



**SEARCH & GOVERNANCE COMMITTEE OF CORPORATION
MINUTES OF MEETING 57, HELD ON 13 DECEMBER 2016**

Present: John Wilson (Chair), Mike Noddings (Vice-Chair), Dina Lewis (Committee member), Phil Taylor (Committee member), Jay Trivedy (Principal)

Clerk: Fiona Bagchi

57.1 Apologies for absence

There were no apologies for absence.

57.2 Declaration of interests

Dina Lewis declared that she knew one of the candidates, Amanda Wilcox, who had worked at the University of Hull. Mike Noddings declared that he and Amanda Wilcox had both served on the governing body of Thomas Ferens Academy.

Minutes & matters arising

57.3 Minutes of meeting 56 held on 4 July 2016

The minutes of meeting 56 held on 4 July 2016 were approved, with the following amendments at 56.4, action 13: Jan. 2016 should read Feb. 2016.

Action: Clerk

57.4 Matters arising from the above minutes and actions

Matters Arising, below, are numbered according to their position in the action points table appended to the end of the previous minutes. The reference to the item where the action can be found in the previous minutes is given in brackets at the end of the action).

- 1 It was agreed that the proposed review of opportunities for streamlining committee meetings/avoiding duplication should be deferred until after the conclusion of the ABR process (56.4).

Action: Clerk

- 2 Neil Cavill and Dina Lewis had been appointed by the Corporation in the ordinary Corporation member category and Philip Wright had been re-appointed in the ordinary Corporation member category at the July 2016 Corporation meeting, on the recommendation of the Committee (56.9).

- 3 Emma Albeck had been appointed as the elected Support Staff Corporation member and George Bell (elected Student Association President) and Harriet Rotherforth-Snowden (elected Student Association Vice-President) had been appointed as nominated Student Corporation members at the July 2016 Corporation meeting (56.9).

- 4 The Corporation had appointed the following to committee membership, on the recommendation of the Committee:
- Neil Cavill to the Personnel Committee
 - Jane Price to the Audit Committee
 - Dina Lewis to the Remuneration Committee (56.9)
- 5 The vacancy for a Parent Corporation member had been advertised at the start of autumn term 2016, as agreed (56.9).
- 6 The vacancy on the Audit Committee arising from 28 Sept. 2016 was on the agenda (56.9).
- 7 Equality & diversity and safeguarding (including Prevent Duty) training for Neil Cavil, Mark Moore, Jane Price and Dina Lewis had been arranged for Sept. 2016 with Jim Darmody (College designated safeguarding person) (56.10).
- 8 Julie Peaks (Vice-Principal) had given a presentation on Ofsted's Common Inspection Framework at the Sept. 2016 Corporation meeting (56.10).
- 9 All eligible Corporation members had been sent a link to an on-line version of the Home Office's Workshop to Raise Awareness of Prevent (WRAP) training during summer 2016. To date, 12 Corporation members had completed WRAP training and sent certificates to the Clerk, 2 had completed it but not yet sent their certificates to the Clerk, 3 had not yet completed it and would be reminded of the need to do so (56.9).
Action: Clerk
- 10 6 Corporation members had completed the on-line audit of skills form to date. The Clerk would report to the Dec. 2016 Corporation meeting and would also send out reminders (56.12).
Action: Clerk
- 11 With reference to the Committee's meeting dates in 2017/18, a meeting on Tues. 27 June 2017 at 3.30pm had been scheduled, with other dates to be agreed as required (56.17).

Membership matters

Clerk's report on Corporation vacancies

(i) Corporation vacancies

The Clerk reported that:

- Parent members of Corporation were appointed for 4 years or until the end of the academic year (i.e. 31 Aug.) in which their child left the College, whichever was the sooner;
- There had been a vacancy for a Parent member since the term of office of Neil Cavill, a Parent member of Corporation, ended on 12 July 2016;
- In line with past practice, the vacancy had been advertised to parents after student enrolment, with notification being placed on the College website and provided by letter;
- Candidates were invited to self-nominate and were then interviewed by members of the Search & Governance Committee, who considered

appointments with reference to the Corporation's skills needs, with the Committee's recommendation on appointment being made to the Corporation as the appointing authority;

- 2 nominations had been received for the above vacancy by the deadline and the candidates, Amanda Wilcox and Ruth Donmez, had been interviewed by the Chair and Vice-Chair of the Corporation and the Principal;
- With reference to forthcoming vacancies in the ordinary Corporation member category, Andrew King's current term of office would end in Mar. 2017 and Mike Noddings' current term of office in May 2017.

Members noted, with reference to the Clerk's report, that:

- Corporation had a determined membership of 20 i.e. 13 members in the ordinary Corporation member category, 2 Parents members, 2 elected Staff members, 2 elected and nominated Student members plus the Principal;
- The Instrument of Government permitted Corporation membership to be increased to 22 members (with 15 members in the ordinary Corporation member category) e.g. to aid succession planning or ensure an appropriate skills balance;
- Corporation members in the ordinary Corporation member and Parent member categories were appointed by the Corporation on the recommendation of the Search & Governance Committee;
- Under the Instrument of Government, candidates for this category of membership should "have the necessary skills to ensure that the Corporation carries out its functions under article 3 of the Articles of Government" (Instrument of Government section 2(a)) i.e. determining the College's educational character & mission & having oversight of its activities; approving the College's quality strategy (if not delegated); ensuring the effective and efficient use of resources, the solvency of the College & the Corporation and safeguarding their assets; approving annual estimates of income and expenditure; the appointment/ suspension/dismissal of designated senior post-holders & the determination of their pay & conditions; setting a framework for the pay and conditions of all other staff;
- Corporation's policy was that members are appointed for a maximum term of 4 years but there was no restriction on the number of terms which a member could serve;
- Re-appointment was, however, subject to the member meeting Corporation's re-appointment criteria, including possession of skills and expertise which remained of value to the Corporation.
- In considering appointments and re-appointments to Corporation, the Committee's practice had been to seek to maintain an appropriate mix of experienced and newer members and an appropriate skills balance;
- The Committee also sought to take into account Corporation's commitment to addressing any Corporation gender imbalance and reflecting the community the Corporation served, with the Committee having a shorter term objective of ensuring that Corporation's gender balance was no worse than the sector average of 40% female representation;
- The July 2016 meeting of the Search & Governance Committee noted that female membership on the Corporation was significantly below the average in a 2015 Association of Colleges/Education & Training Foundation survey of 40%, having averaged 25% during 2015/16;
- Female representation on the Corporation had increased to 32% by September 2016.

John Wilson, as Chair of the interviewing panel, reported that both candidates for the

Parent Corporation member vacancy had significant strengths which would contribute to the Corporation's skills mix, with Amanda Wilcox having experience of further and higher education administration and of school governance and Ruth Donmez having professional experience of safeguarding. It was noted that the Corporation had lost skills in these areas with the ending of the terms of office of Martin Longbottom and Richard Heseltine in summer/early autumn 2016. The interviewing panel was therefore recommending that the Committee should consider making a formal recommendation to the Corporation on the appointment of Ruth Donmez in the Parent Corporation Member and Amanda Wilcox in the ordinary Corporation member category. The Committee considered the candidates CVs.

The Committee agreed to recommend to Corporation that:

- ***Ruth Donmez should be appointed in the Parent Corporation Member category for a period of 4 years or until the end of the academic year (i.e. 31 Aug.) in which her child left the College, whichever was the sooner;***
- ***Amanda Wilcox should be appointed in the ordinary Corporation member category for a period of 4 years i.e. that Corporation membership should be increased from 20 to 21 members with 14 in the ordinary Corporation member category, to improve Corporation's gender balance and enhance its skills mix and succession planning.***

Action: Chair

The Committee considered forthcoming Corporation vacancies, noting that Andrew King's current term of office as a Corporation member in the ordinary Corporation member category would end in Mar. 2017 but he had not indicated to date whether he wished to be considered for re-appointment. Members noted that Andrew King's skills were in higher education.

The Committee agreed that the Clerk should ask Andrew King whether he wished to be considered for re-appointment as a Corporation member in the ordinary Corporation member category.

Action: Clerk

The Committee noted that Mike Noddings current term of office as a Corporation member in the ordinary category would end in May 2017, noting that he was also Vice-Chair of the Corporation and Chair of the Curriculum & Quality Committee. The Committee noted that Mike Noddings had indicated that he did not wish to be considered for re-appointment for a full 4-year term but was willing to be considered for re-appointment for a shorter term e.g. if ensuring continuity on the Corporation was considered desirable during the implementation of any Area Based Review recommendations. The Committee noted that Mike Noddings had extensive educational expertise.

The Committee agreed that a meeting of the Committee should be held during early spring term 2017 to allow a recommendation on any re-appointments to be made to the Corporation during spring 2017.

Action: Clerk

(ii) Committee vacancies

The Clerk reported that:

- There had been a vacancy on the Audit Committee following the ending of Martin Longbottom's final term of office as a Corporation member on 27 Sept. 2016;
- The person appointed to the vacancy could be a full Corporation member or an

- external, co-opted member e.g. with expertise in audit/accountancy;
- Caroline Dawes, a Corporation member, had notified the Clerk that she would be unable to attend Student Committee meetings due to work commitments.

The Committee agreed that, following notification of the vacancy for an Audit Committee member, if no Corporation members expressed an interest in joining the Audit Committee, the Clerk should advertise the vacancy with the local associations of professional accounting bodies.

Action: Clerk

The Committee agreed that the Clerk should ascertain whether work commitments would prevent Caroline Dawes attending Student Committee meetings on a temporary or permanent basis.

Action: Clerk

The Committee received the Dec. 2016 report on Corporation and committee vacancies.

Final agenda items

Any other business

There was no other business.

Risk management - items identified at the meeting

No new items of risk had been identified at the meeting.

Date of next meeting

It was noted that the Committee was next scheduled to meet on Tues. 27 June 2017 at 3.30pm but had agreed that a meeting should also be arranged for early spring 2017.

Fiona Bagchi
Clerk to the Corporation

**SEARCH & GOVERNANCE COMMITTEE OF CORPORATION
MINUTES OF SPECIAL MEETING 58, HELD ON 2 MARCH 2017**

- Present:** John Wilson (Chair), Mike Noddings (Vice-Chair), Dina Lewis (Committee member), Phil Taylor (Committee member), Jay Trivedy (Principal)
- Clerk:** Fiona Bagchi
- In attendance:** Philip Wright (Corporation member & Chair of the Audit Committee, as an observer).

58.1 Apologies for absence

There were no apologies for absence.

58.2 Declaration of interests

Mike Noddings declared that he had an interest in agenda item 58.4 later on the agenda i.e. with reference to a possible extension of his current term of office.

Minutes & matters arising

58.3 Minutes of the previous meeting

The Committee noted that, as the meeting was a Special meeting, the minutes of the previous meeting were not due to be considered.

Membership matters

58.4 Clerk's report on Corporation vacancies

(i) Forthcoming Corporation vacancies

The Committee considered the Clerk's report, noting:

- Corporation had an agreed membership of 20 to 22 members and a current membership of 21 members;
- Andrew King's current term of office as an ordinary Corporation member would end on 19 Mar. 2017 and he was not seeking re-appointment;
- Mike Noddings' current term of office as an ordinary Corporation member would end on 13 May 2017 and he was not seeking re-appointment for an additional full term of 4 years;
- Jane Price's current term of office as a Parent member of the Corporation would end on 31 Aug. 2017 i.e. at the end of the academic year after her child left the College;
- Student Corporation member George Bell had resigned as President of the Student Association Executive, with Harriet Rotherforth-Snowden becoming President and Josaphine Goodwin appointed as Vice-President.

Members noted that Jane Price, who had been a member of the Corporation for less than a year, had gained a good knowledge of the work of the Corporation during that time and contributed well at Corporation and Audit Committee meetings. The

Committee considered the Corporation skills audit table, noting in particular higher level skills graded 4 and 5. Members noted that Jane Price had particular expertise in local government with skills in education, equality & diversity, financial management, health & safety, legal, personnel, resource & property management, risk management, safeguarding and quality assurance, which could replace some of the skills which would be lost when Andrew King and Mike Noddings current terms of office ended. Members noted that Andrew King's main area of expertise was in education, which was currently well represented on the Corporation.

It was noted, in response to members' questions that, in line with Corporation's past practice, the vacancy for a parent member of Corporation which would arise from 1 Sept. 2017, would be advertised at the start of the autumn term, to allow the parents of both first and second year students to apply.

Action: Clerk

Members noted that Mike Noddings current roles and appointments were: Vice-Chair of the Corporation, Chair of the Curriculum & Quality (C&Q) Committee, Vice-Chair of the Finance & General Purposes (F&GP), Search & Governance, and Remuneration Committees. The Committee noted that Mike Noddings term of office was due to end on 13 May 2017, agreeing that as he was not seeking to be re-appointed for a further full 4-year term, he could remain in attendance during the following discussion.

The Committee noted that, while Mike Noddings was not seeking re-appointment, had he done so, he would have met or exceeded all of Corporation's re-appointment criteria. The Committee considered a recommendation on an extension to 31 Aug. 2017 of Mike Noddings' current term of office as a Corporation member in the ordinary member category, with reference to a possible recommendation on the appointment of Jane Price as a Corporation member in the ordinary member category from 1 Sept. 2017, noting that this would avoid a vacancy on Corporation during the intervening period.

The Committee noted that the President and Vice-President of the Student Association Executive, respectively George Bell and Harriet Rotherforth-Snowden, had been appointed as Student Corporation members at the July 2016 Corporation meeting. George Bell had since resigned as President of the Student Association Executive, to be replaced by Harriet Rotherforth-Snowden, with Josaphine Goodwin being appointed as Vice-President. As George Bell had not left the College, he was currently still a member of the Corporation although not a member of the Student Association Executive. The Principal reported that he understood that George Bell intended to resign from the Corporation but had not formally done so to date.

Having considered the Corporation's skills and gender balance, the Committee agreed to recommend to the Corporation that:

- ***As the Corporation had a number of members with educational expertise, the vacancy created by the ending of Andrew King's term of office on 19 Mar. 2017 should not be filled i.e. Corporation's current membership should be reduced by one member from 20 Mar. 2017;***
- ***Mike Noddings' current term of office should be extended to 31 Aug. 2017;***
- ***Jane Price, who had particular expertise in local government matters, and whose term of office as a Parent member of the Corporation was due to end on 31 Aug. 2017, should be appointed as an ordinary Corporation member from 1 Sept. 2017 for a period of 4 years;***
- ***Josaphine Goodwin, Vice-Chair of the Student Association Executive, should be appointed as a Student member of Corporation for a period of 4 years or until she left the College, whichever was sooner;***

- **To facilitate Josaphine Goodwin's appointment as a Student Corporation member with immediate effect from the Corporation meeting on 2 Mar. 2017, Corporation membership should be temporarily increased to 22 members, including 3 Student Corporation members, pending receipt of George Bell's formal resignation as a Student Corporation member.**

Action: Chair

(ii) Current & forthcoming Committee vacancies

The Clerk reported that:

- There was currently a vacancy on the Audit Committee following the ending of Martin Longbottom's final term of office as a Corporation member on 27 Sept. 2016;
- The person appointed to the above vacancy could be a full Corporation member or an external, co-opted member e.g. with expertise in audit/accountancy;
- A vacancy for a member of the Curriculum & Quality (C&Q) Committee would arise following the ending of Andrew King's current term of office on 19 Mar. 2017;
- The committee vacancies which would arise on the ending of Mike Noddings' term of office were vacancies for a member/Chair of the Curriculum & Quality (C&Q) Committee, for a member/Vice-Chair of the Finance & General Purposes (F&GP) and of the Search & Governance Committee and the Remuneration Committees.

Members noted that Committee Chairs and Vice-Chairs were elected by members of the relevant committee at the next meeting following a vacancy.

The Committee agreed, with reference to the forthcoming vacancy for a Chair of the C&Q Committee, that Jackie Goodman, a C&Q Committee member with expertise in Further Education, should be approached to ascertain whether she would be willing to be considered for nomination as Chair of the C&Q Committee.

Action: Clerk

The Committee agreed that current and forthcoming committee vacancies should be advertised to Corporation members to allow them to put their names forward and/or to be approached concerning possible committee membership.

Action: Chair/Clerk

Final agenda items

58.5 Any other business

There was no other business.

58.6 Risk management - items identified at the meeting

No new items of risk had been identified at the meeting.

58.7 Date of next meeting

It was noted that the date of the next scheduled meeting was Tues. 27 June 2017 at 3.30pm.

Fiona Bagchi
Clerk to the Corporation



**SEARCH AND GOVERNANCE COMMITTEE OF CORPORATION
MINUTES OF MEETING 59 HELD ON 1 MAY 2018**

Present: John Wilson (Chair), Jane Price (Committee member), Phil Taylor (Committee member), Jay Trivedy (Principal)

Clerk: Fiona Bagchi

59.1 Apologies for absence

Apologies were received from Dina Lewis, a Committee member.

59.2 Declaration of interests

There was no declaration of interests.

59.3 Annual election of Chair & Vice-Chair

John Wilson was elected Chair of the Committee for 2017/18: proposed Jay Trivedy, seconded Phil Taylor.

Jane Price was elected Vice-Chair of the Committee for 2017/18: proposed Phil Taylor, seconded Jay Trivedy.

Minutes & matters arising

59.4 Minutes of meeting 57 held on 13 Dec. 2016

The minutes of meeting 57 held on 13 Dec. 2016 were approved.

59.5 Matters arising from the above minutes and actions

Matters Arising, below, are numbered according to their position in the action points table appended to the end of the previous minutes. The reference to the item where the action can be found in the previous minutes is given in brackets at the end of the action).

1 The minutes of meeting 56 had been amended, as agreed (57.3).
Action: Clerk

2 A paper from the Clerk on opportunities for streamlining committee meetings/avoiding duplication remained to be presented to the Committee. The Committee agreed that a special meeting dedicated to governance matters should be arranged (57.4).

Members briefly discussed the following issues: usefulness of the Student Committee; duplication between the Finance & General Purposes (F&GP) Committee and the Corporation; duplication in reports presented to the Audit Committee,

3 All Corporation members (with the exception of Caroline Dawes, who had already completed WRAP training at Kelvin Hall School which was considered to be equivalent) had completed an on-line version of the Home

Office's Workshop to Raise Awareness of Prevent (WRAP) training (57.4).

- 4 Only 7 members had completed the online skills audit form to date. The Clerk would follow this up as part of a review of how to make better use of the Corporation section of Moodle (57.4).

Action: Clerk

- 5 The Dec. 2016 Corporation meeting had appointed Ruth Dönmez in the Parent Corporation Member category for a period of 4 years or until the end of the academic year (i.e. 31 Aug.) in which her child left the College, whichever was the sooner (57.5).

- 6 The Dec. 2016 Corp. meeting had approved (i) an increase in Corporation's determined membership to 21 members, with 14 members in the ordinary Corporation member category and (ii) the appointment of Amanda Wilcox in the ordinary Corp. member category from 13 Dec. 2016 for a period of 4 years (57.5).

It was noted that, female membership of the Corporation had averaged 25% during 2015/16, which was significantly below the Association of Colleges/Education & Training Foundation (AoC/ETF) average of 40%. As a result of the actions taken by the Search & Governance Committee and the Corporation, female representation on the Corporation had increased to 32% (6/19 members) by Sept. 2016, to 38% (8/21 members) by Feb. 2017 and had been 45% (9/20 members) from 20 Mar. 2017, falling to 42% (8/19 members) by Sept. 2017.

- 7 Andrew King did not seek re-appointment when his first 4-year term of office ended on 19 Mar. 2017 (57.5).

- 8 Following consultation with members, a meeting of the Committee had been held on 2 Mar. 2017 (57.5).

- 9 A vacancy for an external co-opted Audit Committee member had been advertised with local associations of professional accounting bodies (57.5).

- 10 Caroline Dawes (Assistant Headteacher at Kelvin Hall School) had resigned as a Corporation. member on 31 Jan. 2018 due to an increased work commitment, which also created a vacancy on the Student Committee. The Corporation, at its Mar. 2018 meeting, had appointed Jane Price to the Student Committee. The vacancy for a Corporation member in the ordinary category was on the agenda (57.5).

59.6 Minutes of meeting 58 held on 2 Mar. 2017

The minutes of meeting 58 held on 2 Mar. 2017 were approved.

59.7 Matters arising from the above minutes and actions

Matters Arising, below, are numbered according to their position in the action points table appended to the end of the previous minutes. The reference to the item where the action can be found in the previous minutes is given in brackets at the end of the action).

- 1 Notice of a vacancy for a Parent member of the Corporation had been: advertised on the College website at the start of autumn term 2017; sent out with a mailing to first year parents; advertised at the Dance Showcase and College concert in Dec. 2017; and at consultation evenings. The original deadline for applications had also been extended but no-one had expressed an interest in the vacancy or applied. The Mar. 2018 Corporation meeting had therefore agreed that the vacancy should be re-advertised in autumn term 2018, including at the Sept. 2018 New Parents' evening (58.4).
Action: Clerk/JW
- 2 Corporation's determined membership returned to 20 members from 20 Mar. 2017 (i.e. following the ending of Andrew King's term of office on 19 Mar. 2017), on the recommendation of the Committee (58.4).
- 3 The Mar. 2017 Corporation meeting agreed, on the recommendation of the Committee, to extend Mike Noddings' term of office as an ordinary Corporation member to 31 Aug. 2017 (58.4).
- 4 The Mar. 2017 Corporation meeting had agreed to appoint Jane Price in the ordinary Corporation member category from 1 Aug. 2017 for a period of 4 years (58.4).
- 5 The Mar. 2017 Corp. meeting had agreed to appoint Josaphine Goodwin as a Student member of the Corporation with immediate effect for a period of 4 years or until she left the College, whichever was the sooner (58.4).
- 6 The Mar. 2017 Corp. meeting agreed to temporarily increase Corporation membership to 22 members, including 3 Student Corporation members, pending formal receipt of George Bell's resignation as a Student Corporation member. Corporation's determined membership returned to 20 members from 20 Mar. 2017 i.e. following the ending of Andrew King and George Bell's terms of office (58.4).
- 7 Jackie Goodman had been appointed as the Chair of the Curriculum & Quality (C&Q) Committee for 2017/18 at the C&Q Committee's June 2017 meeting (58.4).
- 8 Committee vacancies had been advertised to Corporation members at Corporation meetings. Following committee appointments made by the Corporation between Mar. 2017 and Mar. 2018, there was currently a vacancy for an external co-opted Audit Committee member. Two expressions had been received from professional associations and would be followed up (58.4).

Action: Clerk

Membership matters

59.8 Clerk's report on Corporation composition & Corporation & committee vacancies

The Committee considered the following current and forthcoming Corporation vacancies.

(i) Vacancies in the ordinary Corporation member category

The Committee noted that John Gilleard's first 4-year term of office in the ordinary Corporation member category would end on 15 May 2018 and that he had indicated that he was willing to be considered for a second 4-year term of office.

It was noted that the Corporation did not place any limit on the number of terms of office a member could serve although re-appointments in the ordinary Corporation member category and the Parent member category were subject to the Corporation's re-appointment criteria and recommendation by the Search & Governance Committee to the Corporation.

Members noted, with reference to the Corporation's re-appointment criteria, that John Gilleard has particular skills in accountancy, audit and financial management and was Chair of the Audit Committee. It was noted that the Education & Skills Funding Agency (ESFA) Audit Code of Practice required that 'collectively, members of the (Audit) committee should have recent, relevant experience in risk management, finance and assurance'. It was noted that John Gilleard attendance record both as a Corporation and committee member was good.

The Committee agreed that John Gilleard had skills and experience which remained relevant to the work of the Corporation and that he met the Corporation's agreed criteria for re-appointment.

The Committee noted that Caroline Dawes, who was Assistant Headteacher (Director of Science, Technology and Engineering) at the Yorkshire & the Humber Co-operative Learning Trust (YHCLT), which included Kelvin Hall School, had resigned as a Corporation member in the ordinary member category on 31 Jan. 2018. Members noted that Caroline Dawes' particular skills were in secondary education and that she had been a member of the Corporation's Curriculum & Quality Committee and the Student Committee.

It was noted that John Wilson, as Chair of the Search & Governance Committee, with the Principal, Jay Trivedy, had met on 23 Apr. 2018 with Patrick Cavanagh (Executive Headteacher (Secondary) at YHCLT), who was based at Kelvin Hall School and who had expressed an interest in joining the Corporation. Kelvin Hall School, which was a member of the YHCLT was a principal partner school for Wyke Sixth Form College as well as being a close geographical neighbour. It was noted that there was a long standing precedent for the governing body of each including a representative from the other educational institution, reflecting this close relationship. Members also noted that the YHCLT now included Newland School for Girls, which was also a key partner school for the College.

Given the Corporation's non-delegable responsibility for setting the College's educational character and mission and for monitoring its activities, including academic quality, it was noted that educational expertise was a key part of the Corporation's skills mix. It was also noted that, in addition to monitoring at Corporation level, the Corporation's Curriculum & Quality Committee required sufficient Corporation members with educational expertise to enable it to fulfil its remit. Corporation members with skills in education included Jackie Goodman (who had skills in sixth form and further education), Dina Lewis (who had skills in schools and higher education) and Amanda Wilcox (whose key skills related to HE administration and regulation but who also had experience of FE and Academies).

The Committee agreed that Patrick Cavanagh's skills and experience in secondary education would be a direct replacement for those lost following Caroline Dawes' resignation as a Corporation member.

(ii) Vacancies for staff and student members of the Corporation

The Committee noted that Jim Darmody's current term of office as an elected Teaching Staff member of Corporation would end on 8 July 2018 and he was not seeking re-appointment. The Clerk would therefore arrange elections for a teaching staff member of the Corporation.

Action: Clerk

It was noted that the 2 Student Corporation members' current terms of office would end on 31 Aug. 2018 and that the Student Association Executive would nominate Student Corporation members for 2018/19 following the Student Association Executive elections.

Action: Clerk/VR

(ii) Vacancy for a Parent member of the Corporation

Members noted that the Corporation currently had one Parent member, Ruth Dönmez, and that there was a vacancy for a second Parent member, which it had been agreed should be advertised in Sept. 2018.

The Committee noted that Parent members of the Corporation were appointed for 4 years or until their child left the College, whichever was the sooner and agreed that the Clerk would report to the June 2018 meeting of the Committee on when Ruth Dönmez's current term of office was due to end.

Action: Clerk

The Committee agreed to recommend to the Corporation:

- The re-appointment of John Gilleard as a Corporation member in the ordinary Corporation member category for a second term of 4 years from 22 May 2018;***
- The appointment of Pat Cavanagh, Executive Headteacher (Secondary) at the Yorkshire & the Humber Co-operative Learning Trust, as a Corporation member in the ordinary Corporation member category for a period of 4 years from 22 May 2018.***

Action: Chair

Documents from outside bodies

59.9 Documents from the DfE, EFSA, SFCA and other outside bodies

It was noted that there was nothing to consider under this item.

Final agenda items

59.10 Any other business

There was no other business not already on the agenda.

59.11 Risk management - items identified at the meeting

No new items of risks had been identified at the meeting.

59.12 Date of next meeting

The Committee was next due to meet on Tues. 26 June 2018 at 3.30pm.

Fiona Bagchi
Clerk to the Corporation

**SEARCH AND GOVERNANCE COMMITTEE OF CORPORATION
MINUTES OF MEETING 60 HELD ON TUESDAY 26 JUNE 2018**

Present: John Wilson (Chair), Jane Price (Committee member), Phil Taylor (Committee member), Jay Trivedy (Principal)

Clerk: Fiona Bagchi

60.1 Apologies for absence

Apologies were received from Dina Lewis.

60.2 Declaration of interests

The following declarations of interest were noted: Phil Taylor's term of office would end in Feb. 2019 (noted at the start of the agenda as due to be considered at agenda item 60.7 (Corporation and Committee vacancies)); Jane Price's expression of interest in joining the C&Q Committee (noted at agenda item 60.7 (Corporation and Committee vacancies)).

Minutes & matters arising

60.3 Minutes of Special meeting 59 held on 1 May 2018

The minutes of Special meeting 59 held on 1 May 2018 were approved.

60.4 Matters arising from the above minutes and actions

appended to the end of the previous minutes. The reference to the item where the action can be found in the previous minutes is given in brackets at the end of the action).

- 1 The establishment of a governance working group would be considered later on the agenda (59.5).
- 2 The Clerk would review use of the online audit of skills form as part of a review of how to make better use of the Corporation section of Moodle (59.5). **Action: Clerk**
- 3 Two expressions of interest for external co-opted Audit Committee member vacancy remained to be followed up (59.5 & 59.7). **Action: Clerk**
- 4 The Mar. 2018 Corp. meeting had agreed that the vacancy for a Parent member of the Corporation should be re-advertised in autumn 2018, including at the Sept. 2018 new parents' evening (59.7) **Action: Clerk/Chair of Corp.**
- 5 *It was agreed that the election for a Teaching Staff member of the Corporation should be held in Sept. 2018* (59.8). **Action: Clerk**
- 6 It was noted that Lacey Trebilcock had been elected as Student Association Executive President for 2018/19 and would therefore continue for a second year as a Corporation member. A second nomination from the Student Association Executive was required for 2018/19 and would be presented to the Sept. 2018 Corporation meeting (59.8). **Action: Clerk/VR/LT**
- 7 It was noted that Ruth Dönmez's daughter would be a student at the College in 2018/19 i.e. Ruth Dönmez's current term of office was therefore currently expected to end on 31 Aug. 2019 (59.8).
- 8 John Gilleard had been re-appointed for a further term of office of 4 years as a Corporation member in the ordinary category at the May 2018 Corporation meeting (59.8).
- 9 Pat Cavanagh, Executive Headteacher (Secondary) at the Yorkshire & the Humber Co-operative Learning Trust, had been appointed as a Corporation member in the ordinary Corporation member category for a period of 4 years from 22 May 2018 (59.8).

60.5 Annual review of confidential minutes

The Committee noted that no confidential minutes had been produced during the period Dec. 2016 to date.

Membership matters

60.6 Clerk's report on Corporation composition

The Clerk reported that:

- The Corporation currently had an agreed membership of 20 members, with Instrument of Government 3(2) permitting up to 22 members to be appointed i.e. by increasing the number of members in the ordinary Corporation category from 13 to 15;
- The Corporation currently had 19 Corporation members, with 1 vacancy for a Parent member;
- 42% (8/19 members) of the current complement of Corporation members were recorded as female with 62.5% (5/8) in directly appointed categories and 37.5% (3/8) in the elected/nominated category;
- 58% of the current complement of Corporation members were recorded as male with just under 82% (9/11) in directly appointed categories and just over 18% (2/11) in the elected/nominated/*ex officio* category;
- BME (Black & Minority Ethnic) representation on Corporation was 10.5% (2/19) using Census categories;
- The student equality & diversity report recorded that in 2016/2017, 58% of students were recorded as female and 42% as male, with 7.3% of students from a BME group;
- The 2017 staff profile stated that 65% of staff were recorded as female and 35% as male, with 96.1% of the College's employees describing themselves as 'White British';
- The 2011 Census recorded around 51% of the national and local population as female and BME representation in Hull as 10.86%;
- Female representation on Corporation was therefore lower than that for the College's staff, student and local populations while BME representation was similar to that for the local population (as recorded in the 2011 Census) but above that for the staff and student populations.

Members noted that the Corporation had currently achieved its shorter term target of ensuring that female representation on the Corporation was no lower than the sector average (i.e. around 40%). It was noted that the Corporation had an agreed longer term objective of gender balance on the Corporation.

Members noted that the Corporation currently had a good general skills mix, including skills in audit, accountancy, financial planning, business, risk management, general management, IT, quality assurance, health & safety, equality & diversity, employment law, local government, child protection/safeguarding, education (primary, secondary, sixth form, FE, HE).

The Committee completed its review of the composition of the Corporation, noting that gender and BME representation would be affected by Corporation member terms of office due to end shortly and agreed that this should be kept under review by the Committee.

60.7 Clerk's report on & Corporation & committee vacancies

(i) Current and forthcoming Corporation member vacancies

The Committee noted:

- With reference to current Corporation member vacancies that, as noted earlier on the agenda, there was a vacancy for a Parent member of Corporation, which would be advertised in Sept. 2018, and a vacancy would arise for a second Student member of the Corporation (to be nominated by the elected Student Association Executive) from 1 Sept. 2018;
- With reference to forthcoming Corporation vacancies that:
 - Jim Darmody's current term of office as an elected Teaching Staff member of Corporation would end on 8 July 2018 and he would not seek re-election as he would be retiring from his post as a staff member;
 - The Principal, Jay Trivedy, would retire in Aug. 2018;
 - Under the Instrument of Government, the Principal was a member of the Corporation *ex officio* i.e. his successor, Paul Britton would be eligible to join the Corporation from the date of his appointment as Principal;

- The terms of office of the following Corporation members in the ordinary Corporation member category were due to end in 2019 i.e. the term of office of Phil Taylor would end in Feb. 2019, of Steve Sellers in May 2019, of Jackie Goodman in Sept. 2019, and of John Shipley in Sept. 2019.

The Committee noted that Phil Taylor was willing to be considered for re-appointment when his current term of office ended.

Action: Clerk

The Committee considered current and forthcoming Corporation member vacancies, noting that these would be considered further during 2018/19.

[Confidential minute].

(ii) Current Committee vacancies

The Committee noted the following vacancies on the Corporation's committees:

- There was a committee vacancy for an Audit Committee member, who could either be a full Corporation member or an external co-opted member, with two expressions of interest to be followed up, as noted above;
- 2 vacancies on the Curriculum & Quality (C&Q) Committee i.e. the committee currently had 4 members and a determined membership of 6 members;
- The C&Q Committee currently had external educational expertise in the areas of sixth form college, schools, FE, and HE.

Members noted that Jane Price had been appointed as a member of the C&Q Committee for its June 2018 meeting, under Chair of Corporation's action, and had expressed her willingness to be considered for permanent membership of the committee.

The Committee (excluding Jane Price) agreed to recommend to the July 2018 Corporation that Jane Price should be appointed as a member of the C&Q Committee.

Action: Chair

60.8 Report on training & induction in 2017/18

The Committee completed its review of Corporation member training and induction in 2017/18, noting that:

- Induction sessions on financial management and governance had been held for the Student members of the Corporation and for Pat Cavanagh, who had been appointed as a Corporation member in the ordinary category;
- In-house presentations had been made to the Corporation i.e. a presentation on Ofsted (Sept. 2017) and a presentation on the General Data Protection Regulation (GDPR) (May 2018);
- A proposed in-house briefing on the College's new website had not taken place, due to issues affecting the establishment of the new website;
- Corporation member online refresher training (applicable to some Corporation members only) in safeguarding and in equality and diversity was currently being undertaken, with a progress report to be made to the July 2018 Corporation meeting.

Action: Clerk

The Committee completed its review of Corporation member training & induction in 2017/18.

Members discussed Corporation training/briefing sessions in 2018/19, noting that strategic planning sessions might also need to be included on the Corporation agenda for 2018/19 e.g. at the Feb. 2019 or May 2019 Corporation meetings. It was noted that John Wilson, as Chair of the Corporation, would discuss the issue of strategic planning with the new Principal, Paul Britton.

The Committee agreed the following in-house Corporation briefing sessions for 2018/19:

- ***A briefing on the College's parent portal;***
- ***A briefing on finance and funding (including the funding formula).***

Action: Clerk/LR/TW/JAD

60.9 Annual review of Corporation policies & procedures

The Committee agreed that the annual review of policies relating to the appointment of members, person specification and re-appointment criteria should take place at a meeting to be held in Sept. 2018.

Action: Clerk

Governance matters

60.10 Governance working group

The Committee considered a recommendation from the Clerk that a governance working group should be established to consider matters of governance practice (e.g. frequency of committee meetings, streamlining committee meetings/avoiding duplication, Corporation member training) as there was insufficient time at scheduled Search & Governance Committee meetings to consider this in detail.

The Committee agreed that an initial discussion of the Clerk's proposal to set up a governance working group should take place in Sept. 2018.

Action: Clerk

Committee matters

60.11 Deferred Items

The Committee noted that the following items had been deferred to Sept. 2018: (i) annual review of standing agenda items and terms of reference, (ii) performance checklist and performance indicators (PIs).

Action: Clerk

Documents from outside bodies

60.12 Documents from the DfE, EFSA, SFCA and other outside bodies

The Committee noted that the Sixth Form College's Association, SFCA had issued a Governor handbook, which included sections for statutory corporations and academies.

[Confidential minute].

Final agenda items

60.13 Any other business

There was no other business not already on the agenda.

60.14 Risk management - items identified at the meeting

No new items of risk had been identified at the meeting.

60.15 Date of next year's meetings

The Clerk would e-mail the dates of next year's meetings to members.

Action: Clerk

Fiona Bagchi
Clerk to the Corporation