



SEARCH & GOVERNANCE COMMITTEE

Minutes of the Meeting held on Wednesday 7 November 2018 at 6pm at the Paddington Green Campus

Present

Alexandra Fyfe (Chair of the Committee)
Tony Johnston (Chair of the Corporation)
Brenda Goring Moore (Governor)
Jan Knight (Vice Chair of the Corporation)
Keith Cowell (CEO)

Natalie Watt, Interim Clerk to the Corporation (Temp)

Action

1. Attendance and Apologies for Absence

There were no apologies.

The meeting was declared to be quorate.

2. Declarations of Interest

None.

3. Health and Safety Announcements

Standing Health and Safety Arrangements were in place.

4. Minutes of the following meetings

a) Meeting held on 26th September 2018.

- Part one and Part two were confirmed as an accurate record of the meeting and were Approved and signed by the Chair of the Committee.

b) Matters Arising

- **Director of Governance** – on agenda
- **Succession Plan** – It was agreed that the length of term of office of the Chair would be addressed when succession planning was also being considered in the Spring Term.
- **Risk Register** – The Interim Clerk confirmed that she had made administrative updates to the existing plan. Following discussion it was agreed that a risk review meeting would be held in the New Year to focus on the Governance Risk Register and, in particular, the effect of control measures on mitigating the impact or likelihood of the identified risks. The Interim Clerk was asked to convene a meeting with the Chairs of Committees, the CEO, the COO, the Vice Chairs, Chair of the Corporation and the Director of Governance to carry out the review in January/February.
- **Mentors** – The Interim Clerk confirmed that contact arrangements had been

Interim Clerk

Interim Clerk

made between the mentors and the mentees. It was noted that any new Governors appointed later in the term, including the Student Governors would also need to be allocated mentors.

5. Update on the Recruitment and Appointment of Governors

- The Chair of the Corporation confirmed that he had met with 2 prospective Governors and was meeting more in the next few weeks.
- The Interim Clerk confirmed that these were introductory information meetings and that all prospective Governors had been allocated interview dates with the Search and Governance Committee.
- The Interim Clerk confirmed the interview schedule proposed for the 28th and 29th November 2018.
- Following discussion it was agreed that the questions used in the last round of interviews would be circulated in advance for comment. It was also agreed that there needed to be consistency in the questions used to ensure that they could be equally applied and relevant regardless of which category was being interviewed for.
- Members were informed that an initial meeting with the Student Governor from CWC had been held and contact details exchanged. A role description had been issued and attendance dates confirmed.
- Following discussion BGM proposed a mentor for the Student Governor and agreed to make contact to facilitate this.
- The Committee were informed that CNWL had been chased for an update on the Student Governor appointment process and the Corporation would be kept advised of progress.
- The Committee were informed that the role of Staff Governor had been promoted at 2 recent staff induction events and that some interest had been generated.
- It was noted that this area needed further work to review the practicalities of running an election across both colleges and to clarify the proposed process for appointment

Interim Clerk

BGM

The Committee **RESOLVED** to **RECEIVE** the report.

6. Self-Evaluation & Assessment

- The Vice Chair of the Corporation confirmed that she had attended the SAR validation meeting for CNWL and advised Members of the grades awarded.
- Detailed discussion and debate followed on the impact of Governors on leadership and quality and the informative self-assessment comments which went alongside the Governance self-assessment scores; on the differing levels of achievement at each of the colleges; and on the strategic focus and role of the United Colleges Group Corporation.
- The Chair of the Corporation also updated Members on recent reports published by the FE Commissioner which provided a useful context for performance of the UCG Corporation.
- Following this discussion and debate it was agreed that the Board needed to await the completion of the UCG overall SAR.
- The CEO confirmed that leadership, including governance, would be included in the SAR for the Corporation to approve at the 17th December 2018 Corporation.
- The Interim Clerk summarized the Governance self-assessment process and discussion followed on how much weight should be given to the tick boxes. Following debate it was agreed that focus should be on the comments and observations made.

CEO

Interim Clerk

- The Committee reviewed the comments and agreed the following actions:
- That copies of the detailed comments should be circulated to all Committee Chairs for consideration
- That the Chairs of Committees should meet and discuss the returns and develop a quality improvement plan in the New Year following the start of the Director of Governance.
- That the self-assessed grade for Governance would be confirmed pending the finalisation of the overall leadership and UCG SAR which would be presented to the Corporation.
- It was further agreed that a session on Board self-assessment would be useful at the Strategic Away Day planned for January 2019, time permitting.

The Committee **RESOLVED** to **RECEIVE** the Governance SAR, confirm a self-assessment grade for Governance at the next Corporation meeting, to the extent a grade separate from overall college leadership is required or useful, and take forward the actions identified above.

7. **Update on the Recruitment of the Director Of Governance**

- **Subject to a separate confidential minute.**

8. **Annual Governance Report for 2017/18**

- The Committee were informed that the same format as per the previous year had been used to compile the report.
- Governors noted that attendance on the Teaching, Learning and Skills Committee fell short of the target. The Interim Clerk confirmed that the lack of attendance by Student Governors had impacted on these figures. It was noted that the membership had now been increased on this Committee to provide additional scrutiny.
- The interim Clerk confirmed that all Terms of Reference were being reviewed at each Committee this term.

The Committee **RESOLVED** to submit the Annual Governance Report to the Corporation subject to the removal of 'stakeholder feedback' at para 12.1.

9. **Action Log Update**

- The Committee reviewed the action log in details and discussed the areas which were works in progress. It was noted that a significant number of items had been moved on and would be completed prior to the next meeting.
- The CEO agreed to ensure that progress on the UCG website would be prioritized,

The Committee **RESOLVED** to **RECEIVE** the action log.

10. **Update on Annual Returns**

- The Interim Clerk to the Corporation confirmed that all annual return issued had been returned.
- The Committee were informed that a revised eligibility form and briefing note were being prepared that would reflect recent Charity legislation.
- The Interim Clerk informed the Committee that it was anticipated that the new forms would be issued this term.

The Committee **RECEIVED** the update.

11. Update on Disclosure and Barring Service (DBS) checks for Corporation Members.

- The Interim Clerk advised the Committee that the two Governors appointed earlier the term had received clearance and that Governors checks for DBS were 100%.

12. Date of Next Meeting

- Interview Search & Governance Meeting Wednesday 28th November 2018 from 4.30pm at City of Westminster College.
- Interview Search & Governance Committee Thursday 29th November 2018 from 5pm at College of North West London.
- Interview Search & Governance Committee Wednesday 16th January 2019 at 6pm at City of Westminster College.

13. Any other urgent business

- **Events Calendar** – Members were informed that City of Westminster College had provided an events calendar and this had been circulated to all Members.
- The Interim Clerk advised the Committee that she had requested the same information from CNWL and that this would be circulated when available.

- **PART TWO - Confidential Item – Review of CEO & SPH – Subject to a separate confidential minute**

14. Issues of Confidentiality

- The Chair of the Committee confirmed that Items 7 and 13 should remain confidential.