

CARDINAL NEWMAN COLLEGE

BOARD OF GOVERNORS – GOVERNANCE AND SEARCH COMMITTEE

A meeting of the above Committee was held after the Remuneration Committee at 2.00p.m. on Wednesday 8 May 2019 in the Principal's Office at the College.

Members present:

Richard Ainscough, Chair (F)
Nick Burnham, Principal
Peter Halpin (F)
Len Hampson (F)
Helen Seechurn (F)

Officers in attendance:

Bob Deed, Clerk

MINUTES

1 Opening prayer

The meeting commenced with a prayer.

2 Welcome, introductions and apologies

The Clerk noted apologies from Adrian Metcalf and Canon Luiz Ruscillo.

3 Declarations of interest

There were no interests declared.

4 Minutes of the last meeting

The minutes of the meeting of the Committee held on Wednesday 23 January 2019 were accepted as a correct record and signed by the Chair (file copy entered).

5 Matters arising from the minutes

In relation to the discussion about former students becoming governors, the Clerk noted that a Facebook post had invited alumni to express an interest in participating in the College's governance. There was some initial interest.

The Clerk said that he had made enquiries into advertising through Catholic Voice and in parish newsletters. The Clerk had also used the Inspiring Governance website to identify potential candidates for governor roles. He would circulate the profiles to the Chair.

6 Principal's update

The Principal updated the Committee on developments with Section 48 inspections including plans for national framework and dedicated sixth form college inspectors. He thought that Section 48 inspection was not imminent but the College was reviewing practices and preparedness.

The Chair asked the Principal to keep the Committee informed of developments.

The Principal noted that ministerial approval had been granted for the Lancaster University School of Mathematics. There had been two successful Project Steering Group meetings. He said that the Trust was now being set-up.

The Principal explained that the College would nominate three of the five Members of the Trust. The former Principal of Birkenhead SFC, Kathryn Podmore, and the former Principal of Carmel College, Rob Peacock, had been asked and agreed. He had also met John Calvert.

The Principal briefed the Committee on the meeting which he attended of the Maths Schools Network at Exeter University's Maths School.

The Principal noted the work which was progressing including the plan to appoint a project manager.

[Len Hampson left the meeting.]

There was a discussion of the management, financial and property issues around the Maths School.

The Principal updated the Committee on the land purchase proposed at the March meeting of the Governing Body. Heads of Term had been exchanged.

7 Risk register: termly update

A Committee suggested that the governance risk about effective governance was too non-specific. The Clerk agreed that in general diverse risks should not be consolidated but noted that the component governance risks might individually have a very low score. He suggested that the members of the Governance & Search Committee would have a useful perspective on the issue.

The Clerk was asked to prepare a paper on the governance risks for discussion at the next meeting of the Committee.

The Chair raised the issue of the reliance of the College on the Principal. The Clerk noted that the succession risk for the SLT as a whole was on the Remuneration Committee's section of the risk register. The Principal outlined the issues for the College. He stressed the importance of experienced Principals, such as Peter McGee, advising on suitable candidates.

The Principal was asked to review the succession risks for himself and the rest of the SLT.

The Clerk highlighted the risks around succession planning for the Governing Body. There was a risk that there would be several vacancies in the near future.

The Principal noted the need to be sure of the suitability of candidates before appointment to the Governing Body. There was a discussion about the possibility of suitable candidates being invited, after interview, to be co-opted committee members.

8 Governance assurance review: action plan and progress report

The Clerk introduced the paper which showed that remaining actions from the governance assurance review. The Chair asked for more information on point 5.

The Committee requested that the next governance action plan and progress report include more detail on item 5.

9 Governing Body and Committee membership

The Clerk confirmed that Andrew Wygladala had been re-appointed by the Diocese but the College was awaiting a copy of the paperwork.

The Chair noted the earlier discussion and the current co-opted governor vacancy.

The Clerk was asked to prepare a plan for the next meeting of the Committee to progress a recruitment process for governors including potentially co-opted committee members.

10 Calendar of meetings

The Clerk introduced the draft calendar of meetings. He noted that the timing of meetings was broadly in line with the current year's calendar. He also drew the Committee's attention to the inclusion of the summer term Governing Body during the SLT/Governors' Conference, which had been the successful practice in recent years.

The Committee agreed that the draft calendar of meetings

11 Agenda for the SLT/Governors' Conference

The Chair highlighted the need to discuss mission and ethos in the light of challenges including growth in student numbers. The Principal noted the importance of growth to safeguarding the College's existence, mission and ethos. He said that he was proposing to present to the SLT/Governors' Conference with the Lay Chaplain on mission and ethos.

The Chair noted how these issues fitted with the preparation for the next three year Strategic Plan.

The Committee agreed that the draft agenda for the SLT/Governors' Conference

12 Clerk's job description

The Clerk explained that the revised clerking job description had been delayed as it was to have been considered by earlier Remuneration Committee meetings which were cancelled and it was caught in a discussion about the Data Protection Officer role description. The draft presented to the Committee was based on the Association of College's model but revised to reflect the role of the Diocese as an important stakeholder.

The Committee resolved to recommend the job description to the Governing Body.

13 Committee self-assessment including review of terms of reference

The Chair noted that all committees were feeding into the governance self-assessment process. The Clerk introduced the paper. The Committee discussed how the Committee effectively discharged its responsibilities.

The Committee agreed that the terms of reference of the Committee did not require amendment.

14 Governance SAR

The Clerk gave a short verbal report on the governance self-assessment process for the year. He suggested that the validation panel for the governance SAR was a useful innovation last year.

The Committee agreed that the next meeting would consider a draft governance self-assessment which would be subject to validation panel including the College's critical friend.

15 Determination of any items to be treated as Confidential

There were no items deemed to be confidential if the minutes were published after the public announcement of the Maths School.

16 Date and time of the next meeting

The next ordinary meeting of the Committee was provisionally scheduled for 18 September 2019.