

Approved Minutes

MINUTES OF THE SEARCH & GOVERNANCE COMMITTEE

Held on Wednesday 15th March 2023 in the Skills Park and via Teams

Present: Chris Muller (Chair), Julie Kapsalis (Acting CEO/Principal), Angela Cross-Durrant, Lynn Reddick, Nick Vaughan-Barratt.

In Attendance: Susanne Wicks, Head of Governance.

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| 1.22 | Apologies for Absence |
| | There were no apologies for absence. |
| 2.22 | Declaration of Interests |
| | The Acting CEO/Principal declared that she is an unremunerated Director for Nescot Enterprises Ltd. |
| 3.22 | Minutes of the previous meeting and matters arising |
| | The minutes were agreed as an accurate record of the meeting. |
| 4.22 | Code of Conduct |
| | <p>The Head of Governance introduced the report and welcomed comments and questions.</p> <p>NVB suggested that the 'Respect Confidentiality' section include the following point: "<i>We will abide by the Nescot Social Media and Direct Marketing policy</i>" and that the policy be appended to the Code of Conduct</p> <p>Subject to the addition detailed above, the Committee agreed to recommend the Code of Conduct for approval by the Corporation at their meeting on 31st March 2023.</p> <p>Action: The Head of Governance to present the revised Code of Conduct to the Corporation on 31st March 2023.</p> |
| 5.22 | Corporation Self-Review |
| | <p>The Head of Governance introduced the report and invited comments and questions.</p> <p>ACD queried if there was a need for two separate questions (14 and 15) about learning and development and the Committee agreed that it would be useful to seek views on individual and collective CPD needs for Governors.</p> <p>The Head of Governance undertook to share the self-review survey at the end of term, to give all Governors the chance to complete it during the Easter holidays. The results would then be presented to the next meeting of this Committee on 10th May 2023.</p> <p>The Committee noted that the outcome of the self-review must inform future planning for the development of the Board and individual governors,</p> |

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| | <p>and the Head of Governance undertook to update the action plan emerging from the last external review with any new actions emerging from the self-review.</p> <p>The Acting CEO/Principal supported this approach, and highlighted the benefits of a mix of learning opportunities, including externally facilitated events and internal briefings, guidance notes and online sessions. ACD agreed that internally led CPD can be equally powerful and informative as that delivered by external providers.</p> <p>Actions:</p> <ul style="list-style-type: none"> • Head of Governance to share the questionnaire with all Governors at the end of term. • Head of Governance to collate the responses and bring a report to the May meeting of this Committee. • Head of Governance to ensure that any agreed actions are added to the action plan drafted after the last external review. |
| <p>6.22</p> | <p>Draft Calendar 2023-24</p> |
| | <p>The Head of Governance introduced the report and particularly highlighted that it had been some time since the Corporation had reviewed the calendar, and considered whether the days and times for meetings remain appropriate and convenient for Governors and staff.</p> <p>The Chair set out the rationale for the creation of a Governors Strategy Group which would meet on a termly basis and, among other things, would ensure that any cross-cutting themes were being discussed by the appropriate committee. The Committee welcomed the introduction of such a Group and agreed it would be useful.</p> <p>The Committee discussed in some depth whether the HE Sub-Committee should continue to meet next academic year, given the drop in the number of learners. The Chair of the HE Sub-Committee, ACD, pointed out that this would largely depend on the strategic direction of HE provision and so Governors should be guided by the Acting CEO/Principal and her ELT colleagues. The Acting CEO/Principal described the challenge in growing numbers in FE, although the Institute of Technology will bring opportunities in that regard, and agreed that HE could be included in the remit of the Curriculum & Quality Committee, but with a watching brief, so that changes could be made if needed.</p> <p>ACD sought reassurance that the disbanding of the HE Sub-Committee would be communicated sensitively to the Head of HE and the Acting CEO/Principal confirmed that it would.</p> <p>ACD also pointed out the need to ensure that Governors' scrutiny of HE provision would be deemed appropriate by the OfS, and the Acting CEO/Principal confirmed that in her view it would, as long as items were</p> |

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| | <p>covered appropriately by ELT and Governors and that discussion was adequately minuted.</p> <p>With regard to the timing of meetings, LR noted that staff wellbeing must be taken into account, but also that of Governors, many of whom are also working or may have caring responsibilities. The Committee acknowledged that there will not be one time of day that suits everyone on the Board. ACD suggested that, in order to avoid rush-hour traffic, it may be better for everyone to move meetings to a 3pm or 4pm start, which may also be more acceptable to Governors who are working, as they would only need to leave one or two hours earlier, rather than take a whole morning off.</p> <p>The Committee agreed to recommend the calendar of meetings to the Corporation for consideration on 31st March 2023, and to seek their views on meetings being moved to a 3 pm or 4 pm start.</p> |
| 7.22 | Board Membership Update |
| | <p>The Head of Governance updated the Committee on the recruitment of a new Governor with financial skills and experience, who would chair the Finance & General Purposes Committee. She reported that interviews took place on 14th March and the next step would be to invite both candidates into the College to meet with the Acting CEO/Principal and the Chief Finance Officer.</p> <p>The Head of Governance also gave some details of another potential candidate who was interested in joining the Curriculum & Quality Committee.</p> <p>Action: Head of Governance to share candidate's CV with this Committee.</p> |
| 8.22 | Any Other Business |
| | No items were raised. |
| 9.22 | Date of Next Meeting |
| | 10 th May 2023. |

The meeting closed at 6.45 pm

Decisions:

The Committee agreed:

1. To recommend the Code of Conduct (as amended) for approval by the Corporation at their meeting on 31st March 2023.
2. To recommend the 2023-24 calendar of meetings to the Corporation for consideration on 31st March 2023, and to seek their views on meetings being moved to a 3pm or 4 pm start.



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Actions:

The Head of Governance to:

1. Present the revised Code of Conduct to the Corporation on 31st March 2023.
2. Share the self-review questionnaire with all Governors at the end of term.
3. Collate the self-review responses and bring a report to the May meeting of this Committee.
4. To ensure that any agreed actions emerging from the self-review are added to the action plan drafted after the last external review.
5. Share a governor candidate's CV with the Committee.