



Confirmed Minutes

Present Ms M Boryslawskyj (Chair), Mr A Nelson, Ms L Summers, Mr J Dawson and Ms A Williams (100%)

Clerk Mrs C Coupland

1. Apologies for Absence/ Declaration of Interest

There were no apologies received.

There were no declarations of interest.

2. Minutes from Meeting held on 22nd May 2018

Resolved:

- That the minutes be received as a true record.

3. Matters arising

E-Governance:

The Clerk informed members that Dr J Norton (IT Director) had advised her that documents distributed as a PDF are unable to be edited. It was recognised however that it would be difficult to physically stop governors from accessing and saving documents, regardless of format, onto non-college devices given that Moodle can be accessed by any personal lap top / tablet etc with correct login details. The Clerk explained that as with previous practice when issuing paper copies of agendas and reports; Governors would have to continue to adhere to safe access and storing as per the Corporation's standing orders.

The committee agreed it useful for the Clerk to issue specific guidance about safe storage of electronic files. Governors also asked for the Clerk to look into password protection for future meeting files to further strengthen cyber security as well as guard against misuse of electronic files.

Resolved:

- For the clerk to create and issue Governors with guidance about safe storage and usage of electronic files
- For the Clerk to password protect future meetings files

Code of Good Governance:

The Clerk reminded the committee that a comprehensive and robust compliance check of the Code was undertaken and presented to members at the last meeting in May 2018. Questions and issues were raised during the review and the Clerk was subsequently tasked with researching sector practice for the possible areas of development identified.

The Clerk presented her paper and appendices to outline sector findings. The committee considered carefully each item and determined the development options to be explored to best support the existing governance framework going forward. The Clerk was tasked with taking forward the initiatives identified; majority of which would be reflected within next year's Financial Statements and members report.

Resolved:

- **That the report be received**
- **For the Clerk to take forward the development initiatives identified**
- **For the Clerk to liaise with Mr Shaw to review the template to be used for the Financial Statements and Members Report for year ending 31st August 2019.**

4. Governor attendance 2017/18

Within the Clerk's report it was confirmed that the average overall attendance target of 80% at all meetings for 2017/18 had been exceeded for all committee meetings; disappointingly though the average overall attendance for Corporation meetings was 79%.

The overall attendance was 85%, a 7% decrease on last year's however it compared favourably to the FE sector average attendance of 80 % (81% in 2016/17, 80% in 2016/15).

Members scrutinised the attendance data for all Corporation and Committee meetings during 2017/18. The committee also reflected on Ms Summers' recent reminder to all governors regarding attendance at the last Corporation meeting held on 14th November 2018; given the recent poor attendance noted so far this academic year. It was agreed appropriate for the Governance Quality Improvement Plan to specifically include attendance monitoring and for the Clerk to review meeting schedules and arrangements to satisfy the committee that times and frequency of meetings remain suitable for Governors going forward.

Resolved:

- **That the report be received.**
- **For attendance monitoring to be included within the Quality Improvement Plan**
- **For the Clerk to undertake a review of planned meeting schedules and arrangements.**

5. HNC's Competency Framework for Governance – Annual Survey Outcome.

The Clerk confirmed that between July 2018 and September 2018, Governors were asked to complete a questionnaire on the key competency areas of governance. A summary of the responses (83% return rate) had been collated and duly considered by the Members tonight.

The intention behind the competency framework was to enable all members of the Corporation to set out their skills and experience whatever their backgrounds. Responses received indicated that Governors' self assessed levels of experiences, skills and other attributes exceeds Boards overall requirements (green rating).

The small number of experiences and skills with an overall amber rating or having attracted a score of 1 indicating 'little experience' from individual governors are still deemed to be sufficient for the board to be effective. The gaps in experience and skills identified have however informed recruitment and succession planning strategies as well as induction and CPD training programmes.

The Committee noted that there was a continued positive trajectory within the evaluation feature of the competency framework, as responses rated governance as outstanding. The Committee also acknowledged that the areas for development had fed directly into the Corporation's Quality Assurance processes, including the Self-Assessment Review and Quality improvement plans. The Clerk's monthly horizon scanning reports and the Senior Leadership Team's termly corporate report will also continue to inform governors of developments within the national education policy and the local education context.

Resolved:

- **That the report be received**

6. Governor Training and Development Programme and Policy

The Committee recognises the need for a Governor Training and Development Programme to promote continuous professional development for Governors.

The Clerk presented the proposed training and development programme, which was endorsed by the Committee. It draws upon the CPD needs identified by Governors in the Governance Self-Assessment Questionnaire completed in September 2018, as well as joint initiatives to be developed via the Collaboration Forum with Kirklees College and Greenhead College.

The Strategy day planned for February 2018 will again provide an opportunity for Governors and the Senior Leadership Team to consider all the strategic options open to the College to enable HNC to effectively respond to the opportunities and challenges created by the ever changing education sector.

Staff presentations from curriculum and cross college departments shall also take place throughout the year prior to all Corporation meetings. Briefings shall also be issued throughout the academic year as listed within the attached Governor Training Programme

Building upon the need to continue to secure succession planning amongst the Corporation's membership – the training programme continues to explicitly invite expressions of interest from Governors who in the future wish to assume additional Governor responsibilities.

The Clerk advised the Committee that the Governor Training Policy is also subject for annual review. It was noted that no changes were proposed by the Clerk.

Resolved:

- **That the Training Programme for 2018/19 is approved and that the Corporation is informed.**
- **That no changes to the Training Policy are required.**

7. Governance Self-Assessment Review (SAR) 2017/18 & Quality Improvement Plan (QIP) 2018/19

The Clerk confirmed that between July 2018 and September 2018, Governors were asked to complete a SAR questionnaire on the key areas of governance – a full summary of the responses has been presented to the committee at this meeting. To support the Governance SAR process, all Committees, in July 2018, had also agreed impact statements on their work undertaken with the last 12 months. Furthermore, in March 2018, the Chair met independently with all individual

governors as an opportunity to consider and reflect upon governance as a whole at HNC and their thoughts on their own role and contribution.

Taking all this into account, it was agreed to continue to rate governance as outstanding. The Committee agreed that the summary and strengths of Governance as captured within the SAR fully supports the grade judgement reached.

Governance performance remains subject to continuous reviews; key areas for improvement and other development priorities were therefore considered by members to determine the Quality Improvement plan for this academic year in light of:

- All of the Governors' responses to the governance self-assessment and the competency assessment
- Possible additional challenges to governance arising from the new strategic plan and
- The continuing challenges in the external environment (National, Regional and Local)

Resolved:

- **That the Governance SAR 2017/18 and the Governance Quality Improvement Plan 2018/19, subject to the agreed amendments, be recommended to the corporation for approval.**

5. Membership Determination and Vacancies.

Corporation membership:

The Clerk advised the Committee that at present the Corporation comprises of 14 Governors. There are two external governor vacancies given the recent resignation of Ms L Swinden (week commencing 12th November 2018) and Ms A Thompson's retirement from office in September 2018.

The Clerk confirmed that the vacancies have been advertised on the website and in the college's newsletter. An expression of interest has been received in response to the newsletter notice. The Clerk has been in contact with the individual unfortunately to date no formal application has been submitted.

The Clerk advised that she had also notified current co-opted members and heads / senior leaders from local schools of the governor vacancies. To date, no expressions of interest have been received.

Members welcomed the news that the new Governor advert is also to be shared more widely via external mailshots / e-shots and publications on relevant governor recruitment websites as well as for social media advertising / signposting. It is hoped that this may generate interest from wider sectors. Members asked for the Clerk to also directly approach the Local Authority now that the Learning Team at Kirklees has been determined post re-structuring. Mr Nelson also alerted the Committee to an expression of interest he had received via his professional networking. The details have been passed onto the clerk to make contact with the individual.

Committee Membership:

The Clerk confirmed that at present both the Finance & Resources committee as well as the Audit Committee currently have a rich and diverse membership; however it was noted that interests for co-opted opportunities would still be welcomed and sought to further bolster the committees' membership.

Student Governor.

Mr Blade Tillford-Whitehouse is the current Student Governor and will serve until Easter 2019. The Clerk is regularly meeting with him for support.

Staff Governor.

Ms Maria Dean is the newly appointed Staff Governor, it was an uncontested position. Ms Dean's term of office is for two years until August 2020.

Resolved:

- **That the report be received.**
- **For the Clerk to seek out expressions of interest to fill the corporation vacancies.**

8. Board Assurance Framework – Assurance Review of risk: Lack of effective governance, including lack of effective challenge and support for Senior Leadership Team.

The Committee remained confident in the different levels of assurances identified within the BAF for this specific risk. Additional items of external assurance were also identified. An overall green assurance level was therefore assigned to this particular risk.

Resolved:

- **To assign Green overall assurance to the risk**
- **For the Clerk to update the Master BAF**

9. Any other Business.

Register of interests (reserved item)

Resolved:

- **That the report be received.**
- **For governors to be reminded of the need to keep the Clerk informed of changes to personal and business circumstances so as to update the register of interests, as required.**

10. Learner Impact Reflection

The impact of discussions and scrutiny of the Committee's work in improving the outcomes and experience for all learners was considered and the following agreed.

Resolved:

- **By reviewing membership and agreeing succession planning strategies, the committee ensures that the Corporation continues to have the required mix of skill sets to effectively undertake its business in improving the quality of teaching, learning and assessment,**
- **Maintaining high performance amongst Governors enables the Corporation to continue to provide strategic leadership and accountability**
- **A high performing corporation is able to support the college to achieve its aims and objectives and secure positive outcomes for students**
- **The Committee is committed to ensuring that every governor develops the skills they need to be effective and to make an active and valuable contribution to the work of the governing body.**
- **For the Corporation to succeed in its responsibilities – it is recognised that regular attendance enables governors to be involved in the discussion and to make informed decision –making which impact upon staff, students and the college's success.**

- **The Corporation is committed to ensuring the effective control and due diligence takes place and that systems of delegation and accountability are in place**
- **The Board continues to conduct its affairs as openly and as transparently as possible**
- **To continue to ensure that the college publishes accurate and honest information about its activities and processes - this is particularly important in relation to information for prospective students, parents and employers.**
- **This self-critical approach enables the corporation to provide a strong level of assurance to all stakeholders of the Corporations high standards and continued commitment to conduct its business in the best interest of its students and stakeholders.**
- **By reviewing Membership and agreeing succession planning strategies; the Committee ensures that the Corporation continues to have the required mix of skill sets to effectively undertake its business in improving the quality of Teaching, Learning and Assessment.**

11. Determination of confidentiality

Agenda item 9 to be determined confidential as it specifically refers to individuals. Supporting papers for agenda item 8 as it refers to the Board Assurance Framework.

12. Date of next meeting: Tuesday 12th February 2019 from 5pm