

REASEHEATH COLLEGE BOARD
SEARCH AND GOVERNANCE COMMITTEE

Minutes of the meeting held on 14 October 2021 at 2.00pm
Via MS Teams

Present: David Pearson, independent (Chair) (DP)
 Colin Baxter, independent (CB)
 Marcus Clinton, principal (MC)
 Dr Elizabeth Harrison, independent (EH)
 Alastair Taylor, independent (AT)

In attendance Chris Gaskell, independent (committee member designate) (CG)
 Evelyn Davies-Jones, independent (EDJ) *(items 1 – 5 inclusive)*
 Jackie Schillinger, company secretary (head of governance) (JS)

Part A unless stated

Item	Content
1.	WELCOME AND APOLOGIES FOR ABSENCE
1.1	The Chair welcomed all to the meeting. There were no apologies for absence. The meeting was quorate and remained quorate throughout.
2.	DECLARATIONS OF INTEREST
2.1	Interests were noted in relation to the recommendation of CG to join the committee, as chair of Higher Education Committee.
3.	TOR for reference
3.1	The committee terms of reference were received for information.
4.	MINUTES AND MATTERS ARISING
4.1	The minutes of the meeting held on 27 May 2021 were approved as a correct record and the rolling action log reviewed for assurance. There were no matters arising from the minutes.
5.	GOVERNANCE UPDATE REPORT
5.1	<p>JS provided an update report on current governance developments, including:</p> <ul style="list-style-type: none"> - Reflections from the recent board meeting, with actions from that meeting to review the Financial Regulations and clarity of governor approvals; review executive summary front sheet reporting and ensure regular Estates and Property Development Group meetings are held and an additional member with legal expertise added to this group. - FE Skills White Paper, with an increased focus on the composition of boards in terms of the skills and expertise of board members; board recruitment of governors/principals and promoting governorship to a wider more diverse audience; the requirement for boards to undertake external reviews (every three years) and annual self-reviews; the development of frameworks and tools to facilitate governor development; governor and governance professional development to be prioritised and reported on; the possibilities of chair remuneration in specific circumstances; and the proposed changes to accountability arrangements and the role for colleges in the new strategic partnerships. - MC provided an update on a Department for Education seminar he attended on the new accountabilities and funding, which he noted the governor strategy day in January will focus on. He provided an update on the new skills measure, with Ofsted looking for new capacity and expertise to judge this aspect; the focus on work with the Local Skills Improvement Plan and National footprint; the need to demonstrate collaboration and meeting employer needs; and the aim for funding to be simplified to aid local flexibility and responsiveness.

5.2	<p>- EDJ updated the meeting on her involvement in the Governor Competency Framework steering group. She noted that the framework is intended to support individual governor development and appraisals with de minimis, advanced and developmental competency levels. She noted that there had been robust observations by members of the steering group to try and ensure this is a useful tool for boards rather than an audit reporting requirement or too restrictive of cognitive diversity. Members acknowledged the risk of narrowing the field of potential governors willing to take on the role in a voluntary capacity. EDJ noted that there would be no more meetings and that the DfE is expected to publish the framework in April 2022.</p> <p>- Updated AoC Code of Good Governance, with an updated version of the Code of Good Governance due to come into force for the 2022-2023 academic year. The key changes involve the introduction of an environmental sustainability principle; update of EDI principle providing a stronger focus on EDI; governance review principle combined with governance structure principle, requiring three yearly externally facilitated reviews in line with the White Paper; and the full integration of the senior postholder Remuneration Code.</p> <p>It was agreed that the committee should consider the scope and timing of an external governance review at the next meeting on 3 February; monitor the development of the individual governor competency framework; and the adoption of the new version of the AoC Code of Good Governance in the summer term for application in 2022-23.</p>
6.1	<p>6. GOVERNANCE SELF-ASSESSMENT REPORT</p> <p>The committee received the report prepared by JS, providing an assessment of board performance for 2020-21, based on the evidence gained from the various self-assessment processes after the end of the academic year, including the governance self-assessment questionnaire, committee questionnaires, and the Chair's 360 performance questionnaire. It also provided a review against the 'musts' of the AoC Code of Good Governance and recommended actions arising from this review. JS noted that the Chair also held one to one meetings with governors and the Vice Chair held one to one meetings with the co-opted committee members. She explained that the self-assessment activities were then collated in a governance development plan for 2021-22.</p> <p>JS summarised the outcome as follows: Response rate was just over 70% for the self-assessment questionnaire with about 82% response rate for the Chair's performance survey. The Chair's performance questionnaire feedback provided very strong assurance that members consider the Board to be well led. The responses to the Board self-assessment indicate strong confidence overall and in response to the pandemic on continuing effective governance. All areas scored well, with an average between 3 and 4 (agree and strongly agree) and most above 3.5 average. There were a couple of areas where the score was only just above 3 or just under 3. These were 'I receive regular information on the views of employers' and 'I receive reports on EDI and can monitor college performance against targets/objectives.' These areas are reflected in the Governance Development Plan actions to focus on in 2021-22 and they also align with the changes to the AoC Code (from 2022-23) and the White Paper focus. Members noted actions are already in place for the autumn term and spring to address these areas.</p> <p>Members considered the report and supported the actions recommended in the development plan.</p>
6.4	<p>RESOLVED: Recommend the governance self-assessment report and development plan to the Board.</p>
7.1	<p>7. GOVERNOR TRAINING AND DEVELOPMENT REPORT</p> <p>JS presented the governor training and development report. She explained that the Skills for Jobs bill and the Funding Agreement for 2021-22 set out new expectations on governors, and one of these is a requirement for the governing body to report annually on how it has developed governors and the governance professional in-year, and what the impact of such training and development has been. This is also included in the new version of the AoC Code of Good Governance. The Governor Competency Framework also feeds into these expectations. She confirmed that the Board has a training and development policy and puts in place annual governor training, both collectively and for individual</p>

<p>7.2</p> <p>7.3</p>	<p>governors, including a governor induction programme; annual updates of key areas such as safeguarding and regular updates of specific areas of college business at governor development and strategy days. Sector update sessions are available and publicised, from the AoC, the ETF and others, such as college auditors, and members can attend on an individual basis. The Company Secretary keeps records of individual training sessions that members plan to attend. The ETF Governance Development Programme was considered as an additional resource to support governor development in 2021-22.</p> <p>Members considered the current governor training and development policy for review and were content to recommend it unchanged to the Board for approval. They also considered the recommendation to subscribe to the ETF Foundation Online Learning Platform’s Governance Development Programme at an annual cost of £200. The meeting considered this a good value resource and approved the investment in this resource.</p> <p>RESOLVED: To recommend the reviewed Governor Training and Development Policy to the Board for approval and to approve the subscription to the ETF Governance Development Programme at an annual cost of £200.</p>
<p>8.</p> <p>8.1</p> <p>8.2</p> <p>8.3</p> <p>8.4</p>	<p>MEMBERSHIP REPORT</p> <p>JS presented the membership register, noting that there are no re-appointments required at this term’s board meetings other than the elected student governors. She confirmed that a declaration of eligibility and agreement to the governor code of conduct is completed each year as well as a declaration of any interests that are noted on the register of interests. She provided assurance that these have been completed for the 2020-21 year and the register of interests updated as of the start of the 2021-22 academic year.</p> <p>JS provided attendance information, showing that in 2020-21 overall attendance (across usual board and committee meetings) was 88.98%, which compares well with the sector average (87.79%). All board and committee meetings were in the high 80s or 90s%, with the exception of the Finance and General Purposes Committee attendance of 78.13%. She also shared the committee membership table, which included the addition of CG to the committee, subject to board approval, and the link governor table for review and recommendation for approval. In relation to the HE Committee, CG pointed out that whilst he supported the suggestion, he was unaware of the suggestion for the change of staff governor to join the HE Committee and he was chair of that committee. JS confirmed that the suggestions were for discussion at the current meeting, but CG noted that if he had not been at the meeting he would not have known and as committee chair, he expected to be consulted, which was acknowledged by the meeting. AT noted the need to add the T level link to the link governor table to be considered at the forthcoming Quality and Standards Committee. JS and AT also noted that an attendee with quality improvement skills and experience is attending the forthcoming Quality and Standards Committee. With these comments noted, members recommended the committee membership and link governor tables for approval by the Board.</p> <p>As noted in the governance update report, JS explained that the Board will be expected to commission an externally facilitated governance review in line with the White Paper and new AoC Code requirements and there will shortly be DfE guidelines published on the commissioning and content of these reviews. She suggested the committee focus on this topic at the next meeting on 3 February, with a draft scope for a review and an updated skills matrix to assist in succession planning as part of the review, so that the Board would then be well positioned to go out to commission a review to take place in the summer term 2021 or autumn term 2021, as appropriate. Members supported this approach. They also agreed that the two recent registrations of interest in the governance role received by the Company Secretary await the outcome of the external governance review and then be invited to apply in line with the recruitment process, to be confirmed as a written process at the next meeting. JS confirmed that she would revert to the two people and explain this process to them and to thank them for their interest.</p> <p>JS confirmed that the Governor Code of Conduct and the Constitution documents are provided to the Board each year for approval. She noted that no substantive changes are suggested this year and so these will go forwards for approval in December. Members noted that one action from the governance</p>

8.5	<p>update report to this meeting is a review of the Financial Regulations and the clarity around governance approvals and so this will involve a review of the clarity of the scheme of delegation and this can be reported back to the next committee meeting in February for consideration.</p> <p>RESOLVED: The committee membership and link governor tables are recommended for approval by the Board.</p>
9. 9.1	<p>MATTERS TO REPORT TO THE BOARD/OTHER COMMITTEES</p> <p>The following matters were highlighted:</p> <ul style="list-style-type: none"> • Governance self-assessment report and development plan for approval • Committee membership and link governor structure for approval • Governor training and development policy for approval • Requirement to undertake an external review of governance for the 2021-22 year, to be considered in detail at the next committee meeting and further recommended to the Board in the spring term.
10. 10.1	<p>10. ANY OTHER BUSINESS</p> <p>There was no other business reported to the meeting.</p>
11. 11.1	<p>11. DATE OF NEXT MEETING</p> <p>The date of the next meeting was confirmed as Thursday 3 February 2022 at 2pm, to be held via Teams.</p>

The meeting closed at 3.30pm

Approved as a correct record: 3 February 2022.