



Ref:		Actions
	<p>The Clerk informed the Committee that collectively the Board currently has no gaps in skills and is well balanced in terms of diversity.</p> <p>Governors noted that Calvin Kipling’s term of office is due to expire in December 2023 and that this would result in a skills gap on the Board, as well as the need to appoint a new Chair to the Curriculum &amp; Standards Committee. The Chair put forward a suggestion for a potential candidate who might possess the skills required by the Board following Calvin’s departure.</p> <p>Governors noted that Jo Barrett and Vicky Snowball are coming to the end of their first term of office and, following discussion of the contribution both governors have made, the Committee unanimously <b>agreed</b> that both should be approached for reappointment and recommendation to the Board.</p> <p>The Committee agreed that it would be beneficial to review the skills matrix and questionnaire at the next meeting in order to ensure that the skills most important to the Board are prioritised in future searches.</p>	<p><b>Clerk</b></p> <p><b>Clerk</b></p>
7/23	<p><u>Membership of Committees</u></p> <p>The Chair asked the Committee for their thoughts on the current Committee structure and whether there should be any changes going forward. The Governors discussed the benefits gained from the various committees; the statutory requirement to retain an Audit Committee; the possibility of merging the Search &amp; Review and Remuneration committees and the possibility of introducing a new Strategy Committee. The Clerk agreed to look into the options further.</p> <p>Governors discussed the vacancies on the Remuneration Committee and <b>agreed</b> that Emma Chawner, as Vice Chair, should be approached to sit on and Chair the Committee. They also <b>agreed</b> that David Warman, with his background and as an experienced member of the Board, would also be an appropriate member. David Warman <b>agreed</b> to sit on the Remuneration Committee.</p> <p>Governors <b>agreed</b> that Rachel Duff, with her experience and networks with local employers, would be an appropriate addition to the Search &amp; Review Committee and should be approached.</p> <p>The Chair asked the Clerk to approach any governors not currently serving on committees if they should like to join one.</p>	<p><b>Chair/ Clerk</b></p> <p><b>Clerk</b></p> <p><b>Clerk</b></p> <p><b>Clerk</b></p>
8/23	<p><u>Governance QIP – Review - Term 2</u></p> <p>The Clerk summarised progress made so far on the Governance QIP 2022-23 and highlighted the following:</p> <ul style="list-style-type: none"> <li>• a good spread across all age ranges, except none in the 21-30 category, which is something to consider in future recruitment</li> <li>• all areas on the skills matrix have at least one governor with a high level of knowledge/experience, most have several</li> <li>• attendance so far this year is higher than last year</li> </ul>	

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	<ul style="list-style-type: none"> <li>▪ average attendance per meeting = 90% (was 83.5% last year)</li> <li>▪ average attendance per governor = 85% (was 68% last year)</li> <li>• several governor have taken part in training including modules on the ETF Governor Development course</li> </ul> <p>Members of the Committee agreed to take part in a Learning Walk during this academic year, which the Clerk is to arrange. The Clerk is to ask all governors to take part in a Learning Walk this year and also re-share details of the ETF Governor Development course.</p> <p>The Chair suggested asking Board members if they feel their time as a governor is used effectively; do they feel valued and what can be done to improve this. The Committee <b>agreed</b> that this would be a useful exercise.</p>	<p><b>Clerk</b></p> <p><b>Chair/ Clerk</b></p>
9/23	<p><u>External Review of Governance</u></p> <p>The Clerk referred to the three External Review of Governance proposals included within the papers (<i>Association of Colleges, Education &amp; Training Foundation</i> and <i>StoneKing</i>) and the provider selection criteria sheet that had been tabled. The Committee considered the proposals against the following criteria:</p> <ul style="list-style-type: none"> <li>▪ <u>Price</u> (40%) to ensure value for money</li> <li>▪ <u>Quality</u> (60%) made up of the following criteria: <ul style="list-style-type: none"> <li>▪ quality and appropriateness of proposal (including meetings, if any)</li> <li>▪ sixth form college sector specialism</li> <li>▪ reputation/values/Companies House check</li> <li>▪ recommendations</li> </ul> </li> </ul> <p>The proposal with the highest overall score, and the only firm to be specifically recommended by the Sixth Form College Association, was StoneKing.</p> <p>The Committee agreed to <b>recommend</b> StoneKing to the Board as its choice of External Review of Governance provider.</p>	<p><b>Clerk</b></p>
10/23	<p><u>Standing Orders</u></p> <p>The Committee reviewed the updated Standing Orders and agreed to <b>recommend</b> to the Board for approval.</p>	
11/23	<p><u>Code of Conduct</u></p> <p>The Clerk referred to the Eversheds Sutherland Code of Conduct for Corporation Members template and informed the Board that this version has been adopted by many college boards.</p> <p>Having reviewed the document, Governors agreed that it is robust and should be <b>recommended</b> to the Board for adoption, with removal of the reference to sixth form colleges being public sector bodies.</p>	<p><b>Clerk</b></p>
12/23	<p><u>Confidentiality</u></p> <p>Details of potential governors are to remain confidential.</p>	

Ref:		Actions
	<p>The Clerk informed the Committee that common practice amongst college boards seems to be split 50:50 between naming and not naming individuals in minutes. The meeting discussed the advantages and disadvantages of attributing comments made to individuals, including GDPR implications and the function of boards to speak with a collective voice, not as individuals.</p> <p>The Clerk <b>agreed</b> to trial the practice of not attributing comments made to individual governors, unless deemed necessary, and to refer to senior managers by their title.</p>	
13/23	<p><u>Date of the next meeting</u> Monday 15<sup>th</sup> May at 2.00 pm</p>	

### Summary of Actions:

Ref:	Action summary	By whom
6/23	Ask Jo Barratt and Vicky Snowball if they would like to be appointed for a further term.	Clerk
6/23	Add Skills Matrix and Skills & Diversity Audit to the next Committee agenda.	Clerk
7/23	Review Committee structure options	Chair/Clerk
7/23	Ask Emma Chawner to sit on and Chair the Remuneration Committee; ask Rachael Duff to sit on the Search & Review Committee and ask any governors not sitting on a Committee if they would like to join one.	Clerk
8/23	Arrange Learning Walks	Clerk
8/23	Ask Board members if they feel their time as a governor is used effectively; do they feel valued and what can be done to improve this.	Chair/ Clerk
9/23	Update Eversheds Sutherland Code of Conduct before sharing with the Board for approval and adoption.	Clerk

### Recommendations to the Board:

Ref:	Recommendation:
6/23	Recommend Jo Barratt and Vicky Snowball for reappointment; Membership of Committees
9/23	External Review of Governance - StoneKing
10/23	Standing Orders
11/23	Code of Conduct