



## **Search and Governance Committee Minutes**

Meeting held on Friday 8 June 2018 at 9.30 am in Room 220

*Governors:* Mr D Johnson (Chair), Ms M Stephenson and Mr M White

*Officials:* Sarah Thompson (Clerk to the Corporation)

*Apologies:* Mr P Cook (Principal and Chief Executive)

*(Meeting commenced at 5.30 pm)*

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### **Declarations of Interest**

There were no declarations of interest.

The Chair welcomed attendees to the meeting.

### **S18/16 Agenda Item 1 – Notification of Items of Other Business**

The Corporation Chair commended students and staff involved in the recent fabulous production of Jesus Christ Superstar.

### **S18/17 Agenda Item 2 – Minutes and actions**

Minutes of the Search and Governance Committee meeting held on 26 April 2018 had been circulated and were **approved** as an accurate record.

Members considered the actions arising from previous meetings and the Clerk highlighted that the celebration / thank you meal was being planned for 20 September. A 'Save the Date' would shortly be issued. All other actions were in progress or covered on the agenda for this meeting.

### **S18/18 Agenda Item 3 – Succession Planning / Corporation and Committee Membership**

A report had been circulated detailing the current membership position in respect of the FE Corporation, together with equality and diversity information and a skills' analysis. Members noted that, at the point of merger, there would be three vacancies for independent governors.

The Corporation had previously agreed that one governor place should be held for a nominee of the Sir William Turner Trust and the Corporation Chair reported that he and the Principal would be meeting Peter Sotheran, Chair of the Sir William Turner Foundation on 11 June 2018. The Foundation had been pleased to note the progress achieved at Redcar & Cleveland College in relation to Ofsted grading [redacted]. The

Trust had not made a nomination to date but any update arising from the meeting on 11 June would be reported to the committee.

The Corporation had agreed that priorities for recruitment were a practising education professional and a professional with strategic finance expertise. A draft advert had been circulated with the papers and a number of suggestions for improvement were made. Suggested routes of distribution were also outlined in the report and members suggested that the advert could also be shared with schools in Middlesbrough and Middlesbrough Borough Council and via Linked In.

At the request of the committee, the Principal had met with Deborah Merrett, co-opted member of the Standards Improvement Committee, who was keen to continue as a co-opted member but did not feel in a position to take on full governorship at this time.

Members also noted that changes to Corporation membership would impact on committee membership. Current Redcar & Cleveland College governors to be appointed from the point of merger had indicated their preferences and this indicated a particular issue with membership of Search and Governance Committee, as only two members would remain on the committee post merger. Numbers were also relatively low on Audit, Finance and Employment and Remuneration Committees. In terms of committee membership diversity, it was noted that it would be helpful to address the gender imbalance on Remuneration Committee, which was currently made up solely of male governors. All current committee Chairs were also white males and it would be helpful to improve diversity in this group. It was agreed that the Clerk should approach Norma Wilburn and Michael Duffey to ascertain whether they would be willing to consider joining the Search and Governance Committee and Dot Smith to ascertain whether she would be willing to consider joining the Remuneration Committee. The committee Chair confirmed that he was very happy to speak to potential committee members about the role of the committee. It was also noted that the NETA Board was made up solely of white male governors and it would be helpful to seek greater diversity within this Board.

In line with a previous request from the committee, equality and diversity data for Redcar & Cleveland College and for the Redcar and Cleveland Local Authority area was also included in the report. Members agreed that this should continue to be reported as a separate data set, although student data might be merged in future, once a single equality and diversity report for the merged college was produced.

**Members agreed:**

- i) that the governor advert should be updated and placed on the College website and that the vacancies should also be advertised via colleagues;
- ii) to recommend to the FE Corporation that John Lowther, Dot Smith and Rob Mitchell should be appointed to the Merger Implementation Group; that John Lowther should be appointed to the Audit Committee; that Sam Beel should be appointed to the Standards Improvement Committee (subject to her appointment as a governor); that Norma Wilburn and Michael Duffey should be appointed to the Search and Governance Committee, subject to their agreement; and that Dot Smith should be appointed to the Remuneration Committee, subject to her agreement;
- iii) to recommend to the FE Corporation that any governor recruited to fill the Corporation's recruitment priority of strategic finance expertise should be asked to

consider joining Finance & Employment Committee, or potentially Audit Committee.

#### **S18/19 Agenda Item 4 – Staff Governor Appointments**

A report had been circulated reminding members that the Corporation had agreed that, post merger, there should be one staff governor place for a staff member working at a College site within Stockton Borough Council area and one staff governor place for a staff member working at a College site within Redcar & Cleveland Borough area. Michael Duffey would continue to serve as staff governor working at a Stockton site until the end of his term of office in 2019. Michelle Stephenson's term of office was due to end on 7 July but it was proposed to extend this to the point of merger.

There were two staff governors serving on the Redcar & Cleveland College Board. Sam Beel, a recent appointment to the Redcar & Cleveland College Board, had confirmed her interest in appointment to the Stockton Riverside College Board post merger and submitted an application. Alys Tregear had also confirmed her interest in joining the Stockton Riverside College Corporation post merger but no application had been received to date. Alys had been reappointed for her third term of office in 2016.

In response to a query, the Clerk confirmed that the Corporation's Instrument and Articles of Government permitted appointment of three staff governors and agreed to check any requirements included in the Standing Orders.

Members **agreed** to recommend to the FE Corporation that:

- i) total Corporation size should be increased to 18 for a period of one year to allow the appointment of the two current Redcar & Cleveland College staff governors;
- ii) Sam Beel should be appointed as staff governor for a term of office to 5 March 2022;
- iii) Alys Tregear should be appointed as staff governor for a term of office of one year, as she had served more than eight years as staff governor on the Redcar & Cleveland College Corporation Board;
- iv) Michelle Stephenson's term of office as a staff governor should be extended to the merger date, in order to ensure appropriate Corporation membership up to the point of merger.

#### **S18/20 Agenda Item 5 – Governor Development Activity**

A report had been circulated providing an update in relation to the proposed governor training session for the Board of the merged College, to be facilitated by Sir Frank McLoughlin. The Corporation Chair and Clerk would liaise with the Principal to ascertain current progress.

The update was received and noted.

#### **S18/21 Agenda Item 6 – Any other business**

The Chair highlighted that this was his last meeting as Chair and thanked members for their contributions to the committee. It was noted that this was also Michelle Stephenson's final meeting as committee member and she commented that she had enjoyed her time as a committee member, finding meetings interesting and informal.

## **S18/22     Agenda Item 7 – Date and time of next meeting**

The next meeting was scheduled to take place at 5.30 pm on Thursday 27 September 2018. Members confirmed that it was helpful to continue running three meetings of the committee in each year and that this would be particularly helpful in 2018-19 to monitor the impact of changes to the Corporation membership and an increase in governor numbers.

*The Corporation Chair left the meeting.*

## **S18/23     Agenda Item 8 – Corporation Chair’s Appraisal**

A report had been circulated outlining governor responses to a Chair’s appraisal questionnaire. This had been completed by all current SRC governors plus Redcar & Cleveland College governors serving on the Merger Implementation Group. Responses were very positive with average scores for individual questions ranging from 8.92 to 9.60. It was noted that one governor had scored ‘1’ for ease of communication with Chair outside meetings but no explanation had been provided. All other responses to this question were 9 or 10 and comments were very positive. It was felt that it could be appropriate for the Clerk to confirm with the Chair preferred contact routes for all governor groups, particularly student governors.

Members considered, in particular, the areas for improvement identified by governors. It was recognised that the Chair continued to improve the balance of allowing sufficient time for discussion and debate against ensuring manageable and focussed meetings. Committee members also commented that they did not feel there were any issues with timeliness of meeting starts. Members noted that one governor had suggested challenging leadership and encouraging challenge as an area for improvement but no further explanations or examples had been provided.

Members noted the feedback and **agreed** that the committee Chair should arrange to meet with the Corporation Chair to feed back on the outcomes, particularly the suggested areas for improvement, before Corporation papers were posted on 28 June 2018.

## **S18/24     Agenda Item 9 – Approval of Documents for Public Inspection**

It was **agreed** that the agenda and supporting documents, with the exception of application forms, which included personal details, should be made available for public inspection. Minutes would be published following committee approval.

*(The meeting ended at 10.15pm)*