



MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE
Wednesday 26 June 2024
6.00pm
Hybrid Meeting

MINUTES

Present: Louise Cretton (Interim Chair)
Ian Valvona – not item 11
Caireen Mitchell (Principal & CEO)
Frederick Law - on Teams
Nasim Jivani Hemani

Clerk: Clare Mitchell, Director of Governance

Minutes: Nichole Sansome, Business Compliance Manager

No.	Item
1.	<p>Apologies for Absence</p> <p>No apologies given.</p>
2.	<p>Declaration of Interest</p> <p>No declarations were received.</p>
3.	<p>Minutes of the Meeting held on 21 February 2024.</p> <p>The minutes recorded apologies for Frederick Law, but also noted him present.</p> <p>ACTION – minutes to be updated to reflect the fact that Frederick Law was not present.</p>
4.	<p>Matters arising from the Minutes not on the Agenda</p> <p>The Committee noted the completed actions. The DoG highlighted the two on going actions:</p> <p>Action #1 – Standing Order amendments. These were not yet due to be updated and would be included on a future agenda in 2025.</p> <p>Action #16 – Succession Planning. This was included as an agenda item for this meeting and would be covered at that point on the agenda.</p>



5. Governance Policies and Procedures

i. Adoption of the AoC Further Education Code of Good Governance 2023

The DoG introduced the paper and appendix which was an assessment of the college’s current level of compliance with the 2023 version of the AoC’s Further Education Code of Good Governance,. This had been prepared by the DoG with input from the Executive team, the DoG sought input from the Committee as to whether any amendments or additions were required.

The Committee discussed the Appendix at length and made the following observations;

<i>Principle 1; Determination of aims and strategic oversight</i>
<ul style="list-style-type: none"> • The requirement for Governors to have time on agendas to talk strategically (this could be an area for the “Getting to Good” group to focus on) • Include a reference to the college’s risk management framework
<i>Principle 2; Responsibility and accountability</i>
<ul style="list-style-type: none"> • Governors’ lack awareness of the skills of other Governors and how best to leverage these • Include external responsibilities to the DfE and FEC through intervention
<i>Principle 3; Leadership and integrity</i>
<ul style="list-style-type: none"> • Training jumps out as a gap to be addressed
<i>Principle 4; Collaboration and stakeholder engagement</i>
<ul style="list-style-type: none"> • Development of a formal stakeholder engagement plan • The College has appointed an Executive Director to lead on employer engagement • Encouraging “seek to do” Link Governor for local employers or employment groups. • Pull information from the Annual Accountability Statement regarding college engagement with local partnership groups
<i>Principle 5; Regulatory compliance</i>
<ul style="list-style-type: none"> • Comprehensive Safeguarding reports due to partial assurance on internal audit • Policies reviewed as required • Committees review ToR
<i>Principle 6; Board and organisational effectiveness</i>
<ul style="list-style-type: none"> • PIMs – existing intervention, reflect ongoing support pulling all possible resources available for organisation effectiveness • Use of Peridot as a Governor Recruitment partner

The Committee **agreed**, subject to the changes discussed, that the appendix provided a comprehensive assessment of the college’s level of compliance with the revised code. The Committee **recommended** that the Board formally adopt the revised code at its next Board meeting.

ACTION – the DoG to update the compliance assessment reflecting feedback from the Committee



	<p>ii. <u>Revised Governing Body Membership Statement</u></p> <p>The DoG introduced the paper and the revised membership statement. The DoG thanked Terrance James, Staff Governor and Link Governor for EDI, who undertook a review of the membership statement for potential legal implications, particularly in the context of the Equalities Act 2010. The DoG noted that the membership statement was determined to be low risk and as such had not required external legal advice.</p> <p>The Interim Chair extended thanks to all who had contributed in finalising the membership statement.</p> <p>The Committee recommended the revised membership statement to the Board for approval.</p>
<p>6.</p>	<p>Board Development Plan Update</p> <p>The DoG introduced the paper and appendix which outlined progress against the Board Development Plan for 2023/24, the vast majority of which had been completed. The DoG added that the annual conversation and expectations of the governance function would take place in the Autumn term. The revised Board Development Plan for 2024/25 would come to the Committee early in the next academic year.</p> <p>Action: Revised Board Development Plan for 2024/25 to come to the Committee early in 2024/25</p> <p>The Committee briefly discussed the plan, noted that most of what was required had been achieved, and concurred that the Governor Days had gone well.</p> <p>The Committee noted the update.</p>
<p>7.</p>	<p>Recruitment of New External Governors</p> <p>The DoG provided a verbal update. Interviews would take place the following day which would hopefully result in the successful appointment of 2 new external governors at the July Board meeting, subject to the necessary checks and references. The Committee noted the high calibre of the candidates provided by Peridot.</p> <p>Following agreement at the previous Committee meeting that interview panels should be diverse and representative, the DoG reported that Frederick Law would be on the panel for the interviews linked to Audit, and Niral Patel would be on the panel for the interviews linked to Workforce.</p> <p>The Committee discussed whether to invite any appointed candidates to the Board meeting in July. The DoG raised that whilst that could be offered, the candidates could not be in the room during their appointment. The decision was ultimately made that the candidates should be formally inducted prior to attending any Committees or Board sessions, and the DoG would aim to complete induction prior to the start of term, preferably over summer.</p> <p>ACTION – DoG to arrange new Governor induction prior to the start of term.</p> <p>The Interim Chair requested the induction process be included as an item for review at a future meeting of the Committee.</p>



	ACTION – DoG to schedule a review of the induction process on a future agenda.
8.	<p>Themes from Individual Governor Reviews</p> <p>The DoG introduced the paper, noting two recurring themes over several years:</p> <ul style="list-style-type: none"> • reducing the length of papers and less verbal input from staff at meetings and; • the desire for Governors to have the opportunity to know each other better. <p>The P&CEO suggested the second point could be addressed by encouraging Governors to arrive for informal networking prior to Committee meetings, providing refreshments earlier. The Interim Chair suggested gaps could be built into future Governor Day agendas to ensure there were similar networking opportunities.</p> <p>Action: DoG to provide refreshments earlier at Board meetings and encourage Governors to arrive early for informal networking</p> <p>Action: DoG to build gaps into the future Governor Days to allow networking opportunities</p> <p>New themes appearing this year included:</p> <ul style="list-style-type: none"> • Increased time commitment required from Governors, particularly if the Governor chaired a Committee and/or had other roles e.g. as a link governor. This was a particular concern for Governors who worked full time and found it difficult to come into the College in working hours for Governor Days or as a link governor; • Desire for stability both within staff teams and within the Board; <p>The Interim Chair asked if the required time commitment was made clear to Governors during recruitment. The DoG provided assurance the time commitment was discussed as part of the recruitment conversation at an average of 1 day per month. The DoG added that she explored employer appetite for supporting Governor attendance during working hours during informal conversations held prior to interview.</p> <p>The Interim Chair felt 1 day per month was too low, Committee Chairs and Link Governors had a more significant time commitment and it was important to manage expectations. The Chair of the Board (CoB) highlighted that the increased time commitment was time limited, but recognised the next 12 months would be busy as the college continued its improvement journey.</p> <p>The DoG noted the desire for stability on the Governing Body could be challenging over the next 12 months as a number of Governors were up for reappointment. The DoG sought views on how that could be stabilised from a Governor perspective. The Committee felt that increased socialisation between Governors and the Executive team would help.</p>
9.	<p>Board Succession Planning</p> <p>The DoG introduced the paper and appendix which set out the key roles within the Governing Body, which Governor currently occupied the role, when their term of office was due to end, whether they were eligible for reappointment, and any possible successor.</p>



	<p>The DoG highlighted vacant roles; the Chair of this Committee and the Remuneration Committee, and a Link Governor for Higher Education. There were also three Governors completing their first term of office in 2025. It was not year clear whether these Governors wished to seek reappointment.</p> <p>Subsequent to the paper being issued the DoG had received Nasim Jivani Hemani's resignation wef from 24 July 2024. Nasim held two Link Governor roles for Health & Safety, and English, Maths & ESOL.</p> <p>It was noted that following the July Board meeting Link Governors would be asked for feedback on the remit of their roles, their capacity to undertake the role and any other comments they would like to make. This feedback would be reviewed by the Committee early in the Autumn term 2024. Governors who did not have a link governor role would be asked if they wish to take one on.</p> <p>Action: DoG to ask link governors for feedback on the remit of their roles, their capacity and any other comments that they would like to make</p> <p>Action: All governors who did not currently have a link governor role to asked if they wished to take one on</p> <p>The Committee discussed the challenges of Governor Recruitment, noting that Peridot had been a great help during the current recruitment round, and that the feedback from the Link Governors would be helpful in addressing succession planning at a future meeting.</p>
<p>10.</p>	<p>Areas for Discussion</p> <p>i. <u>Committee Membership 2024/25</u></p> <p>The DoG presented the paper, noting there had been further changes as a result of Nasim Jivani Hemani's resignation.</p> <p>The Committee briefly discussed the membership of the Committees and what changes could be expected subsequent to the external governor recruitment taking place the following day.</p>
<p>11.</p>	<p>Chair Review Summary</p> <p>The CoG left the meeting for this item.</p> <p>The Interim Chair presented the paper which provided a summary of her review discussion with the CoG. The review discussion had been informed by feedback gathered from Governors and Senior Post Holders. Overall the responses from the 10 respondents had been positive and noted the CoG's skills in;</p> <ul style="list-style-type: none"> • Running Board meetings professionally; • Listening well; • Showing a sensitive and good understanding of the issues; • Being inclusive in style and attitude; • Being clear about actions and next steps. <p>There had been questions raised about the CoG's commitment/passion for Croydon as a place/college, and whether his loyalty was to the DfE/FEC rather than the college, perhaps due to the nature of his appointment. The CoG's response to these points was that his</p>



	<p>priority was to deliver what the college needed and this included external engagement. He recognised there was work to be done to assure fellow Governors that this was taking place</p> <p>Actions discussed as a result of the review were:</p> <ul style="list-style-type: none"> • Engage in Board development and continuing a process that is already underway to meet with Governors individually; ‘Establish the ‘Get To Good’ Committee to achieve ‘Good’ rating by Ofsted and ensure sustainability; • Focus greater than previously on the finances of the College in the light of the current deficit reporting; • Support the development of the 5 Year Strategic Plan, its publication and communication; <ul style="list-style-type: none"> • Continue to work with stakeholders locally. <p>The Committee concurred that the main area of development was for the CoG to get to know the college more; understand the students, staff and the context and composition of the college. The Interim Chair reiterated the CoG had recognised the need to understand the college and was confident this would be a priority going forward.</p> <p>The Committee noted the report.</p>
<p>12.</p>	<p>Annual Review of Committee Terms of Reference (ToR)</p> <p>The CoG re-joined the meeting.</p> <p>The DoG presented the paper, noting there were no changes currently required.</p> <p>The Interim Chair suggested the new permanent Chair may wish to reflect on the ToR and requested this item be deferred to the next meeting.</p> <p>ACTION – the DoG to include this item on the agenda for the next meeting.</p>
<p>13.</p>	<p>Post Meeting Evaluation</p> <p>The Committee agreed that the meeting had gone well. The DoG thanked the Committee for their feedback and additions for item 5.i.</p>
<p>14.</p>	<p>Dates of Future Meetings</p> <p>Wednesday 2 October 2024 (in person) Wednesday 20 November 2024 (in person) Wednesday 19 February 2025 (online) Wednesday 4 June 2025 (in person)</p>
<p>15.</p>	<p>Other Business</p> <p>None.</p>



Approved as an accurate record by the Search and Governance Committee at its meeting on 20 November 2024

*Clare Mitchell
Director of Governance*