

Scarborough Sixth Form College

SEARCH & CONDUCT COMMITTEE MEETING
Tuesday 3 December 2019 at 6.45pm
MINUTES

Chaired by: Ian Brabbs

Members Present: Steve Oldridge Mick Paxton Phil Rumsey

Also Present: Heather Campbell – Clerk to the Corporation

1 **Apologies for absence**

No apologies received and the meeting was quorate with 4 members being present.

2 **Declarations of any personal conflicts of interest** – None.

3 **Minutes of the previous meeting**

- a The Minutes of the meeting held on the 4 June 2019 were approved at the 2 July 2019 Corporation Meeting and signed by the Chair.
- b Updates from Clerk or College Management – None.
- c Review of actions previously agreed

The Chair noted that all agreed actions had been completed but the following required further action

26 March 2019 10 Governor Self-Assessment / Performance Indicators

Clerk raised this at the NorVIC Clerks' meeting and they use a Self-Assessment Questionnaire – Ian advised the meeting that although he had found no assistance in the SFCA Guidance he had found templates for self- assessment of performance of a board of governors, an audit committee, a search committee and individual governors on the AoC Governance website which may be of use in the Committee's review of the Corporation's existing procedures for self-assessment and performance indicators in respect of the Corporation and its committees. . He asked the Clerk to download the templates for consideration by the Committee at a future meeting.

4 June 2019 4 b Clerk to discuss the appointment of Vice Chair of both EWC and Audit with the respective Chairs

Clerk advised that she discussed with the EWC Chair and Trish Hawkyard has agreed to be appointed the Vice Chair of the EWC. Clerk has as yet to discuss the appointment of a Vice Chair with the Chair of Audit but will email him this week.

ACTIONS AGREED

Clerk to explore the AoC Governance website for governor assessment templates.

Clerk to email Chair of Audit re proposing a Vice Chair for the committee and include appointment of Vice Chair on the agendas for the next meetings of both the EWA and Audit committees.

- d Matters arising relating to the minutes that were not covered in agenda

No matters raised.

4 **To discuss Membership Issues**

a **Turnover – Terms of Office Ending within the next 6 Months)**

Members were provided with the latest Corporation List which included the dates that each governor's term of office ended.

Mick Paxton's term of office ends on 9 December 2019 the day before the next Corporation meeting. When this was raised with him in the Summer Term he intimated that due to extra project work he may not be able to commit to a further term of office.

The Chair asked Mick if this was still the case and Mick confirmed that having considered his position he would be willing and able to commit to another term of office.

In the absence of Mick the remaining members of the committee discussed the recommendation to the Corporation of the re-appointment of Mike as a governor for a further 4 year term and were unanimous in recommending his re-appointment having regard to the substantial experience and contribution he brings to the Corporation.

RECOMMENDATION TO CORPORATION

The Corporation approve the re-appointment of Mick Paxton as an Independent Member for a further 4 year term of office with effect from 10 December 2019.

Mike re-joined the meeting and having been informed of the recommendation was invited to attend College on the date of the next Corporation meeting so that he would be able to join the meeting if the recommendation is confirmed by the Corporation.

b **Committee Membership**

The Chair noted that Terence Cartmail the head at Ebor Academy in Filey had tendered his resignation on 14 October 2019 due to family commitments. Since the original intention had been to appoint a head of a partner school to the board and that this had been accomplished with the appointment of Michael McCluskie the committee agreed that there was no pressing need to replace Terence as a member unless or until a potential candidate for governor whose experience would complement the present make up of the Corporation came to the attention of the committee.

Independent Member vacancy – members discussed and noted that there was no immediate need to replace Terence Cartmail and agreed to leave this as vacant.

2 Parent Governor Vacancy

The Clerk confirmed that a recruitment process was put in place in September. Parents of all current students were sent a letter and the vacancy was advertised on the College website. There was one parent who asked for further information to be emailed but they did not submit their interest by the deadline.

Members discussed an alternative process of recruitment of parent governors to the present which requires nomination and election by other parents. The committee favoured a more informal procedure whereby any parent interested in becoming a governor was invited to apply and was then interviewed by the Chair of the Corporation and the Principal who would then recommend the parent for appointment to the Corporation. In the vent of more than 2 parents seeking appointment an election would have to take place. The committee also considered the suggestion made by the Internal Auditor in their Governance Report to offer a parent governor a 1 year term of office with the option to continue for a 2nd year.

The Chair agreed to draft an amendment to the Instrument and Articles of Government and the Standing Orders to facilitate the new appointment procedure for the approval of the Corporation.

On the assumption the Corporation approved the new procedure members agreed to re-advertise for a Parent Governor in the New Year under the new process.

Staff Governor Resignation

Clerk advised members Staff Governor Kim Metcalfe had submitted her resignation as Staff Governor due to family commitments.

Members agreed that a new staff governor should be appointed and that the Clerk was instructed to implement the Staff Governor Election process.

ACTION AGREED

Clerk to implement Staff Governor Election process and subject to the approval of the new parent governor appointment procedure by the Corporation the Clerk to implement the new procedure following its approval.

The Chair to draft amendments to the Instrument and Articles of Government and Standing Orders to facilitate the new procedure

RECOMMENDATION TO CORPORATION

That the Corporation approve the new procedure for the appointment of parent governors and the amendments to the Instrument and Articles of Government and Standing Orders to facilitate this.

b Student Governor Recruitment Process

The Clerk advised members that the student governor Dani Yates and submitted his resignation on 22 September 2019 due to his study commitments. With 3 student governors having been appointed for 2019-20 the members agreed that there was no need to appoint a new student governor to replace Dani.

Members noted that the Recruitment Process for Student Governors will take place in February 2020 to replace the current Student Governors whose terms of office end on 30 April 2020. Members discussed the previous suggestion made by the Principal to make the appointment of student governors more informal than the current nomination and election by fellow students which he believed was off-putting to potential applicants. In its place he proposed an interview by the principal of any potential applicant and a recommendation to the Corporation for appointment with an election only if there were more than 3 students interested in becoming governors. This would be consistent with the new procedure for the appointment of parent governors. The members agreed to recommend the new procedure to the Corporation and the Chair agreed to prepare amendments to the Instrument and articles of Government to facilitate the new procedure for the approval of the corporation.

ACTION AGREED

The Chair to draft amendments to the Instrument and Articles of Government and Standing Orders to facilitate the new procedure for the appointment of student governors

RECOMMENDATION TO CORPORATION

That the Corporation approve the new procedure for the appointment of student governors and the amendments to the Instrument and Articles of Government to facilitate this.

6 Confidentiality Requests to Corporation

The Clerk advised that no confidential requests had been received.

7 Public Access Policy

The Search Committee is required to review the Public Access Policy together with the associated confidential classifications on an annual basis on behalf of the Corporation.

Members had received the Public Access Policy prior to the meeting and discussed the wording of the document. It was agreed that Safeguarding Issues should be included in the list of confidential information and documentation in the policy. It was accepted by the members that even though names would be redacted from minutes dealing with safeguarding issues under the provisions of the Instrument of Government the details provided may be sufficient for the individuals involved to be identified.

Members also considered a number of other minor amendments to the wording of the policy.

AGREED ACTION

The Chair agreed to update the policy in accordance with the committee's discussions and email it to the Clerk for the updated policy to be recommended to the Corporation for their approval.

RECOMMENDATION TO CORPORATION

That the Corporation approve the updated Public Access Policy Including the addition of Safeguarding Issues to the categories of confidential business.

8 **Governor Attendance**

Members considered the Governor Attendance for 2018-19 and reviewed the movement year on year.

It was noted that the governor attendance at committee meetings was substantially improved on previous years and well above the good practice benchmark.

It was noted that the Corporation attendance while up on last year was still below the benchmark.

The Chair proposed that the Chair of Governors should congratulate governors on their improved attendance at committee meetings but remind members about attendance at next week's Corporation. The Chair also proposed to ask the Clerk to email a prompt to governors two weeks before a committee or Corporation meeting is due to take place to see if this would improve attendance..

Phil observed that he would look at the spreadsheet used to calculate the Corporation attendance to check it is calculating the average correctly and asked the Clerk to email the figures to him.

ACTIONS AGREED

The Chair to congratulate members at the next Corporation meeting on their improved attendance at committee meetings but remind them of the need to improve attendance at Corporation meetings to meet the recognised benchmark for good attendance.

Clerk to send an email prompt to governors 2 weeks before a corporation or committee meeting to remind them of the date of the meeting.

Clerk to email the Corporation Attendance spreadsheet for Phil to check the average calculation.

9 **Register of Interests**

Members noted the Register of Interests and that there were 3 members who had not completed and returned their Notification of Interest forms which omission had been noted by the external auditors. This omission had been recorded as a low risk matter by the auditor but was of concern to the members of the committee. The Chair suggested that the Clerk have paper copies available at next week's corporation meeting for Mick Paxton and Michael McCluskie to complete and email an electronic copy again to Shaun Tymon to complete.

ACTIONS AGREED

Clerk to have paper copies of the notification of interests form to hand for Mick and Michael to complete at next week's Corporation meeting and email Shaun Tymon's and electronic copy for him to complete and return.

Clerk to provide an update on the Schedule of Interests at the next meeting.

10 **AoC's Code of Good Governance - consider adopting or accept as information**

The Chair advised that Linda had brought the AoC Code of Good Governance to the attention of the committee for possible adoption. The Chair reminded members that the College had to include a note in its annual Financial Statement as to which code of governance the College had adopted. There are 3 codes recommended by the Sixth Form Colleges Association namely the UK Corporate Governance Code, the Charity Commission Code of Governance and the AoC Code of Good Governance. The Association had published a paper containing a comparison of the 3 codes which was informative. At present although the Corporation has not formally adopted the Governance Code in the note to the annual Financial Statement it is stated that the Corporation has due regard to the UK Corporate Governance Code by drawing on those aspects the Corporation considers to be relevant to the further education sector.

The Chair had read through the AoC Code and noted that it was a very comprehensive code but was more relevant to larger institutions with a substantial management structure and not to a College of this size. The Chair warned that if the Code was formally adopted by the Corporation members and CMT would have to comply with all the provisions of the Code and according to the Sixth Form Colleges Association OFSTED would expect to find evidence of compliance with the Code. The Chair noted that there was a third option namely the Charity Commission Code but that he had not had the opportunity to read this code..

Steve confirmed he has also looked at the AoC's Code and did not think it relevant to the College although it does cover some aspects of governance that the members may wish to adopt. .

AS a way forward the Chair suggested that members put consideration of the adoption of the AoC's Code on hold and ask Phil and the Clerk to check which Code of Governance the other members of the Venn Group have adopted. .

Members agreed this would be appropriate course of action.

ACTION AGREED

Phil and Clerk to explore which Code of Governance the other members of the Venn Group have adopted and report back to the next committee meeting.

11 **AOC Senior Staff Remuneration Code – consider adopting or accept as information**

The Chair advised that he had read the Remuneration Code and had the same reservations as with the suitability of the Code of Governance for a College of this size. It was agreed to defer further consideration of the possible adoption of the code until after Phil and the Clerk had reported on the outcome of their enquiries about the code of governance with the other members of the Venn Group.

12 **Review of Register of Confidential & Restricted Decisions from Committees that are not already classified in these categories**

The Chair reminded members that under the provisions of the Instrument of Government in addition to regularly reviewing the categories of confidentiality the committee was also required to review whether additional items classified as confidential from time to time should remain so classified hence the creation of the Register of Confidential and Restricted decisions.

The Chair referred to the Register and noted that from the entries it was apparent that the committee chairs had not fully grasped what action to take having made a decision that an item was either confidential or restricted. Such items should be included in separate minutes marked confidential or restricted and confidential as the case maybe. Such minutes can then be excluded from the College website and where appropriate not disclosed to staff and student governors. Simply classifying an item as confidential and/or restricted and then including it in the minutes of the meeting means that the item will be made public with the minutes.

It is the responsibility of the chairs of the individual committees to ensure that separate minutes appropriately marked confidential and/or restricted are prepared when approving the draft minutes prepared by the Clerk before the minutes are circulated for approval.

It was agreed that the Chair would provide the chairs of the individual committees with a reminder as to how the procedure should work at the next corporation meeting.

Members considered the items which had been classified as confidential in the register and determined that all the items so classified should remain confidential since the reasons for this determination had not changed. The Clerk to complete the Register accordingly.

ACTIONS AGREED

The Chair to provide the chairs of the individual committees with a reminder as to how the procedure for designation of items as confidential and/or restricted should work at the next corporation meeting.

The Clerk to update the Register with the outcome of the review by the committee.

13 **Governor Training:**

a) Governor Training Plans

The Clerk reported that she had not received any particular training requests from any governors.

Phil has signed the College up to the SFCA Governance Webinars for 2019-20 details of which the Clerk will share with governors in the New Year.

b) Governor Training Record 2018-19

Members had received the Governor Training Record 2018-19 prior to the meeting and the Chair noted that with the exception of the student governors and those governors who had resigned there were 5 governors who had not notified the Clerk despite numerous prompts to let her know if they had watched any of the SFCA webinars.

The Chair asked the Clerk to contact the 5 governors concerned and advise them that the Search committee had noted that they had not confirmed that they had watched any of the webinars and that it was important that they use the webinars to keep their training as governors up to date. .

ACTION AGREED:

Clerk to contact the 5 governors and advise them that the Search committee had noted that they had not confirmed that they had watched any of the 2018-19 webinars and that it was important that they use the webinars to keep their training as governors up to date.

11 **Standing Item: Any Confidential and Restricted Business to be identified**

The members determined that none of the items considered during the meeting were confidential and/or restricted. .

12 **Any Other Business**

None raised.

13 **Date of the next meeting:** 10 March 2020

There being no further business the meeting closed at 7.55pm