



## **Search and Governance Committee Minutes**

Meeting held on Thursday 23<sup>rd</sup> May 2017 at 5.30pm in Room 301

*Governors:* Mr P Cook (Principal and Chief Executive), Mr D Johnson (Chair), Ms M Stephenson and Mr M White

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

*Apologies:* Ms R Hodgson

*(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.

### **S17/10 Agenda Item 1 – Notification of Items of Other Business**

It was requested that NETA Board membership be considered as an additional item of business.

### **S17/11 Agenda Item 2 – Committee minutes and actions**

Minutes of the Search and Governance Committee meeting held on 26<sup>th</sup> January 2017 had been circulated and were **approved** as an accurate record.

Progress against previously agreed actions was noted. It was agreed that a celebration event was no longer required, in light of the merger pause.

### **S17/12 Agenda Item 3 – Succession Planning / Corporation, committee and task and finish group membership**

A report had been circulated detailing current Corporation membership and outlining governor skills and equality and diversity information. Members noted that Lynda Brown intended to step down from her governor role at the end of July due to her personal commitments. Governors commended her outstanding performance as a governor and her exceptional insight and challenge.

Members considered the recommendations regarding appointments and reappointments. In respect of Richard Poundford, members noted his exceptional contribution to the Corporation, his high attendance and his very valuable experience and knowledge. He had, to date, served one four year term of office.

*Mark White left the meeting while governors considered his request for reappointment.*

Members noted that Mark White had service to date exceeding the maximum eight years previously stipulated by the Corporation. Members recognised his exceptional service as a governor, Vice Chair, Chair Designate and, particularly, as Corporation Chair over the previous year, noting specifically his outstanding contribution during the area review process and merger discussions. Members also stressed the importance of stability in the chairmanship in this period of change in respect of possible College mergers and political instability following the surprise result in the Tees Valley Combined Authority Mayoral elections. In light of this, members agreed to recommend Mark White's reappointment as a governor for term of office of four years.

*Mark White returned to the meeting.*

Mark White was notified of the committee's recommendation and thanked members for their recommendation. He highlighted that he would not seek reappointment at the end of any future term of office in light of his long service, which exceeded the maximum service agreed by governors.

Members noted that there was one current vacancy and one vacancy that would arise as a result of Lynda Brown's resignation. A further vacancy would arise in April 2018 at the end of David Craig's term of office. Members recognised that it would be helpful to seek an educational professional and up to two accountants, in order to ensure an appropriate balance of technical expertise and knowledge. A number of potential governor candidates were discussed and would be considered further.

Members also stressed the importance of maintaining the gender balance on the Corporation where possible.

It was **agreed** to recommend to the FE Corporation that:

- i) Richard Poundford be reappointed for a term of office of four years;
- ii) Mark White be reappointed for a term of office of four years;
- iii) Lynda Brown be appointed as a co-opted member of the Standards Improvement Committee for a term of office of one year in the first instance, subject to her agreement;
- iv) an accountant and an educational professional should be sought to fill the current vacancy and the vacancy to arise on 1 August, as a result of the resignation of Lynda Brown.

It was also **agreed** that:

- i) a letter should be sent to Richard Poundford from the Corporation and committee Chairs congratulating him on his 100% attendance in the previous two years;
- ii) the Clerk should contact Deborah Merrett to ascertain her interest in joining the Corporation as a full governor;
- iii) a recruitment plan should be developed.

## **S17/13    Agenda Item 4 – Board Packs**

A report had been circulated outlining progress to date in respect of implementing Board Packs for meeting management. Comments from governors had been circulated

and governors noted some issues. In particular, it was highlighted that it could be difficult to chair meetings using only an electronic agenda and it was agreed that the Clerk should provide paper copies of agendas for Chairs. Some issues with annotation were also highlighted and it was agreed that data presentation should be reviewed to ensure readability, particularly tables. Overall, members were of a view that Board Packs was a positive development, particularly in relation to storage and access of information.

Members **agreed** to recommend to the Corporation that implementation of Board Packs should be continued.

#### **S17/14    Agenda Item 5 – Chair’s Appraisal**

*Mark White left the meeting.*

A report had been circulated outlining governor feedback from the recent Chair’s appraisal questionnaire. Members noted that the feedback was overwhelmingly positive. The following areas were discussed further:

- Members noted that governors had generally scored the Chair lower in relation to his role representing the Corporation to students. Two governors had queried whether this function fell appropriately within the role of the Chair. Members suggested that this question should be removed from future questionnaires.
- Members also noted that a respondent had commented that it was difficult to separate initiatives put forward by the Chair and the Principal and it was suggested that it would be helpful to seek clarity in respect of this. It was suggested that this be highlighted as part of the feedback to the Corporation.
- Other comments also related to the amount of paperwork and length of agendas and it was proposed that the Clerk discuss an approach to this further with the Chair.

It was **agreed**:

- i) to recommend to the FE Corporation that the question regarding the Chair’s role in representing the Corporation to students should be removed in future questionnaires;
- ii) that the committee Chair would provide brief feedback to the Corporation Chair at this meeting and would arrange a separate meeting to provide further detail.

*Mark White returned to the meeting.*

The committee Chair advised Mr White of governors’ feedback, highlighting their commendation of his experience, passion and inclusion of all governors, as well as his role mentoring the Principal. The Principal also commended the Chair’s inclusion of and openness with the Senior Leadership Team. The Chair thanked governors for their comments and recognised some areas for further improvement.

#### **S17/15    Agenda Item 6 – Any other business**

The Principal reminded members that the Board for NETA Training Trust had initially been established to include three College governors and two independent representatives. Due to changes in the Corporation membership, the NETA Board was now comprised of two College governors (the Principal and Russ McCallion) and three

independent members (John Hornby, Steve Cossins and Jeremy Faulkner). It would be important to ensure a transparent process was in place for future appointment of NETA Board members. The Clerk highlighted that she had requested the correct version of the Articles of Association for NETA Training Trust from the Vice Principal: Corporate Planning and Performance and would ensure an appropriate process was established once these were received. The Chair expressed a wish to attend NETA Board meetings annually as an observer and it was suggested that a summary paper outlining key issues for NETA and Tees Valley Catering be provided to the next Corporation meeting.

The Principal further reported that the Steering Group had agreed a report to the special FE Corporation meeting on 25 May 2017 which proposed that the College cease merger discussions with Darlington College and express an interest in merger with Redcar and Cleveland College. Members recognised the significant impact of ceasing merger discussions and noted that the merger remained on pause pending a formal decision by the FE Corporation.

**S17/16      Agenda Item 7 – Date and time of next meeting**

The next meeting of the committee would take place at 5.30 pm on Thursday 5<sup>th</sup> October 2017.

**S17/17      Agenda Item 8 – Approval of Documents for Public Inspection**

It was **agreed** that the agenda and supporting documents be made available for public inspection with the exception of Item 5, which would be made available following discussion at the FE Corporation meeting on 6 July 2017. Minutes would be published following committee approval.

*(The meeting ended at 6.15pm)*