**The Corporation of Newham Sixth Form College**

**Governance & Search Committee**

**Unconfirmed Minutes of the Meeting held on 30 June 2020**

**Members**

|  |  |  |
| --- | --- | --- |
| Gail May (Chair) | Independent Member | Present |
| Joanne Dean | Independent Member | Present |
| Mandeep Gill | Principal & Chief Executive | Present |
| Julia Shelton | Independent Member | Present |

**Non-Members in attendance**

|  |  |  |
| --- | --- | --- |
| Robin Jones | Clerk to the Corporation | Present |

**1 APOLOGIES FOR ABSENCE**

The Committee NOTED that all Members were present on this occasion.

**2 DECLARATION OF INTERESTS**

The Members and the Clerk confirmed that there were no declarations of interest to be recorded on this occasion.

**3** **MINUTES OF THE MEETING OF THE GOVERNANCE & SEARCH COMMITTEE HELD ON 11 MAY 2020**

The Minutes of the meeting of the Governance & Search Committee held on 11 May 2020 were agreed to be a correct record other than Joanne Dean requested, and Members agreed, that the welcome item be revised on the following lines:

*This was the first time that the Committee had met remotely – it was confirmed that all could see and hear although Joanne Dean had initial connectivity difficulties which were not resolved until after the Minutes of the previous meeting had been reviewed.*

*The meeting was quorate throughout.*

The Committee recalled that the Minutes had been presented to the Corporation on 20 May 2020 for information.

**4 GOVERNANCE & SEARCH COMMITTEE – MATTERS ARISING FROM THE MINUTES OF THE MEETING HELD ON 11 MAY 2020**

The Committee agreed that all matters requiring further consideration were addressed via the published Agenda.

**5 CORPORATION MEMBERSHIP – INDEPENDENT MEMBERS**

The Committee AGREED:

1. to NOTE that, following discussion at the last meeting of the Committee, the AoC had been commissioned to support the search for 3 new Corporation Members with interest and expertise in finance, capital projects and teaching & learning in a comparable environment to NewVIc be it college, school or academy
2. to NOTE that the AoC microsite would go live shortly with a closing date of mid August 2020 following which one or more meetings of the Committee would be arranged to interview applicants for membership of the Corporation
3. that, when considering applications from potential new Members, it would not be an automatic barrier to appointment if they worked in another college as long as it was not one in direct competition with NewVIc and, as always, confidentiality was maintained as and when appropriate.

**6 CORPORATION MEMBERSHIP - SUPPORT STAFF MEMBER**

The Committee NOTED that, following a College-wide invitation to staff, there had been no nominations to fill the vacancy for a member of the Support Staff to join the Corporation following the resignation of Elizabeth (Beth) Harris.

Members discussed the proposed timeline for seeking a nomination and AGREED that, on balance, it would be better to wait until September.

The Clerk advised the Committee that the invitation to staff would highlight his availability to discuss what was involved in becoming a Corporation Member if this would be helpful before a member of staff made a commitment to allow their name to go forward.

**7 CORPORATION MEMBERSHIP – STUDENT MEMBERS**

The Principal & Chief Executive advised the Committee that, following elections, the Students’ Union Executive for 2020/21 had been elected with the initial training having taken place the previous week. Unfortunately, the new Students’ Union President had not been able to attend on that occasion.

The identification of the two new Corporation Student Members would be confirmed shortly and regard would be had to the previously stated wish of the Corporation that one of the students is male and the other female.

The Committee agreed to NOTE the update provided by the Principal & Chief Executive and to look forward to meeting the new Student Members at the October meeting of the Corporation.

**8 SKILLS AND KNOWLEDGE PROFILE OF MEMBERS OF THE CORPORATION**

The Committee received and discussed three schedules prepared by the Clerk following the completion of self assessment questionnaires by individual Members of the Corporation:

* Individual responses by Members by skill and knowledge area including College curriculum areas
* Cumulative responses by Members by skill and knowledge area including College curriculum areas
* Cumulative responses by Members by skill and knowledge area excluding College curriculum areas

The schedules also summarised the characteristics and attributes individuals bring to the Corporation as well as the training needs of Members.

The Committee AGREED:

1. to welcome the schedules which would be invaluable when preparing the Self-Assessment Report in the Autumn
2. to note that the schedules would be updated as and when there were changes in the membership of the Corporation
3. that, when considering the training needs of Members, there needed to be a balance between webinars, presentations and discussions so as to provide an appropriate blend which reflected, as far as practicable, individual needs and preferences
4. to look forward to receiving by early in the Autumn Term 2020 a summary of the insurance arrangements in place in the College including the personal liability cover for Members should there ever be a claim against the Corporation or an individual Member.

**9 CORPORATION CHAIR – PLANNED RECRUITMENT**

The Clerk reported that a number of enquiries had been received from people interested in the opportunity to become the Corporation Chair.

The closing date of 6 July was approaching and, following shortlisting, formal interviews were scheduled for 17 July after which a recommendation would be presented to a Special Meeting of the Corporation on or about 22 July.

The number of applications received would be confirmed following the closing date and the shortlisting so that all Corporation Members were aware of the position.

The Committee AGREED:

1. to note the update on the planned recruitment of the new Corporation Chair
2. that, if possible, the new appointee be offered the opportunity to attend the Chairs Training Programme which, it was noted, had proved to be invaluable to the current Chair particularly in terms of networking and learning from the experience of others
3. that the AoC London Chairs and Vice Chairs Network be made known to the new Corporation Chair on appointment so that they can benefit without delay.

**10 INTERNAL AUDIT REVIEW OF GOVERNANCE**

The Clerk advised the Committee that, during the previous week, a representative of Mazars had undertaken a 5 day Internal Audit review of governance.

The outcome of the audit would not be known until about 17 July 2020 when the draft report was expected from Mazars following the completion of the internal quality assurance processes. However, based on the initial feedback provided to the Vice Principal Finance & Operations and the Clerk on 26 June 2020, there may only be one housekeeping point raised whereas it was understood from Mazars that, in such reviews, there are often double digit issues identified by the Auditors.

The housekeeping issue concerned the fact that, at this time, there was not a Link Member for Health & Safety following the completion of the period of office of Rayon Walters on 15 May 2020.

The Committee AGREED:

1. to note the initial favourable feedback from the Internal Auditors on the review of governance
2. to note that, on this occasion, the terms of reference prepared by Mazars for the review did not include the direct involvement of Corporation Members
3. to look forward to receiving the report of Mazars once it was available and to discuss the outcomes at the next meeting of the Committee as would the Audit & Risk Committee
4. to place on record the appreciation of Members for the efforts of all those involved in the governance review.

**11 COLLEGE WEBSITE – GOVERNANCE**

The Committee AGREED to place on record the appreciation of Members for the efforts of Laura De Vos and Angela Crossen for all that they had done to progress the launch of the updated and much improved governance section on the College website.

**12 COMMITTEE MEMBERSHIP AND CALENDAR OF MEETINGS – 2020/21**

The Committee received and discussed a working draft of a schedule prepared by the Clerk providing the possible membership of the Standing Committees and dates of meetings for the Corporation and Committees.

Members recalled the discussion at the meeting of the Corporation on 17 June 2020 on the model of governance now in place at NewVIc given the establishment of the Finance & Resources Committee as from 1 August 2020. Whilst in the past it was thought that, with a minimal Committee structure, the Corporation had a “Carveresque” approach recent decisions – specifically the introduction of the Remuneration Committee and the Finance & Resources Committee – moved the NewVIc Corporation to a traditional model of governance. The outcome of the discussion on 17 June 2020 was that there would be an opportunity at a future occasion to consider the governance model to seek to ensure a common understanding.

The Clerk observed that, whatever the governance model, Corporation Members were responsible for the actions and decisions taken by them and on their behalf.

The Committee AGREED following a discussion:

1. to welcome the draft schedule prepared by the Clerk as the basis of further discussion and to suggest that this was circulated to all Members all but immediately so that they could consider the content well in advance of the meeting of the Corporation on 15 July 2020 when consideration would need to be given to the membership of the Standing Committees and the calendar of meetings for 2020/21
2. to note the request of Joanne Dean that, given her other commitments, she did not wish to serve on the Finance & Resources Committee in 2020/21
3. to note the opportunity for Members to consider at a future meeting of the Corporation the governance model in place at NewVIc.

**13 DATE AND TIME OF NEXT MEETING**

The Committee NOTED that the next meeting was scheduled for Wednesday 30 September 2020 – commencement time to be confirmed.

In addition, and as indicated earlier in the meeting, additional meetings would be arranged to interview potential new Members so as to make recommendations to the Corporation.

**14 VOTE OF THANKS FOR GAIL MAY**

This meeting was noted to be the last Governance & Search Committee to be attended by Gail May before she stepped down from membership of the Corporation on 31 July 2020. Members of the Committee and the Clerk expressed their thanks for the way that Gail May had led the Corporation and her significant contribution to the life of the College over the last twelve years. There would be a formal thanks by Members at the meeting of the Corporation on 15 July 2020.

Chair: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_