

**APPOINTMENTS AND GOVERNANCE COMMITTEE**  
**Minutes of the meeting held at 4.00pm on 11 May 2016**

**Present:** R Carter (Chair)  
K Golding (Vice Chair)  
D Wildridge  
S Gerber  
J Bloomfield

**In Attendance:** S Clarke  
A Maltpress  
A Head  
C Higgins  
J Bridges, Clerk to the Corporation

Members confirmed that they had no conflicts of interest to declare in relation to the items of this agenda.

**1 Apologies for absence**

Apologies for absence were received from N Savvas.

All members of the Corporation were invited to attend the meeting to discuss the actions arising from the Learning Board Programme. Members unable to attend included C Manning, S Daley, R Inman and K Heathcote.

**2 Minutes of the meeting held on 16 December 2015**

The minutes of the meeting were agreed as a correct record subject to the Clerk reviewing the minutes as a member had found a spelling mistake but had mislaid its location.

**3 Matters Arising**

From the minutes of the meeting held on 16 December 2015:

**3 Matters Arising**

The Clerk has not sent out a survey to governors to assess how user friendly the pages are on StaffNet but has contacted each governor by email to establish if they use the pages and to establish what works well and/or if there are any ideas for improvement. The responses are to be collated and discussed with the IT team.

**3 Matters Arising – Recruitment**

The Clerk is to contact former governors; Alan Gordon-Stables, Jo Finn and Maggie Symonds to seek their perspective on the role as a governor at the College and is waiting for responses.

In addition the Clerk is maintaining a list of former governors so that communications with them can be forwarded as appropriate.

**4 Committee Terms of Reference**

The final sentence under the membership heading has been amended as suggested.

**Action**

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## 5 Membership – Chair Designate

An appointment to the role of Audit and Risk Management Chair has not been identified but it is hoped that an appointment can be made through the current governor recruitment process.

Members of the Senior Management Team and College Management Team are now invited to attend Audit and Risk Management Committee meetings to present and answer questions in relation to recommendations arising from internal audit work undertaken in their areas of responsibility.

## 5 Membership – Staff Governors

A nomination and election is to take place this month.

## 5 Membership – Terms of Office

The Corporation has approved the reappointments of A Maltpress and S Clarke at the 18 March 2016 meeting. Their three year term of office commences with effect from 1 August 2016.

## 5 Membership – Board Composition

A possible candidate with an HR background has been identified. An update with regard to governor recruitment is provided for under agenda item 5 of this meeting. J Bloomfield suggested that contact is made with the West Suffolk Hospital newly appointed Head of Comms and Marketing. It was agreed that she is to be approached in the new academic year when a vacancy arises.

## 6 Attendance Records – Three Year Comparison

The report has been corrected to include the attendance of S Gerber and the Clerk confirmed no adverse change in governor overall attendance rates.

## 7 Skills Audit Matrix

Suggestions regarding other networking environments were forwarded to the Clerk and an update on recruitment is provided under agenda item 5 of this meeting.

## 4 Learning Board Programme Actions – Mike Snell Report

The key aim of the Learning Board Programme was to provide the Corporation with a model and structured process by which to observe, validate and provide meaningful feedback on some key aspects of effective board performance, including performance as a team.

The observations and recommendations arising from the report have been distilled and the group discussed each of the 24 points in turn. In summary the following was agreed:

1	Introduce Learning or Curriculum Walks	Agreed	A protocol is to be agreed with the Principal and SMT. This is not formal observation and teaching must not be undermined and staff put under undue pressure. It's too ambitious for each governor to undertake six visits in the year but maybe six opportunities could be offered to members in the year.
2	Student governor to hold informal student	Declined	Members agreed that this is already achieved through Student Representative and Council meetings

	focus groups once a term		plus through the involvement of the Lead Governor for Student Engagement, C Manning. Members did question if we needed to publicise this role more so that students are aware of who is the student engagement lead governor.
3	Governors' curriculum link programme to be implemented evenly across the College	Agreed	The governor directorate links are in place but we need to ensure that more coverage of support service areas is included. We will look to achieve this with new recruits to the Corporation. Governors to be asked to provide feedback about their directorate links under the representational activities standard agenda item at Corporation meetings. Members were in agreement that operational issues raised by staff are not for the Corporation and are to be passed back to the relevant Director, SMT member or the Principal as appropriate. Members suggested that Director Links could be rotated and that perhaps a code of conduct written to set out the purpose of the Directorate Link Programme.
4	Review the 'new approach to governance'	Agreed	To be undertaken in the Spring/Summer terms of 2016/17.
5	Rotating Committee membership on a 3 year cycle	Declined	Committee membership is considered by the Appointments and Governance Committee annually. Committee membership is determined by the skillset it requires. Rotation could destabilise this approach and remove continuity of experience. Members can request a change of committee.
6	Agree indicators for monitoring equality and diversity of the Board	Declined	No-one is excluded from being a member of the Corporation. Membership is determined by the skillset required and the Corporation is mindful membership should be representative of the community that it serves.
7	Adding a second student governor	Declined	The Corporation made a considered decision as part of its review of governance arrangements in 2014 to appoint only one student governor from its FE provision. An HE student would not provide West Suffolk College representation, only that of UCS although members did recognise that in light of UCS achieving TDAP and converting to the University of

			Suffolk in the new academic year it may be appropriate to review this approach.
8	Identify maximum 7 RAG rated higher level KPIs that cover the complete spectrum of College activity	Declined	Members are satisfied that current KPI reporting is effective and this has been validated by Ofsted inspectors at inspection. It is regularly reviewed by members.
9	Link KPIs, the risk register, strategic plan objectives and the QIP to develop an integrated set of KPIs	Declined	Members agreed that this would be too cumbersome to achieve and would add no value to the work of the Corporation.
10	Develop executive summaries for our reports	Agreed	A change to our header sheets for reports has already taken place and there are now executive summary sheets. The success of this change is to be kept under review.
11	Monitor the success of the Chair Designate succession plan	Declined	Members agreed that this was not necessary.
12	Include a specific risk to the register associated with the succession of the Principal and SMT	Declined	Members do not consider this to be a current risk. This did appear on the register throughout 2013/14 and 2014/15 until new senior post holder appointments had been confirmed.
13	Link with a College that has outstanding governance	Declined	Currently there is only one College (Truro and Penwith in Cornwall) that is outstanding under the new CIF. We wait to receive the letter from Ofsted concerning our inspection but members suggested the Clerk makes contact with her counterpart at Truro and Penwith.
14	Produce a governance quality improvement plan	Agreed	This will fall out of the actions agreed at this meeting.
15	Develop a comprehensive, flexible and interactive governor induction programme	Agreed	The Clerk has produced a new governor induction handbook that will continue to be developed. She is interested in developing a web based governor induction programme that could be sold to the sector and there are a number of school and academy governor sites that she is researching to aid this work.
16	Introduce use of governor mentors to support new members	Agreed	This has been offered in the past and it was agreed that it is to be offered to new members when recruited. Members suggested simple background information about each

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17	Introduce individual annual review for governors	Declined	governor would be useful for new members. Members did not feel that the process needs to be formalised. It was felt that the Board knows its strengths and weaknesses and is prepared to have difficult conversations with members if/when appropriate. Members agreed that the annual review by self-evaluation is adequate and that the Board uses a variety of ways to assess if membership is effective. It was agreed that one-to-one meetings can be offered at a members' request and perhaps a policy could be formalised by the Clerk to describe how annual evaluation is undertaken and how the Corporation would deal with or support a member in difficulty.	JBridges
18	Make coaching available for incoming Chairs	Declined	Members said that they felt the approach to succession is transparent and a year provides adequate time for expertise to offered and shared to the incoming Chair.	
19	Extend the use of Task and Finish Groups	Declined	The use of Task and Finish Groups is well established and utilised by the Corporation and does not need to be identified as an area of governance improvement.	
20	Develop a web-based open access community score card	Declined	Opinion was divided among the group although consensus reached that this recommendation was not considered to be of value. The Clerk was asked to go back to Mike Snell to seek clarification as to how this recommendation has emerged from the programme.	JBridges
21	Ensure more comprehensive participation of staff in satisfaction surveys	Declined	The Standards and Excellence Committee looked at the results from past staff surveys and one member provided useful advice about how the College could change its questioning and introduce net promoters to improve staff participation. This has been a successful piece of work.	
22	Coordinate membership involvement with stakeholders	Declined	Members are comfortable that stakeholder engagement is in place but asked the Clerk to think about how this could be demonstrated or evidenced.	JBridges
23	Develop strategic plan objectives that are not mutually exclusive	Declined	The Corporation has ownership of the strategic plan and it is reviewed annually to ensure it remains fit for purpose and aligned to the direction the Corporation has determined.	

24 Establish a task and finish group to consider the Learning Board Programme report and include the agreed actions in a governance quality improvement plan	Declined	The Appointments and Governance Committee was tasked by the Corporation to take this piece of work forward. All governors were invited to attend this meeting to discuss and agree the actions to take forward. The Clerk will draw up the Governance Quality Improvement Plan for the approval of the Corporation at the meeting to be held in July 2016.
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## 5 **Membership**

### i. ***Staff and Student Governor Elections***

The Chair extended thanks on behalf of the Corporation to J Bloomfield, S Gerber and A Head for their contributions as members of the committee over the years. Their terms of office all come to an end in July 2016.

The launch of the student governor election has been postponed as a consequence of the Ofsted inspection. If the process was to start in the following week it would only give two weeks to half term after which fewer students would be present to take part. Members were asked to consider deferring the election to September 2016 as this will provide a larger pool of students. The appointment would be subject to approval by the Corporation at the December meeting but the successful candidate could attend Committee meetings as an observer in the autumn term. Members were keen to open the opportunity to as many students as possible and were in agreement that the election should take place in September 2016. It was noted that usually the election process starts much earlier than May 2016 but had been delayed pending the outcome of A Head's plans to progress onto an apprenticeship. He has secured employment and decided not to continue as student governor, although eligible to do so, but to focus his attention and energy on his apprenticeship.

The Clerk is to launch a nomination and election process this term for a Support Services Staff Governor. This process will take place this month and S Gerber is to be excluded from nomination as he has reached the maximum term of office a governor is permitted to stand.

### ii. ***Recruitment***

As previously reported the Corporation loses the membership of J Bloomfield and C Manning in July 2016. In addition, there is a vacancy that has been held on the Board since December 2015 further to the resignation of F Hotston Moore. It was also noted that due to increased work commitments R Inman has asked to suspend his membership on the Audit and Risk Management Committee and the impact that these losses have on Committee membership was detailed in the report received by the group.

Both J Bloomfield and C Manning held additional roles that will need to be replaced. J Bloomfield has held a representational role to the Equality and Diversity Board. C Manning held the lead role for Student Engagement and also the governor representational role and Chair to the Safeguarding Board. The Clerk is to invite governors to express an interest in taking on these representational roles.

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Through networking opportunities and the persistence of the Chair contact has been made with three potential candidates The Chair was pleased to report that Karen Points MCIPD has expressed interest and will be contacting the Clerk to formally apply. Sarah Howard MBE has been invited to visit the College later this month for initial discussions about the role and the Chair is waiting to hear from Sarah Healey-Pearce ACA. It is hoped that all three will be suitable for appointment and a recommendation can be made to the July 2016 Corporation meeting for terms of office to commence with effect from 1 August 2016. The Chair asked members to establish a recruitment panel. This was agreed to comprise K Golding, J Bloomfield and N Savvas with D Wildridge in reserve. The Clerk is to convene the recruitment panel interviews.

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iii. **Co-opted Membership**

The appointment of co-opted members are subject to annual review. The Committee agreed that with the endorsement of the Audit and Risk Management and the Standards and Excellence Committees the appointments of N Roberts and J Gazzard are to be recommended for approval by the Corporation at the meeting to be held in July 2016.

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6 **Joint Chair Proposal**

The Corporation has complete flexibility to shape the constitution of the Board as it sees fit in order to ensure it has the necessary skills and capacity to carry out its functions effectively. It is proposed that with effect from the December 2016 Corporation meeting the role of Chair to the Corporation is shared between the current Chair Designate, K Golding and the outgoing Chair, R Carter. The rationale for proposing a co-chair arrangement is two-fold; 1) it will provide K Golding with the capacity to focus on the role on the internal operation of the Corporation, sub-Committee meetings, governance oversight and line management of the Principal and the Clerk; and 2) will enable R Carter to focus on the external representational activities of the role and lead the pursuance of strategic initiatives such as collaboration/partnership working, furthering the Free School application, Area Reviews and Devolution.

The proposal of a co-chair arrangement is proposed to be achieved by approving the appointment of K Golding as Chair at the December 2016 meeting of the Corporation and appointing R Carter as a co-opted member of the Corporation with the role as Joint Chair (external relations). R Carter's appointment is to be subject to annual review and approval of the Corporation.

Members concluded that it was reasonable to consider the proposal and rationale as a job share approach and felt that the load could be shared successfully using the strengths of K Golding and R Carter to best advantage. Members asked that the responsibilities of each be determined and clear. The proposal was **approved** by members. **Proposed** by S Gerber and **seconded** by J Bloomfield. A recommendation will be put to the Corporation at the meeting to be held in July 2016.

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7 **Governors' First Hand Week Feedback**

A total of 116 activity options were offered to governors during the first hand week held over 18 to 22 April 2016. The word cloud evidenced the most prominent words used to describe the week as interesting, informative and enlightening. The Chair will write an article for the Soundbites publication to express thanks on behalf of the Corporation to all staff involved.

RCarter

The Clerk has proposed to offer activity options throughout the year in addition to the first hand week programme. The intention is that this will include activities such as Learning Walks and access to Maths and English lessons at different points in the year when learning, as opposed to revision, is taking place. Activities with support service areas could also be included.

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J Bloomfield and A Maltpress left the meeting at 6.15pm

**8 2016/17 Meeting Dates and 2017/18 Draft Calendar**

Members agreed the schedule of meetings for the next academic year (2016/17) and noted the intended schedule of meetings for the year after (2017/18). A recommendation to approve the schedules will be put to the Corporation at the meeting to be held in July 2016.

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**9 Any other business**

None.

**Date of next meeting**

Thursday 1 December 2016 at 4.00pm. Room TG1.16

The meeting closed at 6.20pm