

CARDINAL NEWMAN COLLEGE BOARD OF GOVERNORS - SEARCH COMMITTEE

A meeting of the above Committee was held at **2.00 p.m.** on **Wednesday 15th February 2016** in the **Conference Room at the College.**

Members present:

Richard Ainscough, Chair
Nick Burnham, Principal
Peter Halpin
Len Hampson, Deputy Chair

Officers in attendance

Bob Deed, Clerk

Apologies:

Father Luiz Ruscillo
Helen Seechurn

MINUTES

1 Opening prayer

The meeting commenced with a prayer.

2 Welcome, introductions and apologies

Apologies had been received from Father Luiz Ruscillo and Helen Seechurn.

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 3rd February 2015 were accepted as a correct record and signed by the Chair (file copy entered).

5 Matters arising from the minutes

The Clerk informed the Committee that he will be drafting a Link Governor role description and a feedback report template over the summer. Due to other priorities since the last Committee meeting, including Area Review preparation, it was not practical for the Senior Management Team to draft governing briefing documents.

6 Governance review including self-assessment

The Clerk introduced the draft governance self-assessment report with the appendix setting out how the College compared with the content of the Association of College's (AoC) Foundation Code of Governance.

The Committee discussed the relevance of the AoC's Code of Governance. It was noted that while some of the content was not consistent with the constitution of Roman Catholic sixth form colleges and parts may not be appropriate to sixth form colleges, there was no alternative code of governance available.

The Committee agreed that the AoC's Code of Governance could usefully provide benchmarks for governance best practices without having to be formally adopted.

The Committee discussed the benefits and implications of the proposed combination of the Curriculum, Quality and Standards Committee with the staffing remit of the Staffing and Remuneration Committee. The Clerk noted that a single committee would reflect the close links between staffing and quality as well as deal with cross-cutting themes. The risk of a committee with too broad a remit was discussed. It was noted that the two committees have a lighter agenda than other committees and that some issues would no longer be duplicated. The Clerk suggested that the terms of reference of the Curriculum, Quality and Standards Committee did not fully reflect the work of that committee with its particular focus on quality rather than the detail of curriculum changes.

The Committee agreed to recommend to the Governing Body:

Clerk

- **the Curriculum, Quality and Standards Committee should be merged with the Staffing and Remuneration Committee to form a Quality, Curriculum and Staffing Committee;**
- **the responsibility for senior postholders' remuneration should move to a Remuneration Committee comprised of the Search Committee but not the Principal;**
- **the Quality, Curriculum and Staffing Committee should initially have the terms of reference of the Curriculum, Quality and Standards Committee and the staffing remit of the Staffing and Remuneration Committee;**
- **the terms of reference of the new Quality, Curriculum and Staffing Committee should be more fully reviewed during 2016/17.**

The Committee discussed the proposal for a change in the Committee's name to the Governance and Search Committee to reflect its role.

The Committee agreed to recommend to the Governing Body that the Governance Committee should be renamed the Governance and Search Committee.

Clerk

The Clerk noted that while there was a range of experience, expertise and skills on the Governing Body, there was a gender imbalance. There was a discussion about how this could be done. The Committee agreed that it valued diversity and would continue to seek to broaden the Governing Body.

The Committee agreed that equality and diversity should be considered during 2016/17 in the drafting of the policy on the nomination and recruitment of governors proposed in the governance review document.

Clerk

There was a discussion of governor appraisal. While the Committee viewed appraisal as inappropriate given the voluntary nature of the role, the Committee was supportive of governors reflecting on their contribution and development. This would be further discussed in the near future.

The Committee considered how the governance self-assessment might be reviewed either externally or through a process similar to the curriculum self-assessment panels. The Deputy Chair suggested Colin Richards who has inspected leadership and governance for Ofsted.

The Committee agreed that the governance self-assessment and the appendix should be adopted subject to minor amendments on equality and diversity.

Clerk

The Committee further agreed that:

Clerk

- **the governance self-assessment should be subject to review in a similar manner to curriculum self-assessment reports; and**
- **The Audit Committee should consider later in the year commissioning an external assurance review of governance as part of the College's assurance plan.**

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

The Committee considered the update report on membership of the Board and the Committees. The resignations of Father Tim Sullivan and Zulekha Dala and their contributions to the College noted.

The Committee raised the implications for the proposed committee structure for membership of committees. The Clerk noted that the Curriculum, Quality and Standards Committee and the Staffing and Remuneration Committee were larger than the other committees. The Committee also noted the recent issue with quoracy for the Audit Committee. The Committee discussed the role of Helen Seechurn in bringing finance and resources expertise onto a larger Finance & Premises Committee. Also the possibility of Matthew Ainge moving to the Finance & Premises Committee was suggested. It was noted that Bob Eastwood had expressed an interest in the Audit Committee and that the new Foundation Governor could replace Father Tom Sullivan on that Committee.

The Committee asked the Clerk to prepare a document proposing committee memberships in 2016/17 including the changes suggested by the Committee. Clerk

The Committee confirmed that Bob Eastwood should join the Audit Committee Clerk

The Committee agreed to recommend to the Governing Body the appointment of Connor Dwyer and James Keen as Student Governors. Clerk

8 Governance attendance

The Committee discussed the record of Board and Committee attendance for the year to date. The Clerk confirmed that the Governing Body had a target of 70% for the attendance of governors as a whole. The Board and Committees exceeded this target by a significant margin.

9 Succession planning

The Principal suggested that there was a need to management structures under review. The Principal noted that there have been difficulty of appointing principals in the Roman Catholic sixth form college sector. The Committee discussed the implications for the College.

10 Risk management update

The Clerk noted that the succession planning risk was among the highest net risks. The Committee discussed the risk. The College's financial health, academic success and organisational momentum were identified as mitigating the risk

11 Policy review: draft Procedure for ensuring and assuring the Clerk's independence

This item was rolled forward to the next meeting. Clerk

12 Determination of any items to be treated as Confidential

There were no items considered to be Confidential.

13 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 7 October 2016.