

Doc No Corp 02/16-7

Agenda item 9ii

SEARCH & GOVERNANCE COMMITTEE

DATE: THURSDAY 4 FEBRUARY 2016

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**
None
- 2. Declarations of Interest**
None
- 3. Minutes of the last meeting**
The minutes of the meeting held on 22 September 2015 were approved and signed by the Chair.
- 4. Matters arising from the minutes**
 - Role Descriptions – These are due to be updated. First review reveals no significant changes needed.
 - Scheme of Delegation – WIP Terms of Reference to be confirmed at meetings this term.
 - Governors Data Dashboard – The principal advised Members that work on this was ongoing but it was expected to be available by the end of the academic year and would provide Governors with live monitoring information. Noted.
 - JSG Membership – This has been confirmed and two meetings had been held to date. Draft minutes are circulated with Corporation papers.
 - Succession Planning – The Clerk discussed the need to re-visit the succession plan following changes in Membership. Members agreed that this should be considered and discussions held with Members about taking up additional board responsibilities to test levels of interest.
- 5. Constitution & Membership**
 - The Clerk presented the report. Members noted the changes identified to the Instrument and Articles and confirmed that the

changes requested were to clarify existing language and were therefore not considered to be significant.

- Following discussion and acknowledgement of the unique set of circumstances i.e. strategic alliance discussions, it was agreed that the Standing Orders should be amended to enable the Corporation to continue to operate effectively and efficiently.
- The Clerk confirmed that the recommendations would go to Corporation.
- The Clerk confirmed that three Members whose terms of office were due to finish at the end of the Spring Term had indicated their willingness to extend to July 2016. Noted.
- Cllr Madden confirmed that it was his intention to step down from being a full Governor at this time. Noted.
- Members discussed the constitution update at Appendix A. The Clerk confirmed that there was currently one prospective Governor on the waiting list.
- Members noted the resignation of Ross Maloney effective immediately.
- Members also noted that Cllr Brenda Fraser would be the Mayor of Merton Council from May 2016 and the Clerk was asked to provide support as necessary.
- Members noted the Committee Membership at Appendix B. It was agreed that both the Constitution and Membership would be re-visited once Strategic Alliance decisions had been made.
- The Clerk confirmed that she had met with two prospective Student Governors and was awaiting final confirmation of the outcome of nomination and election processes.

Report RECEIVED and recommendations APPROVED.

6. Skills Audit

- Members noted the summary provided. Discussion took place on the range of skills held by the Corporation.
- The Clerk confirmed that as discussions with Lambeth College progressed the skills audit of the Lambeth College Corporation would be obtained for consideration.
- Members discussed and noted that a formal procedure would need to be agreed to review Membership of any merged board and to consider nominations proposed by the Joint Steering Group.
- The Clerk informed Members that CV's had been requested from all Members to provide all Governors with a detailed insight into the scope and range of experience on the Board in addition to the Skills Audit.

Report RECEIVED.

7. Evaluation of Committees & Chair

- Members were reminded that Committee Evaluations had been submitted to the Corporation in December as evidence to support the self assessed grade of Good.
- Members considered the Chair evaluation sheets provided. The Clerk discussed the possibility of extending the process to include formal evaluations of Committee chairs.
- Following discussion it was agreed that the current process enabled

individual Members to express any concerns they had with the operation of the Committees.

- Members felt that to introduce formal appraisal on those Governors who had stepped up to undertake individual responsibilities would be counterproductive.
- The Chair of the Corporation reminded the Committee that Governance was considered annually at the Corporate Governance Audit. Members were also reminded that at the last OFSTED Governance was graded outstanding.
- The Committee acknowledged that it needed to keep this under review to ensure that it maintained a robust and fresh approach to self assessment.
- The Clerk informed Members that the Governors development programme for the year was in outline form at present.
- Members discussed the range of additional work currently been undertaken in terms of the Strategic Alliance and the Strategic Area Reviews.
- Members also noted that Learning Walks were in place and Governors had increased their exposure to students by actively engaging in quick poll activities.
- The Clerk confirmed that all existing Governors had also received PREVENT training.
- The Committee agreed that in light of this the main area of development would be in piloting e-governance for the remainder of the year.
- The Clerk confirmed that if successful it was hoped that this would release some preparation time for Governors in terms of day to day business and that on line training would be easier to access and undertake. Noted.

Update RECEIVED.

8. E-Governance

- The Clerk introduced the papers and outlined the proposed system. Members discussed their experience of similar systems.
- Members expressed concern at need to ensure that existing Governors needs were met.
- Following discussion it was agreed to recommend this as a pilot to the Corporation.
- It was agreed that existing Governors would be offered hard copy dispatch.
- In addition a set of papers would be provided for the Chair of each meeting and a printed copy of the agenda for each Governor attending.
- It was further agreed that any new appointments post July would be informed that e-governance (if the pilot was successful) was the method of communication and framework used to support the Corporation
- The Clerk confirmed that Governors could access the software from any device.
- Any Governors that did not wish to use a personal device would be offer the loan of a tablet (sample demonstrated). The Clerk confirmed that a number of tablets would be held in reserve permanently to ensure that any Governors to meeting attendee could use the tablet

on site.

Report RECEIVED and recommendations APPROVED.

9. Review of Confidential Items

- Members considered the proposed documents listed for release and noted the addition of documents classified as confidential in the last 12 months.

Report RECEIVED and Recommendation APPROVED.

10. Any Other business:

- **Attendance** – The Clerk informed Members that no concerns were being raised at this stage. Members were informed that the Governor on sabbatical continued to be updated with information and responded as needed. Noted.
- **Strategic Alliance** – Members were informed that two Joint Steering Group meetings had been held to date. Some initial discussion of draft heads of terms had taken place. It had been agreed at the JSG that these would be finalised by the Chairs and then taken back to the respective Corporations. The Clerk emphasised the need for the Draft Heads of Terms to be agreed asap to provide a Governance framework for moving forward the merger process. Noted.
- **Strategic Area Reviews** – The Clerk provided a brief update and Members attention was drawn to the presentation circulated from Irwin Mitchell. The Principal confirmed that she would provide a summary at the Governors Development Event. Members noted that the Chair of the Corporation was nominated as a member of the Pan London Steering Group and had recently hosted a Governance summit on behalf of AoC London on Strategic Alliances. Noted.
- **Eversheds Winter Newsletter** – Circulated for information – RECEIVED.
- **Code of Good Governance for English Colleges** – The Clerk reminded Members that the Corporation had adopted this in July 2015. The Clerk confirmed that a mapping exercise had indicated some areas where evidence and update needed to be provided by the Senior Leadership Team. The Principal confirmed that the SLT were providing the updates. The Clerk confirmed that an update would be provided to the Corporation meeting in March. Noted that this would be on a comply or explain basis and would be referenced in the annual Financial Statement and Annual Report. Noted.

11. Date and Time of Next Meeting

- **Wednesday 18 May 2016 at 4pm Wandsworth – NOTED.**

Signed By: _____

Date: _____