



MidKent College

GOVERNING BODY

SEARCH & GOVERNANCE COMMITTEE

Minutes of the meeting of the Search & Governance Committee held on Thursday 14 October 2021 at 1400hrs via Zoom.

Present: Mrs A Woodhouse Chair
Mr S Cook
Mr M Cook
Mr C Reeves
Mr C Reynolds

In attendance: Ms C Burkin Clerk to the Governing Body

1 Declaration of Interests

None declared.

2 Apologies for Absence

No apologies for absence were received.

3 Minutes of the Meeting held on 18 May 2021

The minutes of the meeting held on 18 May 2021, Paper GBS&G21/415, were accepted as a true record and signed by the Chair.

4 Matters Arising

M Cook reported that Governor Claire Richardson had indicated that she was unable to commit to attend all QTL Committee meetings but was happy to receive invitations and attend as an observer when she was able. Members agreed to this suggestion. Clerk to amend membership and inform C Richardson and M Blanning QTL Chair.

Action: Clerk

5 Clerk's Update

Members discussed Paper GBS&G21/416 and supporting papers.

Chair

A handwritten signature in black ink, appearing to read 'A Woodhouse', written over a horizontal line.

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	Item from the last meeting	Action	Complete
1	Mandatory training log to be maintained and reminders sent.	Clerk continues to send reminders to Governors who have not completed the training.	Remove as the training for Governors is changing to the ETF Development Programme & bespoke training.
2	Governor Development	AW/CB to work up the model with C Hare	Proposal at item 7.4
3	Vacancies	The Committee recommended that Jordan White be co-opted on the Governing Body during this period.	Agreed by GB J White is actively seeking 2 student Governors at the Student Voice Conference.
		Consideration of any gaps in the membership	Item 6.1
4	Skills Audit	Circulated to members	Complete
5	Vice Chair	Current Vice Chair leaves in December 2021.	Discuss – item 6.1
6	GR&A Deputy	C Reeves has agreed to be Deputy for GR&A Committee.	Complete
7	C Locke	Sabbatical agreed until April 2022	BF 27/1/22
8	Recruitment	Members discussed lessons to be learned and agreed to consider both better information to candidates about the demands of being a Governor and also a 'cooling off' period. M Cook will discuss with Chairs of other Colleges what they do.	M Cook has not had an opportunity to discuss with other Chairs. Members agreed this was no longer required. Complete
9	AOC Code of Good Governance for English Colleges	Once the revised version is available the Clerk will review to ensure compliance with Should and Must conditions.	The new Code was released on 4/10. Clerk to review and report to the next meeting January 2022.
10	Chair remuneration	Seeking Charity Commission approval	Update item 7.3
11	External Governance Review	S&G to consider	BF January 2022
12	Virtual Meetings Annex to Standing Orders	S&G recommend to Governing Body	Approved - complete

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13	Governor Budget	The Governing Body now have a budget and cost centre to be monitored by the Clerk.	Complete
14	EDI Annual Update	Form updated and circulated.	Complete
15	EDI Data	The ESFA are requesting Governor Data Collection for FE return by 22/10/21	Clerk collating and completing the return.
16	Governor Job Description	To be consider out of Committee	Update item 7.5
17	S&G Improvement Plan 2021/22	Recommended to Governing Body	Approved - Complete
18	College Risk Register	S Cook would speak to both M Blanning and A Start and establish a way to capture their reflections and knowledge as best as possible.	S Cook meeting with M Blanning and A Start to discuss reflections. M Cook and S Cook also regularly.
19	Meeting Dates for 2021/22	Agreed: 14 October 2021 27 January 2022 28 April 2022 9 June 2022	Complete

6 Search Issues

6.1 Recruitment Update/Upcoming Vacancies – Members discussed the process for replacing M Blanning as Vice Chair of the Board and Chair of the Remuneration Committee. The nomination and election process was set out in the Governing Body Standing Orders. Members had a debate about gauging Governor interest in this position before the formal process commenced. It was agreed that the Clerk would email all Governors to inform them of the vacancy with the option of contacting C Reynolds directly to discuss the position further.

Action: Clerk

It was agreed that the new Vice Chair of the Board would be the Remuneration Committee Chair.

Recruitment of a Student Governor (s) was in progress. Following the Student Voice Conference in October and Student Cabinet and Student Governor Selections, it was hoped that the new Student Governor(s) will be elected and able to attend the November Governing Body meeting.

Recruitment of a member from the Local Business Community – mindful of the Skills white paper, members considered an action from the

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Governance Improvement Plan (GIP) to recruit a local business member. Members discussed this requirement and the different options available to attract this member. The Committee agreed that the role needed to be flexible to encourage appointments from a wider spectrum of candidates for example appointing for 1 year and extending as appropriate. The Committee also recognised that the role would be suitable for someone at a director/executive level and to ensure they had the right strategic insight they should be from a larger business

S Cook sought clarification asking whether the appointment was to seek assurance regarding the College's links with the business community or to provide representation that the Board believed was missing and the limitations of the role. It was agreed that the Governing Body need to clarify what they sought from the addition of a representative from the business community being added to the Board to enable the Committee to search appropriately and this will be raised at a future Governing Body meeting. S Cook was requested to provide a scope of the current College connections with local business to give Governors assurance of the local links. It was agreed the Executive would use their links to gauge any external interest and if need be, the Committee will consider engaging an external search.

Action: S Cook/Exec

- 6.2 Link Governors/Governors with special responsibilities – members assessed the current list and noted some overlap with some Directors having two or more Governors with which to engage. It was agreed this could not be avoided due to the large areas under each Director but it was noted that Governors could engage more with the Head of Department to reduce workload for the Director.

It was noted that when M Blanning leaves his link area could be split between A Orhiere for IT, D Gagic for Business and J Williams for Health & Social Care, once he has more availability. In the meantime C Reeves offered to cover any areas required and will liaise with the Clerk.

Action: C Reeves/Clerk

Members agreed that not all areas had to have a Link Governor and to encourage more coverage with Governor Visits (GIV) to the other areas.

- 6.3 Committee membership – membership paper GBS&G21/417 was reviewed and the updates noted. Members discussed the proposal for Staff Governor Babs Jossi moving from GR&A Committee to QTL Committee and noted the concerns raised by the QTL Committee Chair regarding potential conflicts of interest. It was discussed and agreed that such conflicts could be managed and that B Jossi should join the Committee where she feels she can make the most valuable contribution.

Action: Chair to speak to B Jossi & QTL Chair

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Members also discussed and agreed that Staff Governor, Lynn Snedden would be invited to join the GR&A Committee.

Action: C Reynolds to speak to L Snedden

- 6.4 Attendance for 2020/21 – members noted the figures and raised a concern regarding the data presented for QTL Committee. They requested this be reviewed to ensure it accurately reflected attendance in light of one member leaving the Committee and the attendance of the Chair of the Board.

Action: Clerk

They noted that some Governors attend other Committees to observe but this was not recorded in official attendance figures. Although they were not formally members, they were still engaging with topics such as the QTL Calls which occur four times per annum to help Governors monitor teaching and learning.

7 Governance Items

- 7.1 First year informal meetings with the Chair – members noted the historical reasoning for these meetings. As the current Chair holds regular 1:1s with all Governors, this informal meeting would no longer be required. The formal meeting in the third year of a term will continue. The Chair JD and Governor JD would be updated to reflect this change.

Action: Clerk

- 7.2 Governance Self-Assessment Report (GSAR) & Governance Improvement Plan (GIP) - following the GSAR/GIP workshops on 14 September 2021 the documents had been drafted and presented for review by the Committee (Paper GBS&G21/418). Members noted that M Blanning had seen and agreed the document as a true reflection of the discussion. The action under point 7 was amended to 'to be developed as progress is made'. Members agreed the **recommendation** to the Governing Body for approval of the GSAR and GIP.

Action: GB Chair/Clerk

- 7.3 Remuneration of the Chair role – Members noted the progress made by C Reynolds, A Woodhouse and the Clerk having engaged with Peter Spencer of Wellers Law Group LLP to administer the application to the Charity Commission for remuneration of the role of Chair to Governing Body. The application had been completed and sent to Charity Commission but no response had been received at present.

- 7.4 Governor Development Programme – members noted the Governing Body's request to consider alternative options for presenting the training outside of the usual schedule. Members considered two options 1) sessions combined and presented in a designated training half day



twice a year and 2) four x 45mins zoom training to be offered between Governing Body meetings i.e. two/three weeks after a Governing Body meeting. These would be recorded and available for Governors.

Members agreed to recommend option 2 to Governing Body.

Action: Chair

They also approved the training document for circulation to Governors as a guide for completion of online modules and other training requirements which will then be logged by the Clerk.

Action: Clerk

7.5 Job Descriptions:

Governor JD – members discussed the document presented in tracked changes following a review by the Clerk and HR Manager. Members agreed the following amendments: retain the Nolan Principles; remove section C completely and update the mission statement. This will then be **recommended** to Governing Body for approval.

Action: Clerk/Chair

Governing Body Chair's JD – this was presented for information as an update following the Charity Commission application. Members agreed amendments subject to the rewording of the new (j) and (k) under section 3 and the correction of errors. It was noted that the changes for future use depended on the outcome of the Charity Commission application. They agreed that the draft should also be reviewed by the HR Manager.

Action: Clerk to amend

8 College Risk Register

Members reviewed Risk 16 – Failure of effective Governance with the current Risk Priority as low – members agreed that no amendments were required.

9 Any Other Business

Members discussed the Governor on sabbatical and agreed to consider next steps at their next meeting. They noted that this Governor had remained involved in the College.

Also noted for the next meeting is the consideration of an external review of the Board in July 2022.

10 Date of Next Meeting

The next meeting is scheduled for Thursday 27 January 2021 at 5pm.

Chair



Date 27/1/22

The meeting closed at 15:50.

Chair



Date 27/1/22