



**NORTH SHROPSHIRE COLLEGE**

**MINUTES OF THE MEETING OF THE  
SEARCH & GOVERNANCE COMMITTEE**

held on

**MONDAY 23 JANUARY 2017**

in the **PRINCIPAL'S OFFICE**

at the **OSWESTRY CAMPUS**

<b>Present:</b>	<b>Mr J Nicholls</b>	<b>JN</b>	<b>Chair</b>
	<b>Mr G Casson</b>	<b>GBC</b>	<b>Vice Chair</b>
	<b>Mrs V Cox</b>	<b>HVC</b>	
	<b>Mr P McCann</b>	<b>PM</b>	<b>Interim Principal</b>
	<b>Mrs G Richards</b>	<b>GPR</b>	

*Attendance: 83.3%*

**In attendance: Mrs C Thompson CDT Governance Advisor**

*The meeting opened at 6.10 pm.*

	<b>Item</b>	<b>Action</b>
<b>1.</b>	<b>Apologies</b> Mrs W Dakin.	
<b>2.</b>	<b>Declarations of Interest</b> Mr Casson was Chair of Governors of Holy Trinity School. Mrs Richards and Mr Nicholls were governors of Reaseheath College.	
<b>3.</b>	<b>Minutes</b> The minutes of the Meeting held on 26 September 2016 were approved and signed by the Chair.	
<b>4.</b>	<b>Matters arising</b>	
<b>4.1</b>	<b>Co-optees on Audit &amp; Risk Management Committee</b> A letter had been sent to Mr Evison thanking him for his service.	
<b>4.2</b>	<b>Points raised from Board self-assessment</b> The points raised had been addressed over the past months.	

#### 4.3 Staff Focus Groups

The next Focus Group was on 7 March. The interim Principal, together with the Reaseheath Principal, was holding roadshows with staff to talk about the proposed collaboration with Reaseheath College.

#### 5. Board appointments

Since the last meeting two governors had resigned, leaving three vacancies. At the Joint Steering Group meeting with Reaseheath on 12 January the issue had been discussed, and three names put forward.

- Peter Green, former Reaseheath Quality Manager, and one of the observers
- Paul Polowyj, former NSC interim Finance Director (July 2015-February 2016)
- Janine Vernon, Lifelong Learning Manager at Shropshire Council (or, should she not be available, another suitable appointee from the local authority).

In the interests of expediency this had been discussed at the Board meeting on 16 January, and Peter Green had been appointed with immediate effect. Subsequently, Mr Polowyj had also agreed to serve as a governor. Governors **agreed to endorse** the appointment of Mr Green, and to confirm their **recommendation** that Mr Polowyj be appointed as a governor.

**CDT –  
14.2.17**

Janine Vernon had taken advice at the Local Authority (LA) and had advised there was thought to be a conflict of interest. The LA would suggest another candidate. The interim Principal would be meeting with Ms Vernon later that week. Protecting Shropshire's interests was important.

Governors **agreed to delegate authority** to the Chair and Corporation Chair to agree the LA governor for approval at Board.

**GPR/JN  
imm**

#### 6. Appointments to sub-committees

The Committee received and discussed a paper detailing the vacancies on the Audit & Risk Management Committee and the Search & Governance Committee. Following consideration of the options, the Committee **agreed** to:

1. to recommend to the Board the appointment of Adrian Durnell to the Audit & Risk Committee with immediate

**CDT -  
14.2.17**

effect, until 31 July 2017.

2. to ask Paul Polowyj to join the Audit & Risk Committee; if he agreed, to recommend it to the Board to be effective immediately.
3. to maintain the vacancies for the co-optee role on the Audit & Risk Committee and the member role on the Search & Governance Committee.

**CDT –  
imm. &  
14.2.17**

**7. Tenure of Governors – sub-committees**

To approve that current sub-committee Chairs, Vice Chairs and members have their tenure extended, in line with the previously agreed extension of their governorship tenure.

Governors **agreed to approve** the tenure of governors on sub-committees.

**8. Link Governor scheme/ Lead Governors**

Owing to resignations, a proposal for revised scheme details was presented by the Governance Advisor.

The Committee

- a) **Approved** the revised Links and that the scheme should be rolled out again, immediately.
- b) **Approved** the revised Policy.
- c) **Approved** the proposal that governors be asked to complete a report about their visit.

**CDT –  
imm.**

The Committee **recommended** to the Board that Mr Nicholls be appointed Lead Governor – Quality, to replace Mrs Thomas.

**CDT-  
14.2.17**

**9. Code of Governance (CoG)**

The Governance Advisor presented the CoG checklist, refreshed since it had been completed previously. Governors **agreed** that the interim Principal would add further to the evidence on its implementation.

**PM - Feb**

**10. Any Other Business**

There were no items under Any Other Business.

**11. Date of next meeting**

The next meeting would be held on Monday 19 June 2017, at 6.00pm at the Oswestry campus.

*The meeting closed at 7.00 pm*

**ACTIONS & IMPACT**

<b>5.</b>	<b>Endorsed</b> the appointment of one new governor, and the approach to two other potential new governors. <b>Impact:</b> ensuring strong skills base on the Corporation, replacing Quality skills and strengthening financial skills. Seeking to strengthen links with the Local Authority to support the College during the merger discussions.	
<b>6.</b>	<b>Agreed</b> to recommend two appointees for the Audit & Risk Management Committee. <b>Impact:</b> ensuring strong, skilled membership of this important committee.	
<b>7.</b>	<b>Confirmed</b> the intention to extend all tenures on sub-committees to 31 December 2018, in line with the previous discussions (June 2016). <b>Impact:</b> ensuring clarity of the position of sub-committee membership.	
<b>8.</b>	<b>Agreed</b> the revised Link Governor scheme and the Policy. <b>Impact:</b> maintaining momentum of the Link Governor scheme, and ensuring gaps left by resigned governors are addressed.	
<b>9.</b>	<b>Agreed</b> the refreshed version of the Code of Governance and that the interim Principal should add further comments to bring it up to date. <b>Impact:</b> ensuring compliance with the Code.	

**Chair** ..... **Date** .....