

BOSTON COLLEGE

MINUTES OF THE MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE ON 20 JULY 2016

1. PRESENT

Steve McCracken (Chair), Peter Cropley, Mick Gallagher and Amanda Mosek.

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

Apologies were received from Nick Worth.

Meeting attendance: 80%

2. MINUTES

The minutes of the meeting held on 20 April 2016 were reviewed and approved.

3. CORPORATION MEMBERSHIP

Members reviewed an application from Helen Mather to join the Corporation. Peter Cropley and Steve McCracken had had a meeting with her and felt that she would be a useful addition to the board and was also being supported by her employer to take up the role. Mick Gallagher agreed that this was a sound proposal and it was agreed that, at its next meeting, the Corporation should be recommended to appoint Helen Mather as a member. It was agreed that she should be advised that this recommendation was being made and that her CV should be circulated with papers to Board members to consider alongside the committee's recommendation. ●

4. CODE OF GOVERNANCE

Members received and reviewed the Code of Governance action plan. It was noted that key items where action was still required largely related to stakeholder engagement and the strategic planning process. The Corporation has a working group looking at strategic planning and the committee discussed creating opportunities to engage with the local community. It was felt that a conversation with employers and other relevant parties was likely to be more productive than a public consultation. The proposal at the present time is to produce a smaller strategic plan focussing on local issues and the context in which the College works. It is helpful to be able to put positive messages out into the community and work is being done to increase engagement. Amanda Mosek reported that she had spoken to student governors about learner voice and the strategic plan and the intention was to complete the plan in September.

A discussion took place about learner voice and the participation in Corporation meetings of student members. It has been agreed that student governors should have a briefing prior to meetings to aid participation.

A discussion took place about identifying the time commitment which membership of the Corporation involves. It was agreed that this should be added to the job description of Corporation members so that expectations are realistic. Members felt that it was important that Corporation members were able to determine their own ability to meet this time commitment. It was agreed that applicants for Corporation members have to have a real

interest in the context within which the College works or a willingness to learn and develop this interest. Members agreed that the job description should be reviewed again. ●

The Clerk to the Corporation provided a scheme of delegation outlining the existing authorities and it was agreed that members should be asked to review this to determine whether they were happy with it. ●

5. **SUCCESSION PLANNING**

Members were reminded that a recent audit on corporate governance had identified the need to develop a succession plan for members. In discussion it was noted that loose arrangements are currently in place for succession planning with the Corporation and committees all having Vice-Chairs. Models for recruitment, particularly of the Chair of the Corporation, were considered and it was noted that in some organisations there was direct recruitment into this role. The committee felt that it was preferable for an appointment of Chair to come from within the Corporation. It was agreed that, within the appraisal discussions with members, the Chair should seek to ascertain member's aspirations and interests in assuming lead roles in the committees and Corporation. It was also agreed that succession planning should be a standard item for the Search and Governance committee to consider. ●

6. **MEMBER RE-APPOINTMENT**

Information was circulated to members on the potential re-appointment of Helen Wright. A consensus of committee members was that Helen was a very valuable member of the Corporation and played a particularly important role in both the Standards Committee and the collaboration discussions and they agreed that her re-appointment should be recommended to the Corporation. ●