

BOSTON COLLEGE**MINUTES OF THE MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE ON
4 FEBRUARY 2019**

1. PRESENT

Nick Worth (Chair), Peter Cropley and Jo Maher.

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

Apologies for absence were received from Ann Savage.

Meeting attendance: 75%

2. ACTION LOG

Members reviewed the committee's action log and noted that all actions had been dealt with.

3. MINUTES

The minutes of the meeting held on 19 November 2018 were reviewed and approved.

4. MEMBERSHIP

Members received a report from the Clerk to the Corporation on membership.

It was noted that there was an intention to have a rolling vacancy advertised on the College website. The committee considered other ways of looking at vacancies with the possibility of college activities such as the breakfast club having potential to help identify new members. It was agreed that the skills profile would be checked to identify requirements and that the Chair of committee would attend and speak briefly at the next business breakfast. ●

The committee was asked to consider a re-appointment to the board for a current member of the committee. Since the member's withdrawal from this discussion would mean the committee was inquorate it was agreed that the other committee members would take a written decision on the proposed re-appointment which, if approved, could then be submitted to the next Corporation meeting. ●

5. SEARCH AND GOVERNANCE COMMITTEE ANNUAL REPORT

Members reviewed a draft annual report for 2017-18 and the Clerk to the Corporation was asked to add information about governor appraisals to the document before submitting it to the Corporation. The committee discussed the need for a review of the College's governance, possibly through a peer review. It was agreed to agenda consideration of the development of an action plan for governance at the next meeting of the committee. ●

6. DEVELOPMENT EVENT

A discussion took place about the content of the development event which would take place on 1 March. Jo Maher advised the committee that the primary focus of the event would be long-term planning. The Standards Committee had requested some input on Higher Education and it would probably be appropriate for other committees to look at specific issues affecting themselves. The Corporation would also be asked to give consideration to its risk appetite and what other colleges, identified as excellent in governance, were doing.

A discussion took place about external inputs to the development event and it was agreed that this would help promote discussion. The Principal was asked to identify an appropriate external speaker.

7. CODE OF GOOD GOVERNANCE

Members received a report from the Clerk to the Corporation about possible amendments to the Code of Good Governance to include a Senior Postholder Remuneration Code. Members considered the documents which had been produced by the Association of Colleges and expressed a preference for any publication of information to be in the College's accounts rather than as a separate document. It was agreed that the Remuneration Committee should be asked if it was happy to adopt this code before it was taken to the Corporation.

8. SUCCESSION PLANNING

It was noted that succession arrangements for key appointments was currently satisfactory.

9. BOARD PAPERS

The Clerk to the Corporation advised that a demonstration of a virtual boardroom had recently been reviewed and that this looked reasonably promising and would soon be accessible through a windows app as well as other platforms. It was agreed that the committee could look into this further once the new app was available and that also the option to use Microsoft groups should be investigated.

10. GOVERNOR LIABILITY – INSOLVENCY REGIME

The committee noted that this matter was being given consideration by the Finance and Resources Committee.

11. DATE OF NEXT MEETING

It was noted that the next meeting of the committee would take place on 15 April 2019.