

Minutes of the Governance Committee Meeting held via MS Teams on Tuesday 7th September 2021 at 1pm

Present: Mo Kundi (Chair)
 Kathy Passant
 Michelle Brabner
 Christine Bampton
 Vickie Hayes
 Vipin Trivedi
 Paul Walker (from item 2)

In Attendance: Lisa Farnhill – Clerk

Minute No.	Minutes	Action
G.22.01	<p>ITEM 1: WELCOME AND APOLOGIES FOR ABSENCE</p> <p>With the meeting confirmed as quorate, the Chair thanked everyone for giving up their time to attend, with a particular note of appreciation for a member interrupting their holiday to participate in the meeting.</p> <p><u>Item 1 - Noted</u></p>	
G.22.02	<p>ITEM 2: DECLARATIONS OF INTEREST</p> <p>The Clerk declared an interest in relation to her employment as the Clerk to the Board of Governors at St Mary’s College in Blackburn and as a Governor at St Barnabas primary school.</p> <p><u>Item 2 – Noted:</u> <i>The Committee noted the interests declared.</i></p>	
G.22.03	<p>ITEM 3: VICE CHAIR APPOINTMENT</p> <p>Chair of the Committee, Mo Kundi invited expressions of interest in the role of Vice Chair to the Committee. Independent member, Paul Walker self-nominated which was seconded by Kathy Passant. This was unanimously approved by all members.</p> <p><u>Item 3: Approved -</u> <i>The Committee resolved to approve Paul as Vice Chair of the Committee for the 2021/22 academic year.</i></p>	
G.22.04	<p>ITEM 4: MINUTES OF THE PREVIOUS MEETING</p> <p>The Chair presented the minutes from the meeting held on 24th June, inviting members to highlight any inaccuracies for amendment. The Chair requested confirmation that all actions were either addressed in the report circulated under item 5 or included on the agenda.</p>	

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	<p>The minutes were approved as an accurate record of the meeting and no additional matters were raised for discussion. Members discussed the significant detail included in recent minutes, noted as necessary to support the ERG and FEC process, <u>with a decision</u> to now significantly reduce the detail to support the commitment for overall reduction in paperwork for members.</p> <p><i><u>Item 4: Approved - The Committee approved the minutes of the meeting held on June 24th and resolved to reduce the detail in future minutes.</u></i></p>	
G.22.05	<p>ITEM 5 – ACTIONS AND MATTERS ARISING</p> <p>The Actions Summary from the meeting on 24th June was noted as comprehensive with no comments, questions or requests for further clarification.</p> <p><i><u>Item 5: Noted – The Committee noted the updates relating to outstanding actions and matters arising.</u></i></p>	
G.22.06	<p>ITEM 6: CONFIDENTIAL BUSINESS</p> <p>With the consensus of the Committee, the Committee Chair proposed that nothing within the reviewed minutes should be considered as confidential. The Committee agreed that they did not consider any items within the agenda to be confidential.</p> <p><i><u>Item 6: Resolved - The Committee resolved to maintain the full minutes as a public record without redaction.</u></i></p>	
G.22.07	<p>Item 7: MEMBERSHIP MATTERS</p> <p>The Clerk summarised the report, informing the Committee that adverts for parent and student governors were being drafted and that the newly appointed Head of TL & PD would be consulted for support in the application process.</p> <p><u>Members agreed</u> that Anita Holt provided valuable support to the Standards Committee and that she should be asked to apply for re-appointment for a further two year term, which had been expressed as her intention during her annual review.</p> <p>The Committee were notified of the positive perception of the role of the current Staff Governor as a Student Mentor, <u>with the Committee supporting</u> the suggestion that Vickie can continue in the role once her term as Staff Governor ends in line with the previous process where the Dir T&L had mentored student governors. This support would extend to include assistance with the application process now the previous Dir T&L was no longer in post.</p> <p><u>Members discussed</u> in detail opportunities to enhance the experience for student governors, removing barriers to attendance and increasing participation and effectiveness. Consideration was given for the use of links rather than committee membership, their ability to contribute through a report or feedback on specific issues as well as ensuring their teaching staff were aware of the student’s appointment and responsibilities to encourage and support them further in their role. The Committee concluded that increased</p>	Clerk
		Clerk
		Clerk/ Vickie Hayes
		Clerk/ Vickie Hayes

involvement would be mutually beneficial and would be incorporated into the new role description with the support of Vickie as their mentor.

A member suggested instigating similar improvements between the Corporation and staff, with staff provided with the opportunity to observe or present ideas to the Board. Considered to be a CPD opportunity for those looking to progress, it would improve interaction and understanding between those involved with operational and strategic aspects of the college. **Members agreed** that governors needed to be more visible, approachable and involved in College life, which had been a key objective ahead of the pandemic. They considered the proposal and **following detailed discussions**, raised concerns that this could undermine the leadership structure in place. Consideration was also given for the demotivating impact if an idea was presented and no action was taken due to inappropriate timing, which could further lower morale which had been impacted by the restructure and pandemic.

The Clerk highlighted how the new link governor scheme could achieve similar benefits. Termly contact for key areas would facilitate interaction in a less formal, more open and interactive way. The clerk provided examples of how this worked in other colleges, with staff collaborating with link governors on reports, with joint feedback scheduled to facilitate more structured and supportive involvement with Corporation business.

**Clerk/
Principal**

The Committee concluded that the Board and staff could benefit from increased involvement and participation, with the first step to be reinvigorating the link governor scheme. **Members agreed** that staff seeking greater understanding of governance as part of their own development should be allowed to observe meetings where appropriate. In addition, the Corporation would continue to utilise governor working groups to develop ideas and work with staff on key issues.

Corporation Chair Kathy Passant informed the Committee that after the Membership Matters report had been circulated, an additional matter had come to light that the Committee needed to be made aware of, advising of her decision to tender her resignation as a member of the Corporation and as Chair. The Corporation Chair cited positive changes in her personal life as the rationale for her decision, resulting in less time to commit to the role. This had been communicated to the Principal, Clerk and Vice Chair, with a decision made not to update the report, but provide the Committee with a verbal update under this item.

The Clerk advised the Committee that this would not be immediate, enabling a full handover and subsequent to the announcement, Vice Chair, Christine Bampton had confirmed that if approved by the Corporation, she would be willing to take over as Chair. The Chair explained that as Vice Chair, Christine had significant experience from her active involvement, supporting with all aspects of the Chairs role. It was explained that previous reluctance to consider succession into the role was only due to timing of the vacancy, with the new timeframe now enabling the Vice Chair to consider the vacancy.

The Clerk explained that if successfully appointed as Chair, it would result in a vacancy for the post of Vice Chair, which Christine had already discussed with Resources Chair, Paul Walker as part of the recommendation from the FEC. They had asked the Corporation to consider a second Vice Chair for both succession planning and to strengthen the financial experience of the most senior Corporation posts. This recommendation in the annual members report was initially considered as a second Vice Chair, providing additional

support to the Chair and Principal, both of which had backgrounds in education rather than finance. The Clerk confirmed that Paul had agreed to be put forward as Vice Chair, still allowing for a second if considered necessary.

The Committee supported the proposal, agreeing that the active support by the Vice Chair ensured she was well placed as the natural successor to the Chair post, with the skills and experience of the Resources Chair providing complimentary skills, knowledge and Board experience. As a newer member of the Corporation, the Resources Chair also brought renewed objectivity, which had been another recommendation of the FEC team. The Clerk informed the Committee that both posts were open to all independent members, summarising the next steps, with a communication drafted and ready to circulate to ensure that all other interested parties could make themselves known to facilitate a public vote or secret ballot if necessary.

Item 7: Resolved – The Committee noted the details of the update and resolved to improve student and staff involvement with Corporation business. The committee acknowledged the resignation of the Chair of the Corporation and the intention of Christine Bampton to seek the approval of the Corporation as Chair with Paul Walked as Vice Chair at the 29th September Corporation meeting.

G.22.08 ITEM 8: ANNUAL REPORT

The Clerk summarised the report, which outlined the activities and changes in 2020/21. The Clerk highlighted actions, particularly those in relation to EDI and sustainability. Members agreed that communications had improved and the ease of use of MS Forms ensured training could be feedback more easily.

The proposals for mandatory safeguarding training were discussed and the members noted that the request for completion would be circulated in the Clerk's newsletter immediately after the meeting.

Clerk

Item 8: Noted – The Committee noted the details of the report.

G.22.09 ITEM 9: GOVERNANCE SAR

The Corporation Chair explained the report if approved by members would serve as the SAR for 20/21, with the contents and recommendations largely reflecting changes already underway following the 19/20 SAR and Clerk's recommendations. The Chair explained the intention to adopt the report as the SAR was to maintain the commitment to streamlined processes and paperwork and avoid repetition or confusion with numerous documents.

The Clerk explained that the governor review process and preceding questionnaires had provided members with the opportunity to self-assess, with the contents of the subsequent report aligned with the information in the ERG. The Clerk reminded the Committee that the 19/20 SAR had been against the EIF, with the intention for the Corporation to assess against the new Governance Code in 2021/22, to ensure full early adoption of updated code. The Clerk reiterated an earlier recommendation to follow a three-year cycle, alternating between external assurance and assessing against the EIF and Governance code.

Item 9: Resolved – The Committee resolved to accept the report and recommend to the Corporation its adoption as the SAR and GDP for 2020/21.

G. 21.10 ITEM 10: GOVERNORS HANDBOOK

The Clerk reminded the Committee that they had already approved the outline proposal for the handbook with documents now collated. The Clerk confirmed changes included revising the order of the contents, the addition of an introduction and additional recommended reading.

Members were asked to recommend any further refinements ahead of general circulation. The Committee thanked the Clerk and offered their approval without further amendments.

Item 10: Approved – The Committee reaffirmed their approval of the handbook, recommending it be presented to the Corporation for approval and adoption.

G. 22.11 ITEM 11: CHAIR'S EVALUATION

The Clerk confirmed that although there would be changes in the leadership of the Corporation, it was still important to consider what had gone well and what could be improved upon to allow the incoming Chair the opportunity to reflect on this.

Members were supportive of the change to an online survey format and agreed this would improve return rates.

Item 11: Approved – The Committee resolved to approve the Chair's evaluation form and updated format.

G.22.12 ITEM 12: ITEMS TO BE REPORTED TO THE CORPORATION

The Committee resolved to provide a verbal update of item 7, Members Matters, notifying the Corporation of suggestions to improve the impact of student members and interaction between staff and Corporation members.

The resignation of the Chair would be reported by email ahead of the meeting.

The following reports would be presented to the Corporation for approval:
Item 9 – Governance SAR and GDP
Item 10 - Governors Handbook

The following would be circulated for information:
Item 8 - Annual Members Report 2020/21
Item 11 –Evaluation of the Chair

Item 12 – Resolved: The Committee resolved to recommend that the Corporation's attention is drawn to key information and approval sought where outlined above.

**Minute
No.**

Minutes

Action

G.22.13 ITEM 13: DATE OF THE NEXT MEETING AND CLOSING COMMENTS

No items were raised under any other business. The Committee Chair thanked members for their time and contributions.
The next meeting was confirmed as Tuesday 16th November 2021.

The meeting closed at 2.01pm