

MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE

TUESDAY 8 NOVEMBER 2022 – 11.30 AM

VELOCITY

PART I

Clerk: Mrs R Clare

In attendance:	M Sharples (Chair of the Search and Governance Committee), M Wright, R Kay, H Taylor, J Lewis.
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Actions from the meeting:	
The Annual Governance Report including Governor attendance was recommended to the Corporation for approval.	RC
The Director of Governance discussed S Horseman term of office as her skill set was important and it was agreed that the Director of Governance would make contact to see if S Horseman could carry out one more term. It was agreed that the skill set of E Kennedy and M Bowers should be retained and they could be reappointed for a further term, upon agreement.	RC
The Terms of Reference for the Search and Governance Committee were recommended for approval by the Corporation.	RC
The link for the guidance will be circulated to all Members of the Corporation.	RC

MINUTES

Item **Title**
11/22 **Welcome and Apologies for Absence**
There were no apologies for absence.

The Chair of the Committee welcomed HT and JL to their first meeting of the Search and Governance Committee.

Declarations of Members' interest
There were no declarations of Members' interest.

12/22 **Minutes and matters arising**

To confirm the minutes of the meeting held on 25 January 2022 and to raise any outstanding matters from the previous minutes.

The minutes of the Search and Governance Committee held on 25 January 2022 were approved as an accurate record.

The following action was confirmed as completed:

A Member commented that a reference to the HE SED should be added. This will be included in the report.

13/22 **Annual Governance Report – Position Statement**

Annual Governance Report (SAR) including Governor attendance
The Director of Governance presented the Annual Governance Report including Governance attendance.

Members received the report and noted the following points:

- A review of the updated Code of Good Governance for English Colleges was carried out during 2021/22. The Corporation received the report and deemed that the code was fully implemented. The Executive Leadership Team undertook an external review on Environmental Sustainability during the year.
- An internal audit on Corporate Governance was carried out during 2021/22 with an excellent outcome. Substantial level of assurance for design and substantial level of assurance for operational effectiveness was awarded. There were no recommendations and several areas of good practice highlighted.
- Positive engagement activities and use of the Governor Impact Plan. This showed in increased Governor Engagement with the training hours recorded at 398 hours.
- Creation of the strategy report for Governors.
- Corporation attendance was 80%. This had declined from 85% in the previous year, but the Corporation had moved to in person meetings.
- The attendance of two Members was discussed. The attendance of the two Members had been noted by the External Auditors and the Director of Governance had been asked for rationale.
- Following feedback on Educare being onerous, it was agreed for 2022/23 that Governors will receive training in person from the specialist in the chosen area.
- The Principal, Chair of the Corporation and Director of Governance had now completed the Oxford Said National Leadership Programme.
- Governors reviewed the five new Members that had joined the Corporation during 2021/22 and the additional skills/contribution They had proved successful appointments.
- One Membership had been terminated as they were unable to commit fully to the role. The Director of Governance outlined the process that was taken. This was communicated effectively and very well handled.
- The EIF section and impact plan were reviewed.
- The Director of Governance confirmed that a SAR grade for Governance alone, could be 'Outstanding' but the Leadership and Governance grade was combined and with the decline in outcomes to 82% from 88.4%, it may emerge as a 'Good' once validated.

The Director of Governance confirmed that the key priorities will be added to the report, once the overall SAR is finalised by the Deputy Principal.

The Annual Governance Report including Governor attendance was recommended to the Corporation for approval.

14/22 **Committee Membership and Recruitment**
Committee Membership and to note the terms of office due to expire.

Members determined the numbers of the Corporation, which currently has 18 Members, consisting of the Principal, 2 Staff Members, 2 Student Members, 11 Members and two Co-Opted Members. Two student Members were invited to attend the October Corporation meeting as observers, with a view to being formally appointed at the Corporation meeting in December 2022. Two members of staff had been appointed to the Corporation at the beginning of the academic year. This was a separate process and they had been appointed following the nomination process for Teaching and Business Services representatives.

The following terms of office were due to expire:

S Horseman January 2023

M Bowers May 2023

E Kennedy July 2023

The Director of Governance discussed S Horseman term of office, as her skill set was important and it was agreed that the Director of Governance would make contact to see if S Horseman could carry out an additional term.

It was agreed that the skill set of E Kennedy and M Bowers should be retained and they could be reappointed for a further term, upon agreement.

The Director of Governance circulated the application of a Governor from 'Governors for Schools'. The Committee reviewed the application and agreed to interview, as the skillset was HE and could be beneficial to the Corporation. The Director of Governance will make the necessary arrangements for the interview to take place.

Another potential Governor had enquired about the role after seeing the marketing material at the Open Evening on the College site. The Committee agreed that the individual's skills were not required at this time. The Director of Governance will respond and ensure that if an opportunity arises then they can be approached. It was good to see that the marketing material had proved a successful way of recruiting through College Campus events.

15/22 **Terms of reference**
The Terms of Reference for the Search and Governance Committee were reviewed. There were no recommended changes. **The Terms of Reference for the Search and Governance Committee were recommended for approval by the Corporation.**

16/22 **Sector update**

• **Update from AoC Chair and Principal Group**

The Chair of the Corporation, Chair of the Audit Committee (who had attended the Audit Committee Chair training) and Principal provided an update on the following matters:

- ONS Status;
- Reclassification of FE colleges (impact in terms of VAT and administration were discussed);
- Concerns in the sector in relation to rise in Energy costs;
- Levy claw back;
- 80% of colleges being 'Good' or 'Outstanding';
- FE Commissioner Team attending the next ESFA Strategic Conversation in December.

- **Governance Review verbal update**

The Director of Governance provided a verbal update on the recommendations from the Governance External Review that had been shared in advance of the overall draft report, to share with the Committee. The Committee reviewed and discussed the recommendations and **made comments to share with the External Governance Review team**. A member of the External Review Team will attend the next Corporation meeting to share the outcomes and final report. The comments of the Committee will be shared by the Director of Governance with the lead reviewer.

It was noted that the main findings had shown that Governance at Macclesfield College was extremely strong.

- **Further education corporations and sixth-form college corporations: governance guide**

The Director of Governance presented a report on the Further Education and sixth -form college corporations governance guide (dated 28 June 2022).

The Director of Governance explained that the guidance is for governors to understand their duties and responsibilities as a governor and charity trustee, helping to govern well and to maximise the performance of Macclesfield College. It takes you through the key governance requirements, and associated good practice, for an FE board.

This version of the guidance reinforces advice on how best to recruit governors and senior leaders, the importance of diversity and inclusion, and reflects recent changes to statutory and funding requirements.

The responsibilities as a governor are outlined in this guide as ‘must’ and ‘should’ guidance. That is:

Must: a legal or regulatory requirement or duty you must comply with.

Should: good practice that you are advised to follow unless there is a considered and recorded reason for not doing so.

The core functions of the corporation board include:

- determining or, for Catholic sixth-form colleges, preserving and developing your college’s educational character;
- setting and communicating your college’s strategy and goals;
- holding executive leaders to account for the educational performance and quality of your college, and for the performance of staff;
- exercising effective control to ensure that funds and assets are protected, your organisation remains solvent and legal obligations are met.

As a member of the board, it was explained that you are a governor and a charity trustee. Governors are collectively responsible for Macclesfield College and have 6 main duties under charity law:

1. Ensure your corporation carries out its purpose for the public benefit.
2. Comply with your corporation’s governing document and the law.
3. Act in your corporation’s best interests.
4. Manage your corporation’s resources responsibly.

5. Act with reasonable care and skill.
6. Ensure your Corporation is accountable.

The link for the guidance will be circulated to all Members of the Corporation.

• **Review how well the education or training provided meets local needs**

The Director of Governance presented a report on New Statutory guidance for FE colleges published by the DfE: Review how well the education or training provided meets local needs. The paper was published to create better alignment between further education provision and the skills learners need to secure suitable employment, and is a key objective underpinning the reforms set out in the Skills for Jobs White Paper.

The Director of Governance shared the main points from the guidance.

The Director of Governance shared the steps Macclesfield College had taken to meet the guidance:

- Appointed a lead to carry out the review on behalf of Macclesfield College (The Director of Employer and Commercial Services).
- A CEO Round Table was held based on skills. The Round Table was chaired by the Local MP and provided an opportunity to discuss the five key areas identified during the survey process and agree priorities on how the College can meet local skill needs in the future. Representation of employers from the following areas attended the event: across all areas of Macclesfield, Congleton, Knutsford, Stockport, Manchester and Alderley Edge.
- Agreed collaboration and contact with Cheshire College South and West. (Initial meeting arranged).
- Deputy Principal led a review of the curriculum offer. As a result, the curriculum offer was revised. A decision was made to close Whites for the academic year 2022/23, with a relaunch in September 2023. A decision was made to change some awarding bodies.
- Skills section has been included in the College Quality Improvement Plan.
- There will be a separate review of skills within the Self-Assessment Report.

Q: How will governors receive the skills paper?

The Director of Employer and Commercial Services is currently working on the report and it will be presented to the Corporation upon completion and published on the website.

17/22 **Date and time of the next meeting**

The date and time of the next meeting will be agreed upon the calendar of meetings being approved by the Corporation at the meeting in July 2023.