

THE COLLEGE OF RICHARD COLLYER
MINUTES OF
THE NOMINATIONS COMMITTEE MEETING
HELD ON FRIDAY, 7th JUNE 2019 at 16.10

Present: Mrs S A Bromley, Mrs A Donoghue, Mrs B Hobday, Mr G Lawrence,
Dr D Skipp

Apologies received: N/A

In attendance: Ms N Whitehead

In the Chair: Mrs B Hobday

Members were content with the information received.

1. **Declaration of interests:** None
2. **Minutes** of the meeting held on 16th November 2018 were approved.
3. **Matters arising**

Item 4a: The Clerk confirmed that no further changes had been needed to the Strategic Plan Referencing Document in response to feedback or the revised KPIs. The document had been useful in reviewing HR reporting to the F&GP Committee and would be taken into account in reviewing the College's cycle of business.

Item 6: The Clerk sought any feedback on the new SFCA webinar programme. To-date the strategic update appeared to have had the most positive reception and she had requested of SFCA that this became a more regular feature. She anticipated having an opportunity to input further into the next programme through the SFCA Governance Policy Committee.

Items 8 and 9: Members noted that actions in respect of changes to Article 12 and the College's Rules and Byelaws in respect of SPH recruitment and the setting up of a new Remuneration Committee were complete. A coherent revised Staff Recruitment Policy would be considered by the June meeting of the F&GP Committee.

4. **Succession Planning**

Paper: Draft written resolution re ratification of elected governors; New governor application forms; Attendance and Skills updates; Committee membership papers 19/20 and 20/21;

a) **Governor elections**

The Clerk reported that the revised **student governor election** process had been well received with two candidates selected from a field of five on 5th April. 860 votes had been cast in total (from 435 respondents) by comparison with 84 the previous year when votes had been limited to members of the Richard Collyer Union. The students were quite diverse in that one had attended a Horsham feeder school whilst the other had previously studied abroad. Between them they were studying subjects across the three new proposed faculties.

The response to the **parent governor** election had been disappointing in spite of numerous forms of communication (as indeed had been the response to the recent parent survey which the Principal was seeking to address). Only one expression of interest had been received but this nominee did have a very useful skill set for the College's Governing Body.

Staff governor nominations had closed on Monday 20th May with two expressions of interest received from both a teaching and support staff member. Voting was due to close on Friday 14th June.

Members were content that there were no known issues with any of the candidates to suggest that ratification by the Governing Body should not proceed. The draft written resolution to this effect was approved, most importantly so that the student governor appointments could be approved prior to their first formal meeting, namely the Q & C Committee meeting on 26th June. **(Action: Clerk to send written resolution seeking ratification of all elected governors once staff governor outcome known)**

b) **Appointment of governors:**

The Clerk reported that all *three governors coming to the end of their current (and first) term* in the summer were willing to continue. Given their skillsets and commitment to the College over the past four years - and the unexpected churn in Governing Body membership owing to three (unprecedented) early resignations - members agreed that they should all be reappointed. **(Action: Clerk to confirm with the Mercers' Company that their reappointment of Dr Powell for a further four year term would be most welcome.)**

The Chair, Committee Chair, Clerk and Principal had undertaken a series of interviews with *two candidates for the two current vacancies for Governing Body appointment*. Members noted that they would be less diverse in terms of protected characteristics than their predecessors but that both had the potential to bring strong skills to the Governing Body, strengthening experience of central/ local government. They acknowledged that there could be a potential conflict of interest with one candidate's funding agency role but considered that this experience would also bring a valuable understanding of the College's position and any conflict should be manageable. As such they were content to recommend both appointments to the Governing Body as soon as possible subject to availability. **(Action: Clerk to consult with both parties about start dates and seek approval by written resolution to facilitate continuity in governance).**

Recommendation: that the Governing Body:

- i) **Reappoint Ann Donoghue and Graham Lawrence, each for a second term of four years, with effect from 1st August 2019**
- ii) **Appoint Paul Mittendorfer (w.e.f.from 24th June 2019- to be confirmed) and Karl Banister (w.e.f.from 10th July 2019- to be confirmed), each for a term of four years.**

With respect to the *Mercer appointment*, members noted that the Mercers' Company had, as yet, received no expressions of interest. It was also understood to be unlikely that the *ex officio Vicar of Horsham post* would be filled until the end of the calendar year meaning a vacancy for just over a year. The Clerk reported that she remained in contact with the St. Mary's Office to seek to ensure that the Collyer's governor post remained within the role description (or was suitable delegated in line with the College's Instrument and Articles).

Going forward members agreed that future recruitment should continue to seek to address diversity whilst recognising that the success in recruiting, for example across a greater age range, had exacerbated the pressure felt by all governors to make the consistent commitment necessary owing to other external pressures. It was agreed that whilst diversity in the protected characteristics was desirable, the emphasis should continue to be on a range of skills and experience and the ability to serve.

- c) **Skills audit:** Members reviewed the updated skills audit, proposing some tweaks in categories and that existing governors be asked to review their scores before the next meeting **(Action: Clerk)**. Skills needs appeared to be most acute in property, pensions and special needs. They noted that two of the trustees of the Collyer Endowment had recently helped in a review of the College's investment strategy but that both these Mercer appointments were due for review in December 2019.
- d) **Attendance:** Members noted that the recent resignations would address most of the attendance issues experienced in 2018/19. One further governor was relinquishing temporary chairmanship of a competing committee commitment in the coming year. One further member

would be consulted to ensure that the continued commitment would be feasible (**Action: Clerk**).

- e) **The Chair and Vice Chair of the Governing Body 19/20:** The Clerk confirmed that both members were willing to continue in these roles. Members did however support her proposal to review the timing and nature of all current surveys to governors to ensure that these were carried out in as effective a way as possible. In particular they agreed that it would be helpful for the committee to be able to take account of the latest interests of all governors to take on such roles when formulating recommendations to the Governing Body.
- f) **Committee membership 19/20:** Members studied the proposals taking account of the new members, continuing vacancies, skills and attendance issues, possible changes in link governors as well as succession planning during 19/20, most notably with regard to the Estates Sub-Committee. In almost all cases those affected by committee and/or link area moves had been consulted and were content, with one co-optee yet to be approached with regard to the Risk Management Group (**Action: Clerk**). At least one further governor was also needed in the unlikely event that a special committee were convened in respect of any SPH disciplinary issue (**Action: Clerk**).

Members noted that the current Chair of the Estates Sub-Committee due to complete his term as a governor in March 2020 also wished to stand down as a trustee at that time rather than continue to December 2020. As such she would seek to identify a replacement by the time of the next meeting given that this was a Governing Body appointment (**Action: Clerk**).

Recommendation: Governing Body to:

- i) **Ratify the appointments of the new student, parent and staff governors by written resolution;**
- ii) **Approve the re-appointment of Ann Donoghue and Graham Lawrence for a period of four years with effect from 1st August 2019;**
- iii) **Approve, by written resolution, the appointment of Paul Mittendorfer and Karl Banister, each for a four year term with effect from the committee or Governing Body meeting for which they were first available (given the existing vacancies);**
- iv) **Approve David Skipp and Ann Donoghue as Chair and Vice-Chair respectively of the Governing Body for 2019/20;**
- v) **Approve the committee membership (and Chair/ Deputy Chairs) as proposed by the committee.**

5. Governance QIP update

Paper: Governance QIP 2018/19: End-Year Review

The Clerk reported that there had been good progress against the Governance QIP through engagement in timely and well-informed decision-making on strategic issues as well as I&As/ Rules and Byelaw changes relating to SPH HR matters. Further action was due that term on financial reporting and self-assessment and in the coming year on appraisal. Members agreed that any external verification of self-assessment as proposed in the various codes of governance needed to be proportionate and cost-effective. To this end they supported discussion of the issue at the meeting with the BHASVIC Chair and Vice Chair in July (**Action: Clerk to include in agenda**).

6. **Governance risk registers**

Papers: Governance Risk register 2018/19: End-Year Review and Governance Risk register 2019/20

Members noted the actions taken in respect of the updates to the governance risk register for 18/19 with some inevitable overlap with the governance QIP already considered. Of particular note were the enhancements in assurance and succession planning and action on GDPR. Going forward they were content with the fresh actions planned to help mitigate the risks which themselves reflected progress on risk management in the current year.

7. **Governance document review**

Given the early consideration in March 2019 to both the I&As and Rules and Byelaws, members were content to endorse only minor further changes to the Rules and Byelaws with regard to the terms of reference of the Committee. Changes proposed to the main body of the Scheme of Delegation reflected updated ESFA guidance principally in relation to the Audit Committee. The annexed working document contained minor changes to reflect some refocussing of policies and subsequent changes in committee delegation.

Recommendation: that the Governing Body approve the proposed changes to the the Rules and Byelaws and Scheme of Delegation, subject to any further recommendations emerging from committees over the summer term as part of their annual reviews.

8. **Annual meeting assessment**

Members considered that the Committee had worked well over the year through both its usual meetings and in correspondence in the Spring Term. They favoured the summer meeting following the UMG Awayday.

9. **Date of next meeting:** To be advised taking account of the preferences of the proposed committee membership.

The meeting ended at 17.30

Chair.....

Date

NCW 10/06/19