

GOVERNANCE & SEARCH COMMITTEE



THURSDAY 2 MAY 2013

GATESHEAD COLLEGE

Report: Minutes of the meeting held on Thursday 31
January 2013

Author: Clerk

Action: Approve

Status: Closed

Present: Allan Steele (Chair)
Keith Cann Evans
Emily Cox
Robin Mackie
Richard Thorold

In attendance: Emma Moody (Clerk)
Gwyneth Jones (Minutes)

G/S506 Welcome/Apologies

Allan Steele welcomed everyone to the meeting. No apologies had been received.

The Chair invited members to declare any interests on any item on the agenda. No interests were declared at this stage in the meeting; however, members noted that should the direction of debate on any item result in a potential conflict of interest this should be indicated during the meeting.

G/S507 Minutes of the meeting held on Friday 16 November 2012

The minutes of the meeting held on Friday 16 November 2012 were accepted as a correct record.

G/S508 Matters Arising

G/S500 - The Chair referred to the comments he had made at the last meeting regarding succession planning and having two vice-chairs. The Instrument and Articles of Government would need to be amended to allow this to happen. This had not been covered in the draft changes that the Clerk had prepared (which were based on the Board meeting discussion on 13 December) but would be added before the Board was asked to adopt the changes.

G/S502 - The Chair mentioned the action point relating to 'the Principal ensuring that all new governors received a suitable induction'. It was noted that Board Development/Governor Induction was listed on today's agenda.

G/S503 - A member referred to the paper on Subsidiary Companies which was scheduled to be discussed at the Board meeting on Thursday 7 February 2013. This paper had originally been due to be discussed at the December Board meeting but due to time constraints it had been deferred to the February Board meeting. It was agreed that this item would be discussed under Any Other Business at the Finance and General Purposes Committee taking place later that day.

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G/S509 Update on Carver/Policy Governance model

The Principal advised that the Modernisation of Governance had been discussed at the December Board Meeting. He explained that the Clerk had attended a full day meeting on the Carver model in York. The Principal and the Clerk had then met to look at the documents involved. A facilitator would be attending the Board meeting on Thursday 7 February 2013 to give a presentation on the Carver model. The model would be a significant “mind shift” in how the College was governed. The Board would need to have a robust debate about the model to see if they want to follow it. The Clerk advised that other colleges at the session who had adopted the Carver model had kept some of their committees. The Chair of the Corporation commented that there was a need to take people through the process looking at how to support Governors and their participation.

A member indicated that he had picked up tensions at an AOC meeting he had attended as the Carver model went against the growing importance of Academic Standards Committee. The Principal advised that Ofsted had criticised Governors for not understanding everything that was happening across the College. The member said that Ofsted had come in for a lot of criticism at the meeting too. The Principal explained that in his report for the February Board meeting, his first item was about Ofsted and how schools were treated completely different to colleges re: the measures that were used. The Chair of the Corporation suggested that a communication should be sent to Governors encouraging them to look at the paper on the Carver model ahead of the discussions at the February Board meeting so as to maximise time for discussion. His view was that members knew what the model was and why it could be advantageous, but needed to know more about the “how” – ie how it would be implemented.

RESOLVED to note the contents of the report

G/S510 Register of Interests

The Chair of the Corporation advised that the outstanding form had been returned from the Governor concerned.

RESOLVED to note the contents of the report

G/S511 Mid Year Update on Attendance

The Clerk provided a brief overview on Governor attendance and advised that figures showed an improving performance. The only meeting with attendance below 70% was the Academic Standards Committee on 14 November 2012.

RESOLVED to note the contents of the report

G/S512 Modification to the Instrument and Articles of Government

The Clerk confirmed that she had noted the Chair’s comments that references to two vice-chairs needed to be added to the Instrument and Articles of Government before it went to the February Board meeting. She had also noted the comments made by a Governor at the December Board meeting about ‘written resolutions’ where there had been some discussion about whether the wording ‘under exceptional circumstances’ should be included. She advised that written resolutions would only be used when there were timing issues such as over the summer period. The Chair highlighted that written resolutions would be used by exception and not

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as a regular method of agreement, but we would make the I & A flexible in this regard so that written resolutions could be passed by majority and not merely in exceptional circumstances, but where a need arose. This followed the example set under companies legislation.

It was agreed that the following wording should be included in the Instrument and Articles of Government. 'A resolution of the members may be passed at a meeting in accordance with this clause 14 or as a written resolution, provided that the proportion of members who would have been required to vote in favour of such a resolution at a meeting signify their agreement to such a resolution, either by signing a copy of it or by such other method as stipulated by the Clerk at the time of circulation'. This wording needed to be amended in the document before it went to the February Board meeting.

A member suggested having two or three people as potential Vice-Chairs and the Principal thought there should be a system of 'succession planning'. The Chair indicated that all Board members should be asked whether they would be interested in becoming Chair or Vice-Chair. The power to have up to two Vice-Chairs would be permissive, not obligatory.

RESOLVED to approve the amendments to the Instrument and Articles of Government and for them to be presented to the Board for adoption

G/S513 Board Development/Governor Induction

The Principal presented a report which advised the Committee of the introduction of a formal process for the induction of new Governors. He explained that this role had been undertaken by the Clerk previously. He and the Clerk had been tasked by the Chair of Governance and Search Committee to work together to produce a more formal induction process and an information pack that would enable new Governors to better understand their roles and responsibilities and the legal implications of agreeing to become a College Governor. The agenda for the Governors Induction morning on 23 January 2013 was attached to the report for information along with the slides that were used to present each element of the Induction. The information pack contained a Welcome to new members, Contents page, Overview of the College, Roles and responsibilities of the Leadership Team. He had received an email from one of the Governors who had attended the Induction to say that she had found the session very useful. She was following up her Induction with a tour of the different College sites with the Managing Director, Business, Innovation and Development. Both the Clerk and the Principal agreed that a longer session would be needed for the Induction. The Chair of the Corporation thought that the Governors involved should be asked to complete a short questionnaire to provide feedback. The Chair commented that the induction appeared to have been a useful session and a member thought the Organisation Chart included in the information pack was good as it raised awareness on where everyone fit into the College. The Principal advised that the intention was to post the information on the Governors section of the website.

The Chair noted that he had received some informal comments from a Governor about the subsidiary companies and he would discuss these with the Principal and look to make a formal response.

RESOLVED to note the contents of the report

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G/S514 Any Other Business

Confidential Item

The report and the record of discussion on it are 'closed to public access'.

G/S515 Date of next meeting

The next meeting is scheduled for Thursday 2 May 2013.