

OLDHAM COLLEGE

Governance and Search Committee

Minutes of the meeting held on 28 November 2017 at 4.00pm

Present:	Anne Gornall	Governor (Chair)
	Kashif Ashraf	Governor
	Alun Francis	Governor (Principal)
	Graham Fleming	External Member
Apologies:	Shaid Mushtaq	Governor
Officers:	Janet Frost	Clerk to the Corporation

1/17 **Election of Chair**

The Clerk opened the meeting and asked for nominations for the Chair of the Committee for 2017/2018. Kashif Ashraf nominated Anne Gornall which was seconded by Alun Francis. There being no other nominations it was **RESOLVED** that Anne Gornall was elected as Chair of the committee for 2017/2018.

The Clerk reported that a review of membership of the G&S Committee would be taking place and therefore it was agreed that the position of Vice Chair be deferred until the next meeting.

Anne Gornall took the Chair

2/17 **Apologies for Absence**

Apologies of absence had been received and accepted from Shaid Mushtaq.

3/17 **Declarations of Conflicts of Interest**

None reported.

4/17 **Minutes of the meeting held 13 June 2017**

A copy of the minutes of the meeting held 13 June 2017 had been previously circulated to members for consideration.

It was **RESOLVED** that the minutes of the meeting were accepted by members and signed by the Chair as a correct record.

5/17 **Matters Arising**

There were no matters arising from the minutes not already on the agenda or the rolling action list.

6/17 **Notification of Any Other Business**

There were no other items of business reported.

7/17 **Rolling Action List**

1. Corporation and Committee Membership

Report new appointments and re-appointment to the Full Corporation.
It was **RESOLVED** that this action was completed.

2. Governor Recruitment and Succession Policy

Seek approval of the above policy at the Full Corporation in July
It was **RESOLVED** that this action was completed.

8/17 Corporation and Committee Membership (Item 7)

(i) Membership and Re-appointments

A report had previously been circulated to members that advised of current membership arrangements. The Clerk reported on the latest position.

It was noted that in 2017/18 the term of office of one current governor, Graham Bradbury (staff governor) would terminate and that an election would take place later in the year. The Clerk drew member's attention to 2018/19 reporting that 6 governor's terms of office will end in the year. She advised that the College had appointed a National Leader of Governance to work with the Clerk to review the succession strategy and governor SAR process to assist with the re-appointment and recruitment of governors.

A discussion took place and members agreed that the college must demonstrate strong governance as part of its bid to remain a standalone organisation and whilst there is a need for more governors these must have the right skills to drive the business so that it is financially secure whilst improving outcomes for students.

The Principal reported that consideration had been given to the reporting structure for UCO and further discussions would take place in the New Year.

A member suggested that we explore different arenas for new governors including the Youth Council in Oldham.

(ii) Resignations

It was reported that one resignation had been received from Tim Mitchell with immediate effect. This therefore impacted on the position of Chair and it was reported that an active search for a new Chair had commenced.

(iii) Committee Membership 2016/17

A proposed committee membership model for 2017/18 was circulated to members for consideration. It was reported that there remain vacancies on all committees. It was noted that as part of the review of the UCO structures consideration will be given to the governance arrangements and a report will be brought back to Corporation later in the year on different options.

It was **RESOLVED** that:-

- (a) members noted the report as presented
- (b) noted the resignation of Tim Mitchell as governor and Chair of the Corporation with immediate effect,
- (c) noted that Graham Bradbury's (teaching staff governor) term of office will end in July 2018
- (d) governors noted the current membership on committees and action required.

9/17 Member Attendance Report 2016/17

A report detailing member's attendance at Corporation and all committees during 2016/17 had been previously circulated to members for consideration.

The Clerk reported that in 2016/17 there had been a slight decrease in total average attendance for all Corporation and Committee meetings from 78% in 2015/16 to 78% in

2016/17. The attendance target of 80% which was agreed by the Corporation at its meeting in October 2016 had been exceeded by G&S and Remuneration whilst the remaining committees were below the 80%.

It was **RESOLVED** that members noted the report as presented.

10/17 **Code of Governance for English Colleges**

A report had been circulated that provided members with an update on the implementation of the Code of Good Governance. The Clerk introduced the report and advised that in October 2015 the Corporation had adopted the Code. The report identified the progress that the College had made in achieving full compliance of the code and governors were pleased with the progress made. The Clerk reported areas where further work was taking place to strengthen the performance further, these included:-

- put in place additional support for Student Governors so they actively engage in discussion at meetings
- Noted that the Audit Committee include a statement within its Annual Report to confirm that effective arrangements are in place for the management and assurance of data
- Confirmation has been requested from the Strategic Funding Manager to confirm that all subcontractors are compliant with Safeguarding Policies and Procedures
- Due to the high number of governors whose terms of office will end in 2018/19 a review of the Governors SAR and Success Strategy is taking place in the spring term 2018.

It was **RESOLVED** that members received the report and the progress made with the implementation of the Code.

11/17 **Governance Performance Indicators 2017/18 and Governance Review Action Plan 2017/18**

An update report on progress of the approved governance key performance indicators as at November 2017 and the Governance Action Plan had been previously circulated to members for consideration.

The Clerk explained that performance indicators for governance were presented to the Corporation at each meeting and to every meeting of the Governance and Search Committee. The KPI's had been developed and used as a measure of the Corporation's performance and particularly as a part of the self-assessment process for a number of years and that would continue.

The Chair informed members of her recent interview with the FE Commissioner and the challenging questions that had been posed. She added that it is important that the monitoring of data takes place so that gaps in governance can be identified and actions taken to improve.

Member's noted the progress to date.

It was **RESOLVED** that members noted the update as presented.

12/17 **Link / Faculty Governors**

A report that detailed the activity of the Link and Faculty Governors had previously been circulated to members. The Clerk reported that the primary purpose of the Faculty Links is to provide Governors with an insight into the chosen Faculty or support area and to create a better understanding of the way in which strategic decisions of the Governing Body influence provision at an operational level.

It was reported that six visits had been made to areas of the college this term which was very positive. The Clerk reported that the feedback from governors had been considered

and in some areas actions taken place based on the findings. All governors had reported that it had helped their understanding of the challenges that Faculty leads are facing. Further visits will be planned in the spring term. It was **RESOLVED** that members noted the report.

13/17 G & S Annual Report 2016/17

A copy of the Committee Annual Report to the Corporation for 2016/17 had been prepared by the Chair and circulated prior to the meeting for consideration and approval. There had been a significant range of activities covered by the committee and all included in the Work Schedule for 216/17. The Chair expressed her thanks to members for their support and recommended that the report be approved without change. It was **RESOLVED** that the Committee Annual Report for 2016/17 be recommended to the Corporation for acceptance.

14/17 Workplan Deviation Report and Review of Terms of Reference and Workplan 2017/18

A copy of the Workplan and commentary on changes had previously been circulated to members for consideration. The Clerk reported that there were no changes to the planned sequence of reporting. It was **RESOLVED** that members noted the report as presented.

15/17 Any other Business

There were no items of any other business

16/17 Proposed Dates of Future meetings

Tuesday 5 June 2018

The meeting closed at 4.55pm

Signed
Chair

Date.....

Rolling Action List

Governance and Search Committee

Meeting Date & Item No.	Rolling Action List	Actionee	Reported as complete at meeting of
13 06 17 Min 24/16	<u>Corporation and Committee Membership</u> Report new appointments and re-appointment to the Full Corporation	Clerk	Full Corp 11 07 17
13 06 17 Min 26/16	<u>Governor Recruitment and Succession Policy</u> Seek approval of the above policy at the Full Corporation in July	Clerk	Full Corp 11 07 17
28 11 17 Min 13/17	<u>G & S Annual Report 2016/17</u> The Committee Annual Report for 2016/17 be recommended to the Corporation for acceptance.	Clerk	