

PRESENT: Mr Bill Midgley (Chair of Governors)
Cllr Janet Hunter
Ms Vivien Shipley
Mr Jon Vincent, Principal

IN ATTENDANCE: Mrs Rosamund Moore, Clerk to the Corporation

[The meeting commenced at 3.30 pm]

ACTION

1. Apologies for Absence

None.

2. Declaration of Interest

Mr Midgley in 360 degree review for role of Chair of Governors.

3. Minutes and matters arising of the Governance, Performance and Search Committee meeting of 17 December 2014 and the special meeting of 9 February 2015

The minutes of the meeting of 17 December 2014 were approved as a true record and duly signed by the Chair of Governors.

Under Matters Arising, item 3, the Principal indicated that he had discussed with the Senior Leadership Team opportunities for Governors to visit companies with which the College was working and it was agreed that the Principal would contact a couple of them (e.g. Kier, British Engines, perhaps Active Northumberland). It was anticipated that at least one visit would be made in the summer term.

JV

Under Matters Arising, item 4, it was anticipated that a further series of paired Governor Learning Walks would be arranged for the summer term. The Deputy Principal: Curriculum & Business Development would provide a summary and analysis of the Learning Walks to the July Corporation Board meeting as per the Board's minutes of 11 February.

All other actions had been, or were being, taken forward as indicated in the minutes.

The minutes of the special meeting of 9 February 2015 were approved as a true record and duly signed by the Chair of Governors.

All actions had been, or were being, taken forward.

4. Appointments and Corporation / Committee Membership

a) Membership of Corporation Board / Size (incl. Staff Governor Elections) and

b) Audit Committee and QASFC Committee Membership

The Committee considered the Clerk to the Corporation's report and agreed to recommend the following:

- i. **To retain a Corporation Board membership of 19.**
- ii. **To reappoint Mrs Helen Jones, Prof Gary Holmes, Mrs Sheila Alexander and Dr Adam Langman as Independent Governors from 1 August 2015 to 31 July 2018 (second of three possible terms of office). It was noted that three years was the standard term of office, but that Governors could resign earlier if need be.**

**Agenda
Corp.
25 March**

- iii. To defer consideration of the appointment of a Head Teacher from one of the QA partner schools due to impending changes at the schools. A discussion took place where background information about the three QASFC partner schools was shared. Agenda
30 June
 - iv. To retain two Staff Governors (one nominated/elected by Support staff and one nominated/elected by Teaching staff).
 - v. To ask the Clerk to the Corporation to review the process for the nomination/election of the two Student Governors with the Director of Learning Development.
 - vi. To endorse the leave of absence granted to Mrs Veena Soni by the Chair of Governors under Chair's Action.
 - vii. To defer recommending an appointment to the Audit Committee until the Chair of Governors had had an opportunity to speak with the Chair of the Audit Committee. Agenda
30 June
 - viii. To defer making a recommendation regarding the composition of the Audit Committee, including the appointment of a Co-opted Committee Member until the Chair of Governors had had an opportunity to speak with the Chair of the Audit Committee. Agenda
30 June
 - ix. To endorse the changes to the QASFC Committee (Mr Fran Done reconfirmed as Committee Vice Chair; Mr Steve Watts as HE Associate Member; Mr Neil Richards, Marden High School Governor; Mr David Bavaird with a change of membership category from Associate Member to Norham High School Governor; resignation of Mr Syd Johnson, Norham High School Governor; resignation of Mrs Christine Smiles, Norham High School Governor).
- 5. Draft Meeting Schedule 2015/16**
The Committee considered the draft meeting schedule for next academic year, noting that an additional meeting had been added since the papers had been issued (namely an additional Corporation Board meeting on 9 September to approve the new Strategic Plan following the conclusion of a consultation exercise).
- Agenda
Corp.
25 March**
- 6. Honorary Associate Scheme**
The Principal reminded the Committee that the Honorary Associate Scheme was designed to recognise the achievement of the College's alumni as well as other key figures in the community. He provided the names of a number of potential candidates for the award in the future. For this year, he was recommending Prof Chris Day who had won the Association of College's Gold Award for Further Education Alumni in 2013. The Principal circulated Prof Day's profile and reported that he had supported a number of the QA Sixth Form students with their university applications to study medicine. Therefore, it felt appropriate for the College to recognise Prof Day by presenting him with the College's Honorary Associate award.
- Agenda
Corp.
25 March**
- 7. Governance Quality Improvement Plan 2014/15 Update**
The Committee considered the March update to the Governance Quality Improvement Plan, noting that good progress was being made against all actions.

- a) *360 Degree Review of Chair of Governors*: The Vice Chair of Governors summarised the feedback she had received in respect of the annual 360 degree review of the Chair of Governors. The majority of respondents had favoured continuing the process. It was noted that the College was using the LSIS model.

With the Chair of Governors abstaining, the Committee agreed to recommend that:

- the 360 degree review of the Chair of Governors should continue on an annual basis;
- the questionnaire should be reviewed to ensure it reflected knowledge Governors should have or be expected to have;
- Governors should not feel obliged to answer questions for which they did not have the relevant information;
- responses should be absorbed into the overall annual self-assessment of governance and fed into the Governance Quality Improvement Plan;
- responses should be fed back to the Chair of Governors by two Governors (normally the Independent Governors of the Governance, Performance & Search Committee); and
- responses should no longer be considered at a Corporation Board meeting unless there were issues which needed to be resolved.

- b) *Appraisal of Senior Post Holders (objective setting)*: It was noted that the Chair of Governors and the Clerk to the Corporation would undertake some research into the appraisal processes used both within the FE sector and outside of the sector, as per the Committee's discussions of 25 February 2015 (*meeting related to Senior Post Holder performance and remuneration*). This was particularly with a view to understanding processes around objective setting for Senior Post Holders.

8. Revised Standing Orders

The Clerk to the Corporation drew attention to the highlighted text which denoted revisions to the Standing Orders. The Clerk indicated that the Standing Orders had been reviewed for accuracy following the introduction of new governance arrangements from January 2015. Only minor amendments had been necessary.

The Committee agreed to recommend approval of the revised Standing Orders to the Corporation Board.

9. Governor Development Plan and Activity 2014/15 (incl. Ambassadorial Role)

The Committee considered Governor development and activity which had been recorded during the spring term 2014/15. The Chair of Governors stressed the importance of finding ways in which Governors could meaningfully act as ambassadors for the College. Governors should be invited to key events taking place in curriculum departments to enable them to attend. It was felt that a number of Governors, besides the Chair of Governors, might be able to introduce College senior managers to their business contacts. Such introductions might lead to the College developing a business relationship with these businesses. The Principal indicated that he would discuss this with the Deputy Principals. He also confirmed that the Deputy Principal: Curriculum & Business Development was aware of the Governors' request for a presentation by the new Director of Partnerships & Commercial Development at the Board meeting on 13 May.

The Clerk to the Corporation was asked to draw attention to Association of Colleges' events taking place in the region by forwarding AoC emails to Governors. If no one was able to attend a particular event, the Clerk could contact Gillian Miller to obtain the papers for wider circulation.

The Committee considered the report which showed Governor development and activity during the spring term 2014/15 and which was included in Corporation Board papers.

Agenda
Corp.
25 March

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Agenda
Corp.
25 March

JV

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Agenda
Corp.
25 March

10. Governor Attendance Autumn Term 2014/15

The Committee considered the attendance of Governors during the autumn term. Attendance at Board meetings was recorded at 92%. This report had been included in the Board's papers of 25 March.

**Agenda
Corp.
25 March**

The Committed noted individual and overall attendance by Governors during the autumn term 2014/15.

11. Any Other Business

A discussion took place about whether Governors with ID badges should have to sign in and out at Reception. It was unclear what benefit was derived from this procedure and so **the Committee agreed that Governors would no longer need to sign in and out at Reception provided they were wearing their College photo ID badge.** Governors would be informed about this at this evening's Board meeting.

BM

12. Any items to be designated as non-confidential or no longer exempted following this meeting and conversely any items to be designated as exempted/confidential

- None

Information Only Items:

- a. College response to Consultation on English Colleges' Code of Good Governance, March 2015
- b. An Assessment of the Impact of Governance Reform in Further Education Colleges – A Review of Expectations, BIS, March 2015
- c. Revised Committee Terms of Reference, December 2014

Date and time of next meetings:

- **Tuesday, 30 June 2015, 3.30 pm**

[The meeting closed at 4.35 pm.]