

Minutes of the Search and Governance Committee Meeting

Monday 8 April 2019

Conference Room, Richard Huish College, 6.00pm

Members Present: Ann Helsby (Chair), Barbara Barratt (Vice-Chair), John Abbott (Principal), Duncan Alexander and Moira Reynolds.

Also in attendance: Xanne Blythe (Clerk to the Corporation)

		Action
Min GOV 9	Declarations of Interest (agenda item 2) No declarations of interest were received.	
GOV 10	Minutes of the Previous Meeting (agenda item 3) RESOLVED: that the Search and Governance Committee minutes dated 15 October 2018 be approved and signed as an accurate record.	
GOV 11	Matters Arising Report (agenda item 4) The meeting noted the Matters Arising report, all areas would be covered by the agenda except the following items. The College policy summary was being held and reviewed as necessary at SLT meetings.	
GOV 12	Governance and Membership Matters (agenda item 5) 12.1 Governors' Terms of Office 2018-19/Skills Gaps and Succession Planning A list of members and their associated terms of office and retirement dates were circulated to the Committee. The Search and Governance Committee regularly discussed the members' register in line with the Governor Recruitment, Succession and Renewal Policy. The meeting noted Governors' attendance, any recently declared/potential conflicts of interest and the annual Corporation Chair and Vice-chairs' nominations for Corporation approval in May and July 2019 respectively. The meeting noted that one of the three Student Governors had resigned. Governors made comment on the high level of student voice engagement from all three Governors and their excellent attendance rate and contribution at Governors' meetings and strategy days. 12.2 External Governor Appointments and Recruitment CVs for potential candidates with the required skill sets were discussed. It was agreed to invite three candidates to a formal interview with the Principal and Governors. The meeting noted that a Governor with accountancy skills had been appointed to the Finance and General Purposes Committee and had been invited to external and internal College induction meetings. 12.3 Committee Membership for 2018-19 and 2019-20 The meeting noted that once the external candidates had been interviewed further refinement was needed of the Committee membership, in particular an additional member to the Audit Committee. 12.4 Pre Appointment Governor Eligibility Checks and Governor Appointment Letter	

The Clerk updated the meeting on the numerous checks completed on Governors prior to their appointment. This included the Fit and Proper Persons Test, as set out in the HMRC guide. In addition, as part of the DBS enhanced check, and the recent Safeguarding guidance, a Section 128 was also carried out. Section 128 checked the names of individuals who had been barred from taking part in the management of any independent school (including academies and free schools), under the terms of a direction made by the Secretary of State for Education. The Section 128 check for Governors was recorded in the College's Single Central Register.

The new governors' appointment letter described the terms of appointment, in line with the Instrument and Articles of Government and included a Governance Privacy Notice.

GOV 13 Governor and Clerk Development Update 2018-19 (agenda item 6)

The meeting noted the Governance Development Programme – Education and Training Foundation (ETF). Numbers were restricted on the pilot on a first come first served basis. Clerks could attend as well as Governors.

https://booking.etfoundation.co.uk/course/details/475/Governance-Development-Programme?sh=&ci_id=2028

GOV 14 RHC Policy Review (agenda item 7)

The following documents were circulated with updates for approval: RHC Conflicts of Interest Policy, RHC Governors' Code of Conduct, RHC Standing Orders and RHC Corporation Complaints procedure. The documents would be reviewed annually, except the RHC Corporation Complaints procedure that could be reviewed every four years.

RESOLVED: that the above policies, documents and procedures be recommended for Corporation approval for 2019.

GOV 15 DfE College Governance Guide – Nov 2018 and FE Insolvency Governor Guidance Jan 2019 (agenda item 8)

(a) The DfE College Governance Guide – November 2018

The DfE guide provided legal and regulatory requirements and recommended practice that applied to further education (FE) and sixth-form college corporations, as circulated to all Governors in Jan 2019. This new guide dated Nov 2018 replaced 'College governance: a guide', published by the Department for Business, Innovation & Skills (BIS) in 2014. Governors discussed several areas and affirmed that legal and regulatory requirements and recommended practice were applied.

(b) FE Insolvency Governor Guide – January 2019

The introduction of new insolvency legislation made it clear how colleges would be managed if they become insolvent, protecting existing learners first and foremost. It also reminded governors of their existing financial duties as charity trustees. The document set out in one place information for governors of FE bodies about their obligations under insolvency law as it is applied to FE bodies

The guide did not provide comprehensive guidance on the financial monitoring and intervention arrangements for colleges, which were being redeveloped in the light of the introduction of the insolvency regime. More details would be published later in the spring of 2019.

RESOLVED: that the DfE College Governance Guide (2018) and the FE Insolvency Governor Guide (2019) be noted.

GOV 16 AoC Colleges Code of Governance Compliance Check list for 2019 (agenda item 9)

The AoC Code of Good Governance for English Colleges (AoC Code) was introduced in March 2015 and was adopted by the Corporation on 6 July 2015. As reported earlier, the AoC Code had recently been amended (Jan 2019), to respond to the development of the sector and the wider context in which colleges work. The Clerk had circulated a completed compliance check against all of the provisions within the Code for Governors' assurance.

RESOLVED: that the governance compliance document be circulated to all Committees for their input and that the document be used as the Governance annual self-assessment for 2018-19.

GOV 17 Governance Development Plan for 2017-18 (agenda item 10)

As part of the Corporation's annual self-assessment for 2017-18 each Committee had completed a self-assessment for 17-18 against its terms of reference and had identified areas for improvement during 2018-19. The Committee noted the Governance development plan with progress on areas identified for improvement.

GOV 18 Any Other Business (agenda item 11)
Date of next meeting 17 June 2019.

With no further business the meeting ended at 7.10pm

Chair_____

Date_____