

# **CORPORATION OF HILLS ROAD SIXTH FORM COLLEGE**

## **Minutes of the Meeting of the Search & Governance Committee held on 28 January 2015**

**Present** Johnnie Sam (Chair), Edmund Brookes, Edna Murphy,  
Linda Sinclair (Principal), Pete Southwick, Frankie Williams

**Clerking Services** Robert Smith (Clerk to the Corporation).

### **1 Apologies for Absence**

All members were present.

### **2 Declarations of Interest**

None.

### **3 Minutes of the Previous Meeting (1 October 2014)**

The minutes were approved as correct and a *prima facie* record of the proceedings to which they relate.

### **4 Matters Arising from the Minutes**

None.

### **5 Appointment of Independent Member of the Corporation**

Members noted Laragh Jeanroy's intention to resign from membership of the Corporation. It was agreed that the current skills analysis be circulated to Committee members prior to the Corporation meeting to be held on 25 March 2015, and that members of the Corporation be asked at that meeting to think of possible candidates.

It was noted that Ms Jeanroy would continue to serve as Chair of the Audit Committee in an independent capacity, subject to the approval of this arrangement by the Corporation at the meeting to be held on 11 February 2015, and therefore that her skills and expertise would continue to be available to the Corporation in that role.

### **6 Survey of Members of the Corporation (Paper SG 14/07)**

A summary of results prepared on behalf of the Corporation was received for information and consideration.

It was noted that 10 out of 15 members had responded (8 out of 10 independent members), and that this represented an improvement on the previous participation level.

It was further noted that of the 15 variables tested 9 showed overall strong agreement with a positive statement concerning the Corporation, with the remaining 6 showing reasonable agreement. If only independent members are counted, the corresponding numbers are 8 and 7.

The following statements received only reasonable agreement:

*the Corporation determines and reviews the College's mission and educational character*

*the Corporation ensures its ownership of the Strategic Plan*

*the Corporation monitors effectively the College's arrangements for consulting staff and students concerning its strategic direction and the oversight of its activities*

*the Corporation monitors effectively the College's curriculum offer*

*the Corporation monitors effectively the operation of the College's equality and diversity policies (independent members only)*

*Corporation members are provided with all the information that they require to fulfil their role*

*Corporation members are provided with the training/briefing that they require to fulfil their role*

It was agreed that the above issues be discussed at the Corporation meeting to be held on 25 March 2015.

## **7 Ethnicity and the Corporation (Paper SG 14/08)**

A paper prepared by the Clerk to the Corporation was received for information and discussion.

It was noted that the Corporation over-represents White British (87% to 80%) and White Irish (13% to 1%), but under-represents White Other (0% to 9%) and Total Asian (0% to 6%).

It was agreed that future advertisements for candidates will make mention of the Corporation's wish to address any under-representation.

It was further agreed that the matter be discussed at the Corporation meeting to be held on 25 March 2015 as part of the discussion concerning the Corporation vacancy.

## **8 Bye Laws of the Corporation (Paper SG 14/09)**

A draft prepared by the Clerk to the Corporation was received and considered.

It was noted that substantive changes had been proposed in relation to the following:

- Power of the Chair of the Corporation to appoint members and chairs of committees, except for the independent Chair of the Audit Committee

- Provision for independent Chair of the Audit Committee
- Provision for appointment of Deputy Clerk to the Corporation -
- Chair's Action
- Committee Chair's Action
- Appointment of senior post holders and the Clerk to the Corporation
- Statements on behalf of the Corporation
- Declarations of interest to be sought in August
- Definition of non-financial interest
- Definition of reportable hospitality
- Election of Corporation Officers
- Committees to appoint their Vice Chairs from among the independent members appointed to the Committee
- Definition of quorum
- Procedure relating to draft minutes
- Observers at meetings
- Professional advice
- Complaints against the Corporation and the Clerk to the Corporation
- Protection of the student member in the event of a public interest disclosure made in good faith
- Bye Laws made available in electronic format

Members agreed that amendments were required as follows:

- the definition of a meeting should include the use of telephone conferencing facilities;
- the chairs of panels appointed under the procedures for appointing senior staff shall, via the Clerk to the Corporation, provide periodic updates on their work to the members who appointed them;
- proposers and seconders shall be required for nominations to the Corporation offices of Chair of the Corporation, Senior Vice-Chair of the Corporation and Vice-Chair of the Corporation, and self-nomination shall not be permitted;
- records of oral complaints against the Corporation which are not confirmed by written submissions within 3 months, and which are therefore not investigated, shall not be destroyed; *and*
- individual members of the Corporation will normally be informed about an allegation made against them unless to do so would be prejudicial to its investigation.

Subject to the above amendments the Bye Laws were approved for adoption at the meeting of the Corporation to be held on 11 February 2015.

## **9 Draft Revised Sector Code of Governance (Paper SG 14/10)**

The draft English Colleges' Code of Good Governance, prepared under the authority of the Association of Colleges and issued as a consultation document, was received and considered.

Members did not believe that the draft proposals would add value either to the College or to the sixth form college sector, both of which in the Committee's opinion are adequately regulated.

The Committee was not minded to participate in the consultation on behalf of the Corporation.

**10** Agendum 8 was agreed to be competent business for the Corporation meeting to be held on Wednesday 11 February 2015.

Agenda 5-7 were agreed to be competent business for the Corporation meeting to be held on Wednesday 25 March 2015.

**11 Any Other Competent Business**

None

**12 Date and Time of Next Meeting**

Wednesday 6 May 2015 (6.30pm)