

MOULTON COLLEGE

SEARCH AND GOVERNANCE COMMITTEE

Minutes of the meeting held on Thursday, 28th February 2019

Present: Mr D McVean (in the Chair), Ms A Turner, Mr A Thomson and Mr T Neville (Observer)

In attendance: Mrs G M Hulley

19/01 Apologies for absence (Agenda item 1)
Apologies were received from Mr C Matts.

19/02 Minutes of the last meeting (Agenda item 2, Paper A)
The minutes of the last meeting held on the 6th December 2019 had been circulated previously. The minutes were approved as a true and accurate record.

19/03 Actions outstanding from the last meeting (Agenda item 3, Paper B)
All actions were now closed.

19/04 Search and Governance Committee (Agenda item 4)
Following the retirement of Mr R Thompson, it was agreed that a recommendation would be made to the Corporation for Mr D McVean to be Chair of the Search and Governance Committee and that Mr C Matts would be Vice Chair. The Committee would also recommend to the Corporation that:

- Chairs of each Committee should be members of the Remuneration Committee and the Search and Governance Committee.
- Mr C Matts should be nominated as Chair of the Remuneration Committee.
- Mr A Clarkson should continue as Chair of the Audit Committee.
- Mr T Neville should be nominated as Chair of the Finance and Resources Committee.

19/05 Governor appointments (Agenda item 5, Paper C)
Mr A Thomson's first term of office was due to expire today and he had confirmed that he would like to complete a second term of office. This decision was fully supported by this Committee. Mr A Thomson also confirmed that he would be willing to continue as Chair of the Teaching, Learning and Assessment (TLA) Committee for a further two years. The Search and Governance Committee would recommend to the Corporation that Mr A Thomson completed a second term of office and continue as Chair of the TLA Committee.

The latest skills audit for each member of the Corporation Board was considered. The Committee identified some skills shortage areas including Higher Education Quality and employer representation. Mr T Neville agreed a follow up action in relation to this skills shortage area. (**Action 16** – Mr T Neville). There were now three vacancies on the Corporation. Three potential individuals were discussed. It was agreed that Mr D McVean would make initial contact with each individual and report to the Committee and Corporation on progress in due course. Members of the Committee were also

encouraged to identify potential candidates from their own local networks. Following discussion, *the report was received*.

19/06

Committee membership (Agenda item 6, Paper D)

The report outlined the current situation in relation to the allocation of governors to various committees. Findings from the Governor Skills Audit was used to determine if any changes to membership were required. This also addressed vacancies in Committees that had arisen following two recent retirements. It was agreed that Mr D McVean would discuss the proposed changes with the governors that were affected (**Action 18** – Mr D McVean).

The Search and Governance Committee would also recommend to the Corporation that:

- Each Committee should review its terms of reference to ensure that they were fit for purpose now that the Corporation had agreed that the College would remain as an independent, standalone, specialist College.
- The Finance Committee would be renamed Finance and Resources Committee to reflect its wider remit of both physical and human resources. As a result of this new focus, it was also agreed that it would also be timely to review the various appeals policies and procedures (**Action 17** – Clerk).
- The terms of reference for Finance and Resources Committee would need to be updated to reflect this change.
- The Principal would be a member of the TLA Committee and the Finance and Resources Committee.
- Each Committee required at least one Vice Chair. This would ensure there was at least one other governor to support a Committee Chair; to deputise for a Chair in his/her absence; and, as part of succession planning. Each Committee should decide if one or more Vice Chairs are required.
- In line with previous discussions by this Committee an additional staff and student governor should be invited to join the Corporation following an election process. If the Corporation supports this recommendation, the Instrument and Articles of Government would be amended to reflect this change.

Following discussion, *the report was received*.

19/07

Meeting dates 2018-19 (Agenda item 7, Paper E)

The report listed the Corporation and Committee meetings for the current academic year. There had been a number of additional Corporation and Committee meetings arranged throughout the year. The report had been updated to reflect this. The Committee had previously held discussions around streamlining the number of Corporation and Committee meetings to support a more effective and efficient governance. Members agreed with the report's recommendation that the proposed Search and Governance Committee meeting planned for 6th June 2019 was not required. Following discussion, *the report was received*.

19/08

Any other business

There was no other business.

19/09

Date of next meeting

Thursday, 28th March 2019 at 8.30 am in M5