MOULTON COLLEGE

SEARCH AND GOVERNANCE COMMITTEE

Minutes of the meeting held on Wednesday, 23rd September 2020

Present: Mr D McVean (in the Chair), Mr A Clarkson, Mrs C Harris, Mr C Matts, Mr T Neville OBE and Mr A Thomson

In attendance: Mrs G M Hulley

20/21   **Apologies for absence (Agenda item 1)**
There were no apologies for absence.

20/22   **Declarations of interest (Agenda item 2)**
There were no declarations of interest.

20/23   **Minutes of the last meeting (Agenda item 3, Paper A)**
The minutes of the last meeting held on the 9th July 2020 had been circulated previously. The minutes were approved as a true and accurate record.

20/24   **Actions outstanding (Agenda item 4, Paper B)**
Both actions would be discussed as part of the agenda.

20/25   **Governance (Agenda item 5, Paper C)**
a.   **Attendance:**
Following a review of attendance for 2019-20, members' attention had been drawn to a potential issue for student governors' attendance at meetings if they have timetabled classes. Members agreed that student governors should aim to attend all Corporation meetings. Student governors are usually invited to be members of the Teaching, Learning and Assessment Committee as they can have the greatest impact in terms of student journey and experience. It was agreed that for this Committee, some flexibility would be offered throughout the year if there were timetable issues. In a wider discussion around attendance, members agreed that the current report did not adequately reflect the attendance of governors involved in a multitude of activities throughout the year. The Committee agreed that the report should be further updated and presented to the next meeting. (**Action 21 – Clerk**)

b.   **Terms of office:**
Consideration was given to whether the maximum number of terms of office should be extended in exceptional circumstances. It was agreed that this would not be changed but priority should be given to the production of a recruitment and succession plan for governance (**Action 22 – Clerk**).

Ashley Clarkson's first term of office was due to expire at the end of September 2020. He had confirmed that he would like to complete a second term of office. Ashley's attendance at Corporation meetings to date had been 100%. He was also currently Chair of the Audit Committee where his attendance had also been 100%. The Search and Governance Committee agreed to recommend the re-appointment of Ashley Clarkson for a second term of office.

c. Skills audit:

The Committee had requested a review of the current skills audit to ensure that it remained fit for purpose. A number of improvements were agreed in relation to: clarity around questions being asked; update the presentation and ensure that skills were prioritised and weighted according to the needs of the Corporation; introduce scoring from 1 to 5; and, links to strategic risks. An updated version would be brought to the next meeting (**Action 23 – Clerk**). In addition to the skills audit, a more efficient system was required for the collection of governor professional qualifications and continuing professional development (**Action 24 – Clerk**).

d. Self-assessment findings

An online survey had been completed by members as part of the annual review of performance. The questions linked directly to the Committee's terms of reference. There was an 80% response rate. Members either 'agreed' or 'strongly agreed' with 11 questions. An agreed action from feedback received in the survey was to explore how SmartLog could be used to capture further evidence of governors operating within the principles laid down by the Nolan Committee (**Action 25 – Clerk**).

Following discussion, the reports were received.

20/26 **Board performance indicators (Agenda item 6, Paper D)**
The outcomes for 2019-20 were discussed. Seventeen of the 20 indicators had been achieved. There were no significant problems identified. In a wider discussion around governance performance indicators for 2020-21, it was agreed that a further review was required to ensure they were fit for purpose (**Action 26 – Clerk**).

Where College key performance indicators (KPIs) were concerned, it was agreed that Chairs of Committee would have a discussion about which KPIs would be relevant for the Board to review. These would be discussed at the next meeting of this Committee (**Action 27** – Clerk and Chairs).

20/27 **Governance strategy 2020-21 (Agenda item 7)**
The Committee had been approached by an individual wishing to join the Corporation. Members agreed that although the individual was very experienced, there were no vacancies at present. This would be confirmed in a letter from the Chair (**Action 28 – Chair**).

Members considered a proposal for the Corporation to issue a remit statement to the Principal outlining priorities for the current academic year and linked to the Strategic Plan. A draft statement would be prepared for the Committee to consider (**Action 29 – Chair and Principal**).

Following a visit from the FE Commissioner in July 2020, a recommendation identified the need for the Corporation to be able to '*effectively test, challenge and support management in the planning and value optimisation of the sale of land for development.*' The Chair outlined a proposal to set up an advisory only group to provide the necessary levels of challenge and&G expertise for the senior leadership team (SLT). In addition to governor and SLT involvement, two external experts would be invited to join the group. The Chair would prepare draft terms of reference for the Committee to consider (**Action 30 – Chair**).

20/28　　　　**Any other business (Agenda item 8)**
　　　　　a. A confidential item was raised under this item and it was agreed that it should be discussed at the next Remuneration Committee.
　　　　　b. Members had previously recommended the introduction of a RAG rating system at Committee meetings. This had stopped since meetings had moved to a virtual platform due to Covid-19. It was agreed that the same system should be reintroduced for the new academic year (**Action 31 – Clerk and Chairs of Committee**).

20/29　　　　**Date of next meeting (Agenda item 9)**
　　　　　Thursday, 12th November 2020 at 8.30 am via Teams

Meeting closed at 2.00pm.