

**THE FURTHER EDUCATION CORPORATION OF MIDDLESBROUGH COLLEGE
CONFIRMED MINUTES OF THE MEETING OF SEARCH AND GOVERNANCE COMMITTEE
15 FEBRUARY 2023**

PRESENT: R Davies (CG and Chair, H Ashton (CG); Z Lewis (Principal), P Lynn (CG);
S Shepherd (EM), P Studd (CG), I Wright (CG) and Z Foster (Head of Governance).

IN ATTENDANCE: R Lawson – External Reviewer

KEY: CG – College Governor, EM – External Member

1. Apologies for Absence –M McClintock (CG)

R Lawson was welcomed to the Committee meeting

2. Declarations of Interest – none

3. Minutes of Meeting of 26.09.2022 – approved as a correct record

4. Matters Arising – all in progress

5. External Review Update

R Lawson gave a brief update on early activity and it was noted that the draft report would be ready by early April for initial review.

6. Composition and Membership

Z Foster gave an update which included: consideration of the current skills and competencies; attendance for term 1; committee membership, link governors, and future vacancies.

Governors discussed: College governor terms of office and further recruitment to governor and external member roles – sectors of focus including health, construction, higher education, finance, and police; further strengthening of the Audit and Risk Committee with external member additions, future consideration of greater representation in relation to ethnicity and disability on the Board; greater use of local partnerships such as housing and social projects; Governing Body planning for Ofsted; Committee Chair and Vice Chair changes and options; and possibly reducing the number of the Board.

The recruitment of the Chair of the Governing Body was also discussed with firmer planning to be determined June-September 2023.

The Committee **agreed** to seek approval by the Governing Body at its March 2023 meeting of the following recommendations:

- That Sara Mirsalehi take over as Chair of the Remuneration Committee as of 21 March 2023 (the end date of Heather Ashton's term of office) and also join the Search and Governance Committee (by virtue of being a Chair of a Committee)
- That Jane Castor join the Remuneration Committee with immediate effect

Further Terms of Office – College Governors:

- That Peter's Studd final term of office due to end on 12 July 2023 be extended by one day to include the July Governing Body meeting on 13 July 2023
- Once confirmed with Marina, that her term of office be extended for one year (up to 31 October 2024) or until after the next College Ofsted visit whichever is the sooner
- Once confirmed with Phil Sharp, that he be given a second term of office at the end of his current term (22 March 2024) with an end date of 22 March 2028

After a lengthy discussion on possible candidates and sectors of focus, the Committee also **agreed** to progress a pool for interview in the summer term with Z Lewis making the initial contact.

7. Governance Self Assessment Areas for Improvement

Z Foster briefly reminded the Committee of the final outturn for 2021-22.

She then highlighted the changed presentation for the 2022-23 self assessment areas for improvement which were now aligned to the respective College/Directorate documents. Within the seven areas for improvement and 3 areas for development all were on track with the exception of 'succession planning for the Chair' (though it was acknowledged that some planning was starting to form within this area).

The Committee approved the new format agreeing it was much more accessible and user friendly.

8. Governance Performance Indicators Update

2021-2022 Performance Indicators – were **approved** by the Committee for inclusion within the Corporate Governance Annual Report which would be approved at the Governing Body meeting in March ahead of publication.

2022-2023 Performance Indicators – Z Foster outlined format changes in line with the Self Assessment documents. She also detailed progress within the areas, most of which were on track.

There was some discussion on meeting quoracy.

9. Training and Participation Update

Z Foster updated the Committee on training and participation which had occurred since the last meeting.

I Wright outlined the Audit and Risk Committee's commitment to greater cyber awareness knowledge over 2023 and this was discussed by the Committee more widely in terms of both Governor training, possible peer to peer training with other organisations and College developments through the Digital Strategy.

10. Governance related Documents and Policies for Review

Z Foster briefly outlined the minor changes to the four documents below which had been due for cyclical review:

- 10.1 Background Information for Governors
- 10.2 Governors Induction Programme
- 10.3 Governors Nomination Process
- 10.4 Code of Conduct for Governors

After consideration, the Committee **agreed** to recommend for approval by the Governing Body at its March 2023 meeting.

.

11. Date of Next Meeting

- 11.1 Monday 12 June 2023 at 2.30pm
- 11.2 Draft Calendar 2023-2024 – was recommended for approval by the Governing Body at its March meeting.

12. Any other Urgent Business – R Davies

None taken.

The meeting closed at 3.50pm