



# TRURO AND PENWITH COLLEGE CORPORATION



## Search and Governance Committee

Minutes of the Search and Governance Committee  
held on Thursday 24 October 2024 at Truro College

Members: Linda Batchelor, Peter Cox, Sarah Sanderson (Vice Chair), Robert Townsend (Committee Chair and Chair of the Board), and Martin Tucker (Principal)

Also Present: Wendy Randle (Head of Governance)

Item	Discussion/Decision	Action
1	<b>Apologies and Declaration of Interests</b> Apologies were received and accepted from Daphne Skinnard. Peter Cox was welcomed to his first meeting since taking on the role of Chair of the Finance and General Purposes (F&GP) Committee.  There were no further declarations of interest to those contained on the register.	
2	<b>Minutes</b> The minutes of the meeting held on 16 May 2024 were approved as an accurate record of the meeting.	
3	<b>Matters Arising</b> The matters arising report was received and the following points noted: <ul style="list-style-type: none"><li>▪ The Vice Chair role for TLA action will remain ongoing.</li><li>▪ The action to explore SEND, EDI, Neurodiversity and diversity of the board will be taken at the January Search and Governance.</li></ul> The Chair shared feedback from recent visits to campuses to undertake Governors on the Ground activity during the Quality Review Week.  The Committee reflected on issues at a nearby shop on the Truro campus, whereby there has been an increase in safeguarding and behaviour concerns. The police are unable to support the College; the College plan to identify the landowner and are exploring ways to mitigate risks. It was noted that there is CCTV in this area.  It was reported that the Chair of the Board and the Principal will meet with The Cornwall College Group (TCCG) Chair of the Board and the Principal for dinner at the end of the month and that the FE Commissioner, Shelagh Legrave, is visiting the College on 26/11/2024.	SS WR
4 4.1	<b>Board membership and structure</b> <b>Committee membership and vacancies</b> The Committee received the paper and reflected on the membership. The Committee noted that David Collins has decided to step down from Teaching, Learning and Assessment (TLA) and that recruitment will begin for an Audit	

	<p>Committee Chair with desired skills and experience in risk, assurance and finance.</p> <p>The Committee reflected on the proposal for additional finance skills for the Finance and General Purposes (F&amp;GP) Committee and agreed the focus would be on finance skills within Audit as a priority and that Board should remain cautious when considering increasing the Board size.</p> <p>The Committee reflected on the diversity of the Board, and the need to explore the lived experience and diversity of thinking of existing Board members. As agreed under agenda item 3 this will be an agenda item for the January S&amp;G Committee meeting.</p> <p><b>4.2 Governance Structure</b></p> <p>A lengthy conversation took place on the governance structure as per the proposals in the paper. The Committee reflected on the importance of working with the business community via Employer Connect, to meet skills needs, support with curriculum design and to secure work placements for students, whilst developing transferable skills for all learners, and how to embed these discussions across Committee and Board meetings. It was agreed that the Governors on the Ground tool could be used to increase Governor engagement in this area.</p> <p>The Committee agreed to recommend to Board the following governance structure proposals and that these would take effect from January:</p> <ul style="list-style-type: none"> <li>▪ Investment Panel to be disbanded with reporting into F&amp;GP biannually.</li> <li>▪ HE Quality Assurance Group and the SAR Working Party to be assumed within TLA.</li> <li>▪ Consider the number of TLA meetings needed in an academic year.</li> <li>▪ Consider a new name for TLA, to include skills.</li> <li>▪ To disband Employment and Business Policy with reporting of people matters to F&amp;GP and skills matters to TLA.</li> <li>▪ Rename the Audit Committee to Audit, Risk and Assurance.</li> </ul> <p>The Committee emphasised the importance to further develop the improvements in place to create additional time in meetings:</p> <ul style="list-style-type: none"> <li>▪ Papers being taken as read.</li> <li>▪ Improve Governor engagement during meetings.</li> <li>▪ Flexible agendas to support College and sector priorities.</li> <li>▪ Succinct reporting that adds value and guides Governors with decision making.</li> </ul> <p>Further thought on increasing the focus on quality and student experience at Board, and discussions on key strategic themes will be required during agenda planning and the review of the Corporation's cycle of business.</p> <p>The Head of Governance will update the Terms of Reference and Cycles of Businesses in light of the proposed changes, for review at the January 2025 Search and Governance meeting.</p>	<p>WR</p> <p>RT</p> <p>All</p> <p>WR</p> <p>WR</p>
<p><b>5</b></p>	<p><b>Board Self Assessment outcomes, to include attendance data</b></p> <p>A lengthy discussion took place on the outcomes of the self assessment process and the need to consider next year's process to include a simplified questionnaire with less challenging language and a different timeframe, potentially the autumn term.</p> <p>The Committee reflected on the pros and cons of the presence of the full SMT at meetings. Whilst no action would be taken at present, this will be continually reviewed. A brief review of the induction process was undertaken and would be</p>	<p>WR</p>

	<p>an agenda item at the next S&amp;G meeting; the Head of Governance will attend an AoC New Governor induction for info.</p> <p>A Governor requested a follow up paper on self assessment be prepared for Board, to summarise that outcomes were mostly good, with detail on actions being taken against the 'grey' areas, and sharing of the Governance Action Plan, to evidence action being taken in response to Governor feedback.</p> <p>The Committee reviewed the attendance data noting the reasons for poor attendance from some Governors and specific actions to be taken by the Committee. The poor attendance at the Audit Committee for the last year was noted and the Committee expressed thanks to the Interim Chair and noted the need to secure a permanent Chair arrangement as a priority.</p> <p>The attendance data will be shared with the Board and published in the annual accounts; the Committee agreed to recommend to Board the attendance KPI.</p>	<p>WR</p> <p>WR</p> <p>SS</p> <p>RT</p>
<b>6</b>	<p><b>Governance Action Plan and Board KPIs 2024/25</b></p> <p>The Committee reflected on the Governance Action Plan (GAP), also considered under item 5, and agreed to recommend to Board its adoption, with termly monitoring of progress against the plan undertaken by the S&amp;G Committee.</p> <p>The Committee agreed the Board KPIs, requesting that the training KPI be amended to reflect that training could be undertaken internally or externally and that one Governors on the Ground activity be completed a year; noting some Governors will complete more than others.</p>	<p>RT</p> <p>WR</p>
<p><b>7</b></p> <p><b>7.1</b></p> <p><b>7.2</b></p>	<p><b>Training and Development Outcomes 2023/24</b></p> <p>The Committee reviewed the engagement, training and development undertaken by Governors during 2023/24 and concluded there was good engagement with a broad range of internal and external training undertaken.</p> <p><b>Plan 2024/25</b></p> <p>The training and development plan was reviewed. It was agreed that Employer Connect be included within this, with exploration of an interim governance event with business partners, and to build Board relationships, be considered for the Spring term. This will be explored further at the January S&amp;G meeting.</p> <p>The Committee agreed to recommend to Board the Training and Development and associated KPI agreed under item 7 and it was noted that Governors on the Ground forms are uploaded to Convene and included in agenda items at relevant Committee meetings.</p>	<p>WR</p> <p>RT</p>
<b>8</b>	<p><b>Sponsored Academy Trusts – Review of Member and Trustee Appointments, to include succession planning:</b></p> <ul style="list-style-type: none"> <li>▪ Callywith College</li> <li>▪ TPAT</li> </ul> <p>Following a lengthy conversation, it was agreed that clarity on the College's sponsor responsibilities and how these can be fulfilled was required, and that this detail could be included in the document being prepared for New Governors/ Trustees of both TP College and Callywith College.</p> <p>The Committee explored the Corporation's governance responsibilities, to include the appointment of trustees on the Callywith Board, proposing that Lucy</p>	<p>MT</p> <p>WR</p>

	Maggs consider this role. The Committee were reflective of managing conflicts of interests, the right to representation and roles fulfilled on the TPAT Board.	
<b>9</b>	<b>Governors and GDPR</b> The Committee reflected on challenge from a Governor on the GDPR responsibilities of the Board including the reporting and training completed. It was noted that an annual GDPR report is presented to the Audit Committee with policy approved by Board; it was agreed that Governors be asked to undertake the staff GDPR training recently introduced, as part of their induction process to ensure compliance and awareness.	WR
<b>10</b>	<b>Governors' Conference Agenda 2024</b> Governors reviewed the agenda and considered the impact of an Ofsted inspection on the agenda. Following feedback from last year's conference there will be smaller tables to allow increased time for discussion with movement of SMT and Governors throughout.  Pre reading will be circulated in advance of the session and Governors will be encouraged to keep an eye on social media in the week leading up to the session to inform the marketing discussions.	MT WR
<b>11</b> <b>11.1</b>	<b>Reporting to Board</b> <b>Committee/ Board report template</b> The Committee received the template created using examples from other colleges and feedback from SMT, designed to streamline and standardise reporting and guide Governors with decision making/ purpose of agenda items etc. There were no further amendments.	WR
<b>11.2</b>	<b>Committee's reporting to Board</b> The Committee reflected on current reporting to Board which is completed verbally and agreed that a Committee Chair report template be used for reporting.	
<b>12</b>	<b>Terms of Reference (TOR) review</b> The Committee reviewed the proposed amendments as highlighted in the paper and agreed to recommend their approval to Board.	RT
<b>13</b> <b>13.1</b>	<b>AOB</b> <b>External SAR validation</b> The Committee approved the decision to rely on Ofsted for external validation of the College's self-assessment report due to the unavailability of the usual external validator. The Principal reported that not all colleges undertake external validation, that the College have used the guidance already provided from two external validators and will consider scope for peer review for future years, if needed.	
<b>13.2</b>	<b>Ofsted</b> The Committee noted the need for a prepared statement to staff, from Governors, should the College achieve Good rather than outstanding, to support morale.	
<b>14</b>	<b>Date of next meeting</b> <ul style="list-style-type: none"> <li>▪ Wed 22 January 2025, 14:30pm</li> <li>▪ Thurs 8 May 2025, 12:30pm</li> </ul>	