



MINUTES OF THE GOVERNANCE PANEL MEETING
HELD ON MONDAY 9 NOVEMBER 2020 VIA MICROSOFT TEAMS

PRESENT:

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

IN ATTENDANCE:

Jean Tracy	Clerk to the Corporation
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The Chair welcomed everyone to the meeting and thanked them for their time.

1. APOLOGIES FOR ABSENCE

No other apologies were received.

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 5 OCTOBER 2020

The minutes of the Governance Panel meeting held on Monday 5 October 2020 were accepted as a true and accurate record and signed by the Chair.

4. MATTERS ARISING

The Panel noted the update on actions from previous meetings.

A short discussion took place on Governor Training/Development. The Panel was reminded that the Training/Development Plan was updated following any request for training received via the Governor Self-assessment process. Governors receive induction training and are also provided with information on and invited to take part in relevant external training. Regular updates are provided via the Board and Committee meetings and the Quality Summit meetings and Learning Walks also afford further training/updating opportunities.

The way in which learning has changed as a result of Covid-19 was raised and it was **AGREED** that it would be useful to hear from a practitioner on those changes and how they have been embedded into everyday lessons.

Action: Principal and Chief Executive

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 and the review of Committee membership.

- (i) Board/Committee Members
- (ii) Review of Committee Membership

The Panel considered the current Committee vacancies, noting that the FE and HE Student Governors had now been elected. Their appointments to the Board and also to Audit Committee and Learning and Quality Committee respectively, would be considered at the 11 December 2020 Board meeting.

The Clerk had been asked to set up a telephone call with xx regarding membership of the Student Voice Committee.

Action: Clerk to the Corporation¹

The Committee was reminded that the election of the staff Governors would take place in the New Year.

As previously advised, the term of office of both Chair and Vice Chair of the Corporation Board ends on 31 March 2021. The Panel was mindful of the restriction on the number of terms of office which may be served. The Clerk informed Panel members that the Code of Good Governance for English Colleges and the HE Code of Good Governance both allowed for an exception where 'subsequently undertaking a new and more senior role, for example as chair'. (Section 9.29 Code of Good Governance for English Colleges).

Both the Chair and Vice Chair indicated their willingness to continue in office for a further term – subject to the outcome of an open election for both posts – in order to provide stability in the light of the Ofsted inspection and to support the new members of the Board. However, both stressed the need for succession planning to be taken forward, including the role of Chair of Policy and Resources Committee. In starting the election process, the Clerk would ensure all members were aware that the election was open to all and that work-shadowing/mentoring opportunities would be available for anyone considering the role of Chair, Vice Chair or Chair of Policy and Resources Committee. The Chair and Vice Chair would play an important role in continuing to drive the agenda for continued improvements in quality and thus succession planning was critical. Consideration would be given to a new Chair being appointed from 31 March 2022.

As per the action status update, Governance Panel noted that xx had been approached regarding membership of Audit Committee but, because of work commitments, had declined. The Clerk reminded the Panel that the Terms of Reference of Audit Committee required that three of the members had to be members of the Board and that it was unlikely that xx would be able to attend because of current work and personal commitments. Panel members were asked to consider nominations for future membership of the Board in order to fill the vacancy on Audit Committee.

Action: Governance Panel

Members of Governance Panel then considered the Board members' individual attendance, noting the information provided in the papers. The Clerk provided the Panel with information on the options available to the Board where attendance does not meet the requirements as included in Committee Terms of Reference. It was agreed that a conversation with xx and xx should take place to ascertain their wishes regarding continued Board membership and to stress the need to attend Board and Committee meetings if it were their wish to continue.

¹ Action completed and phone call taken place

The Panel then considered the general make-up of the Board and its representation of the local community. It was **AGREED** that Ian Brown would forward an introductory email to Dr Dad re xx
Action: Ian Brown/Principal and Chief Executive

6. CORPORATION BOARD SELF-ASSESSMENT REPORT 2019/20

The Board Self-Assessment Report had been amended, as requested by the Governance Panel at its last meeting.

The Chair commented that Governor attendance impacted on the Board's ability to assess itself as Outstanding. The action as minuted above was noted and it was also proposed that the Clerk give consideration to an email which could be sent to the Governors, being mindful that the Panel would not wish to offend governors, the majority of whose attendance was good.

Action: Clerk to the Corporation

The purpose of the SAR was discussed and further suggestions made, including strengthening the actions and inclusion of actions which would assist the College in moving forward. The Board's role in monitoring and challenging in order that the improvements quality and the financial position continue was noted. However, the SAR should include measures which would evidence the impact of the Board on quality, etc.

The Panel was reminded of the actions taken to address the recommendations from the FE Commissioner in relation to the lack of representation of the local community and of expertise in FE education. Board and Committee minutes would evidence the increased focus on challenge and the drive for continued and sustainable improvements. Governor involvement in external visits, audits, the external validation of the College SAR, Learning Walks and Quality Summit meetings was also noted by the Principal and Chief Executive.

The Board SAR would be reviewed again, taking account of the comments from Panel members.

Action: Clerk to the Corporation

7. EQUALITY AND DIVERSITY GOVERNOR CHAMPION

It was **AGREED** that the appointment of Arif Patel as Equality and Diversity Governor Champion be recommended to the Board for approval

8. ANY OTHER BUSINESS

The Principal and Chief Executive informed Governance Panel that a further visit by members of the FE Commissioner's team would take place on Thursday 17 December 2020. The Chair and Vice Chair would meet with the FE Commissioner's team in an opening meeting and to receive feedback at the end of the visit.

There were no other items of any other business.

9. REVIEW OF MEETING

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

8. DATE AND TIME OF NEXT MEETING

The next meeting of the Governance Panel would take place on Monday 1 February 2021 at 4.30pm.

17:45pm The meeting closed.

Signed:

Date: