

MINUTES OF THE GOVERNANCE PANEL MEETING
HELD ON FRIDAY 29 APRIL 2022
IN UNIVERSITY CENTRE BOARD ROOM (UC006) / VIA MICROSOFT TEAMS

PRESENT:

Lillian Croston	Chair
Dr Fazal Dad	Principal and Chief Executive
Paul Levet	Vice Chair of the Corporation Board
Mark Allanson	Member

IN ATTENDANCE:

Ian Brown	Co-opted Member
Jean Tracy	Clerk to the Corporation

* indicates attendance via Microsoft Teams

The Chair welcomed everyone to the meeting.

1. APOLOGIES FOR ABSENCE

There were no apologies.

2. DECLARATION OF CONFLICTS OF INTEREST

The Chair advised those in attendance that should members of the Governance Panel become aware of any potential conflicts of interest, they should be disclosed at the earliest opportunity during the meeting. None was made.

3. MINUTES OF THE GOVERNANCE PANEL MEETING HELD ON MONDAY 31 JANUARY 2022

The minutes of the Governance Panel meeting held on Monday 31 January 2022 were accepted as a true and accurate record and were duly signed by the Chair.

4. MATTERS ARISING

The Panel noted the update on actions from previous meetings.

5. SUCCESSION PLANNING

The Clerk to the Corporation presented a Report which provided a further update on the current position relating to Board and Committee vacancies, including those which would arise on 1 April 2023. Information on Governor attendance was included in the Report.

The Clerk to the Corporation also informed the Panel that the vacancies had also recently been placed on the College website and in LinkedIn. The Clerk reminded the Panel of the need for consideration to be given to succession planning for both the Chair and the Vice Chair of the Corporation Board.

A detailed discussion took place on possible actions to be taken, including an event held in College for members of The Hive, the use of an alumni list, if this exists, and direct contact with local legal and accountancy firms. The Vice Chair of the Corporation Board would also take the latter forward.

Action: Principal and Chief Executive/Vice Chair of the Corporation Board

The Panel also discussed the recent application for Board membership received from x. It was **AGREED** that x would be invited to the College to meet with the Principal and Chief Executive, the Chair of the Corporation Board and the Chair of Learning and Quality Committee.

Action: Clerk to the Corporation

Governance Panel considered attendance at Board and Committee meetings. The Panel was reminded that Steve Waggott's term of office would end on 31 March 2023. The Panel also discussed the attendance of the Student Governors. The Clerk explained the induction process and that guidance was provided on the format of the reports and those which could be prioritised. Following a proposal by the Clerk, it was **AGREED** that the Clerk would undertake a similar exercise with the Student Governors prior to each Board and Committee meeting. It was also suggested that the students be involved in chairing the Student Voice Committee meetings.

Action: Clerk to the Corporation

(i) Recommendation on Re-Appointment

Mr Ian Brown was not involved in the discussion of this item and the decision on re-appointment.

Having considered the contribution, attendance, etc. of Mr Ian Brown, the Governance Panel **AGREED** to recommend his re-appointment as a co-opted member of Governance Panel to the Board for approval. His term of office would be to 31 March 2025.

6. PROBATIONARY REVIEWS

Having considered the Report and taking into account the contribution and attendance at Board and Committee meetings, Governance Panel **AGREED** to recommend the continued membership of Taiyab Sufi.

7. EXTERNAL GOVERNANCE REVIEW

Governance Panel considered the proposed content of an External Governance Review received from a former Chief Executive who had been involved in the pilot reviews which had taken place. The Panel discussed in detail the benefits and difficulties in undertaking a review at the current time, noting the work to be undertaken in recruiting members to the Board and that the final guidance would now not be issued until June 2022.

Governance Panel agreed that the External Governance Review should be deferred to allow the Panel to concentrate on filling the existing Board and Committee vacancies. This would also enable the Panel to have better information on the costs of such a review and on the choice of reviewers, the FE Commissioner's office being contacted by the Principal and Chief Executive for information on the latter. The item would be brought back to Governance Panel at its meeting in November 2022.

Action: Principal and Chief Executive/Clerk to the Corporation

8. GOVERNOR SELF-ASSESSMENT AND APPRAISAL OF THE CHAIR – REVIEW OF DOCUMENTATION FOR 2021/22

Governance Panel considered the proposed self-assessment and appraisal documents and agreed that these remained fit for purpose. The timescale was agreed as per the paper and the necessary action for their completion and return would be taken by the Clerk to the Corporation.

Action: Clerk to the Corporation

9. CODE OF GOOD GOVERNANCE FOR ENGLISH COLLEGES

Governance Panel noted the information provided on the revised Code of Good Governance for English Colleges and that the College would not be required to report against the new version until after July 2022. Audit Committee would, as usual, receive a report on compliance against the Code.

10. ANY OTHER BUSINESS

The Clerk was asked to provide further guidance to the Student Governors on the content and presentation of their reports to the Corporation Board.

Action: Clerk to the Corporation

There were no other items of any other business.

11. REVIEW OF MEETING

The Chair thanked members for their attendance and contribution at the meeting.

8. DATE AND TIME OF NEXT MEETING

The next meeting of Governance Panel would take place on Monday 20 June 2022 at 4pm.

Signed:

Date: