MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE
Tuesday 22nd February 2022
6.00pm
Virtual Meeting

MINUTES

Present: Catherine Boyd-Maunsell (Chair)
Frederick Law
Nasim Jivani Hemani
Tony Stevenson

Clerk: Clare Mitchell, Director of Governance

Minutes: Nichole Sansome, Executive Office – Business Manager

No.	Item
1.	**Apologies for Absence** Apologies received from Caireen Mitchell (Principal & CEO).
2.	**Declaration of Interest** No declarations received.
3.	**Minutes of the Meetings held on 24 November 2021** The minutes of this meeting were agreed as an accurate record.
4.	**Matters arising from the Minutes not on the Agenda** Action #4 – the Chair and DoG to connect on training. Action #9 – the Committee discussed progress on recruiting an external co-opted member to the Croydon College LQC. Louise Cretton (LC), current Vice-Chair of Croydon Health Services NHS Trust, had been identified as a potential recruit through contacts at the University Hospital. LC's CV would be circulated to the group and Chair of Croydon College LQC. The Committee discussed the process of interviewing and recruiting co-opted members, noting it would be useful to have a set process in place going forward, and that the interview would need to happen in good time to allow for LC's appointment at the Board meeting scheduled for 30 March 2022. The Committee **agreed** that LC should be invited to attend the Croydon College LQC meeting scheduled for 16 March 2022 as an observer, if her interview had taken place beforehand, and with the Committee Chair's approval. The DoG noted a requirement to change the terms of reference of both LQCs to allow for the co-option of an external Committee member.

	Action #10 – the DoG reported that the sustainability information for the Governors Portal needed to be considered at the March Board meeting prior to upload. The Committee **noted** the remainder of the updated action list. **Action: DoG to share LC's CV to Committee and Chair of Croydon College LQC and arrange an interview with LC in good time to allow for Committee attendance and appointment at the March Board** **Action: DoG to review ToR for the LQCs to allow co-option of external members**
5.	**Governance Policies and Procedures** i. <u>Compliance with AoC Code of Governance – amended September 2021</u> The DoG summarised the main areas of change to the AoC Code of Governance in the report and considered current compliance against them. The College was almost fully compliant with the new Sustainability Principle. EDI was another area of significant change and the work being undertaken by the College to attain Investors in Diversity accreditation should improve the College's compliance in this area. The DoG would complete a full assessment for the Summer to progress actions in time to report compliance (due end 22/23). The Committee **noted** the changes identified in the report and that a full assessment would be completed in time to come to the next meeting. The Chair asked how these changes would be shared with the Board. The DoG suggested the papers could be presented to the Board as is. The DoG raised that David Hughes from the AoC would be presenting to the Board and may cover some of the changes. It was **agreed** that the paper would go to Board "for information". **Action: DoG to complete a full assessment of compliance against changes to the AoC Code for the next Committee meeting.** **Action: DoG to include this item and paper within the "for information" section of March Board agenda.** ii. <u>Attendance of Members Policy</u> The DoG outlined the report and sought approval of the revised Attendance of Members Policy, noting it reflected the Standing Orders approved at the October Board meeting. The only substantive change was to clarify that Governors attending a meeting of a Committee of which they were not a member, should have the permission of the relevant Chair and would have observer status. TS noted only two serving Governors had not met the 80% attendance target set out in the policy and would pick up that point in Governor reviews, which were ongoing at the time of the meeting. The Committee **approved** the revised Attendance of Members Policy.

	iii. Updated Code of Conduct for Governors The DoG presented the report and sought agreement for the Committee to recommend that the Board adopt the 17th edition of the Code of Conduct for Corporation Members. The Chair noted the Code of Conduct included a core section on values and asked whether an update was needed with the AoC's focus on sustainability and EDI in mind. The DoG would speak to the P&CEO, the Head of HR and VPF&R to suggest some additional wording around these items. NJH asked how the Code impacted on student governors and how they were trained . The DoG confirmed that they spent time with her and met with the Chair. The DoG maintained an open-door policy, but engagement largely depended on the individual, noting they had only a one-year tenure. This year's student governors had also attended a student governors' conference in Birmingham in November 2021 as part of a national training programme for student governors run by the AoC and UNLOC The Committee **recommended** that the Board should adopt the 17th edition of the Code of Conduct for Corporation Members. **Action: DoG to prepare a summary of the main provisions of the revised Code of Conduct to be circulated to Governors following the March Board meeting** **Action: DoG to recommend wording around sustainability and EDI values in consultation with staff noted above.**
6.	**Skills Audit Results 2022** The DoG presented the paper and asked the Committee to discuss whether refresher training on SEND and/or children's social services should be provided as part of a future Governor Day. That some Governors possessed a low level of skills and experience in the education sector did not come as a surprise. This would be addressed/improved by the restart of lesson observations and campus visits before Easter. A good spread of knowledge and experience in general professional skills was noted across the Governors, but when considering specific skills and knowledge, it was noted that there were currently no Governors with a legal background. The Committee discussed whether or not that presented an issue and confirmed it did not. The Chair noted a good improvement in key areas compared to the last skills audit. TS emphasised the need for further SEND training and recommended bringing the DSL back to the July Governors Day to cover the totality of the College provision in this area. TS would discuss training requirements during individual Governor Reviews, which were ongoing at the time of the meeting. The Committee **agreed** to the recommendation. **Action: DoG to arrange for DSL to run a training session on the totality of the College's SEND provision and the College's links with children's services at the next Governors Day.**

7.	**Board Development Plan 2021/22 Spring Term Update** The DoG provided an overview of the paper. The Committee **noted** the progress against the Board Development Plan for 2021/22. The Committee discussed the review process for TS as Chair of the Board. The 360-degree review tool intended for this review was no longer available free of charge so alternate methods had been explored. The DoG had sourced an alternate questionnaire which could be edited for issue in April. This would be shared with members of this Committee once reviewed by the DoG, prior to its issue to Governors. The Chair sought agreement with this suggestion, the Committee **agreed** to this course of action. **Action: DoG to review and share questionnaire for Chair of Board 360-degree review.**
8.	**Areas for Discussion (verbal)** i. <u>Vice-Chair Role</u> TS reported that to-date no Governors had expressed an interest in the role of Vice-Chair of the Board, and TS had asked the Chair of this Committee to caretake the role for 12 months. TS noted that he would be exploring Governor development and plans in the individual reviews with a view to identifying future candidates. The Committee **agreed** with this proposal. **Action: DoG to include Vice-Chair election on March Board agenda.** ii. <u>Chair Review</u> Previously discussed under Item 7. iii. <u>Governor Completion of Mandatory Training</u> The DoG reported some Governors had not completed mandatory training; this would be followed up during the individual reviews. The Committee **noted** that there was some frustration about the lack of portability of training between organisations. iv. <u>Committee Meetings after Easter</u> The Committee discussed whether Committee meetings should stay online or switch back to face-to-face now the Government had implemented the "Living with Covid-19" plan. Board meetings would continue to take place in person. There was debate over the number of Committee meetings that should be online vs. face-to-face, and the effectiveness of running hybrid meetings. The Committee was not in favour of running hybrid meetings and was of the view that at least one Committee meeting in each academic year should be face-to-face. This approach would be recommended to the March Board. The DoG noted that she should be proposing dates for 2022/23 meetings at the March Board and was working on the assumption meetings would remain in the evenings.

	Action: DoG to include item on virtual versus face to face Committee meetings for discussion at March Board. **Action:** DoG/NS to secure a room at the Croydon Campus for the next S&G Committee meeting
9.	**Post Meeting Evaluation** The Committee **agreed** the session was succinct and well run.
10.	**Dates of Future Meetings** Wednesday 6 July 2022 – face to face at the Croydon Campus
11.	**Any Other Business** None.

Approved as an accurate record by the Search and Governance Committee at its meeting on 5 October 2022

Clare Mitchell
Director of Governance