

APPOINTMENTS AND GOVERNANCE COMMITTEE
Minutes of the meeting held at 4.00pm on 1 December 2016

Present: R Carter (Chair)
K Golding (Vice Chair)
D Wildridge
J Bloomfield
N Savvas (Principal)

In Attendance: 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.

Action

1 Apologies for absence

Apologies for absence were received from S Howard.

2 Minutes of the meeting held on 11 May 2016

The minutes of the meeting were agreed as a correct record.

3 Matters Arising

From the minutes of the meeting held on 11 May 2016:

2 Minutes of the meeting held on 16 December 2015

The minutes have been amended as requested.

3 Matters Arising

Some responses from governors were received concerning the use of StaffNet Governor pages and minor amendments to the area have been made. Most governors confirmed that their use of pages is limited and rely mainly upon the emails and updates from the Clerk.

3 Matters Arising – Recruitment

Contact has been made with former governors and the Clerk awaits to receive their views on the role as a governor at the College.

3 Matters Arising – Membership

The Corporation approved the appointment of Joe Winter, Business Development advisor at the 14 July 2016 meeting. He was nominated and elected to take the role of Support Services Staff Governor.

4 Learning Board Programme Actions – Mike Snell Report

The Clerk has established who the contact is at Truro and Penwith College but she is yet to get in touch.

JBridges

The Clerk is considering the need for a policy to describe how annual evaluation is undertaken and how the Corporation would deal with or support a member in difficulty. She will look at putting a draft together, if required, for the next meeting of the Committee.

JBridges

Mike Snell has confirmed that the two best examples in the Sector who have developed a web based open access community score card in his opinion are Bedford College and Chichester College.

As part of the Ofsted Inspection the Clerk compiled a Governor Involvement mind map that evidenced how governors are involved with stakeholders both internally and externally.

The Governance Improvement Plan was approved by the Corporation at the meeting held on 14 July 2016 and progress against the plan is covered under agenda item 9 of this meeting.

5 Recruitment

R Carter has taken the Safeguarding role and S Daley is the governor lead for Student Engagement. The role with Equality, Diversity and Inclusivity has been taken by Karen Points.

The recruitment panel was established and interviews for new governors took place on 7 July 2016 and the Corporation approved the appointments of Sarah Howard, Sarah Healey Pearce, Karen Points and Joe Winter at the meeting held on 14 July 2016.

5.iii. Co-opted Membership

The co-opted appointments of N Roberts and J Gazzard were approved by the Corporation at the meeting held on 14 July 2016.

6 Joint Chair Proposal

The Corporation approved to share the role of Chair at the meeting held on 14 July 2016.

7 Governors' First Hand Week Feedback

The Chair expressed thanks on behalf of the Corporation to all staff involved. The article was published in the July edition of Soundbites.

Invitations to Learning Walks throughout the year have been circulated and a number of governors have accepted to take part.

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

The Corporation approved the schedules at the meeting held on 14 July 2016.

4 Committee Terms of Reference

Each Committee is asked at their first meeting in the new academic year to review and approve its terms of reference. The minor amendments highlighted were **approved** by the Committee. **Proposed** by D Wildridge and **seconded** by K Golding.

5 Membership

The campaign to elect a student governor has closed and a recommendation to appoint William O'Reilly, Business Diploma Level 2 Year 1 will be put to the Corporation at the meeting to be held on 15 December 2016.

At the 14 July 2016 meeting of the Corporation the proposal to share the role of Chair between Chair Designate, Ken Golding and the outgoing Chair, Richard Carter was approved. In order to facilitate the joint role Richard is to be reappointed as a co-opted member of the Corporation and a co-opted member of the Resources Committee. The Committee were content that the Chair did not need to leave the meeting for discussion of this item to take place and **approved** to put a recommendation to the Corporation for the co-opted appointments to be approved at the meeting to be held on 15 December 2016.

JBridges

JBridges

At the 11 December 2015 meeting of the Corporation it was confirmed that at the point Ken Golding succeeds Richard Carter as Chair to the Corporation, the vacancy of Vice Chair will be filled by Sue Daley. The Committee **approved** the proposal and will put a recommendation to the Corporation for the Vice Chair appointment to be approved at the meeting to be held on 15 December 2016.

JBridges

In order to facilitate succession for Ken Golding who at the point he becomes Chair of the Corporation (wef 1 January 2017) is automatically precluded from being Chair of the Audit and Risk Management Committee under the Joint Audit Code of Practice, it is proposed that the Corporation appoints Jim Gazzard as a full member of the Board and is appointed Chair of the Audit and Risk Management Committee. It is further proposed that the Vice Chair appointment of the Committee is filled by Nick Roberts who will remain as a co-opted member. The Committee **approved** the proposals and were content that this change of determination from a co-opted member to a full member for Jim Gazzard was a good example of effective succession planning. The Committee asked the Clerk to check that a change in membership determination was detailed in the Governance policies of the College as an option for succession planning to ensure that due process on this appointment has been followed.

JBridges

The Chair informed the Committee that Roger Inman has been appointed as a Trustee of Suffolk Academies Trust (SAT). It is recognised that his time is limited due to work commitments so it is his intention to step down from the Corporation at the end of this academic year so that he can dedicate his time to the SAT Board. The Chair has approached Henry Nydam, governor of MidKent College, who visited us a while ago under the governance exchange arrangement that we had with them. He is a solicitor and the Chair of MidKent Invicta Chamber of Commerce but lives locally to West Suffolk College and expressed interest a while ago to the Clerk that if an opportunity should arise on the Board, he would be interested in being considered. An interview has been arranged for 6 December 2016 with the panel comprising R Carter, K Golding and N Savvas. If an appointment can be offered it is proposed that he is co-opted to the Audit and Risk Management Committee initially but a subsequent recommendation could be made, subject to satisfactory performance, to the Corporation that he is appointed a full member to succeed R Inman. The Committee **approved** the succession plan and will put a recommendation to the Corporation, subject to the satisfaction of the interview panel, to appoint Henry Nydam as a co-opted member to the Audit and Risk Management Committee, at the meeting to be held on 15 December 2016. It was noted that his term of office as a co-opted member would be subject to annual review so would be reconsidered in July 2017.

It was noted that there would still be a vacancy on the Audit and Risk Management Committee after the appointment of Henry Nydam and the collective strength of the Committee is a concern given that it will have a new Chair, Vice Chair, two existing relatively new members (A Maltpress and K Heathcote) plus a new co-opted member. It was questioned if the Committee needed a membership of six but it was agreed that this number is important to maintain due to the ability to meet quorum requirements. It was agreed that the Committee should hold the vacancy for the time being to see how the new appointment of Henry Nydam works out. If successful and Henry succeeds R Inman then the Audit and Risk Management Committee could look for a new co-opted appointment to fill the vacancy.

6 Attendance Record – Three Year Comparison Report

The average attendance at Corporation and Committee meetings has increased compared to the previous year. The Corporation attendance target has been achieved (up by 2%) and the attendance target of 75% has been achieved across all Committees with the exception of the Audit and Risk Management Committee (as discussed above). There were no other issues arising from the content of the report.

7 Role Description – Chair of the Corporation

The Corporation asked that the responsibility of the roles that K Golding and R Carter are to undertake as they share the role of Chair are determined and made clear in a role description. The role description for the Chair has been adapted to make specific reference that the role of Joint Chair (co-opted) is instructed for the purpose of completing the Area Review Project and will act for the Chair on any other activity at his/her request. The Committee commented that they thought the role description describes the internal workings of the role well but questioned how this would be understood externally. It was agreed that any external role has to be made clear from the outset. As with the Area Review R Carter is the Chair and will continue to be seen as such throughout the process despite his determination changing when K Golding succeeds him. K Golding will take part in the Area Review as appropriate but will not take the lead or be known in the process as the Chair. The Committee was satisfied with this approach.

It was noted that line management and appraisal/review of the performance of the Principal and the Clerk, will be the responsibility of the Chair and any recommendations arising from these reviews will be made to the Remuneration Committee as appropriate.

The Committee **approved** the role description and will put forward a recommendation for the Corporation to approve at the meeting to be held on 15 December 2016.

8 Skills Audit Matrix

The Committee was pleased to receive the report which identified the skills and strengths of the Corporation and its Committee together with the skills gaps identified to bolster membership and inform the governor recruitment strategy. The Clerk was asked to look at the skills we are predicted to lose as members' terms of office come to an end over the next few years and bring the analysis back to the next meeting of the Committee so that members can understand the impact of the emerging skills gaps.

9 Governance Improvement Plan

The Corporation approved the Governance Improvement Plan at the meeting held in July 2016. The progress against the plan is then monitored by this Committee and reported back to the Corporation as appropriate throughout the 2016/17 academic year. The plan shows a total of 6 improvement actions; 2 have been completed (green status) as governors have been invited to join a number of learning walks in the year in addition to those that will be offered as part of Governors' First Hand week plus we have changed our header sheets and are now using new executive summary sheets instead.

The Committee suggested that a third improvement action should be marked as complete as the mentors for new governors have been identified and formal introductions are to be made so this action can be colour coded green to mark that it has been completed.

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10 Any other business

i. Governor Communication Strategy

The Chair asked the group to think about whether they as governors feel that they are as well informed about activities at the College that they could be and whether communication should come through the Clerk, PAs or another source. Members said they felt it would be useful to communicate the key activities and dates so that if there are events they would like to attend they have enough notice to be able to accept the invitation. Some sort of briefing sheet would be useful that highlighted the up and coming events but notifying governors on a Friday about something happening in the following week is not useful. It was noted that some governors have unsubscribed from all staff emails as most communications through this route are not applicable to the work of governors but knowing about Open Events, end of year exhibitions, shows, performances, celebrations and fairs, etc would be really useful to know about and we need to get better at communicating them.

It was agreed that the College Calendar would be reviewed and the events relevant to governors extracted and put onto an events calendar. This can then be shared with governors and a briefing released each month to remind members of the activities coming up in the month ahead. A summary paper for the term ahead can be presented to the Corporation at each meeting also.

It was noted that one governor activity that had not taken place was their involvement in the annual departmental SAR reviews. This had been an oversight and would not be missed in future.

The Committee also commented that the Governor Links need to be reaffirmed and appointments with Curriculum Directors established. The Clerk will look to include these on the event calendar so that it is clear when Governor Link activities take place and are kept in focus.

Date of next meeting

Wednesday 24 May 2017 at 4.00pm. Room TG1.16

The meeting closed at 5.30pm

JBridges