

THE COLLEGE OF RICHARD COLLYER
MINUTES OF
THE NOMINATIONS COMMITTEE MEETING
HELD ON FRIDAY 5th JUNE at 16.00

Present: Mrs Sally Bromley, Ms Ann Donoghue, Mrs Barbara Hobday, Mr Graham Lawrence

Apologies received: Dr David Skipp

In attendance: Ms Nicola Whitehead

In the Chair: Mrs Barbara Hobday

1. Declaration of interests

There were no declarations of interests.

2. **Minutes** of the meeting held on 7th November 2019 were approved.

3. Matters arising

Item 3 ref Item 5: The Clerk confirmed that beyond possibly Varndean and BHASVIC there seemed little enthusiasm for a **Chairs' meeting** and that the Covid lockdown currently made this more difficult. She proposed that she build on the **more personalised visits/ meetings** already undertaken with BHASVIC.

Item 5: The updated and anonymised **E&D information** had been circulated following the previous meeting.

Item 6: The Clerk reported that **self-certification of training** had been promoted with good take-up of webinars and some limited success for induction. She recognised that busy schedules made this difficult and hoped that the return of a member of staff from maternity leave would help with tracking. There had been a recent **update of Prevent training** and E&D training was being reviewed.

Item 7: The Clerk confirmed that the **cover sheets** had been amended to include **strategic references under 'status' and prompts for discussion**.

4. Governor and trustee appointments

Paper: CV of new Mercer governor applicant and potential trustee

Members noted the:

- a) **Arrival in post of the new team rector**, The Reverend Canon Lisa Barnett, who had visited the College for a meeting and tour with the Principal and met briefly with the Chair and Clerk. She had attended the Special Governing Body meeting for the appointment of the new Principal and been engaging with all correspondence;
- b) The Governing Body and Nominations Committee Chairs, Principal and Clerk had met with the new Mercer nominee by Zoom in early May to discuss the role. The Standards and Appointments Committee was expected to endorse **the appointment of Susan Martineau** on 4th June prior to **Court of Assistants approval in July**;
- c) A further Mercer governor current term of appointment was due to end on 31.7.20 with **reappointment of the Chair of the Nominations and Remuneration Committees recommended** given her invaluable HR, governance and senior management experience;

- d) Two **new student governors** had been chosen in postponed elections closing on 13th May. **Ratification would be by written resolution** in advance of their first formal meeting on 23rd June;
- e) **New Principal** was expected to take up the **ex officio post**;
- f) **Two further Governing Body appointees were being sought** with (ESC), F&GP and Q&C vacancies in mind as well as a new **trustee**. **One expression of interest** had been received for the latter with the Chair having requested a wider field prior to interview.

Members agreed that filling the vacancies was the priority for the new academic year.

5. **Succession planning**

Paper: Skills audit, Role survey results, Committee membership proposal

Members noted the:

- a) Anticipated governor reviews **over the course of 20/21** with staff, parent and student **governor elections due** and **potential changes in co-optees**. At the end of the year, the **current (second) terms of both the Chair of the Governing Body and the Chair of the Audit Committee were coming to an end**;
- b) **Updated skills register** showing the potential impact of possible departures and therefore priorities in seeking new governors/ co-optees;
- c) **Healthy attendance** (w/o vacancies) of **91%** (84% GB and 94% committees) reflecting the commitment of the current governors. However, this figure fell to 78% if vacancies were included, slightly below the 80% target;
- d) **Chair and Vice Chair were willing to continue for the forthcoming year**. Going forward there was the potential for future suitable volunteers for these roles;
- e) **Little change was proposed to committee membership** given existing considered deployment and to provide stability whilst vacancies were filled and new members settled.

Members discussed the increasing **best practice guidance on ensuring the independence of governors** (e.g. through a limited number of terms) and need to report against this whilst also valuing the Nolan recommendations which gave governing bodies leave to make decisions in the best interests of the College. With many new governors, a **balance** needed to be struck in **retaining skills, experience and stakeholder links**, especially at a time of **change in Principal**. **Succession planning also needed to take account of the support from the Clerk** to help ensure continuity of effective governance.

Members acknowledged the **recent difficulties in filling vacancies** owing to the priority of the new Principal recruitment and the current lockdown owing to Covid-19. It was hoped that volunteers might still be willing to step forward in spite of pressures on jobs and Zoom might provide opportunities to progress interviews whilst maintaining social distancing. Members agreed the **priority skills area of building and estates management** in order to support the immediate needs of the Property Strategy. (*Action: Vice Chair to explore through contacts.*) Whilst the Governing Body was strong on financial budgeting and forecasting and had benefited from support from the trustees on **investment strategy**, such financial understanding including **pensions** also appeared important. Other priority areas such as **Special Needs** might be addressed through training.

Recommendation: That the Governing Body approve the:

- i) **Continuation of the current Chair/ Vice Chair for 20/21;**
- ii) **Proposals for committee membership for 2020/21 including the proposed Chairs and their deputies.**

6. **Governance Quality Improvement Plan (QIP) 2019/20 update**

Paper: Governance Quality Improvement Plan 2019/20

The Clerk explained that there had been good progress in some areas such as governor engagement in timely and well-informed decision-making particularly with regard to SPH succession planning and governance business practice. The Covid lockdown had limited the ability to address all issues whilst not hampering good governance owing to the effective use of written resolutions in March and Zoom meetings in the summer term. Indeed the latter might provide a solution to some attendance/ availability issues going forward.

7. **Governance Risk registers**

Paper: Governance Risk Register 2020/21

The Clerk explained that, like all members of the Risk Management Group prior to reporting to the Audit Committee at the end of the month, she had reviewed the Governance risk register for 2019-20 and looked forward to 20-21. In 2019-20 increased mitigation had served to reduce risk scores on e.g. GDPR compliance and sharing of assurance across committees. Many issues had nevertheless been carried forward to the 20-21 risk register, though possibly with a slightly different emphasis. For example, the risks with the hiatus in the Principal recruitment process now moved over to the handover and induction phase and were reduced by the internal appointment. There were increased risks to good governance owing to the disruption caused by Covid-19 but so far systems seemed to be holding up well with new ways of working proving valuable.

8. **Governance Document Review**

Paper: Rules and Byelaws changes; Scheme of delegation annex

Members noted that:

- a) **the temporary provision** amending the **I&As** agreed by written resolution in May (with regard to the Principal's recruitment) had not been needed and **now lapsed**;
- b) Colleges had been considering **I&A** changes e.g on quoracy/ emergency committees to cope with the impact of **Covid-19** but this did not seem necessary given **current provisions** allowing **videoconferencing solutions and written resolutions**;
- c) **No other I&A changes** were proposed;
- d) Only **updates in governors** (p7) seemed **necessary to the Rules and Byelaws**;
- e) The **main text** of the **Scheme of Delegation** required only a **very minor amendment** to reflect the ESFA's new contract framework rather than Funding Agreement. **The annexed working document of policy delegations** and reporting requirements had been **updated to reflect** the cycle of business for the coming year and discussed with SMT. The main areas to note were **new policies and strategies and the proposed delegations**.

Recommendation: That the Governing Body approve the

- i) **Minor changes only to the Rules and Byelaws** (subject to any further recommendations emerging from committees over the summer term as part of their annual reviews; and
- ii) **Changes to the Scheme of Delegation** (chiefly annex).

9. **Any other business** None

10. Annual meeting assessment

The Committee welcomed the comprehensive reports and pragmatic and coherent approaches discussed. The enhanced membership was useful giving greater scope on quoracy when members themselves were under discussion. The Committee thanked the Principal for her guidance over the year and looked forward to working with her successor.

11. Date of next meeting: November 2020 (to be advised)

The meeting ended at 17.30.

Chair

Date

NCW 7/7/20