

THE COLLEGE OF RICHARD COLLYER
MINUTES OF
THE NOMINATIONS COMMITTEE MEETING
HELD ON FRIDAY 11th JUNE 2021 at 16.30

Present: Ms Ann Donoghue, Mrs Barbara Hobday, Mr Graham Lawrence, Mr Dan Lodge, Dr David Skipp

Apologies received: N/A

In attendance: Ms Nicola Whitehead

In the Chair: Mrs Barbara Hobday *(NB references simply to 'Chair' throughout these minutes should be read as the Chair of the Committee.)*

The Chair introduced the meeting proposing that the most time be spent on agenda item 5 – Succession planning.

1. Declaration of interests

There were no declarations of interests.

2. Minutes of the meeting held on 4th November 2020 were approved with one minor correction.

3. Matters arising

Item 3 ref Item 5: The Clerk confirmed that a new Estates Sub-Committee (ESC) co-optee had been appointed and was proving a valuable addition to consideration of the College property strategy and its implementation.

Item 6: The Clerk reported that no comments had been received from governors following the December Governing Body meeting in relation to the T&D programme. The training focus for the remainder of this year would be Ofsted preparation with a presentation before the next Governing Body meeting. The recent safeguarding review had been helpful in reinforcing the message to self-certificate and provide feedback when staying up-to-date. The appointment of the new administrative assistant would support the effective sharing and tracking of training opportunities.

4. Succession planning

Papers: Succession planning including skills audit, cycle of appointments, Committee membership and Chair/ Deputies proposals, CVs of potential governors/co-optees

i) The Chair introduced the subject of succession planning commentating on **the need for a robust approach to governance and open discussion of how this could be achieved, taking account also of the wider context** of the educational challenges presented by the pandemic, a possible Ofsted inspection and resources operating at capacity. The willingness of governors to volunteer their time and commitment to support the College was therefore all the more appreciated.

ii) The Chair reported on the **very encouraging recent parent governor election** with the successful candidate promising to be a **valuable and enthusiastic new member** of the team. She offered any support needed to the Clerk in onboarding the parent governor. Furthermore, the **two remaining nominees had shown a willingness to be involved in supporting the governance of the College and further contact to this end was supported. Ratification of the appointment of Mrs Beverley Valley as the parent governor from 1 August 2021 to 31st July 2023 would be sought at the next meeting of the Governing Body;**

iii) Members noted that a meeting would be held as soon as possible between the **outgoing parent governor**, Principal, VP (Pastoral) and Clerk further to cement ideas for the **Parents' Forum** going forward and establish whether and how he might wish to continue his association with the College. From the College perspective his **financial, business and community knowledge were assets to the College** suggesting a move to the F&GP Committee could be advantageous. **The F&GP Committee Chair offered an open door to a supplementary conversation** if this were helpful. *(Action: Clerk to arrange meeting with parent governor and offer further discussion with F&GP Chair if helpful)*

iv) The Chair proposed that **governance succession planning** also needed to **take account of the Clerk's wish to retire at Easter 2022** at the latest. **Early consideration of the process for her replacement would therefore be advisable.** Members noted the suggestion from one member that the availability of employees in the current difficult jobs market could not be taken for granted with few company secretaries or equivalent governance professionals affected by redundancy. Agency recruitment might therefore be worth considering. The Clerk commented that the JISC Clerks' network and SFCA/ (AoC) offered a potential means of disseminating the opportunity at least as a first step, agreeing that early consideration might be sensible, given also potential three month notice periods. **Members asked that the Clerk outline a potential plan of action for consideration by the Committee including key dates, a role profile and the necessary stakeholder communications.** *(Action: Clerk)*

v) Turning to the immediate **recommendations to be made to the Governing Body (GB) for appointments in 2021/22**, the Chair invited the Chair of the Governing Body (GB) to offer his view regarding succession planning in the context of her broader feedback on the topic earlier in the meeting and also given his experience as well as understanding of the priorities of the College. Reflecting on the forthcoming demands on the College to include a possible Ofsted inspection, change of Clerk and, whilst coping with the pandemic tail-end, both building on the latest strategic plan and looking forward to the next (2023-26), the **GB Chair** reiterated his wish and **willingness to remain in post for the next two years to assist the Principal with this demanding agenda.** He saw the key benefits of this as facilitating the **development of governors to take on such positions of responsibility in the future as well as providing stability of leadership during a period of significant change.**

With this in mind, the GB Chair welcomed the **proposal to appoint Graham Lawrence as an additional Vice Chair from September 2021** and for **Q&C chairmanship to pass to Grant Powell with a new vice Chair.** He commented that, from his own experience, more might usefully be done to involve Vice Chairs in preparation for the future Chair role particularly with regard to external networking. The Chair welcomed the GB Chair's commitment and support, recognising the argument for continuity and stability at a time of much change. **Members agreed that the appointment of a second Vice Chair from September 2021 in the context of the period ahead should be formally progressed allowing the Vice Chair roles to take on agreed delegated tasks under the continued leadership of the GB Chair.** He welcomed Graham Lawrence's willingness to take on the second Vice Chair role. **They also supported the change in Q&C Chair.**

The current Vice Chair (VC) sought **clarification of the rationale for a change of Chair in 2023.** Given that the recent survey results suggested (not unreasonably) that some governors did not wish to take on additional responsibility and that others would have completed two terms by 2023, there was a **risk therefore of the departure of more experienced members at this point leaving the absence of a successor.** **Some phasing of changes in 2022 might therefore be sensible.**

The Clerk advised on **good practice as reflected in the codes of governance limiting terms to two terms of four years or three of three** - albeit that the Nolan recommendations suggested **some flexibility** was possible. This did however have **to be justified** as being in the best interests of the College **with a genuine consideration of alternatives and clear accountability e.g. a 'comply or explain' approach** in the Report and Financial Statements. Whilst Collyer's had not set a restrictive policy as had some colleges, the changing landscape and increasing

pressure in this regard (e.g as demonstrated in the recent DfE White Paper and ACoP) should be recognised.

The ESC Chair reinforced this explanation of good practice, reporting that, as such, the NHS, had adopted a policy that after the thresholds described, reappointments were only for one year at a time to ensure regular consideration of the arguments for and against prolongation. Recognising that it was in the interests of the College to continue to be well-governed, run and highly rated, he felt that **a staged approach to succession planning could be helpful** in bringing on newer Governors whilst retaining useful skills and experience. Acknowledging his own interest, he supported too the GB Chair's rationale for two Vice Chairs and greater definition of the role to support succession planning. Members agreed that extending experience in this way was applicable also to Committee Chairs and Vice Chairs, allowing greater experience of e.g. pre-meets and chairing committees.

In seeking consensus, the Chair, supported by the Clerk, highlighted that **the immediate recommendation to be made was for 2021/22. Members were in agreement that this would constitute the continuation of the current GB Chair and two VCs from September 2021 with some delineation of roles helpful.** The precedent for two VCs, where one had had a curriculum - and the other a business - focus would work less well now given the business area in which the two proposed governors were involved. It was agreed that areas where delegated tasks could be assigned to the VC roles would be progressed for review by the GB Chair and Chair of Nominations with the Chair still ultimately accountable for these. *(Action: Principal and Clerk).*

In the light of the discussion to-date in **seeking to balance stability with the best practice case for change and, above all, in the interests of fairness and consistency**, members agreed that **the two governors whose second terms ended in 2021 should both be reappointed for one year.** This might also help The Mercers' Company who could be anticipated to be seeking a further Mercer appointee in 2023.

Recommendation: that the Governing Body, at their next meeting:

- i) **Reappoint both Dr David Skipp and Mr Hugh Stafford-Smith for one year to 31st July 2022;**
- ii) **Appoint Dr David Skipp as Chair of the Governing Body and Mrs Ann Donoghue and Mr Graham Lawrence as Vice Chairs for 2021/22;**
- iii) **Agree the change in Q&C chairmanship as proposed *once cleared with the individuals* (Action: Clerk)**

Members agreed at this point that *a further meeting be arranged to complete the agenda items (Action: Clerk).* In the meantime, *the Clerk was given leave to explore further with potential candidates appropriate roles on the governance team with support from members as necessary. (Action: Clerk).*

5. **Any other business** None

6. **Meeting assessment**

The Chair thanked members for their open and honest contributions which had helped to enrich the debate on the challenges of succession planning and enabled specific actions to be agreed.

7. **Date of next meeting:** before the Governing Body meeting on 14th July (**Post-script: 12th July at 4pm) and 4th November 2021 (to be confirmed)**)

The meeting ended at 18.30.

Chair

Date

NCW 25/6/21