

The Henley College Corporation

GOVERNANCE & SEARCH COMMITTEE MEETING

MINUTES of the Meeting of the Governance & Search Committee held on 19 June 2019 at 11.00		
Members present:		
Trevor Watkins	Independent/Chair	
Satwant Deol	Principal	
Jeni Wood	Independent	
In Attendance:		
Jacky Gearey	Clerk	
ITEM	AGENDA ITEMS	ACTION
4.1	Opening of Meeting and Welcome The meeting opened at 11.04	
4.2	Apologies for Absence Received from: (i) Brian Fennelly	
4.3	Declaration of Interests The Chair declared an interest in 4.9, otherwise there were no other declarations of interest.	
4.4	Minutes of Previous Meeting Resolved: the Committee agreed that the minutes were an accurate record of the meeting of 3 April 2019 and the minutes were signed by the Chair.	
4.5	Matters Arising from the Minutes (including review of actions) All actions have been closed off and there were no other matters arising.	
4.6	<p>Review of Corporation and Committee Membership:</p> <p>(i) Progress on Recruitment The four governors who had been interviewed were being put forward for ratification at the Corporation meeting 27 June 2019. The Clerk confirmed that all checks had been completed and references received. The Chair had additionally spoken with another prospective candidate and the Clerk is in the process of trying to arrange a suitable date for the interview panel but this may have to take place in September. In addition the Principal said that there maybe an additional candidate with an FE background but she would confirm this later. There was still concern from the committee about looking for possible governors with HR experience and the Clerk said that she would try and address this.</p> <p>Martin Unsworth the staff governor had resigned in May due to personal circumstances and the Chair had conducted an exit interview with him. The recruitment for a new staff governor was shortly to get underway and this would go out in the staff newsletter, ideally for appointment before the end of the term if possible.</p> <p>Steve Forward would be leaving the Board after the meeting next week as he was retiring and leaving the area and an exit interview had been already organised. The Chair asked for a vote of thanks to be recorded for all his work both as a parent and independent governor.</p> <p>(i) Committee membership and special roles The committee discussed the composition of the sub committees and the following new governors would be asked to join the following committees: 1. James Lingard – Finance & Resources (F&R) 2. Charles Wiggin to remain as Chair of F&R and also to go onto Remuneration 3. Tim Lincoln - Quality and Standards (QS) and Audit 4. Vince Maltese – Governance & Search although this would be dependent on his availability. 5. Remove Mohammed Khaliel from QS as he has additional workload from his roles as Chair of Remuneration and Vice Chair of the Corporation.</p> <p>The Clerk told the committee that the governors had been selected to act as mentors for the prospective governors including two new student governors and that the process had been well received.</p>	

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	<p>Resolved that:</p> <p>(i) The sub-committee membership list was received by the committee</p> <p>(ii) New governors to be allocated to the committees detailed above pending ratification by the Board</p>	
4.7	<p>Review and update of Corporation Member training for 2018-2019</p> <p>The Clerk presented the training plan that had been done for this current year. Free webinars had been introduced to ensure a more comprehensive training provision, reduce time commitment and travel costs but the Clerk was disappointed that only one governor had taken this up. She advised the committee of the new governance programme offered by the Education and Training Foundation which was still in its pilot stage and therefore currently free to use. This would change in September when there would be a charge.</p> <p>The Clerk also suggested that going forward full Corporation training should be done before the meeting itself – this would allow the speaker/training provider to complete this without a time constraint and allow the full Corporation meeting then to take place without breaks.</p> <p>The committee suggested that David Hughes from the AoC be contacted regarding his availability to speak and that training on Board effectiveness would be useful.</p> <p>In discussing the Governors' Away day where it was agreed that it was essential for the Board to review its performance and look at development needs, it was agreed that this day could usefully be split into a morning session for Board performance and an afternoon session to cover differing college scenarios for the future wherein the educational character could be confirmed.</p> <p>Resolved that</p> <p>(i) The report on the Corporation Member training for 2018-2019 was received by the committee</p> <p>(ii) The Clerk to seek new speakers to include David Hughes from the AoC to address the Corporation</p> <p>(iii) The Clerk to look at possibly splitting the Governors Away Day into two sessions to allow for discussion of future possible college scenarios</p>	
4.8	<p>Review and Approval of:</p> <p>(i) Committee Standing Agenda – these were reviewed and there were no changes to be made.</p> <p>(ii) Committee Terms of Reference – minor amendment to Clause (I) concerning specialist governors to now include careers and cyber security/MIS/IT to be added to information. The committee agreed the amendment.</p> <p>(iii) Governor Exit Interview Policy – the Clerk explained that currently there was no formalised procedure in place for a departing governor. The aim of the policy was to enable the Chair of the Governing Body and the Clerk to:</p> <ul style="list-style-type: none"> • determine the specific reason members have for leaving; • gain feedback in order to assess what could be improved to enhance Board performance and effectiveness at the College; • strengthen and maintain good Board members relationships; and • thank members for their valued service and contributions to the Board <p>The committee agreed that the policy would be useful and for it to go to the Board for approval.</p> <p>Resolved that:</p> <p>(i) the current committee standing agenda and terms of reference were received by the committee</p> <p>(ii) the proposed amendments to the Terms of Reference were accepted by the committee and to be put forward to the Board for approval</p> <p>(iii) the Exit Interview Policy was received and accepted by the committee to be put forward to the Board for approval</p>	
4.9	<p>Chair's objectives for 2019 – 2020</p> <p>The Chair's objectives for the next academic year were discussed and received by the committee.</p> <ol style="list-style-type: none"> 1. Work with the Board and SLT to achieve outstanding financial status by 2020 - 2021. 2. Challenge the SLT to improve retention rates by at least 5 percentage points 3. Challenge the SLT to achieve OFSTED good. 	

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	<p>4. Monitor the Board's composition to achieve a balance in all areas including: relevant skills, experience, age, gender, ethnicity and overall size</p> <p>5. Ensure that SLT have a robust succession plan</p> <p>The objectives above were agreed with the following amendments to be made:</p> <ul style="list-style-type: none"> (i) an amendment to 5above to include after SLT "and Governors"; and (ii) the addition of an additional objective namely "to provide the lead to the Corporation for the overall strategic direction of the College". <p>Resolved that</p> <ul style="list-style-type: none"> (iii) the Chair's objectives were received and agreed as per the amendment above by the committee 	
4.10	<p>Review "link" Governor appointments</p> <p>As the curriculum areas had been revised the proposed new link governors report was presented to the committee who after much discussion agreed the following to also include the Careers governor to also cover speaking to the two team leaders for the tutors who report to the heads of Faculty – this would dovetail into the careers element of the link programme.</p> <p>The proposed new links would be presented to the Corporation for approval and adoption in the September 2019.</p> <p>Resolved that:</p> <ul style="list-style-type: none"> (i) the Review report on the "link" Governor appointments was received by the committee (ii) the revised list of link governor appointments to be presented to the Board for approval. 	
4.11	<p>Self-assessment</p> <ul style="list-style-type: none"> (i) Committee – the Clerk asked for this to be completed as soon as possible but before the end of the month. (ii) Corporation – the Clerk presented a paper covering: (iii) Corporation Performance Self-assessment - it was stressed that this had to be completed especially as the previous year's response had been very disappointing. Moreover completion of this assessment would form the basis of the Governors Away Day to ensure that the Board was fulfilling its duties and responsibilities and that appropriate processes were in place to ensure that the Board is giving due diligence to planning and oversight of the College. Moreover the Clerk advised the committee that during the FEC visit in March 2019 the commissioners were interested in this very assessment and were disappointed at the lack of response. The questionnaire to go out to the Board was attached for information. (iv) Governor appraisal – the Chair of the Corporation should undertake an annual appraisal of the committee Chairs which would be based on the committee SAR from the members. (v) Chair Assessment – the Clerk explained the process used in the past and its lack of transparency. There had also been discussion about doing a 360 degree appraisal but this had been shelved. Going forward it was recommended adopting a new approach which would follow the governor appraisal above but using a designated appraiser, who could be an external consultant or fellow Chair from another college, who arranges a meeting to discuss the outcomes with the Chair. The Clerk informs the Corporation when the meeting has taken place and, in agreement with the Chair, any agreed actions in response to the feedback. Chair performance form to be sent out covering relation with external stakeholders. The Chair agreed that this could be done and that he would contact his mentor to discuss this (vi) Committee assessment – this was being completed. <p>The committee was asked to adopt the following:</p> <ul style="list-style-type: none"> (vii) Completed Board Performance self-assessment questionnaires to be handed in at the end of the Corporation agenda of the last meeting for the academic year and report on comments to be produced for next academic year. (viii) Results of this Board Performance self-assessment to form part of the Governors Away Day or if there is no Away Day then part of the first Corporation meeting agenda. (ix) Governor appraisals to be conducted for Chairs of committees. (x) Assessment of Chair – to follow the same process as that of governor appraisals. 	

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	<p>(xi) Assessment of Committees – to be undertaken at the end of the Summer Term agenda with results forwarded to the Clerk before the end of the academic year.</p> <p>Resolved that</p> <p>(i) The report on the self-assessment of Corporation performance was received by the committee</p> <p>(ii) The committee agreed the recommendations above to:</p> <p>(iii) Completed Board Performance self-assessment questionnaires to be handed in at the end of the Corporation agenda of the last meeting for the academic year.</p> <p>(iv) Results of this Board Performance self-assessment to form part of the Governors Away Day or if there is no Away Day then part of the first Corporation meeting agenda.</p> <p>(v) Governor appraisals to be conducted for Chairs of committees.</p> <p>(vi) Assessment of Chair – to follow the same process as that of governor appraisals.</p> <p>(vii) Assessment of Committees – to be undertaken at the end of the Summer Term agenda with results forwarded to the Clerk before the end of the academic year.</p>	
4.12	<p>Any Other Business There was no other business.</p>	
4.13	<p>Items to be taken forward to next Corporation Meeting for approval:</p> <p>(i) Terms of Reference</p> <p>(ii) Exit Interview Policy</p> <p>(iii) Revised list of link governor appointments</p>	Clerk
4.14	<p>Date and Time of Next Meetings</p> <p>1. 17 September 2019 at 13.30</p> <p>2. 24 February 2020 at 11.00</p> <p>3. 8 June 2020 at 11.00</p>	
	<p>Close of Meeting Meeting closed at 12.21.</p>	
	<p>MINUTES of the meeting held on 19 June 2019 were agreed and accepted as a true and accurate record and signed by the Chair</p> <p>..... on</p>	