



Confirmed Minutes

Present: Ms L Summers, Ms M Boryslawskyj, Mr A nelson and Ms A Williams
(75% attendance).

Clerk: Mrs C Coupland

1. Apologies for Absence/ Declaration of Interest

There were no apologies for absence. Mr Dawson did not attend.

There were no declarations of interest.

2. Minutes from Meeting held on 6th June 2017

Resolved:

That the minutes be accepted as a true record.

3. Matters arising

i. Link Governors:

Mr Nelson confirmed that he had formally handed over the SEND Link Governor Role and its responsibilities to Ms Fleming.

The Clerk explained that Ms Wright (Safeguarding Link Governor) and Ms McGuire (Safeguarding Link Governor Designate) continue to meet and attend all relevant safeguarding meetings together. Staff have asked for Ms McGuire to complete Safer Recruitment Training prior to taking up the role. It is intended for the formal handover of the role to take place at the start of Spring Term.

The Clerk informed the committee that Ms Haigh has expressed an interest in taking up the Equality, Diversity and Inclusion (EDI) Link Governor Role upon return from her planned maternity leave in September 2018. Ms Thompson (EDI Link Governor) is happy to continue to serve as the Corporation's EDI Link Governor until the end of her term of office which ceases on 13th July 2018.

The committee welcomed the information and endorsed Ms Haigh's request to assume lead role for EDI as of 2018/19. As this was the first time that such roles had all been reappointed, time was taken to reflect upon the handing over process to date. All present agreed that it would be beneficial to schedule in a review of the Link Governor roles at a future committee meeting to be able to take feedback from Staff and Governors to further support role transitions and to inform future handovers. Members also acknowledged handovers on this occasion had been driven by the desire for succession planning but in future it would be beneficial for handover for each link area to be staggered. The Clerk confirmed that at present there is no fixed term of office assigned to the link governor roles. The job description simply states that the role will terminate when the incumbent ceases to be a serving Governor or

when the Governor or the College gives the other party notice. The Clerk was therefore tasked with proposing a rolling programme with fixed terms of renewal at the committee's next meeting.

Resolved:

- **For Ms Haigh to be appointed as EDI Link Governor as of September 2017.**
- **For the Clerk to schedule a review of the Link Governor roles at a future meeting, post feedback, from Staff and Governors.**
- **For the Clerk to propose a rolling programme for Link Governor Handovers with fixed terms of renewal at a future meeting.**

ii. Governors Code of Conduct.

All Governors have since confirmed that they shall agree to observe the code of conduct to the best of their abilities.

iii. E-governance

The Clerk presented her overview report on the E-Governance and indicative costings for paperless meetings.

The Committee agreed that there was merit in pursuing e-governance given the College's commitment to continuing to work more cost effectively and to also comply with the General Data Protection Regulation (GDPR). However the Committee were of the opinion that a more detailed paper with updated financial information (including the cost of staff time) on current and future governance models was needed to better inform debate and decision making.

Members also agreed that it would be helpful for demonstrations to take place on the proposed internal option highlighted within the Clerk's report. Ms Boryslawskyj also agreed to share and demonstrate the University's approach to 'paper light meetings'.

Resolved:

- **For the Clerk to resubmit a more detailed report to the Committee on e-governance.**
- **For the Clerk to organise demonstrations for the committee.**

iv. Code of Good Governance: Annual Compliance review.

At the last committee meeting, members asked for the Clerk to amend the reporting format to better differentiate the 'must' and 'should' activities and to colour code (RAG rate) the assessed level of compliance.

The revised presentation of the compliance review satisfied members that all 'must' areas of activities, covered by statute and/or the minimum expected by the principal regulators and funding agencies, had all been met. Consideration was therefore directed at the activities described as 'should' and which exceed basic requirements and represent good or enhanced governance practice. The committee concluded that when next undertaking the compliance review it would be useful to revisit the evidence base column and to limit supporting information to short bullet points. Members agreed that by tightening up on the reporting element; they would then be able to undertake a more robust self assessment and be able to better identify desirable areas of practice for development which would then inform the quality improvement plan going forward.

Resolved:

- **For the Clerk to revisit the AoC Code of Good Governance to ensure that evidence cited is focused and precise to each of the requirements and to better inform Governance Self -Assessment and Quality Improvement/Development Plans.**
- **For the Clerk to next submit the compliance review at the committees meeting in June 2018.**

4. Governance Stakeholder Engagement Strategy and Governance Stakeholder Engagement Plan

The Clerk reminded the Committee that the Instruments and Articles of Government of Sixth Form College Corporations require the publication of arrangements for consulting with stakeholders at the college on the determination and periodic review of the educational character and mission of the College and the oversight of its activities. In response to this requirement the Corporation published its statement on stakeholder engagement in 2015, outlining the college's arrangements for general engagement with learners and staff. The arrangements for obtaining stakeholder views continue to be reviewed by the College on a regular basis, to ensure that they meet the needs of the Corporation, in obtaining the views of Staff, Students and Parents on the educational character and mission of the College and its activities.

An area of development identified within the Quality Improvement Plan for 2016/17 was for the Corporation to identify and develop improved methods of engagement with stakeholders. The Clerk was therefore tasked with developing a stakeholder engagement strategy. The proposed Strategy, considered by the Committee, intended to make clear the benefits of stakeholder engagement as well as identifying the key stakeholder groups - those who have an interest in improving learning and development outcomes for young people, those who are recipients of the college's services, and those whose actions impact on the College's activities.

Following a robust discussion, the Committee agreed that having strong and effective engagement in place is important because it supports the Corporation to strengthen their evidence based decision making. Effective engagement also enables stakeholders to be confident that their views have been heard and actively listened to by the Corporation to effect change for the good of the college. Members however were of the opinion that the Governance Stakeholder Plan in particular, needed to explore and identify the full range of external stakeholders that the Corporation could and should be engaged with when fulfilling board level responsibilities. Members therefore agreed that an extended period of stakeholder analysis and mapping would be useful to:

- identify the full range of the Corporation's stakeholders,
- analyse stakeholders by impact and influence
- recognise the engagement mechanisms already in place for each of the different stakeholder groups and
- identify any gaps in engagement opportunities with all or some stakeholder groups.

The Committee concluded that the gaps in current engagement practice and/or any stakeholder groups overlooked at present, as identified from the analysis, should then become the basis of the revised Governance Stakeholder Strategy and Stakeholder plan.

Resolved:

- **For the Clerk to plan and undertake further stakeholder analysis to inform future committee discussions on how best to engage and communicate with key stakeholders**

- **For a revised Governance Stakeholder Engagement strategy and plan, post analysis, to be presented to the Committee at a future meeting.**

5. Governor Attendance Review 2016/17

Within the Clerk's report it was confirmed that the average overall attendance target of 80% at all Committee and Corporation meetings for 2016/17 had been exceeded. The overall attendance was 92%, a 5% increase on last years and again this compared favourably to the FE sector average attendance of 80.52 % (80.44% in 2015/16, 79.52% in 2014/15)

Members scrutinised the attendance data for all Corporation and Committee meetings during 2016/17. Members wished to record their thanks to Governors for their continued high attendance at all meetings.

Resolved:

- **That the report be received.**

6. Competency Framework for Governance: Summary of the Annual Governor Self Assessment & Skills Audit.

The Clerk confirmed that between July 2017 and September 2017, Governors were asked to complete a questionnaire on the key competency areas of governance. A summary of the responses (57% return rate) had been collated and duly considered by the Members tonight.

The Committee noted the low return rate and requested the Clerk to ask all governors who had not yet completed the self-assessment to do so as soon as possible, with the overall summary to then be updated.

The intention behind the competency framework was to enable all members of the Corporation to set out their skills and experience whatever their backgrounds. Responses received indicated that Governors' self assessed levels of experiences, skills and other attributes exceeds Boards overall requirements (green rating).

The low scoring experiences and skills attracting a score of 1(amber rating) indicating 'little experience' were also flagged within the analysis. The Committee recognised that the lower scoring areas were however still deemed to be sufficient for the board to be effective but that the gaps identified were to inform individual and collective CPD training programmes. Reassuringly it also confirmed that current recruitment and succession planning strategies are targeting the desired skill sets – financial auditing, accountancy and risk and compliance – with a view to bolstering the effectiveness of membership.

The Committee noted that there was a continued positive trajectory within the evaluation feature of the competency framework, as all responses rated governance as outstanding. The Committee also acknowledged that the areas for development were to feed directly into the Corporation's Quality Assurance processes, including the Self-Assessment Review and Quality improvement plans – which are to be presented to the Committee at its next meeting

Resolved:

- **That the report be received**
- **For the Clerk to remind governors who had not yet completed the self-assessment to do so as soon as possible, and for the summary of responses to then be updated.**
- **For Governors' responses to inform the Corporation's Self Assessment Review and Quality Improvement plan to be presented at the next meeting.**

7. Governor Training Programme and Policy Review.

The Committee recognises the need for a Governor Training and Development Programme to promote continuous professional development for Governors.

The Clerk presented the proposed training and development programme, which was endorsed by the Committee. The key training needs identified for this academic year is for Governors to undertake required training in Prevent, Safer Recruitment, General Data Protection Regulation (GDPR) requirements as well as refresher workshops on SEND, finance reporting and funding, Self Assessment, Ofsted Inspection Framework.

The Strategy day planned for February 2018 will again provide an opportunity for Governors and the Senior Leadership Team to consider all the strategic options open to the College to enable HNC to effectively respond to the opportunities and challenges created by the ever changing education sector.

Building upon the need to continue to secure succession planning amongst the Corporation's membership – the training programme continues to explicitly invite expressions of interest from Governors who in the future wish to assume additional Governor responsibilities such as Corporation / Committee Chair and Vice Chair positions as well as the role of Link Governors.

The Clerk advised the Committee that the Governor Training Policy is also subject for annual review. It was noted that no changes were proposed by the Clerk.

Resolved:

- **That the Training Programme for 2017/18 is approved, subject to agreed amendments, and that the Corporation is informed.**
- **That no changes to the Training Policy are required.**

7. Membership Determination & Vacancies

Corporation Membership

The Clerk informed the Committee that at present the Corporation comprises of 15 Governors. There is only a current vacancy for a Parent Governor. External Governors are at full complement. One External Governor Vacancy shall however arise for September 2018 as Ms A Thompson's second term of office shall cease on 13th July 2018 (end of the academic year).

The Clerk notified members that three Governors' terms of office are to expire by September 2018. All are eligible to serve for a second term of up to 4 years. The Clerk confirmed that all have expressed a willingness and desire to continue on as Governor. Confirmation will however be provided at the next Committee meeting once all signed expressions of interest have been returned, at which point members will then be able to give full consideration to reappointment.

Committee Membership

The Clerk informed the Committee that as stated within the HM Treasury Audit and Risk Assurance Committee handbook; the Audit Committee should comprise of at least three members with no executive responsibilities. At present there are four members – reducing to three when Ms Haigh starts her maternity leave. The Clerk is mindful as to the skill gap to be created when Ms Haigh is temporarily absent. Ms Haigh is supporting the Clerk's search for co-opted members from a risk and/or audit background by advertising the role in her own place of work.

The Committee has for some time recognised that it would be beneficial to bolster the Audit Committee's Membership by recruiting co-opted members from financial audit background – in turn also securing succession plans for when future external governor vacancies occur. The Clerk informed members that the opportunity for co-optees continues to be advertised via national governor recruitment websites and services and local organisations. The Committee took the opportunity to consider the expression of interest received to date. Members were of the opinion that individuals to be appointed must possess the desired skill sets, as flagged up within the competency questionnaire, of either financial auditing, accountancy or risk and compliance.

Parent Governor

The Clerk continues to actively promote this opportunity by writing to parents, emailing students and also advertising the vacancy at Parent Evenings and events. The Clerk also confirmed that marketing materials are also currently being redesigned.

Ms Williams agreed to promote the Parent Governor Vacancy at the forthcoming Welcome Evening.

Student Governor.

The Clerk reminded the Committee that Mr Buckley is the newly appointed Student Governor (until Easter 2018). The Clerk advised members that Mr Buckley has recently taken up role as Finance Executive for the HNC Student Union.

Staff Governor.

Mr Hood is the current Staff Governor. The Clerk confirmed that his term of office ends in August 2018 – Mr Hood is able to serve for a second term for 2018 – 2020 should the position be uncontested and should he so desire. All staff will however be alerted to the up-coming opportunity to serve as staff governor by the end of the Spring Term.

Resolved:

- **That the report be received.**

9. Any other Business.

It was noted that the Clerk is to undergo surgery resulting in a short period of sickness leave from college. The Clerk is to liaise with Ms Shackleton Assistant Principal - People and Place - to start to plan and make suitable arrangements for her absence.

10. Learner Impact Reflection

The impact of discussion and scrutiny of the Committee's work in improving the outcomes and experience for all learners was considered and the following agreed:

- **By reviewing membership and agreeing succession planning strategies; the committee ensures that the corporation continues to have the required mix of skill sets to effectively undertake its business in improving the quality of teaching, learning and assessment**
- **By adopting the Code of Governance, the corporation is committed to ensuring the effective control and due diligence takes place and that systems of delegation and accountability are in place.**
- **Maintaining high performance amongst Governors enables the Corporation to continue to provide strategic leadership and accountability**
- **A high performing corporation is able to support the college to achieve its aims and objectives and secure positive outcomes for students.**

- **Assurance that the corporation continues to seek out best practice initiatives as well as to inform/lead best practice within the sector in order to remain outstanding in its performance**
- **The pursuit of excellence in all of the Corporations activities is demonstrated by an uncompromising and highly successful drive to contribute to the colleges success and ambitions**
- **Systems for rigorous evaluation and analysis are embedded within governance with a clear focus on continuous and on-going improvement**
- **The board continues to conduct its affairs as openly and as transparent as possible**
- **To continue to ensure that the college publishes accurate and honest information about its activities and processes.**

11. Determination of confidentiality

Supporting papers for the Membership and Vacancies Report is deemed to be confidential as it specifically refers to individuals.

12. Date of next meeting: Tuesday 5th December 2017 at 5pm



HUDDERSFIELD NEW COLLEGE FURTHER EDUCATION CORPORATION

Responsibilities of the Search & Governance Committee

Overall Purpose

Corporations are required to set up a Search Committee as recommended by the Nolan Committee as an important mechanism to ensure a rigorous and open method of selecting members based on merit. The Search Committee also plays an important role in determining the selection criteria which set out the skills and experience required of new members.

The Search Committee must operate openly and transparently, to ensure that the Corporation is properly responsive to stakeholder interests in respect of its composition arrangements.

Key Tasks

- Recommending to the Corporation suitable persons as required to serve as Governors, co-opted members of the Corporation Committees, and to nominate the Chair and Vice Chair candidates when vacancies occur for the Corporation and its Committees
- Oversee and provide for the induction and development of members via a sustainable programme
- Review and improve the effectiveness of Governance policies, practices and procedures and make recommendations to the Corporation
- Monitor and review the Corporation's compliance with the Instrument and Articles of Government.
- To assess the appropriate level of Overall Assurance in relation to each of the specific risks for which this Committee has been assigned responsibility by the Corporation.
- Monitor and review the Student Union's Constitution and any other associated matters and make recommendations to the Corporation.