

THE COLLEGE OF RICHARD COLLYER
MINUTES OF
THE NOMINATIONS COMMITTEE MEETING
HELD ON Friday 23 June 2023 at 15:30

Present: Ann Donoghue, Barbara Hobday, Graham Lawrence (Chair of the Governing Body), Dan Lodge (Principal), Dr Grant Powell (via Zoom), Dom Valente

In attendance: Russha Sellings (Clerk)

In the Chair: Barbara Hobday

1. Chair's Introductions and Apologies for Absence

The Chair opened the meeting. All Committee members were present, Dr Powell joined by Zoom.

2. Declarations of Interest

None declared with respect of the items on the agenda.

3. Minutes of the meeting held on 10 March 2023 inc Part II confidential

Note the agenda cited an incorrect previous meeting date.

The minutes of the previous meeting including Part II were approved without amendment.

In respect of the matters discussed in Part II, there was a brief verbal update on recent progress. The Chair and Deputy Chair of the Governing Body had attended a newly formed Chairs' Forum of the Horsham Secondary Schools' soft federation that had been useful for networking purposes and discussing general themes including academisation.

4. Matters Arising:

Item 7d – Safeguarding oversight and updates to Governors - Dr Powell confirmed that Steve Allen, Governor linked to Mental Health & Wellbeing would provide input at the next Q&C Committee meeting, thus ensuring that Governors had the opportunity to hear directly from Governors as well as SMT.

Item 8 – EGR deferment – the Clerk advised that while the Governing Body had selected a reviewer on the recommendation of the Committee, it was recognised that an external review of a governance structure that may not exist in its current form in future would not be a good use of resources. The Governing Body had agreed a deferment, subject to progress of academisation. The Committee considered the need to comply with statutory guidance and complete the review by July 2024. It was agreed to seek advice from the DfE once the application to become a 16-19 academy had been submitted in the early autumn term. **(Action: Principal/Clerk)**

5. Governance & Strategy

Papers: Working Party ToRs, Strategy AM evaluation, Governance QIP updates, latest Governance Risk Register

a) Working Party ToRs

Membership of the working parties was discussed, and the Chair of the Governing Body reiterated the importance of there being Governors who were completely independent of the process, allowing opportunity for objective challenge. Members concurred with the approach.

i) Skills Agenda

It was noted the Chair of the working party had been very effective so far and presented a good update at the recent Strategy Morning event.

ii) Academisation

Members heard about the progress of engaging with an external consultant to assist with negotiations at the formation stages and possibly beyond. The Principal said the scope was to be determined and it was hoped to share a proposal with the working party next week. There was an opportunity to secure Trust Establishment and Growth (TEG) funding in lieu of the costs of resourcing and the RDfE had advised the next window for applications would open on 1 July. Additional routes for support were available through former FE leaders who had established MATs with other schools and Governors had already benefited from the insights shared by Pauline Hagan at the recent Strategy Morning.

It was agreed to add the names of members to each ToR before being endorsed to the Governing Body to ensure it was completely clear who was on each working party. Later in the meeting it was agreed to include the working parties and their members in the Committee structure and membership table. **(Action: Clerk)**

Recommendation: The Governing Body approve the working party Terms of Reference subject to amends.

b) *Strategy AM feedback

This was presented as a consent item, however members noted positively the session had been well received and the new format successful, including the hosting of the event in the new café. There was also an opportunity for Directors to build relationships with Governors in a smaller forum, although some observations were made to line managers that not all Upper Managers were invited. Despite this, it was agreed the format should continue and it would be beneficial to mix the groups of Directors and Governors in future years.

c) Expanding the remit of Estates S-C

Members heard the handover to the new Chair was progressing well. In light of the increased workstreams of the estates masterplan, members considered a proposal to create a full Estates Committee of the Governing Body, and in doing so expand the remit. This was recommended for the duration of the development period. The Clerk advised this would also be beneficial for the F&GP Committee, the wide breadth of which sometimes meant that there wasn't always sufficient time to fully consider Estates related matters. Draft ToRs to support this were included in the meeting pack under the updated Rules & Byelaws and the Clerk highlighted the inclusion of Sustainability and Health & Safety. Members were assured the incoming Estates Chair had been given the opportunity to comment. The link between the F&GP and Estates Committees was for discussion in terms of reporting, in particular around budgeting for capital funding. There were further discussions on both the membership of the Estates Committee since the stepping down of the Chair and Eric Williamson a Co-optee with relevant skills and experience, and in addition the membership of the current Nominations Committee. Members were conscious of the incoming Estates Chairs' other commitments but felt it was important to ensure consistency of governance practice on this Committee by including all Committee Chairs. The following actions were agreed and noted:

- The Committee agreed to endorse the proposal of a full Estates Committee reporting directly to the Governing Body from the next academic year including the ToR as currently drafted
- The Chair of the Governing Body would speak to Co-optee Dominic Wakefield, member of both the current Estates S-C and F&GP Committees about becoming Deputy Chair of the new Estates Committee to support the communication between the two
- The Clerk would ask the incoming Estates Committee Chair, Steve Allen, to speak to Governor Helen Smith about joining the Estates Committee from the next academic year
- The Chair of the Governing Body would also speak to Steve Allen about joining this Committee from the next academic year
- The Clerk would seek prospective Co-optee candidates for the Estates Committee using an adapted version of the agreed Candidate Brief for recruitment purposes.

(Actions: Chair of GB/Clerk)

Recommendations: The Governing Body to approve the above as detailed in the revised Rules & Byelaws to be presented at their next meeting.

d) QIP updates 2022-23

The Committee considered the progress at the year end point and the assessment on meeting targets. There had been good progress on succession planning, however only partially achieved due to the cross sector challenges in creating a diverse board. There were limited opportunities to address this with only one Co-optee vacancy at the present time. Members suggested that academisation may provide a way to enhance equality through a new governance structure.

e) *Governance Risk Register

Due to progress over the academic year, the risks associated with G.2 had diminished significantly. Members however expressed concerns about key personnel risks and impact on workload and resources during the coming year. It was important to not to lose sight of this and the Chair of the Governing Body pointed out that this was a matter he had already discussed with the Principal. The Academisation Working Party would look at the scope of the external consultant. Members commented on the impacts to the College Strategic Plan in terms of strategic drivers.

A member questioned whether G.4 was relevant to the Committee's oversight. It was confirmed the risks spanned all areas of governance, however it was acknowledged that this risk was generally covered in the College-wide Risk Register. The Clerk would revisit the key risks in the autumn term including the suggestion of phasing and transitioning to a new structure and legal form. **(Action: Clerk)** The Principal said he was looking at opportunities through the SFCA to collaborate with other colleges who may also be approaching conversion.

6. Appointments & Succession Planning

Papers: Top sheet, revised Rules & Byelaws, skills & diversity

a) Updated Rules & Byelaws inc:

i) Appointments/Committee membership

Members discussed current membership and suggested changes for the next academic year. The Deputy Chair took an action to speak to a Governor about their availability for a particular Committee to ensure it maintained quorum. **(Action: Deputy Chair)**

Recommendation: The Governing Body approve the Rules & Byelaws including appointments and membership where indicated.

ii) Updates on recent elections

The Clerk informed members Clare Riaux had been re-elected by a significant majority for a further term (subject to ratification by the Governing Body) after a ballot involving two other members of staff. The Chair of the Governing Body had written to congratulate her.

The Student Governor nomination process had also resulted in an election and appointment of two new Student Governors who were currently going through their induction process. The Chair of the Q&C Committee agreed to arrive early at next week's meeting to introduce himself and welcome the students.

Lastly the recent Parent Governor nomination process yielded no candidates. The Clerk had taken advice from Eversheds who had suggested that should the Governing Body wish, they could reappoint the current Parent Governor for a further 1 or 2 year term and members agreed this was a positive solution in retaining the current Governor with a preference for a 2 year term.

iii) Chair and GB leadership roles

The Clerk pointed out that the Chair and Deputy Chair roles were normally voted on at the spring term Governing Body meeting, however this meeting was not conducive to conducting

the vote and furthermore in light of the proposal for the current Chair and Deputy Chair to continue for continuity in the forthcoming year, the Rules & Byelaws were adjusted to cover both eventualities in terms of taking a vote in either the spring or summer terms.

Recommendation: The Governing Body consider the extension of the term of the current Chair and Deputy Chair of the Governing Body.

b) Future roles

No further updates at this time.

c) *Summary report on Attendance, Skills & Diversity

It was observed the breadth of skills across the Governing Body was very strong and there were no obvious gaps. The Clerk apologised for the lack of absence data, citing timing with the end of the academic year and this was carried forward to include attendance at working parties in future data. ***(Action: Clerk)***

7. Governance Key Documents

Papers: Revised Code of Conduct, Scheme of Delegation document and annex June 23, I&As (SharePoint), Governor links

a) New Governor Code of Conduct

The Clerk explained the process to consolidate the code into one clear document and extract it from the Rules & Byelaws. There were no comments on the content, however members recommended it be signed at the point of appointment or reappointment unless otherwise amended.

Recommendation: The Governing Body approve the use of the new Code of Conduct.

b) Revised Committee ToR

The Clerk highlighted the significant changes to the current ToR and the rationale to align the format and enhance some aspects. It was necessary to demonstrate in the Statement of Corporate Governance annually that the Governing Body met the obligations of the Managing Public Money framework (MPM) since reclassification and the changes sought to highlight and address the necessary compliance.

Members agreed the revisions including the proposed change of name of the Nominations Committee to Governance & Search, highlighting the focus on governance and similarly for Audit to add Risk. The RMG would continue as an internal committee. The Audit Chair requested two additions from the AoC Code to the Audit & Risk ToR. ***(Action: Clerk)***

Recommendation: The Governing Body approve the revised ToR set out in the Rules & Byelaws subject to amends.

b) Scheme of Delegation

The Clerk explained a similar requirement to comply with MPM regulations and the necessary changes had been made. The Committee were content to endorse the text in the Scheme of Delegation subject to some minor amends. The annex was also presented alongside and was a live document.

Recommendation: The Governing Body approve the Scheme of Delegation subject to amends and the latest version of the corresponding annex.

d) Instrument & Articles

The Clerk recommended no revisions at this time, although members were made aware of the Trust's future incorporation and the possibility of impact on the I&As.

Recommendation: The Governing Body approve the continuation of the current I&As.

e) Governor links review

After due consideration of current links and the need for a dedicated SEND link Governor and in light of the additional workload that would be placed on Governors over the next year, it was agreed to propose to the Governing Body a temporary refinement of links to focus on core roles required by DfE guidance policy such as Safeguarding, SEND and Careers. The Clerk was asked to produce a top level summary for discussion of the matter at Governing Body.

Recommendation: The Governing Body consider a refinement of the link roles for 23-24.

8. Governor Training & Development

Papers: Top sheet, TES Develop course list, NGA Learning Link course list (tabled)

Governors were aware of technical issues with the FutureLearn platform which had prevented some accessing the service and completing their documented ETF training plan. There was some positive feedback on the content, however the Clerk was not confident migrating to yet another platform would resolve the issues. Furthermore, some courses took a long time to complete and it wasn't obvious how long the courses took or who had completed since generating certificates was also in some cases proving challenging. The situation was disappointing and the Clerk had sought alternatives, with a focus on external safeguarding training.

Since the time of writing, the Clerk had been contacted by The Mercers' Company, offering the Governing Body a complimentary SLA for the NGA Learning Link online governance training platform. The course list was circulated at the meeting. This was a similar online service to TES Develop, although designed specifically for governance. TES Develop however offered a more comprehensive range of safeguarding training. Both were targeted to schools and academy trusts. Members requested the Clerk refer to the VP (Pastoral) for her views on suitability before reporting to the Governing Body. **(Action: Clerk)**

9. AOB

None to report.

10. Annual Meeting Assessment inc ToR

The Committee had reviewed and the proposed amendments to the ToR under Item 7b. Members were thanked for their input and another productive meeting.

11. Date of Next Meeting

Dr Powell advised he would only be able to join the date for the scheduled autumn term meeting virtually and the Clerk agreed to circulate new dates for members to consider [Post-meeting note: meeting to remain as scheduled: Friday 3 November 2023 14.00 (before RemCo)].

The meeting closed at 17.45

Chair

Date

RRS 29-06-23