

MOULTON COLLEGE

SEARCH AND GOVERNANCE

Minutes of meeting held on Thursday, 25th January 2024 at 8.30am,
The Barn, Moulton College

Present:	David McVean (Chair)	Independent Governor
	Ashley Clarkson	Independent Governor
	Pauline Hawkesford	Independent Governor
	Lucille Knapp	Independent Governor
	Charles Matts	Independent Governor
	Alastair Thomson	Independent Governor
	Corrie Harris	Principal

In attendance: Catherine Duro Head of Governance

SECTION A – ROUTINE AND STANDING ITEMS:

24/01 Apologies for absence (Agenda item 1)

No apologies were received.

24/02 Declarations of interest (Agenda item 2)

There were no declarations of interest.

24/03 Minutes of last meeting (Agenda item 3, Paper A)

The minutes of the meeting held on the **9th November 2023** had been circulated previously. The minutes were accepted as a true and accurate record.

There were no matters arising.

24/04 Actions outstanding (Agenda item 4,)

Updates were provided on all listed actions. It was agreed all actions were complete and could be closed.

SECTION B – GOVERNANCE 2023/24

24/05 HEBoS Terms of Reference (Agenda Item 5a, Paper B)

Background work to this proposal was shared and the detail was reviewed.

Governors made a number of suggestions. It was **requested** that a second student be involved, in addition to the HE Student Governor. The Committee **asked** to review the effectiveness of the Committee and the ongoing need after two years of operation. It was **asked** that apprenticeships be explicitly included, within the HE Curriculum. Finally, so as not to encourage meeting unnecessarily it was asked that the minimum number of meetings be amended to 3 meetings a year.

The Committee **suggested** that Elaine Limond be asked to Chair this committee to give confidence of HE experience, whilst avoiding any potential a conflict of interest Shan may have.

Resolved – that with the above changes the Terms of Reference be **recommended** to the Corporation Board for **approval**.

24/06 Sustainability Working Party - Terms of Reference (Agenda Item 5b, Paper B)

An update was provided on the ongoing development of the management sustainability committee and the governance of sustainability. It was asked that Matt Smith considers connections between the management committee, governors working group and the Corporation.

The Committee was advised a strong team of experience people had joined the management committee.

The importance of having land-based expertise in the working party, to bring challenge and scrutiny was agreed.

Resolved that the Terms of Reference be recommended to the Corporation Board for approval.

24/07 External review of governance - written resolution (Agenda Item 6, Paper C)

Committee supportive of the two stage review, to look backwards this year and assess the progress since the last review. This would be followed by a deeper review in the Autumn to consider further development the Governors could make.

It was recognised a new reviewer would be needed in three years' time.

Resolved that the appointment of Pauline Odulinski to undertake the 2024 external review of governance be **approved**.

24/08 Chair's report (Agenda Item 7, Verbal)

The Chair commented on the significant amount of work governors had been involved in this year. It was recognised that this all brought value, but that care should be taken not to take on too much at one time and risk diluting the impact.

An update was provided on the most recent meeting with the DfE/ESFA regarding the college's financial position. Governors were pleased to be further assured of the improving position.

An update was provided on the recruitment process for a new Principal/CEO.

24/09 AoC New Code of Governance – Position Statement (Agenda Item 8, Paper D)

The midyear position statement on the newly adopted Code of Good Governance was **received**. Governors were invited to forward suggestions to the Head of Governance who would maintain this as a living, clearly dated document.

It was **asked** how the audit programme could be linked around some of the themes listed. It was **suggested** that this be covered with the external review of governance partner and shared with the internal auditors for the next academic year.

24/10 Governance Improvement Plan (Agenda Item 9, Paper E)

An update was provided on the previously approved Governance Improvement Plan. It was agreed that this should be a live document, added to and updated as necessary. It was confirmed that feedback from the review against the Code of Good Governance and the External Review of Governance would further inform this plan.

The Committee agreed that a review of the college link governors should be prioritised. The use of 'board associates' to support governor activity, working parties and priority areas could also be further explored. **(Action)**

Governors considered the risk of creating an industry of governance, rather than governing management activity. It was reflected on if governors were slipping into operational business. The Head of Governance could manage this risk, through the terms of reference and agendas of the meetings. It was discussed that additional administrative support for governance should be considered. The effectiveness and scope of the college governance should be included in external review of governance and peer reviews. **(Action)**

An assessment of the perception of governance across the staff body should be undertaken, with work to improve the governor voice engagement with staff as needed. **(Action)**

24/11 Governor Succession Planning (Agenda Item 10, Paper F)

The governors' terms of service were reviewed. It was noted that the support staff governor's term was coming to an end. Recruitment would begin in September. **(Action)**

One independent governor was coming to the end of their term in October. The Committee unanimously agreed (excluding the member in question), that due to their financial expertise, knowledge and experience their term should be extended by two years. Recruitment should begin to allow for a period of at least one year with a co-opted governor to shadow and ensure continuity. AC agreed to accept this extension. **(Action)**

SECTION C – CLOSING ITEMS:

24/12 Any other business (Agenda item 11,)

The chair raised with the Committee that they had been contacted by a local Multi-Academy-Trust about the opportunities to work in partnership. It was agreed that there may be scope for collaborative working.

The Chair shared that a query regarding the designation of senior posts had been raised with them. It was agreed that with a new principal and as the college was growing and evolving now may be the time to consider this, it shouldn't happen before the new Principal was appointed though as the senior team must be appointed to optimise the college's leadership capacity. The need for open recruitment should a post be designated as a Senior Post was also confirmed.

Remuneration Committee would also be asked review the development of a senior leadership strategy. **(Action)**

It was agreed this would be a useful to ask candidates for the Principal's role what their ideal leadership team would look like and why.

24/13 Date of next meeting

Thursday, 4th July 2024 at 8.30 am.

Meeting closed 09.25