

# Governance & Remuneration Committee

Tue 24 January 2023, 18:30 - 20:00

Teams

## Attendees

### Board members

Professor Colin Grant (Member), Maurine Lewin (Chair), Alastair Owens (Member), Andrew Boucher (Member), Stephen Jones (Member), John Kirk (Clerk)

## Meeting minutes

### 1. Welcome, Apologies for Absence, and Quoracy

Maurine Lewin

There were no apologies. The meeting was declared quorate

### 2. Declarations of Interests

Maurine Lewin

None

### 3. Minutes of the Previous Meeting Tuesday 4 October 2022

Maurine Lewin

To approve the minutes of the previous meeting

The minutes were approved as a true and accurate record of the meeting.

 [Minutes\\_Governance & Nominations Committee\\_041022.pdf](#)

### 4. Matters Arising

Maurine Lewin

Any matters arising from the previous minutes not covered elsewhere in the agenda.

re item 7. ML Asked about the state of compliance documentation. The clerk reported that all members had completed all mandatory compliance documentation.

### 5. Nominations

**Decision**  
Alastair Owens

To consider applications for membership and, if thought fit, recommend to the Corporation.

Natalie Firth joined the meeting.

#### 5.1. Natalie Firth

Natalie introduced herself and gave a brief resume, and explained she wished to contribute more to the community where she now lives, and is keen to advance social mobility, from which she had benefitted at the outset of her career. She also enjoyed working with younger people who bring a different view to the world.

AO asked about professional skills NF referenced her experience in change management, behavioural change, communication and relationships.

SJ asked about the SCRUM Master qualification. NF explained it is a team coach role with a strong technical leaning.

AB asked Natalie how she might benefit personally. NF has a strong desire to give back to the local community, mirroring the invaluable mentoring which she had received.

CG asked what is the mark of good governance?

NF A good understanding of parameters, firm discipline on focus, with strong values and ethics, which are all

interdependent.

AB asked about the importance of culture in governance.

NF stated the importance of having a good understanding of the cultural and behavioural environment.

ML thanked NF for her attendance.

Natalie Firth left the meeting.

The committee unanimously agreed that Natalie was an excellent candidate and recommended her nomination to the Corporation.

 Natalie Firth - CV.pdf

 Governors Application Form - Natalie Firth.pdf

## 5.2. Rosali Pretorius

Rosali Pretorius joined the meeting, and is the Drapers nominee.

CG asked about Rosali's mentoring experience.

RP mentors junior colleagues in both London and in Germany, and as head of her previous law firm she mentored the whole team.

AO asked how her previous governance and trustee experience could be of benefit to the college.

RP outlined the importance of her legal background, providing the ability to quickly understand the necessary decisions required, and to remain focused on the solution.

SJ asked about experience of education in general and the FE sector in particular.

RP explained her knowledge of the college and the sector is limited, but as a teacher of law does, she have educational experience, and has insight from her husband's role as a school governor.

AB asked what would be the major driver behind her application.

RP said that the purpose of joining the livery company was to give back into society, especially young people.


ML thank RP for her attendance. Rosali Pretorius left the meeting.

SJ asked about her living in Kent.

AO confirmed he had asked this question, and was satisfied that RP had the necessary commitment.

The committee unanimously agreed that Rosali was an excellent candidate and recommended her nomination to the Corporation.

 Rosali Pretorius Governors Application Form Jan 23[103366812v1].pdf

 CV - Rosali Pretorius General 2023[103366945v1].pdf

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## 6. External Review of Governance

It was noted that the proposals from the three parties were in different formats, which hindered direct comparison.

CG and AO spoke of their previous conversations with Pauline Odulinski and their preference for her pragmatic approach, asking the board's requirements for assistance, and her broad experience as former FE Principal, Chair of Governors, and now a university professor.

The committee unanimously approved Pauline Odulinski as the preferred bidder, but wished to ensure complete transparency within the financial regulations.

The clerk was asked to notify all committee members of the correct process that now needs to be followed.

 External-Board-review-Brochure-final AoC.pdf

 SK Proposal - SGMSFC Governance Review.pdf

 AoC ERG Overview.pdf

 Meet the reviewers Oct 22.pdf

## 7. Governance Development Programme

To review the Governance Development Programme

The Committee expressed its gratitude to Tim Stockings for his report on this programme. It was agreed that this should not be compulsory for governors to complete. It should be available for governors to use as a reference. It was agreed that the importance of governor induction and training should be taken up in the External Review of Governance.

 Report on the ETF Governance Development Programme from Tim Stockings 6 January 2023.pdf

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## 8. Review of Governance Documents





**Decision**

Maurine Lewin

To approve, or otherwise, documentation received from HR

The text of these documents had already been approved, and the committee welcomed the improved presentation work done by HR to bring these in line with the college corporate identity.

It was agreed that governor experience may be considered in any future revision of the Induction Handbook and individual Induction Programme.

-  Consent Form.pdf
  -  Governor Induction Programme.pdf
  -  Governor-Induction-Booklet.pdf
  -  Governors Application Form.pdf
  -  Policy for the Mentoring of New Governors.pdf
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## 9. Self Assessment of Governance 2021-22

**Information**

Alastair Owens

To receive the Self Assessment of Governance

The report was received. It was noted that the report for the year 2022-23 was required in time for the auditors in September.

 Sir George Monoux Self Assessment of Governance 2021-22.pdf

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## 10. Meeting Schedule 2023/24

The document was received and approved for circulation.

 Meeting Schedule 2023-24 09 01 23 (2).pdf

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## 11. Date and Time of Next Meeting

The next scheduled meeting will be held 26 April 2023 and 6.30pm

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## 12. Any Other Business

Saturday Development Day

Dave Vasse has proposed a development day on 20 May 9.00am - 2.00pm The agenda will include Safeguarding Training and Property Strategy, which has now been circulated to all governors.

Dave Vasse will be interviewing student governor candidates next week. The clerk was asked to ascertain the process for appointing student governors and circulate to all members for reference.