

# Minutes Part II

<b>Search, Governance and Remuneration Committee</b>
<b>Part II minutes</b>

Meeting Time and Date	<b>1600 on 26 June 2019</b>
Meeting Location	<b>Room H2, Enfield</b>
Present	Roger McClure (Chair) Doug Fussell (Vice Chair) Heather Barrett-Mold Don Gratton
	Susanne Datta (HR) Malcolm Goodwin (Principal)
Minute Taker	Joanne Coffey (Clerk)
Apologies	Marilyn Hawkins
z:\governance\search & governance committee (sg)\sg mins + ma\mins 20171122 part i.docx	

	<b>Action</b>
<p><b>11. Apologies</b></p> <p>11.1. Apologies were received from Marilyn Hawkins.</p>	
<p><b>12. Declaration of Interests</b></p> <p>12.1. The Principal and Clerk declared an interest in <b>Item 16, Senior Postholder Remuneration Guidance.</b></p> <p>12.2. The Clerk also declared an interest in <b>Item 17, Contract of the Clerk.</b></p>	
<p><b>13. Minutes (Decision)</b></p> <p><b>Resolved to</b></p> <p>13.1. <b>Approve the minutes of the Search, Governance and Remuneration Committee Part II meeting held on 13 March 2019 as a correct record and authorise the Chair to sign them.</b></p>	
<p><b>14. Matters Arising</b></p> <p>14.1. No matters were discussed.</p>	
<p><b>15. Governing Body Membership (Decision)</b></p> <p><b><u>Retiring Governors</u></b></p> <p>15.1. Don Gratton joined the Governing Body in 2004 and his exceptional term of office is due to end at the autumn 2019</p>	

<p>meeting. Don has expressed his wish to retire from the Governing Body to pursue other interests.</p> <p>15.2. As Doug Taylor, an Enfield councillor, will be retiring at the summer 2019 Governing Body, the Committee discussed the importance of acquiring new links with Enfield through the Council rather than an MP who may be too politically exposed.</p> <p><b><u>Prospective new Independent Member</u></b></p> <p>15.3. Tony Young has been recommended by Guy Jones-Owen as the Independent Member of the Audit Committee. Guy has known Tony for 10 years.</p> <p><b>Resolved to</b></p> <p>15.4. <b>Recommend to the Governing Body to appoint Tony Young as the new Independent Member of the Audit Committee for a full term of office from summer 2019.</b></p> <p><b><u>Prospective new members</u></b></p> <p>15.5. The Chair and Principal will be meeting Patricia Brown on 1 August 2019 and will report back on this prospective new Governor at the autumn 2019 meeting.</p> <p>15.6. It was agreed that Jo Laban, Councillor for Highlands Ward in the London Borough of Enfield, who is strong on environment, leisure and regeneration and has shown an active interest in the College should be contacted to ascertain her interest in becoming a Governor.</p> <p>15.7. The Committee will continue to identify further potential Governing Body candidates as there will be five available positions in total by the end of 2019.</p> <p>15.8. A councillor from the London Borough of Bromley to also be sought to support the College's Crystal Palace Centre.</p>	<p><b>Governing Body: CV (Appendix I)</b></p> <p><b>Principal</b></p> <p><b>Principal/ Clerk</b></p>
<p><b>16. Senior Postholder Remuneration Guidance (Decision)</b></p> <p><b>The Principal and Clerk left the meeting.</b></p> <p><b>Don Gratton joined the meeting.</b></p> <p>16.1. The Committee agreed to apply a spot salary basis to the contracts of both Senior Postholders and the Senior Leadership Team.</p> <p>16.2. Benchmarks from the Association of Colleges (AoC) on senior postholder pay were presented to the Committee. These will</p>	

<p>be further considered by the Appraisals Panel and reported back at the autumn 2019 Committee.</p> <p><b>Resolved to</b></p> <p>16.3. <b>Amend contracts for Senior Postholders and the Senior Leadership to be paid on a spot salary basis.</b></p> <p><b>The Principal returned to the meeting.</b></p>	
<p><b>17. Contract of the Clerk (Decision)</b></p> <p>17.1. The requirements of the Clerk to the Corporation have grown as the College continually strives to improve the quality of governance at the College.</p> <p>17.2. The College has also considered other needs and areas of responsibility, currently with members of the senior leadership team that should become part of the responsibility of the Clerk to the Corporation. This includes:</p> <ul style="list-style-type: none"> <li>a) Acting as Company Secretary for the subsidiary companies, Capel Manor Enterprises, Enfield Veg. Co. and Forty Hall Vineyard which is currently part of the role of the Executive Director of Finance and IT. As Company Secretary, the Clerk brings greater independence and it is usual for Clerks to undertake this role (39% of Clerks act as Company Secretary).</li> <li>b) Reporting to the Governors about General Data Protection Regulations (GDPR) and Freedom of Information (FOI) to provide the additional independence to the Data Protection Officer (DPO), currently the Director of Information Services and Admissions). Providing further assistance for the DPO with recording data breaches and subject access requests, as required.</li> </ul> <p>17.3. The current contracted hours do not meet the current clerking requirements. Given, the extra responsibilities (as above) and the need to increase 'core' hours, contracted hours will rise from 0.5 FT to 0.73 FTE.</p> <p>17.4. The Committee felt the Clerk's role was an important role for the College, were pleased with the improvements being made, and offered many thanks to the Clerk.</p> <p><b>Resolved to</b></p> <p>17.5. <b>Increase the contracted hours of the Clerk to the Corporation from 0.5 FTE to 0.73 FTE from 1 July 2019.</b></p>	

<p>17.6. <b>Agree that the Clerk is appointed Company Secretary for the College's subsidiary companies at the end of financial year in July 2019.</b></p> <p><b>The Clerk returned to the meeting.</b></p>	
<p><b>18. Report of Chair's Action</b></p> <p>18.1. Chair's Action was sought on 1 June 2019, in relation to the Submission to FE Commission Options Review for the Hadlow Group, to authorise SLT to proceed immediately with a bid.</p>	
<p><b>19. AOB</b></p> <p>19.1. None.</p>	
<p><b>20. Date of next meeting</b></p> <p>20.1. The next Search, Governance and Remuneration Committee meeting will take place on 12 November, 2019 at 1530.</p>	