

MILTON KEYNES COLLEGE

SEARCH & GOVERNANCE COMMITTEE

Minutes of the meeting held on 25th February 2019, Board Room, Silbury Campus, 17:00 – 18:15

Committee Members	Attendance Record 2018/19	Present at this meeting
Dotun Adeoye Julie Mills Charlynnne Pullen Stephen Norrish	2 of 2 2 of 2 2 of 2 2 of 2	Dotun Adeoye Julie Mills Charlynnne Pullen Stephen Norrish
Total Percentage attendance (this meeting)	100 %	4/4
Total percentage attendance (year to date)	100%	8/8

In attendance: Karen Brown

PROCEDURAL

- 1.1 No apologies; all committee members were present
- 1.2 None

BOARD PERFORMANCE & EFFECTIVENESS

2.1 Governance Structure and models / Board composition / Board Development *(previously circulated as Paper 1 and informed by Consent Papers 2,3 and 4)*

a) Governance Structure and Models

The Committee discussed our Carver style of governance, considered other options and concluded that this continues to be the preferred model of governance. The main benefits of this model are:

- It enables all Board members to be engaged in all aspects of the College. (In a traditional model, committees work in silos and the Board meets once a term to notionally approve recommendations from committees, often without further discussion or challenge).
- Staff and students (who have a shorter term of office) feel more engaged.
- Regular meetings allows the Board to respond quickly to opportunities and challenges.
- Task & Finish Groups enable greater scrutiny where appropriate e.g. Ofsted would expect a CQG (or equivalent)

The Group governance model will need further consideration if the College is successful with the IoT application. The IoT, which will be a wholly owned subsidiary of the College, will have its own Board (which may be a sub-committee of the College Board) with an independent Chair.

Conclusion:

- **Retain the current 'Carver' style governance model.**
- **The Executive to be responsible for bringing forward discussion points from CQG / Task & Finish Groups to the Board e.g. the recent discussion at FTFG and CQG regarding cuts to English & maths.**

b) Board Composition, Skills Gaps, Succession Planning

Membership of the Board is 'up to 19' including 'between 9 and 14' Independent Members (currently 10). The Board's Standing Orders allows for two additional Independent members to be appointed for succession planning.

Silvia Vitiello and Charlyne Pullen complete their third and first term of office, respectively, this cycle. Silvia Vitiello has confirmed she will not be applying to serve a further term.

The current skills gaps have been previously identified as:

- Education
- Finance (including Chair of the Audit & Risk Committee)
- Experience of a large capital project

The Board remains committed to increase its BAME membership which is currently 28% (student profile is 33%). Of the 10 independent Board members 5 are female and 5 are male.

Julie clarified that the 'education' gap could be filled by two roles:

- a) A former senior / strategic leader of education with knowledge of Ofsted, managing budgets etc. (preferably FE sector but not essential)
- a) An expert in teaching & learning innovation; Dotun has a contact and will make an approach.

Action 1: Dotun Adeoye

The following actions have been taken since the last meeting:

- Julie Mills and Karen Brown have approached several accountancy firms (RSM, Grant Thornton, PwC and Mazars) concerning the financial role (and enquiries are ongoing).
- Julie has contacted Stuart Jackson (HMI) who advises that some Ofsted HMIs may be retiring soon.
- Julie and Karen have met a woman leader (BAME) recommended by Ruby Parmar, who is interested in joining the Board when her work commitments allow.
- Julie and Karen have met an Audit Associate with KPMG (part-qualified) who has applied to join A&R Committee as a co-opted member. Co-opted committee members are not Board members but do have voting powers on the committee on which they serve. He will be meeting Silvia Vitiello on 12th March.

We are also considering whether to invite him to join CQG as a co-opted member and to have a link governor role.

- The College has registered governor vacancies with organisations which match volunteers with vacancies e.g. Inspiring Governance in FE.
- The College website has a permanent message inviting governor applications.
- Chris Mclean will be asked for suggestions from his local Headteachers' network.

Conclusion:

- ***Continue the activities to fill skills / BAME gaps.***

c) Board Development

Self-Assessment

Governors completed the self-assessment in July 2018 and some of the scores reflect the issues reported directly to the Audit & Risk Committee at that time (which are being addressed).

The self-assessment (which is anonymous) could suggest that education governors are less confident with finances and finance governors are less confident with the student experience (notwithstanding our 'Carver' style of governance where both financial performance and academic performance are standing items at our regular Board meetings). Also, governors have less recollection of topics which are reported through the consent agenda e.g. health & safety annual report.

Conclusion:

- ***Executive Summaries must highlight the key areas for discussion (not just summarise the narrative in the report)***
- ***Board agendas must allow sufficient time for discussion and presentations (which must not over run). It may not be necessary to discuss strategic priorities 1 and 2 (finance and student success) at every meeting to free up time for more in depth discussion. The Board Business Plan will be reviewed.***

Action 2: Karen Brown

- ***The questions which scored lowest will be repeated***

Action 3: Karen Brown

Development Needs

Understanding Funding & Data was an area identified as a training need through the Board self-assessment. The ETF is launching online training for governors and this may include a module on funding and data. However, all our governors are in full time employment with demanding day jobs so additional training is not always possible.

Mandatory Training

This Committee has previously determined that governors should complete the same mandatory training as staff (safeguarding, prevent, H&S, GDPR and Equality & Diversity). Imelda Galvin is leading a piece of work on mandatory training and modules which are relevant to the role of governors.

Conclusion:

- ***The induction for governors should consistently include meetings with the Executive and P&CE.***
- ***The opportunity to meet governors and attend a Board meeting at East Kent College will be re-circulated. However, it is acknowledged that it is a long way to travel when governors have busy day jobs. It may be more relevant for the Head of Governance and a Member of the Executive team to attend instead.***
- ***The informal meeting with Saul Pope (Ofsted Assistant Inspector) will be re-circulated to CQG governors (and anyone else who wishes to attend).***

CONSENT AGENDA

The following items were approved by consent / without discussion:

- 2.1 ***Board Composition previously circulated as Paper 2)***
- 2.2 ***Board Self-Assessment (previously circulated as Paper 3)***
- 2.3 ***Board Development & Training (previously circulated as Paper 4)***
- 2.4 ***Minutes of the virtual meeting held on 12th November 2018 (previously circulated as Paper 5)***

Actions arising

No.	Actions arising	Action Owner	Current status
	Contact Stuart Jackson and Cranfield University re governor vacancies (academic)	JM	JM wrote to SJ who has confirmed that there are some HMIs who will be retiring shortly and he will keep the College in mind.
	Liaise with the clerk of EKCG re a governor exchange in 18/19	KB	Included in Paper 2. Dates to be circulated again.
	Incorporate an independent interview (similar to a meeting with Ofsted) as part-of governor self-assessment and leading to a development plan.	KB / Saul Pope	Included in Paper 2. New dates to be circulated.

NEXT MEETING: 24th June 2019