

MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE

MINUTES

Date	Tuesday 9th May 2023
Time	18:00 to 19:42
Location	Via MS Teams
Present (Governors):	Chair: Barbara Spittle Andrew Gilchrist Fred Gray Craig Mahoney Christine Ricketts (Principal and Chief Executive)
Officers and advisers in attendance	Melissa Drayson - Director of Governance (DG)
Observers	None
Apologies for absence	Jackie Pearson
Quorum	The meeting was quorate throughout

Item	Action lead
1. Preliminary items	
1.1 Apologies for Absence Apologies were received from Jackie Pearson. Craig Mahoney was welcomed to his first committee meeting as Chair designate.	
1.3 Declarations of interest There were no new declarations of interests relating to matters on the agenda. Previously declared interests were carried forward.	
1.4 Urgent other business notified in advance No urgent matters of other business had been notified in advance.	
2. Minutes	
2.1 Minutes of meeting on 7th February 2023 RESOLVED: That the Part 1 and Part 2 minutes of the meeting on 7th February 2023 be APPROVED as a correct record.	
2.2 Matters Arising <i>Supporting paper by the Director of Governance</i>	

Completed actions and those on the agenda were noted. An update was provided on the following:

- The follow up action from the Prevent training at East Surrey College had been undertaken and was now closed.
- The governance budget for 2023-24 was in the process of being set and would include elements for individual and group training and development.

3, **Corporation and Committee Membership**

Supporting paper by the Director of Governance

The Committee discussed the following matters raised in the paper:

- Governor recruitment and succession planning.
- Skills Audit update
- Committee membership and chairing

Governors supported the plan presented to recruit new governors to fill the current 'external governor' vacancy, and that created by Nicholas Woolf's departure at the end of the year. It was agreed that a financially qualified individual should be sought to continue the current level of expertise in this area. It was also agreed that the Corporation would benefit from stronger links with and knowledge of the local business community.

The updated skills audit was noted. This would be refreshed in full at the end of the current academic year.

The Committee membership was reviewed, and proposals regarding the Chair Designate's committee membership were supported. Interim arrangements for chairing and membership of the Senior Postholder Employment Committee on 28th June were discussed and agreed.

AGREED:

- | | | |
|------|--|-------------|
| i) | A recruitment campaign for two new governors to be launched | DGov |
| ii) | Expenditure of £214 was supported to advertise on the Reach Volunteering Website | |
| iii) | Direct approach to Surrey Chamber of Commerce for a governor from local business | PCE |
| iv) | To appoint Professor Craig Mahoney to the Resources Committee, Search and Governance Committee and Senior Postholder Employment Committee | |
| v) | To appoint Louise Salmon to the Curriculum and Performance Review Committee, once she takes up post in July | |
| vi) | That Professor Craig Mahoney would chair the Senior Postholder Employment Committee (SPEC) on 28th June | |
| vii) | That Andrew Gilchrist would attend the 28th SPEC meeting as an additional member. | |

4. **Governance report**

Supporting papers by the Director of Governance

The Committee noted the following matters highlighted in the paper:

- i. Governor attendance and KPI report

- ii. Governor improvement plan update
- iii. External Governance Review proposals
- iv. Governance self -assessment process

A question was raised about the significance of the 80% attendance KPI, if the quorum was deemed the minimum for effective decision making. The figures provided were a summary of a more detailed spreadsheet that showed the percentages as actual numbers of meetings attended. This would be provided in future reports. It was noted that the 80% figure was recognised as a national annual benchmark for effective governance, but that individual attendance was monitored by the Director of Governance and Chair and action taken to address slippage as required.

It was noted that progress against both the governance improvement plan and training and development plan approved in March had been delayed by the additional workload created by bringing the estates project to the current point in the Spring. Governors had been provided with external development opportunities provided by the AOC and ETF, and were currently completing mandatory online safeguarding training.

It was agreed that opportunities should be explored to develop a joint approach to governor training with the other Surrey colleges. Topics such as EDI would lend themselves particularly well to this approach.

Governors noted the outcomes of the first tranche of invitations to bid for the External Governance Review. Five providers had been contacted, resulting in four proposals. It was agreed that all providers on the recommended list should be given an opportunity to put in a proposal before a final decision was made. Governors considered that a key criterion should be that the provider should offer a team approach to the review, rather than rely on one individual.

AGREED:

- i) **That opportunities for joint governor training should be explored with the other Surrey Colleges** **Dir Gov**
- ii) **That further proposals for the EGR should be sought with a view to the review taking place in late 2023-early 2024**
- iii) **That the Annual Governance Self-Assessment should be undertaken over the summer break.**

5. Governor Link Scheme review
Supporting papers by the Director of Governance

The work of the current link governors, and the value that they bring, was recognised. The role description for the SEND link governor was reviewed and the creation of a further link governor role in Health and Safety was supported. The employer and stakeholder link governor role also remained vacant. It was agreed that there was scope for some link governor roles to be combined.

AGREED: that expressions of interest would be invited from governors in the three Link Governor opportunities.

6. Values workshop

Verbal report by the Principal and Chief Executive

As discussed at the Strategy Day on 26th April, all staff had been involved in workshops to revisit college values, explore behaviours that underpinned them and agree ten expectations. It was agreed that this activity should be mirrored by the Corporation, either as a workshop prior to the Corporation meeting on 12th July or a separate event.

AGREED: A time and date for the Corporation values workshop to be identified. PCEO/DG

7. Governance Policies

i) Scheme of delegation

Supporting paper by the Director of Governance

There was broad support for the Corporation Scheme of Delegation. It was agreed that the references to Chair's Action should be checked for consistency with the Standing Orders.

The wording of paragraph 6.4 was discussed. It was agreed that the principle of delegated authority to governors in exceptional circumstances should exist, but that this should be to a group of no fewer than two or more governors, and should always include the Principal and CEO. Governors would provide further thoughts by email and an update would be circulated to committee members, prior to seeking Corporation approval.

AGREED: That, subject to final agreement of paragraph 6.4, the Scheme of Delegation would be recommended to the Corporation FOR APPROVAL.

8. Draft governance schedule of business 2023-24

Subject to receipt of final feedback on proposed dates, the Director of Governance would circulate a draft schedule to the Chair, Designate Chair and Committee Chairs as soon as possible. This would be checked with SLT to ensure alignment with key internal dates.

Dir Gov

9. Date of next meeting: To be confirmed

Signed
Date

(Chair)