

BOSTON COLLEGE**MINUTES OF THE MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE ON
30 JULY 2020**

1. PRESENT

Nick Worth (Chair), Peter Cropley, Claire Foster, Heather Lee, Ann Savage and Gerry Tawton.

Also in attendance: Janet Hemmant (Clerk to the Corporation).

Meeting attendance: 100%

2. ACTION LOG

Members reviewed the progress against items recorded in the committee's action log.

With regards to the suggested rotation of committee members, Heather Lee advised the committee that it was not unusual for members of Boards to rotate their committee membership. Ann Savage pointed out that it was important to make sure that no faction unduly influenced decisions.

The committee noted that Daran Bland had completed his induction other than a discussion about mentoring. It was agreed that he should be asked again about his requirement for mentor and his induction documents should be signed off since the meetings had been completed electronically. ●

The committee noted that the governance maturity matrix report lacked a clear version of the matrix. It was agreed that the Clerk should try again to get hold of a better copy of this document so that a gap analysis could be carried out. Claire Foster suggested that individuals could look at this to form their views first and then it could be worked through at the next CPD event. ●

3. MINUTES

The minutes of the meeting of the committee held on 7 October 2019 were reviewed and approved.

The committee noted that most members were now able to use the Virtual Boardroom software. It was agreed that the Clerk would arrange to meet with the Chair to resolve issues he was having with access. ●

4. MEMBERSHIP

The committee had a discussion about ways of recruiting new members and it was noted that there were now a number of vacancies on the Corporation. National advertising was noted not to have worked in producing any applicants. Claire Foster explained how she was reviewing potential members as she met new members of the community and also suggested that the Corporation might consider head hunting. Nick Worth reminded the committee that there was a need to consider diversity. Suggestions for recruitment were welcomed and it was noted that property, higher education, finance and stakeholder representation were key areas to be developed. Ann Savage noted that it is difficult to recruit unpaid volunteers since the College needs to have high calibre members and Peter Cropley pointed out that the responsibilities of a Corporation member can appear quite daunting. One potential property contact was identified and it was agreed that an approach should be made to him. It was also agreed that Claire Foster would provide an update to the committee at its next meeting. ●

5. **GOVERNANCE ACTION PLAN**

Members reviewed the governance action plan which had been put together from a number of sources. It was suggested that it would be appropriate for this to be broken down to share the responsibility for moving it forward with an 'allocated to' column added to the document. It was agreed that the Clerk would arrange a meeting with the Chair to discuss the allocation of sections of the plan to members. ●

In response to a query from Gerry Tawton about the recommended membership which came from the Charities Code, it was noted that Corporation needed more members than the recommendation if they were to sustain a full committee structure as Boston College did. Claire Foster pointed out that having more members offers a wider range of skills which suits the complexity of the College's business.

6. **GOVERNANCE POLICIES**

Members received a report from the Clerk to the Corporation on two policies which needed to be reviewed.

Members agreed that the appraisal policy should be carried forward without amendment and that information on it should be added to the induction process so that new members are aware of the arrangements. A discussion took place about the need for the Chair's appraisal to be carried out this year. As the Chair of Grantham College could be asked to carry out the Chair's appraisal and if unable to do so a National Leader of Governance was suggested. ●

With regard to the induction and training policy, Heather Lee offered to look at this policy with the Clerk and it was agreed that they should bring the outcomes of this discussion back to the next meeting of the committee. ●

7. **INDEPENDENT REVIEW OF COLLEGE FINANCIAL OVERSIGHT**

Members received a report from the Clerk to the Corporation on the recently published report.

The committee noted a number of recommendations of relevance to governance. With respect to declarations of interest, it was noted that members were asked at each meeting to make declarations if required. The committee agreed that information on the Whistleblowing policy and Declarations of Interest should be published on the College's website. A discussion took place about the requirement to provide information on other members of the governors' households. This needs to be in line with the College's published policy but the committee's view was that only the interests of members of the corporation to be published on the website. The committee asked the Clerk to review the policy as established. ●

The Chair noted that the review had a focus on locality and social responsibility as well as on finance which was pointed out by Gerry Tawton. The committee agreed that the College should check the recommendations of the report against what it is already doing and Ann Savage suggested a review of the frequency of risk register reviews to ensure that the College is dynamic enough to keep the register relevant. It was noted that the register had been updated recently to include Covid-19. ●

The committee noted that there were a number of recommendations which would impact on the work of the Corporation and the College. It was expected that further guidance and requirements would be issued in due course as a result of the publication of this review.

8. **NEXT MEETING**

It was noted that the next meeting of the committee would be held on 28 September 2020.