

WIGAN AND LEIGH GOVERNING BOARD

MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE

4.00PM ON WEDNESDAY 29 SEPTEMBER 2021

AT GATEWAY CONFERENCE CENTRE (ROOM A), PARSON'S WALK

PRESENT:

Ann Harrison (Chair)	Governor
Kath Causey	Governor
Andrea Ferguson	Governor
Susan Loudon	Governor
Anna Dawe	Principal

IN ATTENDANCE:

Joanne Platt	Clerk to the Governing Body
--------------	-----------------------------

The meeting was quorate.

Item	Minute No.	Minutes
N/A	21-09-01	<p>INTERVIEW OF CANDIDATE FOR GOVERNOR VACANCIES</p> <p>The meeting was preceded by interviews of three potential candidates as independent Governors. The Committee discussed the candidates, noting that none had a strong financial background. As there are only three vacancies on the Board it was agreed that only two vacancies would be filled, thereby enabling the Board to seek out candidates for the remaining vacancy with an accountancy background, as part of the Board's succession plan.</p> <p>It was agreed that Harinder Dhaliwal and Tony Costello were the strongest candidates, with strong business skills and good local and sub-regional knowledge and networks and the Committee therefore agreed to recommend them to the Board for appointment.</p>

Item	Minute No.	Minutes
		<p>The Committee also agreed to propose to the Board that Tony Costello should become a member of the Curriculum and Student Matters Committee and that Harinder Dhaliwal becomes a member of the Resources Committee.</p> <p>The other candidate would be asked if he wishes the College to retain his CV for when it is looking for candidates with a community leadership background.</p> <p>It was agreed that Tony Costello and Harinder Dhaliwal be invited to attend the October meeting of the Board as observers (subject to them leaving the room when their appointments are under discussion).</p> <p>RESOLVED: to recommend to the Board the appointment of Tony Costello and Harinder Dhaliwal as Independent Governors for a four-year term of office from 12 October 2021.</p> <p>RESOLVED: to recommend to the Board the appointment of Tony Costello to the Curriculum and Student Matters Committee and the appointment of Harinder Dhaliwal to the Resources Committee.</p>
1	21-09-02	<p>APOLOGIES Apologies for absence were received from Diane Brennan.</p>
2	21-09-03	<p>DECLARATIONS OF INTERESTS There were no declarations of interests.</p>
3	21-09-04	<p>MINUTES OF THE MEETING HELD 30 SEPTEMBER 2020 The minutes of the meeting on the 30 September were approved as a correct record for signature by the Chair. It was noted that the Pandemic had prevented more visits to the College from employers but that this is now being addressed by the newly appointed Vice Principal for Employment and Skills with planned employer open events scheduled.</p>

Item	Minute No.	Minutes
		<p>The Committee also noted that the strategy sessions had worked well and it was agreed that the Chairs of each Committee will be asked to set up a 45-minute strategy session with their respective committees to agree what each Committee would like to bring out in the main Strategic Day on 21 January.</p> <p>ACTION: Clerk to work with the Principal to facilitate committee strategy sessions prior to the main Strategic Day on 21 January 2022.</p>
4	21-09-05	<p>MATTERS ARISING:</p> <p>The Committee reviewed the action sheet and noted that action 20-09-06 in relation to the Board self-assessment was complete.</p> <p>The Chair updated the Committee with regard to her conversations with the ETF in relation to joint training opportunities with other colleges (action 20-09-06), noting that the ETF did not appear to have an appetite for this.</p> <p>It was also noted that the Institute of Directors was the new training provider for the ETF and it was agreed that the College should await the publication of the new Code of Governance before pursuing opportunities for joint training with the AoC.</p> <p>With regard to action GB20-10-09, it was agreed to consider this under Item 6 (Instrument and Articles of Government).</p>
5	21-09-06	<p>Board Self-Assessment 2020-21</p> <p>The Committee considered the draft Board Self-Assessment for 2020-21, which included a review of areas for improvement identified in 2019-20, a summary of evidence against a range of governance criteria and a list of proposed improvement actions for 2021-22.</p> <p>The Self-Assessment also includes a Business Checklist detailing all the required annual Board business and confirming how each part of the checklist has been discharged and the Committee noted that all expected actions and matters of business have been completed as required, with the exception of the update to the Register of Interests, review of confidential minutes and review of committee terms of reference and scheme of delegation, all of which are currently in progress..</p>

Item	Minute No.	Minutes
		<p>A summary of governor responses to the Self-Assessment Questionnaire for 2020-21 was discussed which shows an improved position from the previous year in all areas except Governors' contribution to discussion and debate at Board meetings and the Chair of the Board's effectiveness at managing the time required for discussion and encouragement of all members to be involved in discussions.</p> <p>It was noted that 12 out of a possible 15 Governors responded to the survey, with those not responding including both Student Governors and one independent Governor. Although the detailed questionnaire responses will not be presented to the Governing Board, a summary for each of the four areas assessed by governors will be included in the main Self-Assessment document.</p> <p>In reaction to Board diversity, the Committee asked that the text in Section 1.3 of the Qualitative Data table be amended to reflect that it was as important to appoint Governors with the required skills as it was to reflect diversity.</p> <p>The Committee discussed Governor training and in particular training in relation to safeguarding and sexual abuse and it was noted that further information in relation to Governor's responsibilities in relation to this had been sent out to all Governors by email by the Clerk on 22 September. It was also noted that the Clerk was to review the content of Governor mandatory training with the Vice Principal Corporate Services in early October.</p> <p>The Committee discussed the overall grade of two proposed in the self-assessment, noting that governance, provision, and the financial position at the College were very strong. It was acknowledged that, in line with other colleges, more needed to be done to improve the engagement of Student Governors and the diversity of the Board to better reflect the local community, whilst also maintaining the skills requirements of the Board. In light of the impending issue of a new Code of Governance, the Committee agreed that the self-assessment score should be 'Good with Outstanding features' (Grade 2).</p> <p>RESOLVED: That subject to the amendments discussed, the draft Board Self-Assessment for 2020-21 be submitted to the Board for approval at its October meeting.</p>

Item	Minute No.	Minutes
5.2	21-09-07	<p>Members Skills Audit and Equality Monitoring</p> <p>The Committee considered a report on the outcome of the Members' Skills Audit and Equality Monitoring for 2020-21, noting that 11 members had completed the revised Skills Audit Questionnaire and that the data shows that there remains a good balance of skills and experience, with a high level of expertise under each category within the Board membership.</p> <p>Overall, no areas score significantly lower than the general average for each category and there are a number of areas where Governors scored themselves as a 4 or 5.</p> <p>The lowest scored areas are Project Management (this was given as 'other' by just one Governor), Property / Estates and Legal, followed by finance. Finance is an area of concern given that the Board only has two Governors who are qualified accountants, one of whom is already in her third term of office.</p> <p>An Equal Opportunities Data Snapshot from the end of 2020-21 was included in the analysis and it was noted that the Board still had a large proportion of female governors (92%) and 100% of its governors were categorised as 'White British'. Members acknowledged that Board membership should as far as possible mirror the make-up of the College's local community. However, it was also recognised that two additional male governors, one from a non-White British background would be recommended for appointment following the interview at the start of this meeting, leaving one further vacancy within the Board.</p> <p>It was agreed that the College will try to source candidates from an accountancy background to fulfil this vacancy, as part of the succession plan to be discussed under Item 6.</p> <p>ACTION: Principal to consider approaches to be made to seek candidates for the remaining Governor vacancy from an accountancy background.</p> <p>The Committee noted the report.</p>

Item	Minute No.	Minutes
5.3	21-09-08	<p>Governor Development Programme 2021-22</p> <p>The Committee considered a report showing training and development activities undertaken by all members during 2020-21. It was noted that Governor training did not follow pre-determined subject areas as usual due to challenges presented by the COVID-19 pandemic. However, a number of online opportunities had been identified and taken up by Governors, including online ETF courses covering a range of topics, from curriculum and quality to finance.</p> <p>It was also noted that the annual Strategic Workshop had taken place in January 2021.</p> <p>It was noted that new members will continue to receive a Governor induction and a six-month review, which will include the identification of individual training needs where applicable. 1-1s with the Chair scheduled for the summer of 2022 will also include a discussion on the individual training and development needs of Governors.</p> <p>It was noted that the Clerk is meeting with the Vice Principal for Corporate Services and the Head of HR in early October to review the content of the existing mandatory training for Governors (including refresher training), with a view to developing a bespoke programme for this that is specifically focused on the role of Governors. The Committee welcomed this approach and agreed that a more focused approach would be beneficial.</p> <p>The Committee agreed to wait until publication of the new Code of Governance and further information on proposed new transparency and accountability referred to in the FE White Paper which may identify gaps in skills and the need for training and it was noted that a session on these developments will be included within the programme for the Strategic Day on 21 January 2022.</p> <p>The Committee also discussed potential areas of development to meet the Board's future strategic needs such as sustainability, LMI, sexual abuse, curriculum and the local economy and it was suggested that it would still be useful to pursue options for joint training with other colleges in some of these areas. In the meantime, the Principal will work with the Clerk to develop training objectives for the Board for discussion with the Chair</p>

Item	Minute No.	Minutes
		<p>ACTION: Principal to discuss options for joint training opportunities with the Association of Colleges.</p> <p>ACTION: Principal and Clerk to jointly develop training objectives for the Board for discussion with the Chair.</p>
5.4	21-09-09	<p>Governors Attendance Report 2020-21</p> <p>The Committee considered a report on Governor attendance during 2020-21, noting that there had been a slight improvement from the previous year of 3% overall and that Committee attendance had improved by 7%. However, the Clerk advised the Committee that overall attendance was lower than the sector average shown in a recent survey undertaken by the Clerk's Network.</p> <p>Governors noted that student Governor attendance was particularly low and had therefore skewed the overall attendance rate, although they acknowledged that this would also be reflected in the sector average from the Clerk's Network survey. Self-isolation requirements during the Pandemic had also impacted on attendance at the last meeting of the Board in July.</p> <p>It was agreed that the actions for 2021-22 set out in the Board Self-Assessment were intended to address attendance as well as engagement of all Board members, with a particular emphasis on the attendance by Student Governors. The Committee agreed that long meetings were off putting for members and in particular Student Governors. Existing arrangements to provide transport for Student Governors would continue and other activities to support Student Governors, including mentoring were underway.</p> <p>The Committee noted the report.</p>

Item	Minute No.	Minutes
5.5	21-09-10	<p>Committee's Annual Report to the Board</p> <p>The Committee considered the draft Search & Governance Committee Annual Report to the Board for 2020-21 and concluded that the report accurately reflected the activity of the Committee. It was agreed that the Committee had discharged its responsibilities for the year.</p> <p>It was noted however, that the Committee should in future take a different approach to the re-appointment of members on expiry of their terms of office, basing its decisions on the skills needed by the Board at that time rather than just on performance and attendance of existing members.</p> <p>It was agreed that re-appointment of members (when relevant) would form part of the discussion in the annual 1-1s with the Chair and discussion of the Board Skills Audit at the Committee, to enable the Committee to take fuller account of the specific needs of the Board when making recommendations on re-appointments.</p> <p>RESOLVED: to approve the Annual Report of the Search and Governance Committee and to present it to the October meeting of the Board for information.</p>
6	21-09-11	<p>INSTRUMENT AND ARTICLES OF GOVERNMENT</p> <p>The Committee considered revised Instruments and Articles of Government which proposed the removal of the requirement to have a Parent Governor on the Board and noting that the Board has previously chosen not to appoint a Parent Governor in the past.</p> <p>The Committee also discussed the temporary changes made to the Instruments and Articles of Government made last year to make provision for online meetings during the Pandemic in exceptional circumstances, and agreed that the Instrument and Articles of Government should be amended to confirm the option to make use of virtual meetings as and when required, rather than just in exceptional circumstances.</p>

Item	Minute No.	Minutes
		<p>The Committee agreed that face to face meetings should be the preferred option where possible, but acknowledged that the learning arising from the use of virtual meetings during the Pandemic should not be lost and that the College should be flexible in its use of new technology and its approach to meetings in the future.</p> <p>The Committee also noted the lack of a maximum number of terms of office for members of the Board in the Instrument and Articles of Government, contrary to the Association of College’s Code of Good Governance for English Colleges (the Code) which says that Governors should not normally serve for more than two terms of four years or three terms of three years (or a maximum of nine years). Although this Code is currently under review, it is thought likely that this will remain or be strengthened in the revised Code.</p> <p>The Committee also noted the proposals in the FE White paper which seek to strengthen transparency and accountability in governance and that the ESFA has introduced new Governor data return requirements this year, which includes data on length of service of governors, both of which may suggest that maximum terms of office may become mandatory and / or a condition of funding in the future.</p> <p>However, the Committee noted that if the College was to change its Instruments and Articles of Government to introduce a maximum number of terms of office in accordance with the Code, five very experienced governors would be required to leave the College Board at the end of their current term, which will have a detrimental impact on the Board’s effectiveness.</p> <p>It was therefore agreed to develop an approach to succession planning for all Governors in leadership roles, so that the College is best placed to respond in the event that revised guidance and / or statute makes maximum terms of office mandatory in the future.</p>

Item	Minute No.	Minutes
		<p>If available, further information in relation to the new Code of Governance and revised transparency and accountability requirements arising from the White Paper will be provided at the December meeting of the Board, with a view to discussing the approach to succession planning and any proposals to introduce a maximum term of office into the Instrument and Articles of Government at the January 2022 strategic workshop.</p> <p>RESOLVED: That the proposed revision to the Instruments and Articles of Government (removal or the need to have a Parent Governor and changes to allow the option for online meetings as and when required), be recommended to the Board for approval</p> <p>RESOLVED: To provide an update to the Board on the revised Code of Governance and other changes in relation to transparency and accountability arising from the White Paper at the December meeting of the Board</p> <p>RESOLVED: To discuss succession planning and any changes to the Instrument and Articles of Government in relation to maximum terms of office at the January 2022 strategic workshop</p>
7	21-09-12	<p>GOVERNANCE POLICY REVIEWS: The Committee considered a revised Member Expenses Policy, a revised Governor Role Description and a revised Chair Role Description, noting that the Member Expenses Policy had been updated to bring it in line with that applicable to staff.</p> <p>The Committee also noted the proposal not to change the content of the Member Skills Audit Form and the Equality Monitoring Form, and agreed that these should be disseminated in future using Survey Monkey, to make it easier for Governors to complete and to save time in analysing the data for presenting to the Committee.</p> <p>RESOLVED: to approve the revised role descriptions for Governors and the Chair of the Governing Board</p>

Item	Minute No.	Minutes
		<p>RESOLVED: to recommend approval of the revised Member Expenses Policy to the Governing Board at its meeting on 12 October 2021.</p>
8	21-09-13	<p>ANY OTHER BUSINESS: The Committee considered the role of the Lead Governor for Careers and Destinations, noting that David McDonald had undertaken this role on an interim basis during Gill Edwards' sabbatical in 2020-21.</p> <p>It was noted that David McDonald was keen to continue in this role. However, the Committee agreed that other Governors should be asked if they would be interested in the role before confirming David's permanent appointment in the role.</p> <p>ACTION: Clerk to email Independent Governors seeking expressions of interest. If none, the Board will be asked to approve David McDonald's appointment as Lead Governor for Careers and Destinations at the October meeting of the Board. If other Governors express an interest, the Board will vote on the appointment at the October meeting of the Board.</p>
9	21-09-14	<p>DATE OF NEXT MEETING: To be agreed.</p>
		<p>The meeting closed at 7.35pm</p>

ACTION LIST

Date of meeting	Minute No.	Action	Responsibility	Timescale
29-09-21	21-09-01	Ask the unsuccessful Governor candidate if the College can retain his CV for when it is looking for candidates with a community leadership background.	Clerk	01-10-21
		Invite Tony Costello and Harinder Dhaliwal to attend the October meeting of the Board as observers (subject to them leaving the room when their appointments are under discussion).	Clerk	01-10-21
29-09-21	21-09-04	Work with committee chairs to facilitate committee strategy sessions prior to the main Strategic Day on 21 January 2022.	Clerk / Principal	End December 2021
29-09-21	21-09-05	Amend the text in Section 1.3 of the Qualitative Data table of the Board Self-Assessment to reflect that it is as important to appoint Governors with the required skills as it is to reflect diversity.	Clerk	01-10-21
29-09-21	21-09-07	Consider the approaches to be made to seek candidates for the remaining Governor vacancy from an accountancy background	Principal	31-10-21
29-09-21	21-09-08	Discuss options for joint training with other colleges on key strategic issues, with the Association of Colleges.	Principal	30-11-21
		Develop training objectives for the Board for discussion with the Chair.	Principal / Clerk	31-10-21

Date of meeting	Minute No.	Action	Responsibility	Timescale
29-09-21	21-09-12	E-mail Independent Governors seeking expressions of interest as Lead Governor for Careers and Destinations	Clerk	01-10-21