

CARDINAL NEWMAN COLLEGE

BOARD OF GOVERNORS – GOVERNANCE AND SEARCH COMMITTEE

A meeting of the above Committee was held at 2.00 p.m. on Wednesday 25 January 2017 in the Conference Room at the College.

Members present:

Richard Ainscough, Chair
Nick Burnham, Principal
Peter Halpin
Len Hampson
Adrian Metcalf
Helen Seechurn

Officers in attendance:

Bob Deed, Clerk

MINUTES

1 Opening prayer

The meeting commenced with a prayer.

2 Welcome, introductions and apologies

Apologies have been received from Father Luiz Ruscillo.

3 Declarations of interest

There were no declarations of interest.

4 Minutes of the last meeting

The minutes of the meeting of the Committee held on Wednesday 12 October 2016 were agreed as a true record.

5 Matters arising from the minutes

There were no matters arising from the Minutes of Wednesday 12 October 2016 not addressed elsewhere on the agenda.

6 Risk register: termly update

The Committee reviewed the risk register in relation to governance risks.

7 Composition of the Board of Governors and Committees of the Board

The Clerk introduced the paper setting out the membership of the ad hoc committees as requested by Governors. The Committee noted the need for review following the changes in the membership of the Governing Body.

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The Chair proposed that Helen Seechurn should be Vice Chair of the Suspension Appeals Committee.

The Committee agreed to recommend the proposed membership of ad hoc committees to the Governing Body with Helen Seechurn as the Vice Chair of the Suspension Appeals Committee.

The Clerk introduced the document listing Governors by category with end dates. He noted that re-appointment paperwork had been submitted to the Diocese for the three Foundation Governors whose terms were ending. It was agreed that Father Luiz Ruscillo, Len Hampson and Adrian Metcalf brought valuable skills and had made a valuable contribution to the Governing Body. The Clerk asked the Governors to complete the self-assessment forms requested by the Diocese.

The Committee confirmed that the re-appointment of Father Luiz Ruscillo, Len Hampson and Adrian Metcalf would be presented to the next meeting of the Governing Body for confirmation.

Following a query about the end date of Peter Tower's appointment, the Clerk noted that the list was incorrect as Peter Tower's term ended later in 2017. It was suggested that Peter Tower was under the impression that his term was ending imminently.

The Committee asked the Clerk to clarify the end date of Peter Tower's appointment.

The Committee noted that Peter Tower made a valuable contribution to the Governing Body with his experience of business and understanding of audit and risks management. As a practicing Catholic, it was noted that he would be an appropriate choice as a Foundation Governor if there was a vacancy.

The Committee agreed to recommend Peter Tower's re-appointment when his term as Parent Governor ended – in the absence of a vacancy for a Foundation Governor, the appointment would be as a co-opted Governor

8 Actions following the governance review

The Clerk briefly outlined progress with implementing the actions coming out of the 2016 governance review. He noted that several actions were addressed by the next agenda item. He confirmed that the next meeting would receive a further update on progress.

9 Draft governance documents

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The Clerk introduced the draft Governor role description which had been prepared in the same format as the role descriptions for the Chair and Vice Chair already approved. The Chair suggested that the role description should note the additional responsibilities of Foundation Governors and more fully reflect that Governors were expected to be an “example of” as well as committed to the College’s mission.

The Committee agreed to recommend the draft governor role description to the Governing Body subject to the inclusion of reference to the additional responsibilities of Foundation Governors and the expectation that Governors should be exemplars of the College’s mission.

The Clerk introduced the draft document on the role of Link Governors. The Chair suggested that the feedback should be on a termly basis. In response to a query from the Committee, the Clerk proposed that the allocation of Link Governor roles should be considered on an annual basis alongside consideration of committee membership.

The Committee agreed to recommend the Document on the role of Link Governors to the Governing Body subject to the inclusion of the reference to termly feedback.

The Clerk explained that the annual cycle of committee business was largely derived from the previous terms of reference. He noted that there had been some changes required from the committee re-structure and others from newer areas of activity such as Higher Education.

The Committee agreed to recommend the draft annual cycle of committee business to the Governing Body.

10 Determination of any items to be treated as Confidential

There were no items which required treatment as Confidential.

11 Date and time of the next meeting

The next ordinary meeting of the Committee is scheduled to be held at 4.00 p.m. on Wednesday 10 May 2017.

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