



### SEARCH AND GOVERNANCE COMMITTEE

#### Minutes of the Search and Governance Committee meeting held on 5 October 12 January 2022 9:30am by Teams

<b>Present</b>	Patrick Newberry	PN	Chair
	Peter Child	PC	
	John Evans	JE	Principal and CE
	Wilf Hudson	WH	
	Geoff Warring	GW	
	Pat Wilde	PW	
<b>In Attendance</b>	Wendy Randle	WR	Director of Governance
	Steph Homan (minute taker)	SH	Governance Support Administrator

Item		Action
1	<p><b>WELCOME, APOLOGIES AND DECLARATION OF INTEREST</b></p> <p>The Committee were welcomed to the first Committee meeting with Patrick Newberry as Chair. All Committee members were present except Ian Tunbridge who was not in attendance.</p> <p>There were no further interests to declare than those previously disclosed on the members' register of interests.</p>	
2	<p><b>MINUTES</b></p> <p>2.1 The minutes from the meeting held on 5 October 2021 were agreed to be true and accurate record of the meeting and were approved by the Committee.</p> <p>2.2 <b>MATTERS ARISING REPORT</b></p> <p>A matters arising report had been circulated prior to the meeting. The following action was highlighted with the update provided in italics.</p> <p>Action 5.2 – A copy of the LA quality of assurance of Safeguarding report to go to the Audit and Risk Committee; <i>WR approach KW to progress this action with Cornwall Council by escalating the matter within the Council.</i></p>	WR
3	<p><b>BOARD MEMBERSHIP</b></p> <p>A paper on Board membership had been circulated prior to the meeting.</p> <p>3.1 <b>Vice Chair succession planning</b></p> <p>The Chair of the Board is progressing this item and will update at the next meeting.</p>	

<p>3.2</p> <p>3.3</p>	<p><b>Committee Membership</b></p> <p>The Committee considered the Committee Membership chart circulated prior to the meeting. Following a lengthy discussion, the following highlights were noted;</p> <ul style="list-style-type: none"> <li>▪ The impact on skills gaps and Lead Governor roles due to a recent resignation and Governors' terms of office coming to an end was noted.</li> <li>▪ The Committee reviewed their previous recruitment methods and agreed to develop recruitment protocols to ensure, inter alia, the Board are given the best chance of recruiting the best candidate for the relevant role, E,D&amp;I is fully embedded in the recruitment process and to avoid groupthink.</li> <li>▪ Following review, the Major Capital Projects Committee will be added to the Committee structure chart, noting its importance in governing key capital projects. In the short term it will report directly into the Board. In the longer term when development activity may lessen, consideration will be given to it reporting into the Finance and Resources Committee.</li> <li>▪ Succession planning for the membership of the Finance and Resources and Audit and Risk Committees is required.</li> </ul> <p><b>Board Skills Audit</b></p> <p>The summary of the annual Skills Audit had been circulated prior to the meeting. The Committee considered the skills gaps, agreeing that future recruitment should fulfil current and future skills gaps in land based, corporate and education, Committee membership for Finance and Resources and Audit and Risk and Lead Governor roles; Sustainability, Safeguarding and Health and Safety. It was noted there was no representation of the Local Authority on the Board and that this representation would be considered further in recruitment plans.</p> <p>It was agreed that the Chair, Principal and DG will progress recruitment in these areas, noting that an extra S&amp;G Committee meeting may be required to agree recruitment protocols and the advertisement of vacancies.</p> <p>As a priority, the Committee agreed that a newly appointed co-opted Committee member be approached regarding the Safeguarding Governor role, and invited to meet the Chair of the Board and Chair of the Curriculum and Quality Committee and current Safeguarding Governor.</p>	<p>WR,PN</p> <p>WR</p> <p>PN/JE/ WR</p> <p>WR/PN/ WH</p>
<p>4</p>	<p><b>COLLEGE LEADERSHIP SUCCESSION PLANNING</b></p> <p>The Committee were reminded of the discussion that took place at Remuneration Committee, noting that a timeline for these discussions will be reviewed and added to the Board schedule of work.</p>	<p>PN/WR</p>
<p>5</p> <p>5.1</p>	<p><b>GOVERNANCE DEVELOPMENT /UPDATES</b></p> <p><b>Progress against the Governance Action Plan (GAP)</b></p> <p>The GAP had been circulated prior to the meeting; the Committee remained satisfied with the format and areas of development.</p> <p>The Committee reflected on the objective linked to the data presented to meetings. Following discussion, it was agreed that increased focus on the Operating Statement at Committee would be beneficial. Therefore, the relevant strategic aim should be added to Committee agendas to encourage challenge on the red and amber rag rated items, with Committees encouraged to triangulate information received and consider practice in other Colleges. The Committee noted the benefits of the informal deep dive sessions on the Operating Statement yet also noted the additional time commitment required.</p>	<p>WR</p>

	<p>The Committee reflected on the objective linked to partnerships, noting the need for Board to have an insight into local employers' needs. Following discussion, it was agreed this could form an agenda item for a Board Strategy Day and that an annual report on partnerships will be presented to Board; timescales to be agreed.</p> <p>The Committee considered the cross cutting themes contained in the GAP, reflecting on the inclusion of sustainability and ED&amp;I in the updated AoC Code of Good Governance. Following discussion, the Committee agreed that the E,D&amp;I Lead Governor will chair a task and finish group to consider Board E,D&amp;I objectives to include a Board E,D&amp;I statement, for Board approval by the end of this academic year. It was noted that some Governors need to complete their E,D&amp;I Moodle training.</p> <p>It was reported that there is a meeting scheduled to review the governance of sustainability and to develop this area on the GAP on 24/01/2022.</p>	PN/JE/ WR
5.2	<p><b>Progress against the Training and Development Plan</b></p> <p>It was reported that this agenda item needs to be a focus for the Board in order to ensure ongoing Board development and an understanding of governance across the sector. This will be an agenda item at the next S&amp;G Committee meeting.</p>	WR
5.3	<p><b>AoC Code of Good Governance for English Colleges</b></p> <p>The College currently adhere to the Code of Good Governance for English Colleges published in 2015, and recently updated in 2021. A document outlining the changes to the Code had been circulated prior to the meeting. The Committee agreed to recommend to Board the adoption of the updated Code of Good Governance for English Colleges, and to complete a review of Governance Codes once the AoC next complete their comprehensive review of the Code. The Committee noted the compliance checklist that will require completion, in order to report compliance in the Group annual report. The DG will ensure that the questionnaire is completed in a timely manner.</p>	PN
5.4	<p><b>Eversheds Code of Conduct</b></p> <p>It was reported that the revised Code of Conduct was published in November 2021. The Committee agreed for the Chair and DG to review the Code to ensure it portrays the Group values; a draft will be presented to the April S&amp;G meeting.</p>	PN,WR
5.5	<p><b>ETF Maturity Matrix</b></p> <p>Following consultation, the ETF Maturity Matrix has been finalised and published. The matrix provides tools to aid Board reflection in order to develop governance. This will be an agenda item at the April S&amp;G meeting.</p>	WR
5.6	<p><b>Board Strategy Day 26/ 01 /22</b></p> <p>Following discussion, the Committee agreed the following topics for the January or May Strategy Days; progress against the strategic aims, Sustainability, ED&amp;I, student accommodation, T Levels, how the curriculum meets local employer needs and the Land Based Strategy. The Committee were keen to ensure sufficient time for strategic conversations with minimal presentations. It was agreed that the Chair, Principal and DG will finalise agenda.</p>	PN/JE/ WR
6	<p><b>FEC STOCKTAKE VISIT ACTIONS AND PREP FOR NEXT VISIT</b></p> <p>The Committee considered the upcoming stocktake visit, 18/01/2022. The DG will circulate key documents to Governors to ensure that they have the latest copies.</p>	WR

	The meeting was Peter Child's last S&G meeting, the Chair thanked him for his hard work and contribution to the Committee noting that Peter will be at the Board meeting in March when a full farewell and thanks will be given.	
7	<b>DATES OF NEXT MEETINGS</b> 06/04/22, 9:30-11:30am	