

Governance and Remuneration Committee

Tue 23 April 2024, 18:30 - 20:00

Over Teams

Attendees

Board members

Kwame Amoako-Atta (Member), Maurine Lewin (Chair), Andy Boucher (Member and Corporation Chair), Rosali Pretorius (Member), Kay Sandford-Beal (Director of Governance), Pat Morton (Member)

Absent: Usha Puri-Dewage (Member)

Meeting minutes

1. Welcome, apologies for absence and quoracy

Information

To welcome all members, record apologies and ensure that the meeting is quorate.

Maurine Lewin

The Chair welcomed members to the meeting. Usha Puri-Dewage was absent but no apologies had been received. The meeting was confirmed as quorate.

ACTION: KS to check UPD aware of her membership commitment and scheduled meeting dates.

1.1. Confidentiality Statement

Information

All matters discussed during this meeting are confidential until the minutes are approved. Any items recorded in Confidential Part II minutes remain confidential after the Part II minutes have been approved.

Maurine Lewin

The Chair drew members' attention to the Confidentiality statement.

2. Declarations of interest

Information

Governors to declare any conflicts of interests against items on the agenda

Maurine Lewin

There were no declarations received against any item on the agenda.


3. Minutes of the previous meeting on the 23rd January 2024

Decision

To approve the minutes of the previous meeting on the 23rd January 2024 as a true record.

Maurine Lewin

The minutes of the previous meeting on the 23rd January 24 were formally **approved** as a true record of the meeting.

 3. Chair approved Minutes_Governance and Remuneration Committee_230124.pdf

4. Matters arising from the minutes of the meeting on the 23rd January 2024

Information

Maurine Lewin

To review the updated action log and discuss any items not covered elsewhere on the agenda.

It was noted that all actions had either been completed or were in progress. KS highlighted that despite numerous recruitment attempts, there had not been any success to date in attracting a Parent Governor. Three formal recruitment attempts had been made, followed by a further targeted approach to 17 parents shortlisted from research using student data and LinkedIn. KS had also liaised with the two newly appointed student governors to support with conversations with peers to encourage the parents of students to join the

Corporation. Governors discussed that the recruitment of a Parent Governor had always proved a challenge.

Q - Governor: Is this a usual issue for other colleges?

KS and governors agreed that this is often an issue that they have experienced in other schools and colleges, not only to attract Parent Governors, but to retain them for a full term of office,

ACTION: KS to continue to raise awareness and profile of Parent Governor vacancy

 4. Action log G & R 230124 updated.pdf

5. Corporation membership and Governor terms of office

To formally note the successful election of Tracey Inverary as Vice Chair of the Corporation and the successful applications of Tayma Bachoo and Xavion Gustave-Amegbe as Student Governors. A Governor suggested including parents within the Student Governor Application process for the future to engage parents in the college corporation at an early stage.

ACTION: KS

The Governors' roles were noted.

ACTION: KS to review linking Parent and Student Governor recruitment process for the future.

5.1. Governor terms of office

Governors to receive a report on the current membership and governor terms of office to support succession planning.

Governors reviewed the Governor terms of office, noting that ML's term of office was due to come to an end in mid October 2024. Two other governors were due to complete their first 4 year term in 2024. The Chair emphasised the need to succession plan should these governors not wish to renew for a second term.

ACTION: KS to provide Corporation Chair with draft email templates to send to those governors coming to the end of their first term to ascertain if they wish to continue.

 5.1 Governor Termination Dates April 2024.pdf


5.1.1. To review current Governor and Co-opted Governor applications


Governors to review the CVs of Chloe Hall, Jessica Douthwaite, Graham Briscoe and Emilia Antevska to confirm if suitable for interview and as potential full Corporation members or Co-opted members.

Governors had reviewed the CVs submitted and were very impressed with their quality. It was considered that all should be interviewed.

It was noted that two had appropriate audit experience and expertise to be co-opted to the Audit Committee, which required additional members, being a statutory committee. One applicant had significant experience in sustainability and another in Higher Education - both of which, having completed a governor skills audit, had been identified as current gaps in governor expertise. It was noted that there was currently one vacancy for a full corporation member and that following ML's end of term in October 24, there would be a total of two vacancies for full time members.

ACTION: KS to liaise with governors and candidates regarding availability for interviews as soon as possible -the three candidates living in London to be in person. Graham Briscoe to be over Teams due to potential to be co-opted and living a distance from London.

 5.1.1 Chloe Hall_School Governor_March 2024.pdf

 5.1.1 Jessica Douthwaite - CV.pdf

 5.1.1 GRAHAM BRISCOE CV 2020 (11).pdf

 5.1.1 Emilia Antevska CV 14 March 2024.pdf

5.1.2. To review role descriptions for Link Governor Opportunities

To review the role descriptions for Link Governors for Safeguarding, SEND, Skills Strategy and Digital Skills.

Information

Maurine Lewin

Information

Kay Sandford-Beal

Discussion

Maurine Lewin





Decision

Maurine Lewin

Governors had reviewed the new role descriptions and were happy to approve. Current Link Governors in place included Jamie Davies as SEND Governor, Maurine Lewin as Safeguarding Governor and Marian Orafu as Skills Strategy Governor. The draft role descriptions had been shared with each. The Digital Skills Governor role description had also been newly created, but with no governor yet in place within this role. A Health and Safety Link Governor role description was also in the process of being drafted and feedback being collated.

The Corporation Chair asked if governors in particular roles would require annual review. KS agreed that this was the case and that all governors, including the Chair should have their performance reviewed on an annual basis. KS also commented that a Governor annual review process was also a requirement of the AOC Code of Good Governance.

ACTION: KS to design Governor annual review and Chair performance review process for Summer 2024

-  5.1.2 DRAFT Skills Strategy Link Governor Role Description March 24.pdf
-  5.1.2 SEND Link Governor Role Description April 24.pdf
-  5.1.2 DRAFT Safeguarding Link Governor Role Description March 24 v2.pdf
-  5.1.2 DRAFT Digital Link Governor Role Description March 24.pdf

6. Scheme of Delegation

Decision

Governors to review and approve the Scheme of Delegation for recommendation to the Corporation for approval.

Maurine Lewin

Governors were pleased with the updated draft and commented on how useful the document would be for the Corporation. KS confirmed that the document had been shared with all Committee Chairs and feedback incorporated into this draft. Governors asked that Chairs check that all committee members were happy at their June meetings before moving to formal approval at the July meeting of the Corporation.

ACTION: KS to add to all June Committee meeting agendas for Chairs to confirm that all members are happy to approve before recommendation to approve by full Board in July 24.

-  6. SCHEME OF DELEGATION April 24 v2.pdf

7. Policy and process for Student Governor Applications

Discussion



To review and approve the process for Student Governor Applications

Maurine Lewin

The Committee Chair had pressed for transparency in the recruitment process of Student Governors which had now been documented in the accompanying paper. Governors confirmed that they were now happy with the documented process.

A Governor suggested that photos and short biographies of Governors should be visible within the College to raise the profile of the Corporation.

ACTION: KS to liaise with the Principal to arrange photographic representation of governors on site.

-  7. Student Governor Application process.pdf
-  7. Student Governor Role Description Dec 23.pdf

8. AOC Code Reporting Requirements

Information


Governors to receive a summary of the AOC reporting requirements in preparation for potential future approval by the Board (following updated advice to be published Summer 2024)

Maurine Lewin

Governors had reviewed the AOC reporting template, highlighting areas of compliance should the Corporation approve the adoption of the AOC Code of Good Governance. ML emphasised the importance of such documents in the event of an audit and the need to ensure that any commitment provided could be evidenced.

It was agreed that not all requirements appropriate for the AOC Code were yet in place and that some were aspirational. Further advice was anticipated in June 24 from the Sixth Form College Association. Members agreed to wait until June and the SFCA guidance, allowing time to take to the July Corporation Meeting should it be recommended for formal approval.

ACTION: KS to add to July Board meeting as agenda item.

-  8. AoC-Code-of-Good-Governance-Template - KS responses v1.pdf

9. Meeting Schedule for 2024-2025

Discussion

Members to review the meeting schedule for 2024-25 and approve for recommendation to the Board

Kay Sandford-Beal

KS highlighted suggested changes to the schedule, including the move of the Quality and Performance Committee meetings to Monday evenings to accommodate the Committee Chair and moving the Governance and Remuneration Committee meeting to May 25 (rather than April 25). This later date would allow for a more effective Self Assessment and annual review of terms of reference. KS highlighted that as this meeting was still so early in the current academic year, a short online additional meeting would need to be convened in June to review TOR and Self Assessment.

ACTION: KS to convene short Teams for G & R in June 24.

 9. Corporation Meeting Schedule 2024-25 v 3.pdf

10. Date of next meeting

Information

To confirm the date of the next meeting

Maurine Lewin

The next meeting was scheduled for the 1st October 24. This would be considered as a handover to a new Chair of Governance and Remuneration on ML's end of term.

ACTION: KS and AB to discuss potential replacement Governance and Remuneration Committee Chair from October 2024.

11. AOB

Discussion

To discuss any urgent items of business not on the agenda

Maurine Lewin

None.

12. Meeting Close

The meeting closed at 7.20pm