TyneCoastCollege

Meeting of the Governance and Search Committee

Venue:	STC Conference Room 1
Date:	Wednesday 15 November 2023
Time:	4.00pm – 5.35pm
Present:	Colin Seccombe (In the Chair) Surajah Hunter Lindsey Whiterod
Apologies for absence:	Mark Overton Alain Reynier
In Attendance:	Neil Longstaff (Director of Governance)

ACTION TRACKER

Item	Summary of Action Required	By whom	Status	Comment / Update
Meeting: 15 Nov 2023				
6.	**Governance Update including Succession Planning** ii. That Donya Urwin be recommended for the position of Vice-Chair for Finance and Resources Committee.	**NL**		Declined owing to personal commitments
	iii. That the Chair of the Board be asked to remind governors in the planned 1-2-1s, of their training opportunities and/or ask them for any training requirements, which could then be added to the Training Plan and to seek future commitments to senior roles e.g. Chair/Vice-Chair.	**NL**		Standing question in 1-2-1
	iv. That the Succession Plan is recommended to the Board for approval.	**NL**		Approved by Board
	v. That Stone King is appointed as the Reviewer to undertake the external review of governance for the College.	**NL**		Actioned
8.	**Compliance with the Code of Good Governance** i. That the Committee accept the mapping exercise undertaken to date subject to Chair's final sign off regarding the matters requiring further clarification e.g. Environmental Sustainability and that it be shared with the Board.	**NL**		Reviewed and shared with Board
	ii. That the new Code of Governance be recommended to the Board for adoption as from 1 January 2024 and that future compliance be made against this document once approved.	**NL**		Accepted by Board
9.	**Governor Attendance 2022-23** i. That governors receive the report, acknowledging the information presented and that a summary be reported to the Board.	**NL**		Presented to Board
	ii. That attendances falling below target be referred to the Chair in order that he may raised these with the governors concerned during their 1-2-1.	**NL**		Actioned

MINUTES

ITEM	ISSUES	ACTION
1.	**Apologies for Absence** The Committee approved apologies for absence received from those identified above after having first considered the reasons for their absence.	
2.	**Declarations** **i. Declarations of interests** The Chair reminded members to declare any conflicts of interest as they arose on the agenda. **ii. Business to be raised under Item 11** None	
3.	**Minutes of the previous meeting** The minutes of the meeting held on 24 May 2023 were approved and signed by the Chair. **Matters arising not covered on the agenda** As shown on the Action Tracker in the above-mentioned minutes and/or as follows: Development Day **Q.** The Chair asked what might be covered on the next Development Event? LW suggested an update on what the FE Commissioners were focussing on. NL suggested an hour or so set aside for Link Governors to meet with their contact in College and those that did not have a Link Governor role could form a learning walk on an area to be determined closer to the day. These were supported by the Committee.	
4.	**Review of Committee Performance against TOR** The purpose of the report was to provide governors with details of the performance of the Governance and Search Committee during 2022-23. Members of the Committee (2022-23) had been asked to complete an online survey to review the Governance and Search Committee's performance during the previous academic year. There were no areas identified as being either ineffective or less than satisfactory. It was reported that overall governors graded the committee's performance as 'Very Good'. **Resolved: That the report is received and acknowledged.**	
5.	**Committee Workplan 2023-24** The Committee Workplan for the Governance and Search Committee for the forthcoming year was presented for information and review. NL informed members that the plan had been approved by the Board but there was an	

opportunity to review and update the future business to be conducted, if required.

Governors were reminded that further meetings were convened as 'Get to Know You' meetings as part of the governor recruitment process.

Resolved: That the Committee accepts the report, as presented.

6.	**Governance Update including Succession Planning**

This report aimed to plan for appointments in a timely manner and update the Committee on matters of governance.

The following were highlighted for consideration:
- The latest position regarding the membership of the Board.
- The re-appointment of two current governors for a further term of office.
- The Committee was to review the membership of the Committees of the Board to ensure best use is made of the skills and knowledge of governors across the Board.
- Details of the outcome of the FE workforce governor data collection 2021 to 2022.
- The formal appointment of an external reviewer to carry out the external review of governance for the College.
- An updated Succession Plan for approval.

Succession Planning and Appointments

Confidential item

Student Governor
NL reported that Student Services/Student Union were holding elections for the student roles on the Student Parliament from which the new Student Governor would be identified and serve on the Board.

Committees of the Board
The current membership of the various Committees of the Board were presented for review. The members of the Committee used the skills and knowledge survey recently completed by governors to determine a best fit for places on those committees where an increase in membership was required.

Governors were asked to identify potential Vice-Chair for Finance and Resources Committee and the Governance & Search Committee.

Training Plan
NL drew governors' attention to the 2023/24 Governor Training Plan, which included targeted training for governors such as AoC training/workshops for specific governors e.g. Chairs Workshops, Link Governors etc.

The Chair welcomed the format of the plan as it gave a clear indication of training either undertaken or planned, with costs.

NL shared with governors that the Link Governor for Safeguarding had completed a Level 3 training in safeguarding.

External Governance Reviews
Governors were reminded that from 2021 (August) onwards Colleges were now required to | |

have an external governance review every 3 years (first no later than July 2024).

It was noted that four approaches had been made to conduct the review. Governors considered the quotes received from the AoC and Stone King. It was noted that the other two providers had declined owing to it being deemed beyond their remit.

Responding to a question, NL explained that once a review has been completed the outcome and recommendations were reported to the Board and a summary was to be posted to the College website. The scope of the review was also highlighted and noted. Governors were made aware of further options which could be added to the review.

It was noted that the College already conducted an internal annual self-assessment of its governance arrangements.

Q. Timeline? Both the AoC and Stone King could start the review during the spring term 2024.

Succession Plan
An updated Succession Plan was presented and discussed.

Q. In the case of the CEO, one person should be identified to cover for the CEO – is this in place? Yes, it would be another Senior Post Holder who would fulfil this role.

Resolved:
i.	**That the report is received and information acknowledged.**	
ii.	**That Donya Urwin be recommended for the position of Vice-Chair for Finance and Resources Committee.**	NL
iii.	**That the Chair of the Board be asked to remind governors in the planned 1-2-1s, of their training opportunities and/or ask them for any training requirements, which could then be added to the Training Plan and to seek future commitments to senior roles e.g. Chair/Vice-Chair.**	NL
iv.	**That the Succession Plan is recommended to the Board for approval.**	NL
v.	**That Stone King is appointed as the Reviewer to undertake the external review of governance for the College.**	NL

7.	**Governance (SAR) Position Paper**	
	Confidential item	

8.	**Compliance with the Code of Good Governance**	

The purpose of the paper was to provide the Committee with an update on compliance with the Code of Good Governance.

Governors were made aware of the following:
- The Board adopted the English Colleges Code of Good Governance in July 2015.
- The current updated Code set out principal responsibilities and practices, which any college within the sector would need to adopt in order to show that it was conducting its business in the best interest of its students and funders. It was a 'comply-or-explain' code.
- This update had been completed against the current Code (2021).
- Governors were to consider the mapping exercise against the Code to determine whether the College was fully compliant (RAG rated). The full mapping exercise of the AoC Code had been posted to the Library on BoardEffect.
- The new AoC Code of Good Governance (2023) had now been released, which was a

4

	more succinct Code based on six key principles. The Committee was to make a recommendation to the Board on whether to adopt this new code.
	
	NL highlighted gaps in the 'Must' and 'Shoulds' that needed to be addressed. The governors reviewed those not RAG rated as 'green' and made suggestions for addition to the document. Further consideration was needed on the Environmental Sustainability.
	
	Resolved:
	    i. That the Committee accept the mapping exercise undertaken to date subject to Chair's final sign off regarding the matters requiring further clarification e.g. Environmental Sustainability and that it be shared with the Board.
	    ii. That the new Code of Governance be recommended to the Board for adoption as from 1 January 2024 and that future compliance be made against this document once approved.
		NL
		
		NL

9.	**Governor Attendance 2022-23**
	
	The purpose of the report was to inform the Board of the governors' attendance for 2022-23 and a three-year trend covering 2020-23.
	
	Governors' attention was drawn to the following:
	• Targets for attendance at Board and Committees meetings and for each individual governor had been set at 75%.
	• It was essential to monitor group and individual attendance, which ensured targets were being met and, if not, to address any difficulties that individual governors were having.
	• At Tyne Coast College, average attendance during 2022-23 was 81.04%, which was up on the previous year (79.65%,) despite an increase in the number of meetings.
	• National surveys had been undertaken through the Clerks Network to determine governors' average attendance rates. Figures for 2022/23 were 82.64% in a range of 69% - 94% (2021/22 were 82.49% in a range of 63% - 96.5%).
	• Attached were graphs showing governor attendances covering a three-year period (2020-2023) for the Committee to consider. Attendances for 2022/23 were also attached for reference.
	
	Resolved:
	    i. That governors receive the report, acknowledging the information presented and that a summary be reported to the Board.
	    ii. That attendances falling below target be referred to the Chair in order that he may raised these with the governors concerned during their 1-2-1.
		NL
		
		NL

10.	**Nominations for Dr Winterbottom Fellowships** Confidential item	
11.	**Any other business** None.	
12.	**Date and Time of Next Meeting:** **Wednesday 22 May 2024 at 4.00pm**	
13.	**Identification of Confidential Items** **Resolved: That Item 06 (Succession Planning), Item 07 (Governance (SAR) Position**	

5

| | **Paper) and Item 10 (Nominations for Dr Winterbottom Fellowships) are to remain confidential.** | |

Signed: .... **Date:** ....

6