



HUDDERSFIELD NEW COLLEGE FURTHER EDUCATION CORPORATION

Search & Governance Committee Meeting held on Tuesday 14th May
2019 from 5pm.

Confirmed Minutes

Present: Ms M Boryslawskij (Chair), L Summers, Mr J Dawson Mr A Nelson, Ms A Williams (Attendance: 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 12th February 2019

Resolved:

- That the minutes be accepted as a true record.

3. Matters arising

E-Governance: Guidance Paper on Data Security : Requirements and Guidelines

The Clerk confirmed that the Guidance paper had been circulated to all Governors. All Governors have been asked to confirm by email to the Clerk that they have read and understood the Staff IT Acceptable Usage Policy.

Head Students:

The Committee acknowledged that the appointed Head and Deputy Head students had presented to the Corporation at its meeting on 9th April 2019.

Membership determination, vacancies and succession planning:

Members recalled that upon the Committee's recommendation the Corporation, at its meeting on 9th April, appointed Mr A Leach as an External Governor as of 29th April 2019 for four years. The Clerk confirmed that governor induction had commenced.

The Clerk confirmed that the 'Further education corporations and sixth-form college corporations: governance guide' published by the Department for Education on 29th January 2019 had been shared with all Governors and the Senior Leadership Team.

4. Standing Orders : annual review

The constitution and powers of the Corporation continue to be set out in the Instrument and Articles of Government of Sixth Form College Corporations. These Standing Orders are to be referred to alongside the Instrument and Articles to gain a full understanding of the

operation of the Board. The Clerk advised the Committee that the Corporation's standing orders are subject to annual review.

The Committee agreed that exceptional decisions of the Corporation and its Committees determined via e-mail, is to require 'at least 60%' of the overall membership of the relevant Committee or the Corporation voting in favour (section 4.9). Members agreed it appropriate to lower the overall percentage to ensure consistency with the Quorum versus the majority required for all other meetings.

The Committee also asked for section 9.1 to be updated to reflect changes to the Remuneration Committee which is to be rebranded as the Remuneration and Personnel Committee as of 2019/2020; as agreed at the last Corporation Meeting.

Resolved:

- **For the corporation to note that and annual review of the Standing Orders has been undertaken**
- **For the Corporation to approve the minor changes proposed to the Standing Orders.**

5. Scheme of Delegation: annual review

The Clerk advised Members that the Scheme of Delegation continues to accurately reflect current governance practices and remains compliant with legal requirements. The Clerk also confirmed that it had been updated to include the Remuneration Committee's revised terms of reference, as approved by the Corporation at its last meeting in April 2019.

The policy approval route remains compliant with Eversheds (the College's Legal Advisors on Governance) recommendations of the most important policies and codes which sixth form colleges should have in place. It was agreed that no amendments were therefore required.

The Committee was asked to note that those identified as being responsible for policies remain under review to ensure it reflects any changes to the organisational structure given recent appointments to SLT. The Clerk reminded the Committee that when the policy approval route was last reviewed in June 2018 – Members at that time asked for all policies to be assigned clear review timescales of 3 years Maximum. The Committee noted that all policies are now subject to specific review periods. The Clerk continues to liaise with the relevant authors for all policies requiring overdue reviews by the Corporation to enable reviews to be scheduled into the corporate business planner for next academic year.

Resolved:

- **For Corporation to note that the annual review of the Scheme of delegation has taken place and to approve the minor changes made to the term of references for the Remuneration & Personnel Committee as of 2019/20.**

6. Code of Conduct : annual review

The Clerk explained to the Committee that the Code is intended as a guide, to indicate the standards of conduct and accountability which are expected of Corporation Members, to enable them to understand their legal and ethical duties and to assist them both in carrying out those duties and in their relationship with the Corporation and Principal as the Chief Executive. This Code therefore is aimed at promoting effective, well informed and

accountable college governance, and is not intended to be a definitive or authoritative statement of the law or good practice.

The Clerk confirmed that the Code of Conduct accurately reflects local processes and procedures. The existing code also continues to satisfy the model template as issued by Eversheds (The College's Governance legal advisor). The Code continues to apply to every committee and working party of the corporation and adequately reminds governors and coopted members that breach of the code may lead to termination of appointment.

All Governors and Co-Opted members are asked to sign and return the form confirming that they shall agree to observe this code of conduct to the best of their abilities.

Resolved:

- **That the Code of Conduct be approved by the Corporation.**
- **For all governors to confirm by email to the Clerk that they shall agree to observe this code of conduct to the best of their abilities.**

7. Stakeholder Engagement Framework and Plan: annual review

The Instruments and Articles of Government of Sixth Form College Corporations require the publication of arrangements for consulting with stakeholders at the college on the determination and periodic review of the educational character and mission of the College and the oversight of its activities.

The Clerk reminded the committee that in response to this requirement and quality improvement planning the Corporation approved its Stakeholder Engagement Framework in July 2018 in order to best identify and develop improved methods for the Corporation to engage with stakeholders and be informed of their views. The framework is subject to annual review.

The Committee recognised that having strong and effective engagement in place is important because it supports the Corporation to strengthen their evidence based decision making. Members remain of the opinion, post annual review, that the existing Strategy continues to make clear the benefits of stakeholder engagement and how the Corporation identifies key stakeholder groups - those who have an interest in improving learning and development outcomes for young people of Kirklees and those who are recipients of the college's services.

The Clerk presented the Stakeholder Engagement Plan which outlined the range of methods available to Governors that is used to build an effective and responsive corporation. The Committee agreed that no changes are required to the stakeholder engagement plan as it continues to be appropriately aligned to each stakeholder's focus and concerns.

The Committee received the Stakeholder Engagement Calendar; which demonstrated how the Plan had been actioned for 2018/19. The Clerk explained that for 2019/2020, additional opportunities for governors to meet with parents in particular was to be included with governors being visible and available at parent's evenings. Staff consultations and other opportunities for engagement with wider stakeholder groups will also be incorporated within the calendar. It was agreed appropriate for the Stakeholder Calendar for 2019/20 to be shared with all Governors once the corporate meeting schedule for the new academic year has been approved.

The Committee considered how best to encourage all governors to take up the opportunities made available to meet with stakeholders. Particular consideration was given to the benefits for Governors' professional development and the positive impact on board effectiveness. The Clerk was asked to better advise governors of the purpose of and learning outcomes for stakeholder events when invitations are sent out. Members also agreed it useful for the Clerk to track governor attendance levels to invited events to enable the committee to better monitor and respond to responses to stakeholder engagement going forward.

Resolved:

- **For Corporation to note that the annual review of the Stakeholder Engagement Framework and Plan has taken place and no amendments are required.**
- **For The Stakeholder Engagement Calendar 2019/2020 to be shared with all Governors by August 2019 and for Governors to be encouraged to attend as many stakeholder meetings as possible.**

8. Membership Determination, Vacancies & Succession Planning:

Corporation Membership:

The Clerk confirmed that at present the Corporation comprises of 15 Governors. Induction is ongoing for the new Student Governor and recently appointed External Governor. There remains one external governor vacancy.

As resolved at the last committee meeting, Ms Williams (Principal) and Ms Boryslawskij (Chair of S&G) have since met with the candidate that had previously submitted a formal governor application. The Committee subsequently endorsed their recommendation, to be made to the Corporation, that Mr Seaton be appointed as an external governor for 4 years.

The Clerk advised members that she had also been alerted to a possible expression of interest made by a local accountant to support the Board in its work. The Clerk is pursuing this line of enquiry and will update the committee accordingly.

The Committee noted that two External Governors' term of office ends in December 2019. The Clerk confirmed that she had sought their views on renewing their term for up to 4 years. Both have expressed an interest in doing so. The Clerk confirmed that Mr Webb had asked to serve a further full term of 4 years. However, Ms Fleming given personal circumstances, would prefer to serve for a shorter period of time.

Committee Membership:

The Clerk confirmed that opportunities for co-opted members continue to be advertised on the college's website and via its newsletter.

The Committee was advised that Mr Keith Webb has expressed an interest to the Clerk in serving the Remuneration Committee given its recently extended remit (as approved by the Corporation at its last meeting); To oversee the framework for the pay and conditions of service of all other staff and to oversee HR strategy, processes and policies, including recruitment and retention, staff sickness and performance management, learning and development. The Committee endorsed Mr Webb's request to serve this Committee.

The Clerk advised the Committee that Ms J Pryce's term of office as a co-opted member of the Finance and Resources Committee is also due to expire in December 2019. The

Committee agreed to recommend to the Corporation that her term of office be extended for a further 4 years. (until January 2024)

Student Governor:

The Clerk advised the committee that Ms Jenny Rowlands is the newly appointed Student Governor and will serve until Easter 2020. The Clerk reported to have commenced induction and has agreed to regularly meet with her for continuing support. Blade Tilford-Whitehouse (retired student governor) has also taken the time to meet with Ms Rowlands to brief her on his experiences as out-going student governor and to share his tips for meeting preparation.

Resolved:

- **For the Committee to recommend to the Corporation that:**
 - **Mr Seaton be appointed as External Governor for 4 years as of the start of the new academic year (to August 2023) in accordance with Instrument 2(1)(a)**
 - **Mr Keith Webb be reappointed to serve for a final term of office as of January 2020 for a period of 4 years (to January 2024) in accordance with Instrument 2(1)(a) and to also serve the Remuneration Committee as of August 2019**
 - **Ms Kate Fleming be reappointed to serve for a final term of office as of January 2020 for a period of 18 months (to August 2021) in accordance with Instrument 2 (1)(a)**
 - **Ms Julie Pryce be reappointed as a co-opted member of the Finance & Resources Committee for a further term of office as of January 2020 for a period of 4 years (to January 2024).**

9 S&G Committee Self-Assessment.

The Committee reflected upon its work throughout the academic year and agreed that it is fully covering its terms of reference.

Members also considered how the Committee's work has impacted/ contributed to the overall work of Governing Body during this academic year. Members contributed their opinions for the Clerk to insert into the committee's self-assessment report which will be distributed to all Governors.

Resolved:

- **That the Committee has complied with its terms of reference**
- **For members to email the Clerk with any additional impact statements by the end of term.**

10. Any other Business.

There was no other business

11. 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:

- **Assurance received that the governing framework is compliant with statutory responsibilities and regulations.**

- **A high performing and informed corporation is able to support the college to achieve its aims and objectives and secure positive outcomes for students.**
- **Systems for rigorous evaluation and analysis are embedded within Governance with a clear focus on continuous and ongoing improvement**
- **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.**
- **Critical review of annual performance ensures that the Search Committee has fulfilled its statutory and delegated responsibilities.**
- **By adopting the Code of Governance, the Corporation is committed to ensuring the effective control and due diligence takes place and that systems of delegation and accountability are in place.**

12. Determination of confidentiality

Supporting papers for agenda item 8 is deemed to be confidential as it specifically refers to individuals.

13. Date of next meeting: To be confirmed.