

## BARNSELY COLLEGE BOARD OF GOVERNORS

### MINUTES OF THE MEETING OF THE GOVERNANCE & SEARCH COMMITTEE HELD ON 14 MAY 2013

---

**PRESENT:**

J Thirkell (Chair)	Governor
S Alliot	Governor
C Booth	Principal
S Pickering	Governor
R Pourali	Governor

**IN ATTENDANCE:**

A J Oaks (Clerk to the Governors)
C Price – Governor (observing)
C Field – Governor (observing)

---

The Chair welcome C Price and C Field to the meeting, who were to observe, their appointment as members of the Committee taking effect from 1 August 2013.

#### **APOLOGIES FOR ABSENCE**

13.26 There were no apologies for absence.

#### **DECLARATION OF INTERESTS IN ANY AGENDA ITEM**

13.27 R Pourali confirmed that due to her connections with J Barry, who had been interviewed prior to the meeting for membership of the Board, she would abstain from taking part in discussion on potential appointment to the Board.

#### **MINUTES**

13.28 The Minutes of the meeting held on 9 April 2013 were agreed as a true and accurate record and were signed by the Chair.

#### **MATTERS ARISING**

13.29 The Chair referred to the actions arising, which were completed or covered by items on the Agenda.

#### **APPLICATIONS FOR MEMBERSHIP OF THE BOARD**

13.30 Further to the decision at the last meeting, Paul Helm and Jane Barry had been invited for interview for membership of the Board. The interviews had taken place prior to the meeting. Each applicant was asked questions about their background, expertise, understanding of the role, and personal attributes. The Clerk briefly explained statutory requirements and the commitment involved in becoming a Governor at the College. Each candidate was given the opportunity to explain their reasons for wishing to become a Governor and to ask any further questions.

13.31 Mr Helm showed a commitment to the role and a desire to work with the College going forwards. Members agreed that his HE background and experience of teaching and learning, interest in international, employer engagement and ILT,

would add another dimension to the skills on the Board and that he should be recommended for appointment.

- 13.32 Members recognised Ms Barry's breadth of experience in primary education and her enthusiasm and commitment to activities in the local community, which was to be commended; however it was felt that her background did not fully meet the skills gap at this time, and that further recruitment in respect of teaching and learning should focus on individuals with expertise in secondary education. The Chair suggested that Ms Barry's knowledge and expertise provided the potential for her to become involved with the Wellspring Academy Trust, which was sponsored by the College, and that she should be informed of this opportunity. The Clerk was requested to contact both Mr Helm and Ms Barry to inform them of the outcome of the Committee's decision.

**RESOLVED 13.33 To recommend the appointment of Mr Paul Helm as a member of the Board.**

## **INSTRUMENT AND ARTICLES OF GOVERNMENT**

- 13.34 The Clerk informed the Committee that Eversheds had completed their review of the draft amended Instrument and Articles of Government and had made some comments and observations that required further consideration by Governors prior to full Board approval. These related to the composition of the Corporation – the number of student governors and the appointment of senior post holders as Governors, the addition of wider powers to allow for the removal of a governor and suspension, and proceedings at meetings.
- 13.35 The Committee considered and discussed all of the points raised and acknowledged the advice provided by the Clerk and by Eversheds. The need to consult with staff and students should the Board ever consider reducing membership to one from each constituent body was noted, as was the need to consult over the appointment of senior post holders as Governors.
- 13.36 Further debate took place in relation to e-governance. Currently all Governors were provided with an electronic copy of the Agenda and associated papers for meetings along with a paper copy. Consideration was given to the use of laptops/iPad/tablet at the meeting to reduce the administrative burden and associated costs of printing and copying. Members agreed that it would be useful to explore different methods of presenting information to Governors and that this should take place at Board level to determine a method that would be effective and agreeable to all.

**RESOLVED 13.37 To recommend approval of the draft Instrument and Articles of Government for Barnsley College with effect from 1 August 2013**

**RESOLVED 13.38 That a majority of 75% of Board members are required to approve this and any future amendments;**

**RESOLVED 13.39 That the master copy of the Instrument and Articles of Government approved by the Board be retained by Eversheds;**

**RESOLVED 13.40 to recommend approval of the Standing Orders for the Board, which reflect the provisions of the Instrument and Articles of Government from 1 August 2013.**

**RESOLVED 13.41 To recommend the Board explore the potential for e-governance going forwards.**

#### **DIRECTORSHIP OF SUBSIDIARIES**

13.42 Further to advice provided by the Clerk regarding membership of the Audit Committee and Directorship of College's subsidiaries, which had been confirmed by the College's internal auditors, members noted that whilst it was unlikely there would be any conflict arising in the short term, they recognised the potential in the longer term, particularly with regard to audit reviews of subsidiaries. The Committee were satisfied that this would be managed procedurally by the Clerk and brought to the attention of Governors should any such issue arise.

#### **VACANCIES ON COMMITTEES**

13.43 The Clerk advised that from August 2013, membership of the Finance & Resources Committee would reduce to five and membership of the Audit Committee to 4. It had been agreed that the outgoing Chair of Audit, R Winter, would provide mentoring to G Vaughton who was transferring to the Audit Committee. Consideration was given to the specialist skills required on the respective Committees, particularly Audit, and of the need to identify any further training and development needs for those particular members. The Chair commented that the forthcoming 1:1s would help to identify the latter, and that it would be appropriate to review membership and appointment to Committees at the next meeting in the autumn term.

**RESOLVED 13.44 To recommend a review membership of the Board's Committees at the next meeting.**

#### **LINK GOVERNOR VISITS**

13.44 Further to discussion in relation to feedback from link governor visits, it was proposed to present feedback to the Board of Governors. The Clerk advised that all feedback was currently posted onto the Governors' intranet for information.

**RESOLVED 13.45 To recommend the Board receive reports from link governor visits.**

#### **DATE AND TIME OF NEXT MEETING**

13.46 The next meeting would be held on 24 September 2013 at 4.00 pm,.

Signed \_\_\_\_\_ Chair

Date \_\_\_\_\_