

## MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE

### MINUTES – PART ONE

<b>Date</b>	<b>Tuesday 1<sup>st</sup> November 2022</b>
<b>Time</b>	19.00 to 20.30
<b>Location</b>	Via Zoom
<b>Present (Governors):</b>	Chair: Barbara Spittle Andrew Baird Andrew Gilchrist Fred Gray Christine Ricketts (Principal and Chief Executive)
<b>Officers and advisers In attendance</b>	Melissa Drayson - Director of Governance (DG)
<b>Observers</b>	None
<b>Apologies for absence</b>	Jackie Pearson
<b>Quorum</b>	The meeting was quorate throughout

<b>Item</b>	<b>Action lead</b>
<b>1. Preliminary items</b>	
<b>1.1 Confirmation of the Committee Chair</b>	
The Director of Governance reminded governors that Committee Chairs were appointed on a four-year term under the terms of reference, but that appointment was reconfirmed at the start of each academic year.	
<b>CONFIRMED: That Barbara Spittle would continue as Committee Chair for 2022-23</b>	
<b>1.2 Apologies for Absence</b>	
Apologies were received from Jackie Pearson	
<b>1.3 Declarations of interest</b>	
There were no new declarations of interests relating to matters on the agenda. Previously declared interests were carried forward.	
<b>1.4 Urgent other business notified in advance</b>	
No urgent matters of other business had been notified in advance.	
<b>2. Minutes</b>	

## 2.1 Minutes of previous meeting

Subject to the correction of some minor typos, it was:

**RESOLVED: That the Part 1 and Part 2 minutes of the meeting on 30 June 2022 be APPROVED as a correct record.**

## 2.2 Matters Arising

The Committee noted that the majority of actions from the previous meeting had been completed, or were covered on the agenda. The Director of Governance reported that a training audit form would be circulated by the end of term.

Governors commented that the joint Prevent Training with East Surrey College had been extremely interesting and useful.

## 3, **Corporation and Committee Membership** *Supporting paper by the Director of Governance*

The Committee discussed the following:

- The Corporation currently had one vacancy, and one governor on a sabbatical. There were currently, therefore, fewer governors with education experience among the membership. The Committee was reminded of the previous proposal to find a new governor from Higher Education.
- The Corporation was committed to increasing the diversity of governors. This need was reinforced by the FE Commissioner at the last stocktake visit.
- Two governors were due to reach the end of their first term of office in December (Fred Gray and Mary Hughes), with a further two in March 2023 (Melanie Harding and Hilary Omissi). Arrangements were discussed for managing the reappointment process.
- The resignation of the support staff governor created a second vacancy on the Resources Committee. A new support staff governor, Ian Carey, had recently been appointed and had expressed an interest in joining the Resources Committee
- The 2021-22 Skills Audit remained a viable document. It was proposed that this should be maintained and updated during the current year, with a further full skills audit to be planned 2023-24
- The governor register of interests had been refreshed that month and was noted.

### **AGREED:**

- i. That active steps should be taken to recruit a new governor with a Higher Education background, recognising the diversity needs of the Corporation.**
  - ii. That the reappointment of governors approaching the end of their term of office be considered by the Chair and Vice Chair, consulting with the Director of Governance and other governors, and recommendations be brought to the Corporation meeting on 14<sup>th</sup> December.**
- PCE/DGov**

- iii. **That Ian Carey be recommended for appointment to the Resources Committee.**
- iv. **That the next full update of the Skills Audit should take place in 2023-24.**

#### **4. Governance**

*Supporting papers by the Director of Governance*

##### **4.1 Governance self-assessment and quality improvement.**

The Committee noted and discussed the following:

- The 2022 Governance Self-Assessment had produced a positive response, with no areas of major concern. A number of potential areas of development and priorities for the year had, however, been identified. Most of these related to governance oversight of the quality of teaching, learning and the student experience
- The compliance audit against the Code of Governance showed that, once the financial statements were completed and submitted, the college would be fully compliant with all the mandatory provisions. Within the 'best practice' provisions, there were no areas of non-compliance but some areas of partial compliance, mainly relating to new provisions (for example, sustainability).
- It was agreed that the current Governance Improvement Plan should be integrated with the action plans from the 2022 governance SAR and Code of Governance Compliance audits, and monitored at termly meetings.
- Governor training and development remained a priority. It was proposed that a full report and recommendations should be brought to the February Committee meeting once the training audit had been completed.
- It was noted that the mandatory External Review of Governance must be completed by 31 July 2024. It was suggested that this should be scheduled for Autumn 2023.

##### **AGREED:**

- i) **That the outcomes of the Governance Self-Assessment 2021-22 (including the Code of Governance Audit) be recommended to the Corporation**
- ii) **That the governance improvement plan be updated with the actions from the 2021-22 self-assessment.** **DGov**
- iii) **That a full Training and Development report be brought to the February meeting for discussion** **DGov**
- iv) **That the External Review of Governance should be scheduled for Autumn 2023.**

##### **4.2 Governance attendance and KPI report**

Governors discussed overall attendance at Corporation and Committee meetings and noted that all committees were above the target of 80% apart from the CPR committee.

<b>Corporation</b>	92%
<b>Audit Committee</b>	87%
<b>Resources Committee</b>	94%
<b>Curriculum Performance &amp; Review Committee</b>	74%
<b>Search &amp; Governance Committee</b>	96%
<b>Senior Post Holders Employment Committee</b>	100%
<b>Estates Working Group</b>	100%

It was noted that KPI targets had been met for meeting attendance (87% overall) and engagement with training (at least one event a year). Data was still being collected on engagement with other activities. The Director of Governance confirmed that the Impact forms would be reissued to assist with this task.

There was discussion about expanding the KPIs to include one relating to ensuring timely recruitment whilst meeting the skills and diversity needs of the Corporation.

**AGREED: That proposals for a KPI relating to governor recruitment be brought to the next meeting for discussion**

**DGov**

**5. Committee matters**

*Supporting papers by the Director of Governance*

**5.1 Committee workplan 2022-23**

The draft workplan for the year was **RECEIVED**.

**5.2 Committee terms of reference review**

Attention was drawn to proposed updates, including:

- Standardisation of language, including Corporation instead of FGB, Committees instead of sub-Committees.
- Reformatting to streamline the document
- Ensuring full alignment with other governance documents, and reflecting the full list of governance constitutional and policy documents that fall within the Committee's scope.
- Describing the Committee's role in respect of governance self-assessment, external governance review and quality improvement.
- Describing the Committee's role in recommending the membership and chairing of the other committees.

**RESOLVED: That the updated Search and Governance Committee terms of reference would be recommended to the Corporation FOR APPROVAL**

**6. Date of next meeting**

**Tuesday 7<sup>th</sup> February 2023**

**7. Part 2 confidential items**

A separate minute was taken of discussion

Signed  
Date

(Chair)