risks to be added to the operational risk register. She drew attention to the proposed five areas, each of which includes sub areas of risk. Committee were happy that a broad view of risks had been taken and that what is proposed represents a good starting point, with this to be updated as the year progresses.

AGREED: to approve the governance risks identified and proposed.

9 Senior Post Holder Remuneration Annual Report 2022

Director of Governance reminded that, having adopted the AOC Remuneration Code, there is a requirement to publish an annual report. The format of this was discussed at the last meeting, with the committee all agreeing to 'keep it simple'. There is one outstanding piece of information required to include at section 10, i.e. the pay multiple of CEOs earnings against the median for all staff. She explained that this is currently awaited from the HR department and that, once received, it will be inserted and then the report can be published if committee approves it.

AGREED: to approve the Senior Post Holder Remuneration Annual Report for 2022 as presented.

10 AOB

As a matter of additional business, the CEO provided an update in relation to applications received for the Vice Principal Curriculum role. Twelve applications have been received with six candidates shortlisted for interview. In relation to the campus manager roles, five individuals have applied over the three roles.

AGREED: to note the content of the update provided.

11 Date and time of next meeting

This was confirmed as Tuesday 16th May 2023 at 5pm.

The meeting closed at 2pm

Signed _____ Chair

Date _____