

MINUTES OF SEARCH & GOVERNANCE COMMITTEE MEETING HELD ON 18TH JUNE 2018

Present: Valerie Allen External (Chair)
Sue Hopper External
Mary Murphy Principal
Wesley Rourke External

In Attendance: Lesley Venables Clerk to the Governors

APOLOGIES FOR ABSENCE

29 There were no apologies for absence.

APPOINTMENT OF CHAIR

30 Governors were reminded that at the last meeting (November 2017) a temporary committee chair had been appointed. It was now necessary to appoint a chair for this meeting.

31 **Resolved -** That Valerie Allen be appointed as Chair for this meeting only

DECLARATION OF INTERESTS

32 Declarations of interest were received from Wesley Rourke and Sue Hopper in respect of minutes 42 to 45.

MINUTES OF THE PREVIOUS MEETING

33 **Resolved -** That the minutes of the meeting held on 2nd November 2017 be approved as a correct record and signed by the Chair.

MATTERS ARISING

34 Governors received a progress report against the list of actions resulting from the previous meeting and noted that the majority of these points had been completed.

MEMBERSHIP ISSUES & SUCCESSION PLANNING

35 Governors received a report on membership issues, including current and forthcoming vacancies and succession planning.

43 As trustees, governors who are or become automatically disqualified from being a trustee by Charity Commission regulations or other similar legislation or regulations (such as the Company Directors Disqualification Act 1986), should not apply for governorship or should resign from the Board if they already a governor.

44 The new regulations would be effective from 1st August 2018. The proformas for the Register of Interests and Declaration of Eligibility would be updated in line with the new guidance with effect from the 2018/2019 academic year. The Clerk would also be reviewing the Board's recruitment processes to ensure that the appropriate checks to ensure that prospective governors are 'fit and proper persons' prior to being appointed.

45 Recently there had been a number of property issues which had required speedy decisions by the Board, as they were time-critical. The Clerk suggested that, to improve efficiency of the governance process, provision should be made in the Instrument of Government to allow decisions to be made outside of the normal schedule of business through written resolutions and had drafted an amendment to the Instrument of Government to reflect this.

46 **Resolved -** That the Board **be RECOMMENDED** to approve the above amendments to the Instrument of Government and the associated procedures

GENERAL DATA PROTECTION REGULATIONS

47 The Clerk presented a report on the General Data Protection Regulations (GDPR) and their application to the College's governance procedures in terms of the collection and retention of data on individual governors.

48 **Resolved -**

- 1 That the Board **be RECOMMENDED** to approve the proforma
- 2 That all governors be required to sign the Privacy Notice

OFFICE FOR STUDENTS

49 The Committee was informed that under the Higher Education and Research Act 2017 in April 2018 the body responsible for the oversight of higher education, the Higher Education Funding Council for England, was superseded by the Office for Students.

50 Governors were reminded of being asked by the Clerk to provide personal information that was included in the College's submission.

51 A more formal process had now been established to collect and record the data required from the OFS. This asked governors to provide their consent to the College for the relevant information to be collected and retained. Additionally, the College was required to ensure that processes are in place to confirm that all governors are 'fit and proper persons' in line with charity and director disqualification law.

52 **Resolved -** That the Board **be RECOMMENDED** to approve the proforma for the collection and retention of data by the OfS

COMMITTEE'S SELF-EVALUATION 2017/2018

53 The Clerk presented a proforma which would enable the Committee to assess its own performance in 2017/2018. It was agreed that all members would provide comments on each of the criteria to the Clerk, who would then compile a draft for discussion at the next Committee meeting.

SKILLS AUDIT

54 The Clerk reported that she had recently reviewed the skills audit proforma used to assess the Board's overall profile. A revised proforma was presented, which asked governors to identify both their level of skills and level of experience in a number of key areas.

55 **Resolved -** That the revised skills audit proforma be approved and used to assess the overall profile prior to the Committee's September meeting.

ITEMS TO BE REPORTED TO THE BOARD

56 The Chair summarised the content of the meeting which would be reported to the Board's July 2018 meeting:

- Appointment of one external governor and one co-opted committee member were recommended for approval by the Board
- Reappointment of one external governor for a 4 year term of office
- Proformas for collection and retention of data for GDPR and OfS were recommended for approval by the Board
- Amendments to the Instrument of Government were recommended for approval
- Revised skills audit proforma and committee self-evaluation proforma were approved
- Further work would be carried out on the process to assess the performance of the Chair

DATE OF NEXT MEETING

To be arranged.

EVALUATION OF THE MEETING

- Governance framework had been updated in line with best practice and new regulations
- 2 suitably qualified and skilled governors had been identified, who would fill some of the skills gaps on the Board
- Discussion about succession planning
- Paperless meeting