

THE COLLEGE OF RICHARD COLLYER
MINUTES OF
THE NOMINATIONS COMMITTEE MEETING
HELD ON Friday 10 March 2023 at 15:30

Present: Mrs Barbara Hobday, Mr Graham Lawrence (Chair of the Governing Body), Mr Dan Lodge (Principal), Dr Grant Powell

In attendance: Mrs Russha Sellings

In the Chair: Mrs Barbara Hobday

1. Chair's Introductions and Apologies for Absence

The meeting opened shortly behind schedule at 15.40. Apologies were received and accepted from Mrs Ann Donoghue and Mr Dom Valente. The meeting was declared quorate from the outset.

2. Declarations of Interest

None declared with respect of the items on the agenda.

3. Minutes of the meeting held on 18 November 2022

The minutes of the previous meeting were approved without amendment.

4. Matters Arising:

Item 9iv – Governance Quality Framework – it was noted the framework would continue to be under review.

5. Governance & Strategy

Papers: Governance QIP updates and latest Governance Risk Register

a) Academisation developments

The discussion was recorded under Part II business.

Part II Criterion h) Information considered to be commercially sensitive

b) Governance Response: Skills Agenda

The Learning Walk had also provided opportunities for Governors to hear about the reforms and their required response. Mr Lawrence reiterated the importance of remaining engaged with the agenda in the interim while the College was obliged to do so, especially in light of the enhanced EIF. Mr Lawrence had sought feedback from another Sussex SFC Chair on their recent experience of Ofsted with a sub judgement to meet the skills criteria. The recommendation was for a time limited Governor led working party with SMT involvement. Terms of Reference would need to be agreed to limit cross over with operational matters. The Principal confirmed the positive response from the respective members of SMT who would be appreciative of the support. At the Learning Walk, a Governor had expressed an interest in leading such a group and it was agreed Mr Lawrence should approach this Governor prior to endorsement to the Governing Body at their forthcoming meeting.

(Action: Mr Lawrence)

Recommendation: The Governing Body approve the formation and of a Skills working party [subject to formulating and agreement of ToR].

c) Governance QIP Updates

The Clerk directed the Committee to the updates shown in green. There were no further comments.

d) *Governance Risk Register Updates

The Risk Register was noted as a consent item. The Clerk wished to highlight an update the gross risk for G2 which had increased due to the position of the College against the backdrop of current

reforms. Navigation through this period would be complex and critical to the future success of the College in terms of provision, staffing, the estate and reputation of Collyer's as an academic institution. The Committee agreed the risk rating and mitigations accurately reflected the current position and were supportive of the revision which was considered by the RMG and within the Audit Committee papers for their next meeting.

6. Governance Succession Planning

Papers: Top sheet, terms of office chart, succession planning chart, roles and future intentions, latest skills analysis and EDI data

a) Succession Planning

The Chair expressed thanks to Mr Lawrence for his work on documenting the options and facilitating a succession plan. Mr Lawrence referred to the diagrams formulated with data provided by the Clerk. It was important to ensure preparation for succession of key roles on the Governing Body, where some Governors' terms were due to end in the near future and there was a suggestion to identify Governors as potential successors. Mr Lawrence advised that he would be willing to stand for a further year as Chair of the Governing Body on completion of his second term at the end of the academic year in 2023 and if agreeable for a further year after that for stability should the College form a local MAT. The Deputy Chair had also expressed her intentions to Mr Lawrence and could commit to extend her term by a further year after completion of her second term at the end of the academic year in 2023. At the previous meeting, Dr Powell had confirmed that he would be willing to extend his term by a further year which was gratefully accepted. The Committee Chair confirmed her future plans stating she would be happy to commit further, especially if there was a change in governance structure and relating to the need for HR expertise during a period of transition. Future chair candidates were discussed against the backdrop of academisation. Mr Lawrence suggested a dual role structure in the next academic year with a Deputy Chair as the next successor and a Vice Chair as both support and a potential successor in waiting and this would be considered in more detail at the meeting in the Summer term. Mr Lawrence also highlighted from the Rules & Byelaws the matter of the F&GP Chair being the Governing Body's Deputy/Vice Chair, although the Clerk advised this could be amended as was not a requirement within the Instrument & Articles. **(Action: Mr Lawrence/Clerk)**

The roles survey was raised as a method of establishing potential candidates, however there had been a number of mentor chats recently conducted (some delayed due to the pandemic) and the future intentions set out in this process as per the related paper.

Mr Lawrence wished to raise a succession plan for the Chair of the Estates Sub-Committee, referring to the top sheet in the meeting papers. Mr Lawrence had found since taking the Governing Body Chair role the commitment for both, especially with the current workload, was proving challenging to manage. He had identified a potential experienced successor and sought the views of the Committee before an approach and agreement from the Governing Body. The Committee fully supported the plan. **(Action: Mr Lawrence)** The Chair wished to thank Mr Lawrence for the contributions made during his time as Chair of the Sub-Committee. Related to the Estates Sub-Committee, it was noted a Co-optee's term had been extended until the end of the academic year although he may not be able to continue beyond the current term. He brought a great deal of expert knowledge to the forum and if he was unable to continue it would be important to identify someone with a similar skill set. Mr Lawrence had agreed to make contact before the end of the term and would follow this up. **(Action: Mr Lawrence)**

The Committee discussed Mercer Governor succession arising from the need to fill vacancies at the end of the academic year 2024 as well as Trustee roles. Dr Powell gave an update on the longer term Mercer recruitment strategy. In the meantime it may be possible to nominate candidates to appointed positions and a potential suggestion would be followed up with The Mercers' Company with Dr Powell's endorsement. The Principal suggested that there could also be opportunities for attendance at the forthcoming Mercers' Governors' conference **(Action: Clerk)**

It was further agreed that two independent Governors, Mr Banister and Mr Mittendorfer who had expressed an interest in a second term would be proposed for extension to the Governing Body at the next meeting as their current terms were due to end before the final Governing Body meeting of the academic year. **(Action: Clerk)**

Recommendation: The Governing Body approve the Independent Governor additional terms.

The current Parent Governor had expressed an interest in remaining on the Governing Body when her term expires. Her expertise was valued and it was hoped she would consider a Co-optee role in the interim until a vacancy arose. To be discussed at the mentor chat with mentor Dr Powell. **(Action: Dr Powell)**

The Chair spoke of a potential Governor candidate that she was aware may be interested in a role in future who had a significant leadership role in the public sector as well as experience in education and governance. The Committee considered potential observation at a meeting. In the meantime, the Candidate Brief would be shared by way of background. **(Action: Chair)**

The Clerk raised with members that new Governor Teddy Bridges required a mentor and it was agreed that as he was an F&GP member, Mrs Donoghue would be best suited.

b) *GB Skills Analysis
Noted as a consent item. There were no comments.

c) *EDI Snapshot
Noted as a consent item. There were no comments.

7. Governor Training & Development

Papers: Training Programme 22-23, Wider Participation Report, Learning Walk responses

a) Training Programme 22-23

The Clerk gave an update on the current programme with highlights showing completed FutureLearn courses. While those who had attempted the online courses had reported the content was informative, the platform still presented some challenges for some. There was also live webinar content available although at short notice. FutureLearn access was currently free for another year. Members commented that the programme met the requirement for external training. There were also additional opportunities through the relevant bodies which were increasing in frequency. To ensure more effective use of Governors' and Co-optees' time it was agreed the Committee would consider the relevant audience via email for each event.

It was agreed the latest recruited Governor would not be assigned any courses through FutureLearn at the present time, while he was completing his induction.

b) *Wider Participation Report
Noted as a consent item. There were no comments other than to commend the Governing Body's level of contribution and commitment and to highlight the opportunities arising from strategy days including the revised format of UMAD to a strategy morning in the Summer term.

c) *Learning Walk Feedback (Feb22)
Noted as a consent item. There were no comments other than members observed the positive feedback from the event.

d) MH&W link

It was noted that Governor Mr Allen had agreed to take the role of a dedicated Mental Health & Wellbeing Governor and in discussion with the VP (Pastoral) and Director of Student Support would join the newly formed Action Group. Communication of the activities back to the Q&C Committee and the Governing Body to be discussed with the VP (Pastoral). **(Action: Dr Powell)**

8. External Review of Governance inc:

Papers: Top sheet, 3 x external governance review proposals

i) Potential reviewer with summary

Mr Lawrence provided an update since the last meeting, where based on initial feedback from the Committee, selections were made on organisations to approach for a proposal. Mr Lawrence advised the market was limited in terms of reviewers with knowledge specific to SFCs and unfortunately it was confirmed by Stone King, the SFCa recommended choice, that they were conflicted due to the current in-depth engagement with the Collyer Endowment. Mr Lawrence has reviewed the proposals in advance. The Committee determined that rockborn were better suited as a reviewer to the College and if a recommendation was to be made to the Governing Body, this would be the most appropriate and best value.

The Committee discussed the cost and timing of the review in light of a possible decision to academise at the next Governing Body meeting and whether it was therefore appropriate to assess a governance structure that may not remain in its current form. Mr Lawrence was concerned the College had committed to various non-staffing related cost efficiencies to meet the current pay award and the review could be up to £10,000 including expenses and VAT. Mr Lawrence also confirmed that the review would be resource intensive for himself, SMT and the Clerk during a period where the College would need to be preparing for a significant transition. The DfE guidance stipulated a review must take place by July 2024 and it was hoped that if an application for a new MAT was accepted by the DfE, then they would be understanding of the need for the delay. A review may then take place sometime later at an appropriate point following conversion, although for academies it was noted that external reviews were still an important method for assessing and strengthening governance but the same timings and specific compliance did not apply.

ii) Next steps

Recommendation: The Governing Body agree to defer the External Governance review pending the decision to academise.

9. Reporting Requirements

i) Compliance updates

The Clerk gave a verbal update to members on progression of the reporting requirements. Planning between the Chair of the Governing Body, the Principal and the Clerk had also covered good practice areas highlighted as part of internal assurance work undertaken in the previous academic year. Good progress had been made in a number of areas, although the level of requirements arising from FE reforms and the recently adopted AoC Code of Good Governance remained challenging. However, the Clerk referred to recent news on from the AoC Governors' Council as below.

ii) New AoC Code of Good Governance consultation

Since the time of issuing papers, the AoC had written to Colleges regarding the consultation process for a new governance code which was more streamlined and much less prescriptive. The Chair was welcomed the draft which appeared positive and centred around 6 guiding principles while also referring to the Nolan Principles of public life.

It was agreed to circulate and seek comments from members as Chairs of all committees. The feedback would be shared with the Chair of the Governing Body prior to the consultation deadline next month for him to formulate a consolidated response. ***(Action: All/Chair of GB)***

10. AOB

It was noted that diversity on the Governing Body and in particular for Trustees remained a challenge and there was a commitment to continue to address this during recruitment activity and succession planning.

11. Meeting Assessment

The Chair was pleased to note the breadth of the agenda and topics covered and thanked the Chair of the Governing Body for all his work on succession planning.

12. Date of Next Meeting

The Committee would meet again on Friday 9 June 2023, following the strategy morning and lunch at 14:00.

The meeting closed at 17.55

Chair

Date

RRS 15-03-23