



THE CORPORATION OF EAST SURREY COLLEGE

SEARCH AND GOVERNANCE COMMITTEE

MEETING HELD ON THURSDAY 26 JANUARY 2012

Meeting commenced: 18.00

Meeting ended: 19.30

PRESENT

Mr Lorne Benham	Support Staff Member	
Mrs Margaret Davey	Independent Member	
Mrs Jayne Dickinson	Principal and CEO	
Mr Ray Elgy	Independent Member	
Dr Barbara Spittle	Independent Member	Chair

CLERK TO THE COMMITTEE

Mr Melvyn Cass	Clerk to the Corporation
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SGC.01.12 DECLARATION OF INTERESTS

Members and officers were reminded of the need to declare any personal or financial interest in any item to be considered during the meeting.

SGC.02.12 APOLOGIES FOR ABSENCE

There were no apologies for absence

SGC.03.12 NOTIFICATION OF ANY OTHER BUSINESS

Members agreed that there was no other business to be considered.

SGC.04.12 UNCONFIRMED MINUTES OF THE MEETINGS OF THE SEARCH AND GOVERNANCE COMMITTEE HELD ON

- 13 OCTOBER 2011
- 15 NOVEMBER 2011

The minutes of the meetings were approved and signed as a correct record.

18.05 Mr Ray Elgy joined the meeting.

SGC.05.12 MATTERS ARISING AND ACTION POINTS FROM THE MINUTES OF THE MEETINGS

Members agreed that there were no matters arising from the minutes of the meetings.

Members reviewed the Action Points arising from the meetings and agreed that satisfactory progress had been made.

SGC.06.12 MEMBERSHIP OF THE CORPORATION

The Clerk presented a report, for consideration and, as appropriate, approval, which identified issues for consideration relating to the current membership of the Board and action to be taken by the Search and Governance Committee.

Independent Members

Mrs Vanessa Guest

Members noted that Mrs Vanessa Guest had been appointed Independent Member of the Corporation at the meeting held on 15 December 2011.

Dr Andrew Gilchrist

Members were reminded that it would be necessary to consider the re-appointment of Dr Andrew Gilchrist at the meeting of the Search and Governance Committee to be held during the Summer Term 2012.

Appointment of New Members

Members were advised that details of one potential applicant for membership of the Corporation had been forwarded to the College by the School Governors' One Stop Shop (SGOSS).

Members reviewed the application form and cv of the potential applicant and agreed that it would be appropriate to pursue the individual's expression of interest.

Student Members

Members were reminded that Ms Laura Selby and Ms Rebecca Hedges had been appointed Student members at the meeting of the Board held on 15 December 2011.

Staff Members

Members were reminded that the period of office of Mr Lorne Benham, Support Staff Member, would expire on 26 March 2012 and that this would be the end of his second period of office.

Members noted that arrangements were in hand for elections to be held among the support staff during the Spring Term 2012 in order that the Board might consider the nominated candidate for appointment at the meeting to be held on 29 March 2012.

Membership of Committees

Audit Committee

Members were reminded that, following the appointment of Mr Michael Axelrod to membership of the Board, it is necessary to seek a replacement External Co-opted Member of the Audit Committee and that action is being taken to seek to secure a replacement for consideration at the earliest opportunity.

Gender Balance

Members considered the current gender balance of the membership of the Board and its committees and also noted the gender balance of the chairs of the Board and its committees.

Diversity Balance

Members noted the current diversity balance of the membership of the Board.

The Committee noted the key implications arising from the report.

RESOLVED

The Search and Governance Committee

- receives and notes the report
- approves the further consideration of the initial expression of interest in membership of the Corporation.

SGC.07.12 RISK MANAGEMENT: SPRING TERM 2012

The Clerk to the Corporation presented, for consideration and approval, a report which provided details of the assigned areas of risk which have been specifically assigned to the Search and Governance Committee by the Board.

Members were reminded that the Search and Governance Committee is responsible for the oversight of

- **Risk S10: Changes in policy arising from Machinery of Government changes**
- **Risk S7: Failure to identify opportunities and threats to the College market position**
- **Risk R1: Severe adverse publicity**
- **Risk R2: Ineffective governance and management arrangements**

Members were reminded that, at the previous meeting of the Committee, the basis on which it would be appropriate to consider the four areas of risk prior to reporting to the Committee had been agreed ie that a Strategic Risk Management Group should be established to review and update the four areas of risk prior to each meeting of the Committee.

Members were further reminded that the Committee had agreed the membership of the Strategic Risk Management Group ie Chair of the Search and Governance Committee, Principal and CEO, Vice Principal: Finance and Resources, Clerk to the Corporation.

Members noted that the Group (not including the Chair) had met prior to this meeting to review the four areas of risk and the report now presented reflected the outcome of this meeting.

Members considered the detail of the revisions to each of the risk areas and noted the updates.

The Committee noted the key implications arising from the report.

RESOLVED

The Search and Governance Committee

- approves the report on the updated assessment of risks for the Spring Term: 2012 and commends the report for approval by the Board
- recommends that consideration be given to re-naming Risk S10 to 'Impact of Government Policy'.

SGC.08.12 GOVERNORS' DEVELOPMENT AND TRAINING PROGRAMME: 2011/2012

The Clerk to the Corporation presented, for consideration, a report which updated members on the implementation of the proposals with regard to the development and training programme for governors in respect of 2011/2012.

Members were advised of the basis on which the agreed proposals for the new academic year had been implemented to-date:

- The attendance of members at external meetings and conferences eg provision by AoSEC, LSIS
- The progress made to provide key areas of development and training 'on line', particularly in specific areas of governor responsibility eg equality and diversity, safeguarding, health and safety
- The full use to be made of the strategic planning and self assessment dates to bring all members up to date with key developments in the sector eg Corporation Strategic Planning Workshop to be held on 2 February 2012
- The basis on which the Induction Programme for governors will be reviewed in conjunction with the governors appointed in 2010/2011
- Presentations to the Board by curriculum development managers will continue to be made
- Updates on key sector issues eg Foundation Code of Governance, will continue to be provided
- Appropriate governance update documents had been lodged for reference in the e-Reading Room throughout the Autumn Term and would continue to be so in the future

Members reviewed progress made and agreed that specific consideration should be given to

- The provision of an early update for all governors on the anticipated College Inspection – the earliest available date being the Corporation Strategic Planning Workshop to be held on 2 February 2012
- The early determination of the appropriate priorities for 'on line' development to be implemented for all governors

Members noted the personal training record for each member to-date.

The Committee noted the key implications arising from the report.

AGREED

The Search and Governance Committee notes progress with regard to the Governors' Development and Training Programme: 2011/2012.

SGC.09.12 GOVERNORS' QUALITY IMPROVEMENT PLAN: 2011/2012

The Clerk to the Corporation presented the update to the Governors' Quality Improvement Plan.

Members were reminded of the basis on which the Plan is integral to that for the College and demonstrates the commitment of the Corporation to continuous improvement.

The Committee was reminded that

- the Governors' Quality Improvement Plan is established at the beginning of each academic year by the Search and Governance Committee
- the Plan is updated in the light of progress and is reviewed on a termly basis by the Search and Governance Committee and by the Learning and Quality Committee
- the final edition of the Plan is considered for approval by the Search and Governance Committee and by the Learning and Quality Committee in the Autumn Term

Members reviewed the detail of the Plan for 2011/2012 noting that the revisions to the Plan arose from the issues identified consequent upon the self assessment process during the Summer Term 2011 and the subsequent determinations made at the meeting of the Committee held in the Autumn Term 2011.

Members agreed that it was now important to review the elements of the Plan in the light of the Board's strategic responsibilities and that a working group of the Committee, to comprise Margaret Davey, Ray Elgy, Jayne Dickinson and Melvyn Cass, be established to undertake the review.

The Committee noted the key implications arising from the report.

AGREED

The Search and Governance Committee

- notes the update to the Governors' Quality Improvement Plan: 2011/2012
- authorises the establishment of a Committee working group to review and refine the Plan for further consideration and implementation.

SGC.10.12 SECTOR GOVERNANCE ISSUES

The Clerk to the Corporation gave a verbal report with regard to current issues relevant to the sector, in particular

- The Education Act 2011
- The English Colleges' Foundation Code of Governance

Members were advised that

- information with regard to both items was currently being disseminated to the sector by eg Association of Colleges
- the Chair, the Vice Chair, the Principal and the Clerk were scheduled to attend an AoSEC seminar on 31 January to receive further information
- the Corporation Strategic Planning Workshop to be held on 2 February would provide an update for all governors with regard to these and other key issues

AGREED

The Search and Governance Committee notes the report.

SGC.11.12 COLLEGE INTRANET: GOVERNOR AREA

The Clerk to the Corporation gave a verbal report on progress with regard to the development of a secure governor area on the College intranet.

Members were reminded that, in addition to the continuing development of the Governors' internet and intranet sites, development continues of a secure governor area which will be accessible only to governors and those in the College directly connected with governance.

Members noted that the governor area was now being used to provide full details of

- the agenda and supporting papers for each meeting of the Board and its committees
- governance documents
- relevant AoC briefings eg Governance briefings
- LSIS governance documents eg LSIS Brief Guide on the Staff Governor
- LSIS governance training materials
- useful web links

Members were advised that work continues to seek to ensure ease of access to the site by governors.

AGREED

The Search and Governance Committee notes the report.

SGC.12.12 SKILLS FUNDING AGENCY: FINANCIAL MANAGEMENT AND CONTROL EVALUATION – 2011

The Clerk to the Corporation gave a verbal report on progress with regard to the completion of the Financial Management and Control Evaluation (FMCE) and continuing work on the document.

Members were reminded of the need, on an annual basis, for the College to complete the FMCE for submission to the Skills Funding Agency by 30 November.

Members noted that a full report on the completion of the document was submitted to the meeting of the Audit Committee held on 1 December 2011 and to the meeting of the Board to be held on 15 December 2011.

Members were advised that further review of the document would be undertaken during the Spring Term 2012 and that a further report would be brought to the next meeting of the Committee.

AGREED

The Search and Governance Committee notes the report.

SGC.13.12 ANNUAL REVIEW OF THE ATTENDANCE OF MEMBERS AT MEETINGS OF THE CORPORATION AND ITS COMMITTEES

The Clerk to the Corporation gave a verbal report which reminded members of the basis on which it was necessary to review the attendance of members at meetings.

Members were advised that the development of a new register of attendance is continuing, subject to final review of its IT function.

AGREED

The Search and Governance Committee receives and notes the report.

SGC.14.12 ANY OTHER BUSINESS

Members noted that there was no other business.

SGC.15.12 DATES OF SCHEDULED MEETINGS: 2011/2012

Thursday 10 May 2012 commencing at 18.00

As there was no further business, the Chair declared the meeting closed.

SIGNED AS A CORRECT RECORD: 

DATE: 10 May 2012