

HNC FURTHER EDUCATION CORPORATION

Search & Governance Committee Meeting held on 15th June 2023 from
5pm via Teams



Unconfirmed Minutes

Present: Ms M Boryslawskyj (Chair), Ms L Summers, Mr M Smith-Connor and Ms J Muscroft (attendance 100%)

Clerk: Mrs C Coupland

1. Apologies for Absence/ Declaration of Interest

There were no apologies for absence.

There were no declarations of interest by the committee.

2. Minutes from Meeting held on 28th February 2023

That the minutes be accepted as correct subject to one amendment of an identified typographical errors.

3. Matters arising

Code of Good Governance – ESG (point initially raised 2nd March 2022)

The Clerk reminded the committee that a revised version of the AoC Code of Good Governance for English Colleges (September 2021) has been made available for colleges to take account of.

A key change is the introduction of Environmental Sustainability principle. All principle expectations are 'should' not 'must' and as with any other principle or expectation, this will be on a 'comply or explain' basis. It also very much focuses on environmental sustainability.

Whilst the code expectations are not mandatory, work within this area will be key in supporting the college's strategic goal regarding shaping a better future which commits HNC to becoming a sector leading green college working towards net zero emissions (balancing the carbon emitted with the carbon absorbed) by 2038.

The Clerk advised members that the overarching sustainability strategic framework continues to be drafted however the following progress has been made:

- ESG policy has been written for implementation in the new academic year
- Lead staff are working with Trident Utilities (the college's energy consultants) to determine the base line of energy consumption to best inform future data analysis.
- The intention is to create a carbon accounting dashboard with all retrievable input data to enable the governors and staff (and students) to track progress made on improvement targets that are to be agreed to help the college work towards net zero by 2038.
- All data will also enable HNC to voluntarily report its energy and carbon impacts - Streamlined Energy and Carbon Reporting (SECR).

- Mandatory Staff training on sustainability has been incorporated into the CPD provision for 2023/24
- Efforts are being taken on creating and promoting sustainable travel plans (for staff and students) as well as supporting and funding changes to campus developments to better support environmental and social metrics
- Consideration is also being given on how best to deliver carbon literacy training to all students.
- Under the direction of the national FE climate action roadmap and guidance – the college is to work towards achieving an established status. Efforts are currently concentrating on securing HNC as an emerging college.
- The college is to sign up to a local Climate Action Pledge as a public commitment too.

The committee reported to be satisfied with the progress made to date by the college. The Clerk confirmed that she is to also update the F&R Committee at its next meeting given that this is the committee that is tasked with monitoring the college's sustainability efforts going forward. The committee agreed it worth while for the Clerk to brief governors on ESG at a later stage when the sustainability strategic framework is drafted.

Resolved:

- **That the verbal update be received**
- **For the clerk to brief the Corporation on ESG at a later stage when sustainability strategic framework is drafted.**

External Governance Review

The clerk reminded the committee that the Skills for jobs white paper set out various reforms to strengthen governance with additional Guidance for sixth form colleges and FE colleges published back on 20th May 2022.

The Guidance stated that an external governance review was required to independently evaluate governance effectiveness and that Colleges must have an external governance review (which should not be a peer or auditor's review) between August 2021 and July 2024, and every 3 years after that.

The Clerk confirmed that she had used a list of suppliers from Governance4FE website to provide a framework to inform the tender process given that the Crescent Purchase Consortium (purchasing framework usually adopted) does not currently extend to EGRs.

At the time of the tender deadline, 3 returns had been received – details of which have now been shared with the committee.

It was agreed by the committee for Ms Summers, Ms Muscroft and the Clerk to now complete the tender evaluation criteria and weighting exercise to inform decision making and recommendations to the corporation at its meeting on 6th July 2023.

Resolved:

- **For the sub-committee to meet to undertake the tender evaluation criteria and weighting exercise to determine recommendations to the corporation, at its meeting on 06.07.23.**

Managing Conflicts of Interest Policy

The Clerk reminded the committee that the policy was reviewed post disciplinary proceedings. Feedback was provided by the Chair of the Disciplinary Hearing and the HR Director, which also informed the annual review.

The first revised iteration of the policy was considered at the last committee meeting. Post deliberations, it was agreed that although the changes proposed were sensible; the policy needed to better explain how to identify and manage perceptions of conflicts and loyalties not just declared conflicts of interest.

The committee agreed with the Clerks recommendation to retitle the policy from “Managing Conflicts of Interest Policy” to “Declarations of Interests Policy and Procedure”. It was also agreed that the proposed changes better clarified the purposes and scope of the policy, explained how perceived or actual declarations will be used at the college and confirms the intention for declarations to be shared more widely internally and also to be published on the college’s website. It was noted that Privacy statements for Governors, committee members and applicants has been updated to reflect this change to current practice.

Post deliberations the committee resolved to recommend the approval of the Declarations of interest Policy and Procedure to the Corporation for immediate implementation, subject to the agreed amendments.

Resolved:

- **That the changes to the policy be recommended to the Corporation for approval and immediate implementation, subject to the amendments made.**

Accessibility Audit Update

The committee was reminded that on 19th January 2023, HNC received confirmation that the website had been monitored by the Government Digital Service. Notification confirmed that our website was checked on 17th January 2023 against the Web Content Accessibility Guidelines (WCAG) 2.1AA standard. Based on their testing, our site is partially compliant with WCAG 2.1 AA. This means that there are some things which are not fully accessible. It was also noted that there is no accessibility statement on the website which is a requirement.

The Clerk appraised the committee on the action taken by the college to date.

It was confirmed that the accessibility statement was first prepared on 31.03.23. It was last reviewed and changed on 11.05.23 after having received welcomed feedback from the Cabinet Office with regards to the section on Disproportionate Burden. The statement will be further updated once the new website is live and will remain subject to annual reviews thereafter.

The college has invested in an accessibility Plugin - Userway. This widget immediately offers a fully-accessible user experience to tailor to personal accessibility needs. It provides an immediate and more streamlined interface, users can then select profiles and features which are most helpful to them when using our website.

Staff at HNC are also undertaking accessibility training to inform future designs of marketing media that is accessible online – such as college prospectus and how word documents/PDFs are to be published in future to better meet accessibility standards.

The committee was advised that on 19th May 2023 correspondence was received from the assigned Accessibility Officer at the Government Digital Services of the Cabinet Office to confirm that it had been determined that the college’s statement is compliant.

Resolved:

- **That the report be received.**

4. Membership Determination & Vacancies

Corporation membership:

The Clerk advised the committee that at present the Corporation comprises of 13 Governors. There remains 3 vacancies to recruit to.

The Clerk explained that she had met with the Clerk at Kirklees College to further discuss the options raised at the last meeting for an exchange of SLT members to serve on the respective boards at each establishments. It was agreed necessary to build working relationships in the first instance; for example to continue to serve as critical friends to one another to inform ongoing quality improvements with a view to senior leaders in the first instance serving as co-opted members in due course rather than as external governors. An other idea discussed, is giving consideration to setting up a working group of interested staff and governors to explore and review the developments within the Local Skills Improvement Plans (LSIP) and Employer Representative Bodies (ERB). Initiatives will be explored over the next academic year.

The Clerk confirmed that Mr Webb's retirement is set for December 2023 when his second term of office expires. Keith Webb is currently the CEIAG Link Governor and serves on the Audit and R&P committee. Mr Williams is now appointed as CEIAG Link Governor designate. Vacancies will arise on the committees at the end of the calendar year should new recruits not be secured. The Committee was asked to note that a further pinch point for the corporation, looking ahead, is July 2024 when a significant number of long standing and high profile governors are set to retire:

- Chair of the Corporation
- Vice Chair of the Corporation
- Chair of audit
- Chair of F&R
- Co-opted member of F&R

The Clerk is to concentrate efforts on recruitment and also building succession plans for 2024/25, however committee was of the view that extensions to terms may be deemed necessary to ensure that change is over a sustained period of time rather than a 'cliff edge'. It was also noted that membership would be further dependent on any possible conversion to academy status which would reset all governors terms of office.

The Clerk was tasked with seeking out views from those governors whose terms are set to expire in July 2024 on whether they would be interested in agreeing to a 1 or 2 year extension.

Student Governor:

Mr Cormac Bowman is the serving Student Governor until Easter 2024. Cormac is to be invited to all Head student meetings to be able to keep abreast of student initiatives and to also serve as a link to the Corporation.

Staff Governor:

Ms Hayley Doyle is the appointed Staff Governor until July 2024. Ms Doyle would be able to stand for reappointment if she would so choose to at this point.

Parent Governor:

Ms Lindsay Lomas is the appointed Parent Governor. She continues to serve as the corporations SEND Link Governor.

Committee Membership:

Time was taken by members to review the membership of each committee. It was noted that opportunities for co-opted members also continue to be advertised. The Clerk continues to pursue all lines of enquiry.

The Clerk confirmed that Mr Watson has since resigned with immediate effect from his co-opted role on the F&R committee. He has relocated to Portugal.

The Committee also remained mindful of Hannah Haigh's recent resignation which has reduced the number of committee members to 4; (which will reduce further to 3 on Mr Webb's retirement at the end of the autumn term) efforts are therefore to concentrate on bolstering its membership.

The Clerk confirmed that she continues to seek co-optees from a HR background for this skill set is required in light of Ms Drury's resignation from the corporation. Ms Drury continues to serve as a co-opted member of the committee to provide support for the interim period. Bolstering of HR experts amongst the corporation and/or its committees would however serve purposeful to support academy conversion especially regarding its impact (or not) on staffing matters e.g. TUPE. It was noted that Ms Watterston, a newly appointed external governor, has also been appointed to the R&P committee.

Resolved:

- **That the report be received**
- **For recruitment efforts to continue to board vacancies and co-optee opportunities**
- **For the clerk to seek views of those nearing end of terms as of July 2024 to inform succession plans for 2024/25**

5. Standing Orders 2023: annual review

The committee was advised that a further review of the Standing Orders had been undertaken by the Clerk.

The amendments proposed were to cite the Quality & Standards Committee (introduced to the governance framework Nov 2022) and to also strengthen the references to declarations of interest policy and procedures given the revisions made to the existing policy.

The committee agreed with all changes proposed.

Resolved:

- **To recommend the changes to the Corporation for approval.**

6. Scheme of Delegation 2023: annual review

The clerk advised the committee that the scheme of delegation continues to accurately reflect current governance practices and remains compliant with legal requirements.

The committee was informed that the amendments required to the Scheme of Delegation are:

- to incorporate the Quality & Standards Committee's terms of reference that has been introduced since the date of the last review.
- To reflect the specific levels of financial delegation once determined for the Financial Regulations by the Finance & Resources Committee at their next meeting. The College's Financial Regulations is currently being cross referenced to the Managing Public Money Framework and to address a specific recommendation from the recent procurement audit advising that the procurement quotation and tender limits should be reviewed to introduce an additional threshold between £5k and the Public Procurement Regulations limit of £213,477 inc VAT.

The committee agreed with all changes proposed.

Resolved:

- **To recommend the changes to the Corporation for approval.**

7. Code of Conduct 2023 : annual review

The Clerk explained to the Committee that the Code is intended as a guide, to indicate the standards of conduct and accountability which are expected of Corporation Members, to enable them to understand their legal and ethical duties and to assist them both in carrying out those duties and in their relationship with the Corporation and Principal as the Chief Executive.

This Code therefore is aimed at promoting effective, well informed and accountable college governance, and is not intended to be a definitive or authoritative statement of the law or good practice.

The Code continues to apply to every committee and working party of the corporation and adequately reminds governors and co-opted members that breach of the code may lead to termination of appointment

The Clerk confirmed that the Code of Conduct accurately reflects current local processes and procedures but has been updated to reflect the changes to the Declarations of Interest Policy. The proposed changes were agreed by the Committee.

All Governors and Co-Opted members are to be asked to sign and return the form confirming that they shall agree to observe this code of conduct to the best of their abilities.

Resolved:

- **That the Code of Conduct be recommended for approval by the Corporation.**
- **For all governors to confirm by email to the Clerk that they shall agree to observe this code of conduct to the best of their abilities.**

8. Stakeholder Engagement Strategy

The Committee was reminded that in October 2022 the framework had been updated to make clearer the college's strategic intent and the process informing stakeholder engagement at each different stage of the plan. It now better reflects the changes to the ASPIRE values and the Influence/Impact grid had also been refreshed to make clearer the criteria to be used for mapping against each of the different groups. The process of monitoring and reviewing stakeholder activity had also been strengthened to reflect intended practice. The committee reported to satisfied with the changes at that time.

The committee recalled that the Strategic Overview of the college's identified stakeholders had been created but not populated at the time of the last meeting. The Clerk confirmed that this had now been updated by extracting relevant information from the senior leaders' updated operational stakeholder engagement plan. This overview is intended to:

- provide oversight and assurance to the Corporation that stakeholders are effectively being identified and appropriately engaged with to enable stakeholders' views and needs to be considered and feed into strategic decision making
- identify who is responsible for managing and undertaking the engagement opportunities.

The Clerk explained that an extension of this work has been to reach out to all faculties to create a 'library resource' to cite all stakeholders that support the college's curriculum intent (educate, enrich and enlighten) and satisfy the Ofsted definitions of different stakeholder groups (template shown in appendix 3). The Clerk confirmed that most faculties have responded positively to this instruction and

have recognised the richness that this can serve for all teaching subjects. Those areas that have been less engaged to date have been required to provide at least 2 schools, 2 universities and 1 employee for each department, which will be addressed via the Faculty Self Assessment Review process. The resource will also be further enriched with inputs from Careers and work placements, which collates all local employers that have worked with the college. This resource is to remain live with staff updating as and when appropriate. It is also to be embedded into the overall faculty as well as individual Self –assessment Reviews to serve as evidence and to document impact on student learning and experiences as appropriate.

The committee was also noted that in preparation for an Ofsted Inspection – a range of key stakeholders have also been identified. Those listed have permitted for their details be shared with Ofsted and have agreed to be interviewed for the skills element.

Resolved:

- **That the report be received.**

9. S&G Committee Self-Assessment.

The Committee reflected upon its work throughout the academic year and agreed that it is fully covering its terms of reference. It was agreed however for the self assessment to note that although efforts continue to recruit governors and co-optees; vacancies remain.

Members were asked to consider how the Committee's work had impacted/ contributed to the overall work of Governing Body during this academic year. Initial thoughts on impact statements were agreed – members were asked however to email any further thoughts to the Clerk for insertion into the committee's self-assessment report which will be distributed to all Governors at the end of the summer term.

Resolved:

- **That the Committee has complied with its terms of reference**
- **For members to email the Clerk with any further impact statements by the end of term.**

10. Any other Business.

There was no other business to address

11. Learner Impact Reflection

The impact of discussions and scrutiny of the Committees work in improving the outcomes and experience for all learners was considered and the following agreed:

- **Assurance received that the governing framework and assurance reporting of H&S is compliant with statutory responsibilities and regulations.**
- **The Board continues to conduct its affairs as openly and as transparently as possible**
- **Maintaining high performance amongst Governors enables the Corporation to continue to provide strategic leadership and accountability**
- **A high performing corporation is able to support the college to achieve its aims and objectives and secure positive outcomes for students**
- **The Corporation is committed to ensuring the effective control and due diligence takes place and that systems of delegation and accountability are in place**

- To continue to ensure that the college publishes accurate and honest information about its activities and processes
- Systems for rigorous evaluation and analysis are embedded within governance with a clear focus on continuous and ongoing improvement.
- By reviewing membership and agreeing succession planning strategies, the committee ensures that the corporation continues to have the required mix of skill sets to effectively undertake its business in improving the quality of Teaching, Learning and Assessment.
- This self-critical approach enables the corporation to provide a strong level of assurance to all stakeholders of the Corporations high standards and continued commitment to conduct its business in the best interest of its students and stakeholders.
- The Corporation is committed to ensuring the effective control and due diligence takes place and that systems of delegation and accountability are in place

12. Determination of confidentiality

Supporting papers for the Membership and Vacancies Report is deemed confidential as it specifically refers to individuals.

13. Date of next meeting. To be determined.