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College of West Anglia
Minutes of
The Search and Governance Committee
1 February 2023
8.30am
Remote Meeting – Microsoft Teams

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Present	Gill Rejzl	Governor (Chair)
	Chris Ashman	Governor
	Dave Clark	Governor
	Ray Harding	Governor
	David Pomfret	Governor (Principal)
Attending	Jules Bridges	Head of Governance

No.		**Action**
1	**Apologies** There were no apologies for absence.	
2	**Declarations of Interests** There were no declarations of interest.	
3	**Minutes of the previous meeting – 5 October 2022** The minutes of the meeting held on 5 October 2022 were reviewed and **agreed** as being an accurate record of the meeting.	
	Confidential minutes of 5 October 2022 meeting The confidential minutes of the meeting held on 5 October 2022 were reviewed and **agreed** as being an accurate record of the meeting.	
4	**Matters Arising** The progress against the outstanding matters from previous meetings was summarised in the report.	
	The Chair extended her appreciation that more governors have participated in the area performance reviews (APRs) this time around. It is so important for governors to be involved with these sessions and understand how they contribute to the college self-assessment report (SAR).	
	It was agreed that the Head of Governance will support the administration of the proposed 'friends of the college' alumni to ensure that contact continues with governors who have reached the end of their tenure, and records are kept accurately.	HoG
	The Chair confirmed that contact has been made with the governor whose attendance was poor in the year. There is assurance that attendance will recommence immediately.	
	The Head of Governance proposed to introduce online 'Prevent' training to governors as part of the induction programme. New governors, Mark Eastwood, and Tony Kenber have been sent the link to complete. The committee was content to roll this out to all governors and asked the Head of Governance to gather views	HoG HoG

on the training from Mark and Tony once completed, to ensure it is an effective learning experience.

It was reported that work continues to investigate a safeguarding update training programme for governors (currently delivered as part of the induction programme only), and it was agreed that a session will be organised for all members at the next training/development day (26 April 2023). | HoG

The completed items are to be removed from the table. | HoG

5   Membership Review

i   Resignations
There were no resignations to report.

ii   Reappointments
The corporation has two governors whose terms of office are due to expire by the end of the academic year, David Clark and Ray Harding, both present at the meeting. Should they wish to stand again for a second term this would be proposed to the corporation at the meeting to be held in July 2023.

It was noted that co-opted member, Michael Andrews, has now served two terms of office. His term will expire on 20 March 2023, and this will be reported to the corporation at the meeting to be held on 29 March 2023. The Head of Governance and the Corporation Chair will write to M Andrews to thank him for his contribution to the work of the corporation and for his support of the college over the years. He is to be invited to remain engaged with the college through our proposed alumni. | HoG

iii   Corporation and Committee Structure
The maximum membership for the corporation is 21 governors, although the current target composition is 20 governors, to include the Principal, 2 staff governors and 2 student governors. Currently there are 17 governors in post. In addition, there is 1 co-opted member serving on the audit committee.

The Chair invited members to comment on the size and effectiveness of the Corporation. It was felt that a board of 21 is too large but there are other critical elements of the governor role: committee membership; learning walks, governor links; events etc. that do need to be covered and low numbers of governors would increase the engagement required from individual governors. The Head of Governance will research the corporation composition of other regional colleges for comparison and report back to the committee. It was agreed that while the diversity of the Corporation is a key objective, membership to the corporation is primarily skills based. | HoG

iv   Vacancies
The report received by the committee confirmed that the corporation currently has 3 vacancies: 2 independent and 1 student governor. In addition, as reported above, co-opted member, M Andrews' departure will also create a vacancy and skills gaps on the audit committee. The finance and general purposes committee and performance review and quality committee also currently hold vacancies for members.

The committee recognised that the immediate skills priorities for recruitment will be for an educational specialist, preferably with an HE background.

The Head of Governance will liaise with the Assistant Principal, Student Services and the Learning Experience Manager to discuss recruitment of a second student governor. | HoG

It was noted that there are several governors yet to be linked to curriculum and support service areas. The list of link areas will be updated to show where links are required so that these can be mapped across with those who are currently not linked. A revised feedback process to capture the learning from walks and reporting mechanism up to the corporation will also be developed.

HoG

v Applications
Confidential item under Paragraph 17 (2) (d) of the Instrument of Government

6 Governor Attendance – Mid Year Review
As previously agreed, the committee reviews attendance levels of governors both during the year and at the year end. A mid-year review helps members identify at an early stage any possible signs of poor attendance emerging with individual governors.

Confidential item under Paragraph 17 (2) (d) of the Instrument of Government

In summary, the report confirmed that governors have, to date, achieved an overall average attendance level of 81% which is down on the 87% achieved in the similar period last year. This is just above the aspirational target of 80% but we are still only at the mid-year point so improvement is anticipated.

7 Code of Good Governance
The AoC Governors' Council reviewed and released (September 2021) an updated version of the Code of Good Governance with the expectation that colleges would report against it as of the 2022/2023 academic year.

The previous version of the code adopted by the college in March 2016 has now ceased to exist as it was available for colleges to use until July 2022. The Head of Governance has already started to populate the assessment and action plan evidencing how the college (by way of 'comply' or 'explain') has reported against the revised code in the 2022/2023 academic year and will bring this back to the next meeting of the committee for consideration. The committee will recommend the approval of the corporation to adopt the 2021 code, or otherwise, at the meeting to be held in March 2023.

HoG

It was noted that the remuneration code, referred to in section 10 of the code was reviewed and adopted by the remuneration committee in October 2022 and this will be incorporated as assurance in the assessment. The Head of Governance is to review and update the terms of reference of the committee to ensure it includes the responsibility for keeping the emerging action plan in focus and to monitor delivery progress.

HoG

The committee noted that the code in its current form (revised 2021) is under significant review, now that the Skills and Post-16 Education Bill have been implemented. The expectation is that a consultation will take place in the spring to support development of a more accessible and streamlined governance code for the FE sector.

R Harding left the meeting at 9.50am

8 Accountability Statement 2023/2024
The report to the committee explained that the accountability agreement is a new return emerging from the Skills for Jobs White Paper and resulting system reforms. This is a 2-part document that sets out the overall expectations, and what the college will deliver, in return for its funding. Accountability agreements for 2023 to 2024 must be submitted by 31 May 2023 and this is a requirement of funding.

The statement must be signed off by the corporation prior to submission and governors will contribute to the development of the statement at the Training/Development morning planned for 26 April 2023.

It was recognised that the submission of the statement will be through the DfE Document Exchange and the college is required to publish the submitted accountability statement on its website. This must be published within 3 months of the start of the 2023/2024 academic year (so by 1 December 2023).

The Principal commented that the LSIP priorities in draft will not be available until the end of March 2023 and not published until end of May 2023 so our accountability statement will make reference but not full response to LSIP priorities. The Principal also mentioned the associated Skills Duty and how the college will need to evidence how the college meets employer skills needs. A workshop for governors will be convened to work on this review.

It was noted that an extraordinary meeting of the corporation (remote) to approve the accountability statement a week ahead of the 31 May 2023 deadline, will be convened.   HoG

9   External Governance Review
At the last meeting of the committee, it was agreed that the scoping of the review and engagement of a reviewer should be undertaken in the spring term 2023 with the intention that the external review takes place in the spring term 2024. The timeline for the CWA external governance review was detailed in the report and it was agreed that the committee will take the lead on this project with the Head of Governance. It was recognised that the corporation will need to be kept up to date with progress and key information shared at key points along the timeline. The committee will seek delegated authority from the corporation to undertake the project and oversee the process. The first step is for the Head of Governance to draft the scope of the external review before then sharing with the corporation.   HoG

10   Any other business
There were no other items of business.

11   Chair's items for briefing to Corporation   Chair
- *Confidential item under Paragraph 17 (2) (d) of the Instrument of Government.*
- To thank members for their attendance and contributions of governors in APRs and learning walks.
- Confirm that a review of link governors with curriculum and business support areas is being undertaken and process for feedback determined.
- Advise the corporation will be asked to adopt the 2021 Code of Governance.
- Advise the corporation that an extraordinary meeting is to be convened a week before 31 May 2023 to approve the accountability statement.
- Seek the delegated authority of the corporation for the committee to lead on the external governance review, develop the scope and oversee the process.

12   Date and time of next meeting
Wednesday, 10 May 2023 at 8.30am

Meeting ended at 10.10am