

## SEARCH AND GOVERNANCE COMMITTEE

Minutes of the meeting held on Thursday, 7<sup>th</sup> July 2022 at 8.30 am in M6

**Present:** Mr D McVean (in the Chair), Mr A Clarkson, Mr B Hansford, Mrs C Harris, Mrs P Hawkesford, Dr P Jones, Mr C Matts, Mr T Neville OBE and Mr A Thomson

**In attendance:** Mrs G M Hulley

### SECTION A – ROUTINE AND STANDING ITEMS:

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**22/10 Apologies for absence (Agenda item 1)**

Apologies were received Mrs P Prow.

**22/11 Declarations of interest (Agenda item 2)**

Mr D McVean and Mr C Matts declared an interest in Agenda item 7. Mr T Neville OBE and Dr P Jones declared an interest in one of the governor appointments.

**22/12 Minutes of last meeting (Agenda item 3, Paper A)**

The minutes of the meeting held on 31<sup>st</sup> March 2022 had been circulated previously. The minutes were accepted as a true and accurate record.

**22/13 Actions outstanding (Agenda item 4, Paper B)**

One action was outstanding in relation to a UoN policy on the use of fellows. This would be discussed at a future TLA Committee meeting. Action closed.

### SECTION B – GOVERNANCE 2021-22:

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**22/14 Governance self-assessment (Agenda item 5, Paper C)**

The report offered members of the Committee with an opportunity to comment on the progress of last year's governance improvement plan; and, review the proposed approach to gathering feedback from governors and staff as preparation for the 2021-22 self-assessment process.

Members were in full agreement that the Corporation and each of its committees worked well together. A particular strength was the level of scrutiny in each meeting. Communication with the senior leadership team was also very effective and governors were in a position to easily interrogate data as it was presented in such a useable format. The Committee was keen to consider further opportunities to monitor the effectiveness of the implementation of equality, diversity and inclusion (EDI) as a Corporation. Gathering student voice in an innovative and effective way continued to be a priority. Consideration should also be given to whether the new link governor for EDI could incorporate student voice into the role. A previous agreement for a governor to meet with a group of students on a termly basis should be implemented from September 2022 (**Action 30** – Clerk). HE and apprenticeships were two key priorities for 2022-23; expertise in apprenticeships was still required on the Corporation. The questionnaire could be used to gather a collective view on any additional priorities for the next 12-18 months. Any improvement plan that resulted from the self-assessment process needed to identify the ways in which the Corporation needed to improve; and, a timeline for achieving this. The questionnaire would be amended to reflect the Committee's feedback.

**Resolved:** To approve the proposed approach for the governance self-assessment 2021-22.

## **SECTION C – GOVERNANCE 2022-23:**

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### **22/15 Governance 2022-23: Forward planning (Agenda item 6)**

#### **a. Search and Governance (Paper D)**

- a. Meeting dates 2022-23:** Meeting dates were agreed with all meetings starting at 8.30 am.
- b. Terms of reference:** As part of the annual review, the terms of reference had been updated with minor changes. The Committee highlighted the importance of embedding a commercial culture throughout the curriculum teams. The commercial team would take a lead role in this and over time, that team would develop links with each School. From 1<sup>st</sup> September 2022, Heads of School would have budgets devolved to them; the finance team would hold budget holders to account. The Committee agreed a need for Heads of School to become more visible to governors. This would be achieved by ensuring every School had a link governor; and, inviting Heads of School to Committee or Corporation meetings at appropriate times throughout the year. This would provide the necessary assurance around the commercial aspects of their role. The terms of reference were recommended for Board approval.
- c. Cycle of business 2022-23:** The report was outlined and discussed and the proposed business planner for 2022-23 was approved.

**Resolved:** To receive the Forward Planning: Search and Governance report.

#### **b. Corporation (Paper E)**

- a. Meeting dates:** With the exception of October, meeting dates would be recommended to the Corporation for approval. In a discussion around themes for the two Governor Development Days, everyone was in agreement that the first GDD should focus on apprenticeships. Governors would then be better placed to interrogate data and question effectively. The second GDD in March would consider the College's HE offer including links to apprenticeships. The Department for Education had a new 'future skills' unit and the Committee agreed a guest speaker on this subject would be informative.
- b. Terms of reference:** The Committee noted the changes and agreed that each Committee was fulfilling its responsibilities in line with the Governance Framework.
- c. Cycle of business 2022-23:** The Committee noted the actions taken in relation to business planners for each Committee.

**Resolved:** To receive the Forward Planning: Corporation report.

### **22/26 Governor appointments 2022-23 and allocations to Committees and Link Governor Scheme (Agenda item 7, Paper F)**

- a. David McVean and Charles Matts:** The appointment of Mr D McVean and Mr C Matts for a second term of office was considered by the Search and Governance Committee. David and Charles were commended for their commitment to the Corporation in terms of contributions at meetings. Both were also thanked for their work as Chair and Vice Chair of Corporation. A recommendation to approve David and Charles' appointments was agreed for the period 2022 to 2026.
- b. Mohamed Saeudy:** At the Corporation meeting in April 2022, it was agreed that once a vacancy became available, Mohamed Saeudy should be appointed as an independent governor and therefore, full member of the Corporation. A recommendation to approve Mohamed's appointment was agreed for the period 8<sup>th</sup> July 2022-2026 and member of the Finance and Resources Committee.
- c. Helen King and David Aarons:** The Search and Governance Committee considered whether both co-optees should continue as members of the Audit

Committee. Contributions from both were very good. A recommendation for both to continue as co-optees for a further 12 months would be made to the Corporation.

- d. **Staff governor election:** Simon Greener had confirmed in writing that he would be stepping down from the Corporation as he had gained a position in another organisation. An election would be held over the summer with a view to a replacement staff governor joining the Corporation (subject to approval) in October 2022. A meeting with governors would be arranged for any prospective candidate who would like an informal discussion about the role.
- e. **Mustafa Regec-Noor:** The Chair of Finance and Resources and Chair of Audit Committees had interviewed Mustafa Regec-Noor who was currently an Assistant Director, Policy Design and Strategy at HMRC. The interview panel had agreed Mustafa had relevant expertise and should be recommended as a co-opted member. Members agreed to recommend to the Corporation that Mustafa is appointed as a co-opted member of the Finance and Resources Committee.
- f. **Aaron Keers:** The Chair of Finance and Resources and Chair of Audit Committees had interviewed Aaron Keers who currently was a Financial Accountant (Construction Materials Industry) at the BMI Group. The interview panel had agreed Aaron had relevant expertise and should be recommended as a co-opted member. Members agreed to recommend to the Corporation that Aaron was appointed as a co-opted member of the Teaching, Learning and Assessment Committee.
- g. **Committee and Link Governor Scheme allocations:** Members considered the allocations that were provided in the report and proposed potential governors who could take on the role of link governors for EDI, Safeguarding and Health and Safety. Governors would be invited to confirm their preferred area. Allocations would be confirmed in time for the next Corporation meeting in the autumn 2022.

**Resolved:** To recommend to the Corporation appointments of David McVean, Charles Matts, Mohamed Saeudy, Mustafa Regec-Noor and Aaron Keers.

#### **SECTION D – CLOSING ITEMS:**

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**22/27 Any other business (Agenda item 8)**

There was no other business.

**22/28 Date of next business (Agenda item 9)**

An alternative date to the proposed meeting on the 20<sup>th</sup> October 2022 would be arranged (**Action 31** – Clerk).