

**Governors Present:**

Alison Watson- Bird, Yvonne Bradshaw (Chair), Andrew Pratt, Clare Russell (Principal)

**In Attendance:**

Fatema Hussein (Head of Governance)

**Meeting Began:** 12.00pm

**Meeting Closed:** 1.15pm

**Attendance:** 100%

**1. APOLOGIES FOR ABSENCE**

There were no apologies to receive.

**2. DECLARATIONS OF INTEREST**

Governors were invited to declare any direct, indirect, pecuniary, personal or prejudicial interest relating to any item on the agenda for the meeting.

No declarations were made.

**3. MINUTES OF THE MEETING HELD ON 9<sup>TH</sup> OCTOBER 2020**

**3.1 Approval of the Minutes**

Agreed that: the minutes are approved as a correct record and authorised for publication.

**3.2 Matters Arising**

The Head of Governance presented the action progress log and it was noted that:

- All the actions had been completed or included on the agenda for discussion
- The Stakeholder Engagement Task & Finish group had met, and feedback provided to the Board

**Stakeholder Engagement**

In response to a query about the Stakeholder mapping document:

- The Committee requested that Governors were contacted and asked to provide feedback on how they could contribute and broker links with key stakeholder groups
- Andrew Pratt agreed to provide contact details of local political and community leaders to the Principal so that further links with the College could be developed

**ACTION:**

Head of Governance to contact Governors

#### **4. REVIEW OF GOVERNORS DASHBOARD**

Following a Governor suggestion at the December Board meeting, the Committee reviewed the Dashboard and put forward proposals to streamline it. The revisions to the Dashboard would enable the Board to get an overview of how College was performing against each of the key performance indicators with any issues or areas of concern highlighted.

It was agreed that the Dashboard should be no longer than two pages with any supplementary information to be made available via the Convene document library.

##### **ACTION:**

Principal to arrange for Dashboard to be revised and shared with Search Committee members

#### **5. BOARD AND COMMITTEE MEMBERSHIP**

##### **5.1 Terms of Office**

The Head of Governance reported that:

- Following recent appointments, there were currently no vacancies on the Board
- Warren Middleton had confirmed his willingness to be re-appointed and carry on as Chair for a further two years once his term of office ended in December 2021
- Joshi Jariwala had confirmed her willingness to be re-appointed for a further term once her current term of office ended in September 2021

##### **5.2 Committee Membership**

The Head of Governance reported that:

- The Chair of the Finance Committee was in her third term of office and there were only 2 Board members currently on the Committee
- The Co-opted member Peter Zak had been approached to join the Board and had stated that he may be willing to consider this in the next academic year
- Following Stephen Gregson's resignation, the Audit Committee would have more Co-opted members than Board members
- The Audit Code of Practice stated that a majority of members must be Governors
- There would be a vacancy on the Search & Governance Committee once Andy Pratt's term of office ended on 26<sup>th</sup> March 2021

##### **RESOLVED:**

Following a discussion, the Committee agreed that:

- The Co-opted members on the Audit Committee were approached to ascertain if they would be willing to be appointed to the Board
- The new Board member Ade Oladapo was invited to join to the Search & Governance Committee
- An updated chart of the committee and board membership following all the recent appointments was circulated to Governors

##### **ACTION:**

Head of Governance to progress further

##### **5.3 Governor / Co-opted Member Applications**

##### **RESOLVED:**

The Committee considered the applications that had been received and it was agreed that:

- Philip Cowburn was contacted to ascertain his availability to attend face to face meetings in the future
- Committee Chairs to discuss which Committee was the most suitable for David Chamberlain to be appointed to as a Co-opted member

**ACTION:**

Head of Governance to:

- Contact Phillip Cowburn
- Arrange a meeting with the Committee Chairs

**6. GOVERNOR LINK PROGRAMME**

The Link programme formed part of the Stakeholder engagement strategy and the Committee reviewed the updated guidance and protocols and discussed how the programme was implemented.

The Chair stated that it was important for Governors to observe lessons and attend staff and student focus groups in the current academic year.

**RESOLVED:**

Following a discussion, the Committee agreed that a re-launch of the scheme was required, and that the purpose of the scheme including the current link areas was reviewed at the next meeting of the Stakeholder Engagement Group.

**ACTION:**

Head of Governance to include on the agenda for the Task & Finish group meeting.

**7. FEEDBACK FROM F.E. COMMISSIONER ASSESSMENT**

Governors reviewed the feedback and recommendations from the F.E. Commissioner diagnostic assessment visit. The report was very positive overall, and it was noted that the recommendations would be discussed further by the relevant Committees at their next meeting.

**ACTION:**

Head of Governance to include on Committee agendas

**8. CODE OF GOOD GOVERNANCE – ASSESSMENT**

The Head of Governance advised that:

- In order to ensure that the Board was complying with each of the essential criteria of the code, an assessment against each clause was undertaken on a regular basis
- Following the adoption of the Senior Postholder Remuneration Code, sections 9.9 and 9.10 had been updated
- The AOC had advised that the code was being revised with an amended version to be published later this academic year
- In view of this, no further amendments were currently being proposed

**RESOLVED:**

The Committee noted and approved the updates to the self-assessment template

**9. REGISTER OF INTERESTS SUMMARY**

Governors reviewed the Register which was annually updated. It was confirmed that there were no issues of concern or conflict of interests.

**RESOLVED:**

The Committee noted the Register of Interests (February 2021).

**10. GOVERNOR EXPENSES POLICY**

It was noted that one minor amendment (change in Job Title) was being proposed to the policy.

**RESOLVED:**

The Committee reviewed and approved the policy and recommended it to the Board for endorsement.

**ACTION:**

Head of Governance to include on Board agenda

**11. CORPORATION BOARD E&D PROFILE 2020**

The Committee considered the Corporation Boards' ethnicity and gender balance profile. This data was also reported in the Equality and Diversity Annual Report.

It was noted that the Corporation was committed to ensuring equality of participation for all members of the community, and ethnicity and gender was always considered when recommending Governor appointments to the Board.

In order to widen board diversity, Governor vacancies were being advertised as widely as possible.

**12. GOVERNANCE IMPACT STATEMENT**

- Streamlining of data dashboard will enable Governors to monitor key KPI's more easily
- Relaunch of the Governor links programme will enable members to get a greater insight into the learner experience and maximise value for the College
- Discussion and decisions re Board and Committee membership will aid with succession planning
- Review of Register of Members Interests ensures that Governors are fulfilling their statutory responsibilities

**13. \*GDPR / CONFIDENTIALITY**

Governors were reminded to delete any personal or confidential information that had been circulated with the meeting papers.

**14. DATE OF NEXT MEETING**

It was noted that this was Andy Pratt's last meeting and members thanked him for his valuable contributions to support the work of the Committee.

Friday 18<sup>th</sup> June 2021 at 12.00pm

\* Standing Item

Chair's Signature:

Date: