



MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE
Wednesday 5 July 2023
6.00pm
Virtual Meeting

MINUTES

Present: Catherine Boyd-Maunsell (Chair)
Tony Stevenson
Caireen Mitchell (Principal & CEO)
Frederick Law

Clerk: Clare Mitchell, Director of Governance

No.	Item
1.	<p>Apologies for Absence</p> <p>Apologies were received from Nasim Jivani Hemani.</p>
2.	<p>Declaration of Interest</p> <p>No declarations were received.</p>
3.	<p>Minutes of the Meeting held on 9 March 2023.</p> <p>The minutes of this meeting were agreed as an accurate record.</p>
4.	<p>Matters arising from the Minutes not on the Agenda</p> <p>The Committee noted the completed actions. The Chair asked for an update on the Governor Dashboard. The P&CEO reported that the dashboard had been presented to the Croydon College LQC and was now available on the Governors' Portal. The dashboard would evolve over time and the range of metrics would be expanded. The Committee's view was that oversight of the full dashboard should be its responsibility.</p> <p>The DoG reported that the meeting between Governors and external stakeholders was scheduled for Thursday 5 October and invites would be going out shortly. The candidates for the role of co-opted member of the Audit Committee had withdrawn shortly prior to interview. One of the FEC recommendations was the introduction of link governors. The guidance on the link governor role would be brought to the next Committee meeting on 4 October 2023</p>



5. Governance Policies and Procedures

i. Update on the External Governance Review

The DoG reported that a questionnaire had been sent out to all Governors and encouraged Committee members to complete it. Fiona Chalk would be meeting with the Executive Team on Monday 10 July. The DoG would be providing the necessary governance documents over the Summer. The P&CEO noted that the FEC would want to see the report from the external governance review.

The Committee **noted** the update.

ii. Scheme of Delegation

The DoG outlined the proposed updates to the Scheme of Delegation. There had been a number of additions to the responsibilities of the Governing Body. The DoG confirmed that the Governing Body's review of how well the College was meeting local needs had to be completed every three years or when a new LSIP was published.

The regularity self-assessment questionnaire completed as part of the external audit process had been updated for 2022/23 to ask for confirmation that the Scheme of Delegation had been updated to reflect the reclassification of FE Colleges as public sector.

The Committee **recommended** the updated Scheme of Delegation to the Board for approval.

iii. Governance Arrangements for the Appointment of Student Governors

The Committee discussed the proposed change to appointing Student Governors by application rather than being elected by the student body. The appointment process would include input from the Committee and an appointment recommendation to the Board. The current arrangement were the Student Governor role at the Croydon Campus alternated each year between the elected President of the Student Executive and the elected Higher Education Student Executive Officer would cease.

The DoG reported that the FE Commissioners verbal feedback had been that a move to appointing Student Governors would be included in their report. In order to introduce this change for the 2023/24 academic year amendments to a number of the governing documents would need to be approved by the Board at its July meeting. The Student Executives at both campuses had been asked for their views on the change..

The Committee discussed whether a formal appointment process might put students off applying for the role and whether students should be asked for completed a formal application form. The consensus was that students should be asked to complete a statement as set out in the paper but that it should be a maximum length of 250 words maximum. For 2023/24 the appointment process would need to take place early in the Autumn term so that the appointments could be made at the October Board meeting. In future years consideration could be given to moving the appointment process to the Summer term. This would limit applications to continuing students, but would have the advantage of Student Governors having already had some experience of being a student at the College.



	<p>The Committee expressed the view that moving to an appointment process would not necessarily result in more effective Student Governors. Student Governors only had a one year term of office, which gave them very little time to get up to speed with the work of the Governing Body. However, having an appointment process might mean that there was a reserve candidate if the Student Governor stepped down for some reason.</p> <p>The Committee recommended that the Board approve the appointment of Student Governors by application and the changes to the governance documents as set out in the paper</p> <p>iv <u>Amendments to the Instrument and Articles</u></p> <p>The DoG presented the proposed changes, one of which was necessary to move to appointing rather than electing Student Governors. Eversheds had advised that 75% of all Governors should approve changes to the Instrument and Articles. There had been a number of apologies for the Board meeting and therefore it was possible that the 13 Governors required to approve the changes would not be present. If this was the case, the changes would need to be approved by written resolution after the meeting.</p> <p>The Committee recommended that the Board approve the proposed changes to the Instrument and Articles.</p>
6.	<p>Chair Review Summary</p> <p>The Chair of the Committee introduced the review and noted that this was the second year of the Chair review process. The P&CEO expressed the view that the Governing Body was now stronger than at any other point during her tenure at the College and that she valued the Chair of the Governing Body's support. She was reassured by the fact that the number of FE Commissioner recommendations relating to governance was relatively small.</p> <p>The. Chair of the Committee responded that she hoped that the recommendations that came out of the External Governance Review would be helpful.</p> <p>The Committee noted the Chair review summary.</p>
7.	<p>Governor Recruitment</p> <p>The DoG reported that the DfE had agreed that Peridot should support the recruitment of a SEND Governor. The Committee would be asked to make an appointment recommendation at its October meeting. The Committee noted that Peridot had a suitable candidate who could not commit to a full Governor role and had asked whether the Governing Body would consider appointing them as a co-opted member. The Committee's view was that at the current time Peridot should continue to focus on finding suitable candidates for a full Governor role.</p> <p>The DoG reported that a number of educationalists had been approached about joining the Governing Body to replace Soumick Dey, but none of them had been able to commit to a full Governor role. The Committee considered it likely that the SEND Governors would have an education background.</p>



	<p>The Committee considered a CV from a potential candidate for the role of co-opted employer member of the Croydon College LQC. It was agreed that the candidate might be more suitable for the second vacancy on the Governing Body.</p> <p>Action: DoG to contact the candidate to see if they would be interested in a future vacancy on the Governing Body</p>
8.	<p>Reappointment of Andrew Lowe as a Governor</p> <p>The DoG introduced the paper. The Committee noted that from 31 August 2023 Andrew Lowe would be longest serving Governor on the Board.</p> <p>The Committee recommended that the Governing Body should appoint Andrew Lowe for a second term of office.</p>
9.	<p>Appointment of a co-opted employer member of the Croydon College LQC</p> <p>The DoG reported that a candidate had been interviewed that day, but their focus had not been broad enough for this role. It was agreed that the DoG should contact the CEO of Croydon BID and if that was unsuccessful the CEO of Start Up Croydon</p> <p>Action: DoG to contact the CEO of Croydon BID re a co-opted employer member of the Croydon College LQC</p>
10.	<p>Committee Membership 2023/24</p> <p>The Committee noted that there were only three members on the Audit Committee, and two vacancies, which could create issues re quoracy. The DoG clarified that co-opted members on the Audit Committee did not count towards the quoracy requirement. The situation was complicated by the fact that member of the Finance and Resource Committee could not be members of the Audit Committee and a significant number of the other Governors were already sitting on both LQCs. This issue would need to be addressed before the Board was asked to approve the Committee membership for 2023/24 in October 2023.</p> <p>Action: Chair and DoG to address the issue of membership of the Audit Committee</p>
11.	<p>Areas for Discussion</p> <p><u>Campus Visits for Governors in 2023/24</u></p> <p>The DoG reported that she did not have an update as she not yet been able to meet with the Head of Student Experience to discuss how campus visits should run.</p> <p>The Chair of the Governing Body reported that discussion had taken place about inviting Governors to visit the Coulsdon Campus on an individual basis at times that suited them</p>
12.	<p>Annual Review of Terms of Reference</p> <p>The Committee approved the proposed amendment to the terms of reference and recommended it to the Board for approval.</p>
13.	<p>Post Meeting Evaluation</p>



	The Committee agreed that the meeting had gone well. It was suggested that Governors should discuss how they could use their networks to find suitable candidates for vacancies at the next Governor Day.
14.	<p>Dates of Future Meetings</p> <p>Wednesday 4 October 2023.</p> <p>Action: DoG to review whether a Committee meeting was required in October and November 2023.</p>
15.	<p>Other Business</p> <p>None.</p>

Approved as an accurate record by the Search and Governance Committee at its meeting on 4 October 2023

*Clare Mitchell
Director of Governance*