**The Corporation of Newham Sixth Form College**

**Governance & Search Committee**

**Minutes of the Meeting held on 30 September 2020**

**Members**

|  |  |  |
| --- | --- | --- |
| Martin Rosner (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 MEMBERSHIP OF THE GOVERNANCE & SEARCH COMMITTEE**

The Committee NOTED the membership of the Governance & Search Committee as approved by the Corporation on 15 July 2020:

 Joanne Dean

Mandeep Gill

Martin Rosner (as Chair of the Corporation)

Julia Shelton

The practice has been for the Chair of the Corporation to Chair the Governance & Search Committee.

**2 APOLOGIES FOR ABSENCE**

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

**3 DECLARATION OF INTERESTS**

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

**4** **MINUTES OF THE MEETING OF THE GOVERNANCE & SEARCH COMMITTEE HELD ON 30 JUNE 2020**

The Minutes of the meeting of the Governance & Search Committee held on 30 June 2020 were AGREED to be a correct record.

The Committee recalled that the Minutes had been presented to the Corporation on 15 July 2020 for information.

**5 GOVERNANCE & SEARCH COMMITTEE – MEETINGS HELD ON 25 AUGUST, 27 AUGUST AND 4 SEPTEMBER 2020**

The Committee NOTED that meetings had been held on 25 August, 27 August and 4 September 2020 to interview potential Independent Corporation Members. No other business was considered other than the recommendation relating to the determined membership of the Corporation (see item 12 below).

**6 CURRICULUM, QUALITY & ENGAGEMENT COMMITTEE – PROPOSED ESTABLISHMENT**

The Committee received and discussed a recommendation that the Corporation considered the establishment of a Curriculum, Quality & Engagement Committee.

 It was explained that, without such a Committee, there was a risk that the Corporation gave insufficient time to related issues – the core business of the College – bearing in mind that it was proposed that in 2020/21 the Corporation would only meet on four occasions during the year.

In the main staff related issues would be considered by the new Finance & Resources Committee although it was recognised that there may be times when an issue warranted cross referencing with the Curriculum, Quality & Engagement Committee.

The proposed establishment of the Curriculum, Quality & Engagement Committee meant that these issues were considered at least to the same level of scrutiny as finance, health and safety, estates and human resources related matters given the introduction of the Finance & Resources Committee as from the Autumn Term 2020.

The Committee AGREED following discussion:

1. to RECOMMEND to the Corporation on 7 October 2020 that the Curriculum, Quality & Engagement Committee be established with immediate effect with the Terms of Reference as presented with the report
2. to recognise that the establishment of the Curriculum, Quality & Engagement Committee did not, in any way, remove the overall responsibilities of the Corporation for such issues as the determination of the educational character and mission of the College
3. to request the Curriculum, Quality & Engagement Committee to consider at its final meeting in 2020/21 the experience of operating during the year including the impact on Corporation Members, the Executive and the Clerk.

**7 CONFLICTS OF INTEREST POLICY**

The Committee received a draft of the Conflicts of Interest Policy which had been prepared with regard to the provisions of the Instrument of Government which includes the requirement placed on Members to declare interests to avoid any potential conflict.

It was explained that the document was based on a template provided by Eversheds – one of the main firms of solicitors operating in the education sector – and adapted for NewVIc.

The Committee AGREED following discussion:

1. to RECOMMEND to the Corporation on 7 October 2020 the adoption of the Conflicts of Interest Policy
2. to recall that at the meeting on 15 July 2020 the Corporation had agreed that the Declaration of Interest forms completed by individual Members would be published on the College internet with care being taken not to quote home addresses and other such information.

**8 CORPORATION STANDING ORDERS**

The Committee received and discussed the report of the Clerk that the Corporation Standing Orders be updated to reflect the adoption of the current version of the Instrument & Articles of Government and experience over the last twelve months.

The key points highlighted included:

* the need to update the section on Corporation membership to reflect recent decisions with regard to the skills and experience of Members
* remove the inclusion of a number of documents (such as the role description for the Corporation Chair, Vice Chair and Members and the Committee Terms of Reference) where these are published as free standing documents
* remove any repetition from the Instrument & Articles of Government
* include the right of Corporation Committees to appoint from within the approved membership of a Voce Chair for the year ahead

The Corotation AGREED:

1. to RECOMMEND to the Corporation that the Standing Orders be amended in line with the report of the Clerk for application with immediate effect
2. the documents removed from the Standing Orders be named in the revised version and links provided for ease of reference
3. the Clerk present to the Members of the Governance & Search Committee early in 2021 an updated version of the Standing Orders for review

**9 CONFIDENTIAL ITEMS**

The Committee AGREED to RECOMMEND to the Corporation that the confidential items from 2017/18, 2018/19 and 2019/20 remain classified as being confidential as they relate to specific individuals or have sensitive information where it would not be in the best interests of the College to have these known beyond current awareness.

**10 LINK MEMBER POLICY**

The Committee received and discussed at length the draft Link Member Policy which had been prepared to provide a framework for Members to engage in the life of the College beyond attendance at Corporation and Committee meetings.

The Committee AGREED to RECOMMEND to the Corporation on 7 October 2020 the adoption of the Link Member Policy subject to:

* a reordering of the possible Link roles set out in the policy document so as to focus on what was required (Safeguarding), what was expected to be in place (such as Careers Education & Guidance) and what was thought to be appropriate for NewVIc
* the addition of role descriptions for the different aspects to be covered (to include appropriate prompts for Members) and a brief and standard feedback form.

**11 INTERNAL AUDIT REVIEW OF GOVERNANCE**

The Committee received the final report prepared by the Internal Auditors following the review of governance.

It was pleasing to note that the outcome of the audit review was “substantial assurance” with only one “housekeeping” point to be addressed and this was already in hand at the time of the review ie the appointment of a Link Member for Health & Safety which was addressed by the Corporation on 15 July 2020.

The Committee AGREED TO NOTE:

1. the report of the Internal Auditors on the review of governance and the “substantial assurance” opinion
2. that the report would be presented to the Audit & Risk Committee on 25 November 2020 in the same way as every other audit report

**12 MEMBERSHIP OF THE CORPORATION – DETERMINED NUMBER OF MEMBERS**

The Committee NOTED that, arising from the interviews of potential new Members, with the approval of Corporation Members via a Written Resolution, the Determined Number of Members has been increased from 14 to 20 as from 21 September 2020 with 14 Independent Members.

**13 CORPORATION MEMBERSHIP – UPDATE**

The Committee NOTED the current position with regard to the Corporation Membership including when the current periods of appointment were due to end.

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

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

* Individual responses by Members by skill and knowledge area
* Cumulative responses by Members by skill and knowledge

The Clerk also provided an indication of the training needs of the new Independent Members based on the self-assessments.

The Committee AGREED:

1. to welcome the schedules which would be invaluable when continuing to consider any vacancies for Independent Members and when preparing the Self-Assessment Report later in the Autumn
2. to support the suggestion that the next time the self-assessment pro-forma is updated other areas of skills and experience are included such as marketing, student services, health & safety and law
3. to note that the Principal & Chief Executive and other members of the College Executive could call on the expertise of Members as and when this would be helpful and the CVs provided when appointed were available for reference purposes.

**15 CORPORATION ATTENDANCE – 2019/20**

The Committee received and NOTED the report of the Clerk setting out the attendance of Members at meetings of the Corporation during 2019/20.

The key statistics were noted to be that attendance had improved from 71% in 2018/19 to 78.57% in 2019/20 with the average in sixth form colleges in 2019/20 believed to be 84% (the range being 76% to 92%).

**16 DATE AND TIME OF NEXT MEETING**

The Committee NOTED that the next scheduled meeting was scheduled for Wednesday 7 July 2021 – commencement time to be confirmed. However, it was AGREED that an additional meeting would take place later in the Autumn Term to consider the Corporation membership position and the governance self-assessment – date and time to be arranged in consultation with Members.

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