

ii) College Governance – Report by the Chairman of the Board of Governors
(Vide Minute S14.35 (iv))

The Chairman informed members that he had asked all members of the Board of Governor to consider the draft English Colleges' Code of Good Governance, which had been published for consultation, and to forward their views and comments to him by Friday 13th February 2015. The Chairman and Corporation Secretary would then draft a response for submission to the Association of Colleges. Members expressed a number of views and concerns regarding the draft Code. The Chairman commented that some aspects of the Code could be related to governance developments within the College.

The Chairman informed members that his review of governance had not progressed as quickly as he had intended because of other priorities, however, he would be taking this forward with Mrs. Brook and the Corporation Secretary. The review would include consideration of committee structures and models of governance. A discussion took place regarding the involvement of stakeholders in governance processes and the Principal outlined a number of relationships he was developing with external organisations.

iii) Review of Register of Corporation Members' Interests (Vide Minute S14.42)

Members were informed that the Board of Governors had been advised that the Search Committee had reviewed the Register of Corporation Members' Interests.

iv) Governance Self-Assessment Report Action Plan Monitoring Report
(Vide Minute S14.43)

The Corporation Secretary informed members that the Board of Governors had been advised that the Search Committee was satisfied with the progress made in implementing the Governance Self-Assessment action plan.

v) Application for Membership of the Board of Governors
Meeting with Applicant 14/03 (Vide Minute S14.49)

The Corporation Secretary informed members that the Board of Governors had approved the Committee's recommendation regarding the appointment of Mrs. Claire Parker as an Independent Member of the Board.

S15.05 Outcome of Skills and Knowledge Survey – January 2015

S15.05

The Chairman presented the outcome of the Skills and Knowledge Survey. It was noted that a number of responses were awaited.

Members agreed that the skills and expertise of governors should be balanced to assist the College in delivering the strategies agreed by the Board of Governors.

A discussion took place regarding governance and committee structures and the role governors could play in moving the College forward with external stakeholders, together with the potential benefits of stakeholder forums. Members emphasised the importance of forming links with employers and engaging people on the Board who worked with and understood young people. Members agreed that the appointment of a school head teacher might be beneficial.

During the above discussion members expressed the view that the appointment of members from engineering, construction, creative, IT and media industries might also prove beneficial.

The Chairman suggested that the Skills and Knowledge Survey could be reviewed in order to ensure it reflected the current and future needs of the Board's membership. A member further suggested that this should be undertaken as part of the review of governance and consideration of governance models.

RESOLVED: that the outcome of the Skills and Knowledge Survey be noted.

S15.06 Board of Governors – Vacancies/Forthcoming Vacancies/Committee Vacancies

S15.06

The Chairman presented a report detailing vacancies, forthcoming vacancies and committee vacancies.

Members were informed that Mr. Beardsmore had indicated that he did not wish to seek re-appointment to the Board of Governors when his current term of office ceased on 30th April 2015. It was noted that Mr. Beardsmore had been a member of the Board for almost 11 years and currently served as Vice-Chairman, Chairman of the Remuneration Committee and Vice-Chairman of the Audit Committee.

The Corporation Secretary was asked to inform members of the Board of Governors that the position of Vice-Chairman of the Board would be vacant with effect from 1st May 2015 and to ask for expressions of interest in being appointed to this position.

The Corporation Secretary tabled organisation charts illustrating the membership of the Board of Governors and its committees as at 1st May 2015, including actual and potential vacancies.

The Chairman reminded members that Mrs. Brook's term of office would cease on 31st May 2015. A discussion took place regarding the positive contribution Mrs. Brook had made to the work of the Board of Governors and the Audit Committee. Members noted that Mrs. Brook had recently been appointed to serve as a member of the Remuneration Committee.

Following a discussion the Search Committee agreed to recommend to the Board of Governors that Mrs. Brook should be appointed to serve as an Independent Member on the Board of Governors, for a term of office of two years, commencing 1st June 2015 and ceasing on 31st May 2017. It was also agreed to recommend to the Board of Governors that Mrs. Brook be appointed to serve as a member of the Audit Committee and the Remuneration Committee with effect from 1st June 2015.

A discussion then took place regarding recruitment strategies to attract applicants for membership of the Board of Governors. A number of strategies were agreed for the Chairman, Corporation Secretary and Principal to progress.

Members agreed that meetings of the Search Committee should be provisionally planned to take place at 3.30 p.m. on Tuesday 24th March 2015 and at 9.30 a.m. on Monday 13th April 2015 in order to progress any applications that were received.

A discussion took place regarding the membership of the Audit Committee and it was agreed to recommend to the Board of Governors that Mr. Jan Britton be appointed to serve as a member of the Committee with effect from 24th February 2015 until 31st July 2015.

RESOLVED:

- a) that the Corporation Secretary inform members of the Board of Governors that the position of Vice-Chairman of the Board would be vacant with effect from 1st May 2015 and ask members for expressions of interest in being appointed to this position.

- b) **that the Search Committee recommend to the Board of Governors:-**
- i) **that Mrs. Ann Brook be appointed as an Independent Member on the Board of Governors for a two-year term of office commencing 1st June 2015 and ceasing on 31st May 2017.**
 - ii) **that Mrs. Brook be appointed to serve as a member of the Audit Committee and the Remuneration Committee with effect from 1st June 2015.**
 - iii) **that Mr. Jan Britton be appointed to serve as a member of the Audit Committee with effect from 24th February 2015 until 31st July 2015.**
- c) that the Chairman, Corporation Secretary and Principal progress governor recruitment strategies as discussed and agreed.
- d) that meetings of the Search Committee be provisionally planned to take place at 3.30 p.m. on Tuesday 24th March 2015 and 9.30 a.m. on Monday 13th April 2015 in order to progress any applications received.
- e) that the report be received.

S15.07 Outcome of Training Survey – January 2015

S15.07

The Corporation Secretary presented the outcome of the training survey and details of training requirements identified by members. It was noted that a number of responses were awaited. The Corporation Secretary was asked to progress outstanding responses from members and present up-dated reports to the next meeting of the Search Committee.

RESOLVED:

- a) that the Corporation Secretary progress outstanding responses to the members' training survey
- b) that the outcome of the training survey and training requirements identified by members be presented to the next meeting of the Search Committee.
- c) that the reports be received.

S15.08 Review of Governance Related Policies and Procedures

S15.08

i) Training Policy

The Corporation Secretary presented a revised Training Policy for members of the Board of Governors and explained the changes that had been made.

RESOLVED: that the revised Training Policy be approved.

ii) Public Access to Corporation Registers

Members were asked to consider a revised policy regarding public access to Corporation registers, which reflected the requirements of the Instrument and Articles of Government.

RESOLVED: that the revised policy for public access to Corporation registers be approved.

iii) Procedure for Dealing with Complaints against the Corporation,
Board Members and/or the Corporation Secretary

The Corporation Secretary presented a revised procedure for dealing with complaints against the Corporation, Board members and/or the Corporation Secretary. Members were informed of minor amendments that were being recommended.

RESOLVED: that the revised procedure for dealing with complaints against the Corporation, Board Members and/or the Corporation Secretary was approved.

S15.09 Any Other Business S15.09

1. Independent Members

The Chairman reminded members that the terms of office of Messrs Bailey and Nugent would cease on 31st July 2015 and the term of office of Mr. Elsmore would cease in October 2015. The Search Committee would be asked to consider these appointments at its next meeting.

S15.10 Determination of Confidential Items S15.10

The Search Committee agreed that none of its discussions should be minuted confidentially.

RESOLVED: that none of the Committee's discussions be minuted confidentially.

S15.11 Date of Next Meeting S15.11

The next meeting of the Search Committee was scheduled to take place on Monday 29th June 2015, commencing at 3.30 p.m., at Central Campus.

It was noted that additional meetings of the Search Committee had been provisionally planned to take place at 3.30 p.m. on Tuesday 24th March 2015 and 9.30 a.m. on Monday 13th April 2015 in order to progress governor applications.

The meeting terminated at 5.24 p.m.