

<b><u>NORTHERN SCHOOL OF CONTEMPORARY DANCE</u></b>		
<b><u>NOMINATIONS AND GOVERNANCE COMMITTEE</u></b>		
Minutes of the meeting of the Nominations and Governance Committee held at <b>6.00pm on Tuesday 19 January 2021</b>		
<b>Present:</b>	Peter Moizer (Chair), Tamsin Cooper, Ben Mitchell and Sharon Watson (Principal)	
<b>In attendance:</b>	Clerk to the Governors	
<b>Apologies:</b>	None	<b>Action</b>
	<b><u>DECLARATIONS OF INTEREST</u></b>	
<b>N20/15</b>	There were no declarations of interest.	
	<b><u>MINUTES OF THE LAST MEETING</u></b>	
<b>N20/16</b>	<p>The minutes of the meeting held on 29 September 2020 were reviewed and approved as an accurate record. All actions had been completed.</p> <p>The Committee considered the confidential minutes of the meeting held on 24 November 2020 and agreed some amendments to the wording. Revised minutes would be circulated prior to their circulation to the Board.</p>	
<b>N20/17</b>	<b>RESOLVED: That the minutes of the meeting held on 29 September be approved and the wording of the minutes of the meeting of 24 November would be revised and a final copy circulated prior to submission to the Board.</b>	<b>Clerk to Governors</b>
	<b><u>BOARD MEMBERSHIP</u></b>	
<b>N20/18</b>	<p>A paper had been circulated setting out the Board membership and current vacancies, along with the audit of skills and Board diversity.</p> <p>It was noted that despite two requests for nominations, no applications had been received for the non-teaching staff Governor role. An application had, however, been received from a teaching member of staff and the Committee considered this as an alternative approach. It was agreed that it was important to hear the voice of the non-teaching staff and it was agreed that the CEO and Principal would approach a previous holder of that role to discuss suitable candidates.</p> <p>The Committee noted the need to appoint at least one other Governor with relevant audit or accountancy experience to join the Audit Committee and it was agreed to update the advert and circulate it widely, including using fora such as ICAEW. Skills gaps were also evident in the skills audit in fundraising and capital projects and these should also be targeted in the advert.</p> <p>It was noted that one of the current independent Governors had held an elected position at the time of appointment and was therefore only eligible for a co-opted role. It was agreed that she should be contacted to discuss the options available. It was noted that the size of the Board was slightly above average for similar size institutions and the Committee recognised that it might be appropriate to review the size in the future when vacancies occurred.</p>	

N20/19	<b>RESOLVED:</b> <ul style="list-style-type: none"> <li>i. That the CEO and Principal liaise with a potential staff Governor regarding the non-teaching staff Governor role.</li> <li>ii. That the Governor advert be updated and circulated widely, incorporating reference to the finance, fundraising and estates skills required.</li> <li>iii. That the Clerk to Governors contact an independent Governor regarding her role.</li> </ul>	CEO & Principal  Clerk to Governors  Clerk to Governors
	<b><u>COMMITTEE MEMBERSHIPS</u></b>	
N20/20	A paper had been circulated regarding committee memberships and it was agreed to recommend a number of appointments to the Board.	
N20/21	<b>RESOLVED: To recommend to the Board that the following Committee membership appointments be made:</b> <ul style="list-style-type: none"> <li>i. Peter Moizer as a member and Chair of the Nominations and Governance Committee;</li> <li>ii. Vinny Leach as Chair of the Audit Committee;</li> <li>iii. Tina Gill to move from the Finance Committee to the Audit Committee;</li> <li>iv. Peter Moizer to join the Finance Committee;</li> <li>v. Peri Thomas to join the Remuneration and Staffing Committee.</li> </ul>	
	<b><u>HE CODE OF GOVERNANCE</u></b>	
N20/22	<p>The Clerk had circulated a self-assessment of compliance against the HE Code of Governance which had been RAG-rated, and thanks were expressed to the Clerk for completing the exercise which provided a useful summary of the current position.</p> <p>It was noted that there was only one area rated red, which related to the appointment of a Senior Independent Governor and it was agreed that this should be considered at a future meeting. The Committee considered those areas RAG-rated amber and the Clerk reported that those would be combined with the recommendations from the Review of Governance Effectiveness into one action plan. In discussing the requirements around Equality and Diversity, the Principal and CEO reported that there remained a lot of work to do and that it would be useful to have a Board lead to work with in this area. It was agreed that the matter should be raised at the next Board meeting.</p>	
N20/23	<b>RESOLVED:</b> <ul style="list-style-type: none"> <li>i. That the HE code of Governance self-assessment be noted;</li> <li>ii. That the Committee consider the appointment of a Senior Independent Governor at a future meeting;</li> <li>iii. That any outstanding actions be incorporated alongside the recommendations from the Review of Governance Effectiveness into one action plan.</li> <li>iv. That the request for a Board lead on Equality and Diversity be raised at the next meeting of the Board.</li> </ul>	Clerk to Governors Clerk to Governors  Clerk to Governors/CE O & Principal
	The meeting closed at 7.10pm.	
<b>Signed</b>		
<b>Date</b>		