

SEARCH & GOVERNANCE

Part One

DATE: TUESDAY 8 MARCH 2022

PLACE: Meeting held VIA ZOOM

TIME: 6.00pm.

PRESENT: Dr Barbara Spittle Chair of the Committee
 Andrew Baird Chair of the Corporation
 Dr Andrew Gilchrist Chair of Audit
 Fred Gray Chair of Resources
 Christine Ricketts Principal & CEO

IN ATTENDANCE Natalie Watt (Clerk to the Corporation)

STANDING AGENDA ITEMS	Action By
<p>1. Action in the Event of Fire Meeting held via ZOOM.</p>	
<p>2. Welcome & Apologies for Absence</p> <p>The Chair welcomed those present and confirmed that all those on line were able to fully participate in the meeting.</p> <p>Apologies Jackie Pearson, Chair of CPR Committee.</p>	
<p>3. Declarations of Interest</p> <p>i. The Chair of the Corporation declared his other relevant position as Chair of Orbital South Colleges.</p> <p>ii. Dr Andrew Gilchrist declared that he was a Governor of Croydon College.</p>	
<p>4. Notification of Any Other Business</p> <ul style="list-style-type: none"> • Signing of Minutes 	
<p>5. Part One Minutes of the Meeting held on 2 November 2021. The minutes were reviewed and subject to the changes proposed by Andrew Gilchrist were approved.</p>	
<p>6. Matters Arising</p> <ul style="list-style-type: none"> • Change of Constitution – Completed December 2021. • Committee Membership – On Agenda. • External Co-Opted Member of the Audit Cttee – Completed process Clerk to clarify title of the role in relevant documents. • SPEC Committee – Membership and Terms of Reference approved. • Code of Good Governance – First stage review completed. • Standing Orders – Amended. • Terms of Reference – Amended and on agendas for the Spring Term. 	<p>Minutes of the meeting APPROVED.</p>

- Board Diversity – External report circulated.
- Sustainability Role – Governor appointed role descriptor being finalised.
- Self-Assessment – Completed and QIP on agenda.
- QIP and FEC Stocktake – On agenda as an update
- Governor Impact Form – Form distributed and returns being received.
- KPIs for Governors – Approved and on agenda for monitoring.
- Work Plan Updated – Completed
- Privacy Notices – Issued to Governors

Update RECEIVED.

Items for Information, Discussion & Approval

7. **Constitution, Membership and Governance Update** – Presented by the Clerk.
Items discussed:

Constitution

Re-Appointment

- The Clerk drew Members' attention to the terms of office detailed at Appendix A. Following discussion, the Clerk was asked to approach Jackie Pearson on behalf of the Committee with a request for her to serve a further term of office.
- Jackie Pearson's exceptional contribution and leadership of the Curriculum, Performance and Review Committee and her commitment to leading on Careers for the Board was acknowledged and it was agreed that the Corporation needed her specific skills and level of expertise and leadership at this present time.

Clerk

Independent Governor Vacancy

- Following discussion, it was agreed that the existing vacancy would be considered further at the May meeting in conjunction with the Equality and Diversity Report received by the Committee.

Student Governors

- The Clerk informed the Committee that she had met with a group of prospective governors to discuss the Student Governor role. Initial indications were that five students were interested in the role. The students would now be taking part in an election process. It was therefore hoped that two names would be put forward to the Corporation for appointment at the March Corporation meeting.

Terms of Reference

- The Committee noted the Estates Working Group (EWG) Terms of Reference attached for information.
- Members of the Committee noted that further clarification was needed under Section 4 paragraph 5, to reflect that the Chair of the Corporation could not be counted as an independent governor for the purposes of undertaking Chair's Action.

Clerk

Committee Membership

- Members received the updated list attached at **Appendix D**. It was noted that the descriptor for the external Co-Opted Member of the Audit Committee should not contain the word Governor. **Agreed.**

Clerk

The Committee recommended to the Corporation:

- That Jackie Pearson be asked to serve and be appointed to a further four-year term of office.
- That the amendment to the Estates Working Group Terms of Reference be submitted to the Resources Committee for approval.

**Report RECEIVED for information and above recommendations
APPROVED for submission to the Corporation.**

8. Governor Quality Improvement Plan 2021-22 – Presented by the Clerk

Items discussed:

- The Committee noted the proposed plan detailed in paragraph 4. Discussion took place on the need for the plan to be achievable.
- It was noted that further work was needed to identify and communicate the range of courses offered by the ETF and their accessibility to all Governors. The Quality Improvement Plan for Governors for 2021/22 was approved for recommendation to the Corporation.
- The Committee noted the four proposed strands of governor development identified in paragraph 5 of the report. The priorities identified at Appendix B were received for information.
- The detailed summary and analysis at Appendix C were discussed at length.
- Detailed discussion followed on how the knowledge gaps could be filled. It was agreed, that Committee Chairs would be available, for further one to one sessions where it was indicated that this would be of benefit to individuals.
- The Principal & CEO also offered to have more one to one sessions, where it was indicated as being needed on specific areas.
- The Clerk confirmed to the Committee that she would address specific gaps in knowledge or information, with individual Governors, during the course of the summer term. Agreed.
- Governors further noted the proposal for a more strategic longer-term plan to Governor Development. It was agreed that this would be discussed further under item 9.
- The Committee noted the scope and requirement for an external review and it was agreed that the Clerk would identify when it would be necessary for this to take place.
- Following from discussions on areas that would be considered by an external review the Committee discussed the pros and cons of a 360-degree appraisal system for the Chairs of Committees and the Chair of the Corporation. Following discussion, it was agreed that this process would not be considered at this time, especially as aspects of Chairing etc would likely be covered in any external review.
- The Chair of the Corporation confirmed to the Committee that individual Governors were asked for feedback on the Chairs during their one to one annual meetings.
- The Committee agreed to consider the need for an annual report on the individual meetings at a future date.
- The Clerk agreed to introduce a meeting review sheet into the self-assessment process. It was agreed that initially these returns and evidence of performance would be collected annually rather than issued after every meeting.

Clerk

Clerk

Report RECEIVED and recommendations APPROVED

9. Governor Induction – Presented by the Clerk.

Items discussed:

- The Committee noted the changes to the Induction Programme. The Principal & CEO confirmed that she had scheduled a meeting with the new Academic Staff Governor to take place as soon as possible.
- Discussion followed on how to identify individual training needs, it was agreed that a standard Induction format would be employed initially and that the Clerk

would liaise with individual Governors, depending on their experience and background.

- The Committee reviewed the mandatory training identified at Appendix C. Following discussion, it was agreed that whilst Governors needed to be aware of the scope of mandatory training for staff, as volunteers, Governors needed to have a more tailored and appropriate delivery platform.
- The Chair of the Corporation suggested identifying appropriate ETF courses and circulating links to individual courses where it may be felt appropriate.
- The Clerk and the Principal & CEO emphasised the need for the statutory areas of responsibility to be covered. It was agreed that a longer term Governor Development Programme would be drawn up.
- The Principal & CEO and Clerk agreed to review what was considered to be mandatory for Governors and to match this to both the strategic plan and the delivery of Board meetings over a 3-year period.

Clerk

Report RECEIVED and Appendix B Induction programme APPROVED.

10. Governor Link Programme – Presented by the Principal & CEO

Items discussed:

- The Principal & CEO presented the report and updated the Committee on what visits had taken place to date.
- Attention was drawn to the additional four roles identified at paragraph 6.
- Following discussion, it was agreed that role descriptors for these four roles would be drafted and returned to the Committee for approval.
- The Committee discussed the proposed title for the roles. It was agreed that the title for the Governor Link Scheme would be revised to Governor Experience to match that of the Student Experience. The four roles would be more clearly defined and these Governors would in future be called Strategic Link Governor–Careers and Business, Employer Engagement etc.
- The Committee debated proposals to have Governors linked to specific curriculum areas for public events etc.
- However, following debate it was agreed to continue to adopt a corporate strategic approach and encourage all Governors to visit all areas rather than identify with one.

Report RECEIVED and recommendations APPROVED.

11. Governor Attendance and KPI Update – Presented by the Clerk

Items discussed:

Attendance

- The Clerk drew the Committee's attention to paragraph 1 and the detailed reporting of attendance. It was noted that attendance was very high despite the additional EWG meetings.
- The Clerk informed the Committee that Governors had started completing the Governor Impact Forms and that these would provide a good source of additional evidence for the following year.

Update RECEIVED.

Governor Key Performance Indicators – Presented by the Clerk

- The Clerk informed the Committee that the Governors were on track to meet the key performance targets.

Update RECEIVED.

Policies

- Discussion took place on the policies referenced in the report. The Clerk advised the Committee that formalising the policies and updating them would ensure that the Corporation was operating within best practice guidelines.

Brooklands College

- It was agreed that the Clerk would undertake research on best practice in the sector and where appropriate, draft policies for the Committee to review in due course.

Clerk

Update RECEIVED.

Delivery Model

- The Committee discussed how meetings were going to be delivered now that the pandemic restrictions had been rescinded. The Chair of the Corporation proposed that each Committee Chair should make the decision for their Committee.
- Following this it was agreed that:
 - The Audit Committee meetings would continue to take place via ZOOM
 - The Search and Governance Committee meetings would continue to take place via ZOOM.
 - That the Chair of the Resources Committee would canvass opinions from his Committee Members on both Resources and the EWG.
 - That the CPR Committee Chair would be contacted and also asked to confirm the preferred option.
- The Committee confirmed that Corporation meetings should be undertaken face to face, on site at either College Campus.
- It was also agreed that hybrid attendance at any one meeting would not be acceptable, unless in exceptional circumstances pre-approved by the Chair of the Corporation.

Chair of
Resources
Cttee.

Chair of
CPR Cttee

The Report was RECEIVED and recommendations APPROVED.

12. Any Other business

- **Standard Role Descriptor** – Following discussion it was agreed that role descriptors for the roles identified in Item 10 above would be drafted and brought back to the Committee at the meeting in May for approval.

Clerk &
Principal &
CEO

13. Date of Next Meeting

- **Tuesday 17 May 2022 at 6pm Via ZOOM.**

Signed By: _____

Date: _____