

Governing Body **APPOINTMENTS AND GOVERNANCE COMMITTEE**

Minutes of the virtual meeting held at 9.30am on 21 October 2020

Present: **E D'Souza (part)** **S Daley (part)**
 D Wildridge **J Bloomfield**
 S Howard

In Attendance: **N Savvas, CEO**
 S Gales, PA to the CEO
 T Elkin, Clerk

No interests relevant to items on the agenda were declared by members

1 Apologies for Absence

There were no apologies.

2 Minutes of the meeting held on 10 June 2020

The minutes were agreed as a correct record of the meeting.
Student terms were inaccurate, and the amendment was noted.

3 Matters Arising from 10 June 2020

The matters arising from the meeting were summarised in the report and all actions reported had been completed or, where appropriate an update had been provided on progress elsewhere on the agenda.

4 Committee Terms of Reference

The Terms of Reference were **agreed**, SDaley proposed and were seconded by SHoward.

5 Membership

SGales noted conflicting data sources especially terms of office: for student governors and membership, inaccuracies were highlighted in the document. It was proposed that the errors were corrected.

NSavvas explained that there were some difference in terms of office as a number of years ago it was decided to change the terms of office from four years and then the maximum terms of office was changed. It was agreed that DWildridge's term of office will cease. There were also governors who started as co-opted who then became independent members, to confuse the term of office.

It was **agreed** to measure service by 'term' rather than 'year'. To achieve consistency, SAT is a four-year term and WSC is three-year term but it can change to four year. WSC also has a maximum term of office for governors and SAT does not.

Committee members agreed that bringing in new governors to replace those that have served their maximum terms, brings in new enthusiasm and skills to governance. It's important to ensure that a cohort of governors do not all end their term of office at the same time. NSavvas added that it takes time to bring new governors up to speed but does not want to lose the 'wisdom and experience' of experienced governors. Committee members discussed further.

ED'Souza noted that at the end of the maximum term, there could be a one or two-year extension if required, to avoid losing a lot of experience at the same time. Governors welcomed this as long as it's reflected in the articles.

Action

S Gales

It was **agreed** that the maximum term of office for WSC governors shall be 9 years; 3 terms of 3 years. If a governor is a Chair, the maximum term of office will be 12 years.

Potential extension of term of office: this will be offered if a particular governor meets required criteria.

Governors or Trustees: it was **agreed** to adopt the term model 3 x3, build in the option to extend for a maximum of two years, renewable every year and there will be clear criteria for this to be enacted. Governors agreed to aim for consistency.

Co-opted: will start with a one-year term, if move to governor or Trustee role, the term is set to zero and same rules apply. If they move back to be a co-opted governor, their term can be renewed annually. There will be no limit on their maximum term of office.

Note at 10.08am SDaley left the meeting.

Recruitment

Following a debate, the committee agreed to re-appoint:

- CHiggins (strength and input is invaluable, HE skills, offers strong challenge)
- SDaley (skills in curriculum and quality and understanding funding bodies and understands the way the DfE and ESFA are working is invaluable)

Note: SD returned to the meeting at 10.11am

Recruitment (continued)

- JWakelam (clear thinking a massive skill set, very analytical and legal background. Legal training has been invaluable in analysing situations as well as docs and understanding of local politics is invaluable has proved her worth many many times)

It was agreed that there should be a set of criteria that people are appointed upon:

- skills that the body is short of;
- strategic skills needed for the future;
- local influence and connectivity;
- national vision;
- attendance.

Will review the skills audit to see if it fills all the skill set needed for the corporation. SGales proposed different ones for each committee.

Note: at 10.17am ED'Souza left the meeting.

Recruitment (continued)

- ED'Souza (Hearing ability, extra commitment and handles people well outside governance, a good ambassador and negotiator; listens to peoples' views and feedback, very good chairing skills; background of working in large organisations and negotiating with public bodies is a skill; challenging and supportive nature of being a governor and his ability to bring a perspective of logical and even perspective rather than driven by emotion, handling crisis management)

Note at 10.21am ED'Souza re-joined the meeting.

If there is a governance review do, we want to review membership? – It was **agreed** to get external advice and bring a proposal to the Corporation.

New SAT Trustees have been recruited (as a result of recommendations from the Hayes Macintyre report). There was a very impressive short list of candidates.

N Savvas

Student governors – HE is growing therefore are committee members happy that the duration of their study is their term of office? It was **agreed** that the co-opted model should apply, being renewed every year. The committee discussed further. It was noted that Student governors have lacked training – SDaley noted that she has met with student governors to explain the meeting, but they made no contribution, proposed adding an item to the meeting to give them an opportunity to present. JBloomfield proposed a stronger ‘buddy’ system. This will be a training opportunity for student governors and good addition to a student’s CV.

It was **agreed** that the term of office for a student governor will be reviewed annually as they must be a registered student. It was agreed to discuss student governors more as a topic – to be arranged for a separate discussion and in the meantime will remain with the ‘status quo’. JBloomfield added that the committee needs to consider the benefits of the role that can be shared with prospective candidates. NSavvas reminded everyone that there are already student bodies that governors don’t see enough of.

JBloomfield proposed that there is a wider review of how they contribute to the life of the college, to ensure that everyone is satisfied that students have a voice at every level of the corporation. ED’Souza agreed that this needs to be done for SAT too.

6 Board Profile

Skills Audit and Training Needs

SGales summarised the document which highlighted the skill sets of governors and Trustees upon receipt of their returns.

Attendance (Three Year Comparison Report)

The attendance at committees will be a criteria for re-appointment.

Equality and Diversity

Committee members agreed that the information provided was of use. To help members bear in mind and be aware of the breakdown.

7 Governance

Self-Assessment Report

SGales advised that this has not really progressed, and it could be outsourced to a professional expert to get an external impartial view. Could address any inconsistencies in literature etc. to maintain a robust system of governance. This was **agreed**.

SHoward advised a similar review that can be shared from British Board of Chambers of Commerce.

Governance Review of Instruments and Articles of Governance, Code of Conduct and Standing Orders and Terms of Reference

These were **agreed** by the committee.

8 Any Other Business

There was no further business.

Date of next meeting:

- To be confirmed

The meeting closed at 10.58pm