

SEARCH & GOVERNANCE COMMITTEE

DATE: WEDNESDAY 17 JUNE 2015

PLACE: RM 410 WANDSWORTH CAMPUS

TIME: 4.00 pm.

PRESENT: Cllr Jim Maddan (Chair), Godfrey Allen, Sue Rimmer (Principal & Chief Executive) Cllr Stuart Thom.

IN ATTENDANCE: Natalie Watt, Clerk to the Corporation

NB: All reports are presented by the Clerk to the Corporation.

1. **Apologies for Absence**
2. **Declarations of Interest**
None
3. **Minutes of the last meeting**
The minutes of the meeting held on 11 February 2015 were approved and signed by the Chair.
4. **Matters arising from the minutes**
 - **Update on e-governance progress** – The Clerk informed the Committee that she was progressing talks with Wandsworth Borough Council to review the system used for Council meetings.
 - **Membership of Officers in Attendance updated** – On agenda.
 - **Re-Appointment confirmed** – Approved by Corporation
 - **New appointments confirmed** – Approved by Corporation. Stage one induction completed.
 - **Venue Selection on agenda** – On Agenda.
 - **Terms of Reference Update** -On Agenda
 - **Update on Scheme of Delegation** – WIP
 - **Attendance Update** - On Agenda.
5. **Constitution and Membership**
 - i) **Existing Members, Constitution & Committees**
 - Members noted the Constitution update presented at Appendix A.
 - The Clerk confirmed to Members that Mr P Robinson had confirmed that he was not intending to apply for re-appointment. Noted.

- The Clerk informed Members that in anticipation of the end of term of office next term Mr Hick had confirmed that he would be applying for re-appointment. Noted.
- The Committee discussed the scope of Searches needed in anticipation of the forthcoming vacancy. It was agreed that Members would consider the potential areas of benefit to the College and consider Strategic alliances needed for the future.
- The Clerk agreed to contact the Committee with an update at the end of July to update them on potential interested parties.
- The Clerk raised her concerns regarding the appointment of Student Governors. It was noted that some research was underway to establish a sabbatical post but this was still a WIP.
- It was agreed that the Clerk would liaise over the summer with the appropriate Managers at Wandsworth and Merton and the VP Curriculum and Quality to seek to raise the profile of the role.
- The Clerk informed Members that the NUS had recently issued a new handbook and guidance and that this would also be incorporated into the Induction where appropriate.

Clerk

Clerk

Update RECEIVED.

ii)Vice Chair

- The Clerk informed Members that as at the deadline date set one nomination had been received and seconded.
- Mr A Brown had been nominated by Ms L Ashman and seconded by Mr J Hick.
- As the nomination was un-opposed it was agreed that this would be put before the Corporation at its next meeting for ratification.

Clerk

Update RECEIVED.

iii)Skills Audit

- Members considered the report presented and reviewed the categories covered in the skills audit.
- Following discussion and consideration of both current and future requirements it was agreed that the next skills audit would be undertaken for 2015-16.
- Members noted that the skills identified would be considered appropriate for use in other organisations that they participated and contributed to. Noted.

Clerk

Report RECEIVED.

6. Governors Development Programme 2014/15

- Members received the update on the Governors Development plan. It was agreed that the Clerk was undertake research to prepare a briefing note for Governors on aspects of the role and particular advocacy skills in relation to promoting the College.
- The Principal informed Members that progress had been made on the College dashboard and that the VP Planning and Resources would be in a position to roll this out for the start of the next academic year.
- It was agreed that the Clerk would seek an implementation date

VP Planning & Resources

for when this would be available to Governors.

- Members discussed the intention to use an offsite venue and weighed the pros and cons of this option as well as considering experience from previous years and governors preferences.
- It was agreed that in order to facilitate closer working that an offsite venue would be selected.
- Members discussed the travel and time frame and the first choice venue was agreed.
- The Clerk confirmed that she would undertake a visit to the sites and confirm the dates by the end of July 2015.

Clerk

Report RECEIVED and Venue APPROVED (subject to site visit and price confirmation).

7. Code of Good Governance for English Colleges

- Members noted the attached report and discussed at length the work needed to match current compliance and assess the level of actions needed to adopt the code.
- The Chair of the Corporation confirmed that this was a voluntary code. Members debated the main area of divergence from current practice, the restriction on the numbers of terms of office Members can serve at point 9.29.
- Members noted the need of the Board to be refreshed but wished to continue to exercise the freedom to balance this with experience gained in the role.
- The Clerk confirmed that a number of Colleges were adopting the code with the exception of certain aspects of it.
- It was agreed that the Clerk would undertake a comparison exercise with the Principal and produce an action plan for the Corporation to agree in October 2015.
- Subject to this and with the exception of the restriction on terms of office the Committee APPROVED the recommendation to adopt the Code Good Governance for English Colleges effective from 1st September 2015 on a comply or explain basis.

Clerk & Principal

Report APPROVED.

8. Internal Governance Framework

- The Clerk summarised the report and Members discussed the proposed changes to each Committee's terms of reference.

Audit Committee.

- Members were informed that these were currently being reviewed by the external auditors.
- Members had expressed some concern over the inclusion of the Insurance Contract monitoring and also the need for this Committee to approve accounting policies.
- It was agreed that these discussions would continue until the Chair and Committee were satisfied that the responsibilities listed were appropriate.

Quality & Performance Committee

- Members noted that the Chair of the Quality and Performance Committee would also now be responsible for Safeguarding at a corporate level.

- Members expressed their concern that the parameters of this be more explicit on the Terms of Reference, as they felt strongly that this was a corporate responsibility. Agreed

Finance & Resources committee

- Members noted that these may be subject to some further change in light of potential changes to the Audit Committee terms of Reference. It was agreed that this would be considered in light of any changes.

Search & Governance Committee

- Members discussed changing the numbers to 4 for membership, partly in response to the additional expectations and work load on Members. This would not then require any Governor to serve on more than Committee (with the exception of the Chair).
- Following discussion Members expressed the need to have an alternative option for the appointment process to ensure that the panel had an objective viewpoint and external input.
- It was therefore agreed that the role description for Vice Chair would add a responsibility requiring them to be available if needed to supplement the interview panel for the Committee. Amendment to Vice Chair Role Description approved.
- The Clerk confirmed that she would provide the revised role description to Mr Brown in advance of the Corporation as this change was agreed post nomination.
- It was agreed that the revisions to the Terms of Reference would continue during the summer and be submitted alongside a scheme of delegation to the October Corporation meeting. Agreed.

Clerk

Clerk

Report RECEIVED.

9. Attendance Update

- Members discussed the numbers presented and the Chair of the Corporation discussed this terms attendance with the Chair of the Search and Governance Committee.
- The Clerk noted that the end of year report would also include references to the other events and work undertaken on behalf of the College. Agreed.
- The Clerk cross referenced her concern regarding student Governors retention to the lack of attendance. Noted.
- Members noted the reminder about publication of attendance figures in the Financial Statements.

Report RECEIVED.

10. Self Assessment Report SAR

i)SAR Process

- Members noted the report and update on progress.

Report RECEIVED.

ii)Review of the Committee

- Members confirmed that they would complete the SAR report and the Clerk confirmed that this would be circulated post Corporation. Noted.

Update RECEIVED.

11. **Any Other business:**

- **Eversheds Briefing Note** – The Clerk drew this to Members attention and informed them that this service was included as part of the Eversheds subscription. Members discussed the usefulness of the note and it was agreed that these would be circulated to Members of the Committee for information. It was agreed that these would add a value added aspect to the service and also inform debate and development internally.

Briefing note **RECEIVED.**

Clerk

12. **Date and Time of Next Meeting**

- **TO BE REVISED - Wednesday 21 October at 4pm Wandsworth Campus** – The Chair indicated that he would be unable to attend this date. Members of the Committee agreed to change the date. Clerk to propose an alternative date.
- **Wednesday 27 January 2016 at 4pm** at Wandsworth Campus
- **Wednesday 18 May 2016 at 4pm** at Wandsworth Campus

Clerk

Signed By: _____

Date: _____