

Minutes Part I

Search, Governance and Remuneration Committee
Part I minutes

Meeting Time and Date	1300 on 26 June 2019
Meeting Location	Room H2, Enfield
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
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	Action
<p>1. Apologies</p> <p>1.1. Apologies were received from Marilyn Hawkins.</p>	
<p>2. Declaration of Interests</p> <p>2.1. None.</p>	
<p>3. Minutes (Decision)</p> <p>3.1. The minutes were amended for a minor typo.</p> <p>Resolved to</p> <p>3.2. Approve the minutes of the Search and Governance Committee meeting held on 13 March 2019 as a correct record and authorise the Chair to sign them.</p>	
<p>4. Matters Arising</p> <p>4.1. All matters arising from the minutes had been completed.</p>	
<p>5. Report of the Clerk (Decision)</p> <p><u>Remuneration code – Senior Post Holder (SPH) Retention of Income policy</u></p> <p>5.1. The AoC's College's Senior Post Holder Remuneration Code recommends a Senior Post Holder Retention of Income</p>	

<p>Policy, to state the College's policy on external sources of income.</p> <p>5.2. The following statement was agreed to be added to the Senior Post Holder Remuneration Guidance:</p> <p><u>INCOME DERIVED FROM REPRESENTATIVE EXTERNAL ACTIVITIES</u></p> <ul style="list-style-type: none"> • <i>The College recognises that it is important that staff represent the College on various bodies and boards and carry out academic and civic responsibilities at other organisations e.g. non-executive director roles.</i> • <i>Senior Post Holders must disclose and explain any income derived from any such activity that generates additional income for the individual from any external body.</i> • <i>Senior Post Holders will not be permitted to retain significant sums derived from any such activity. The significance will be determined by the Search, Governance and Remuneration Committee, according to each declared case.</i> <p>Resolved to</p> <p>5.3. Recommend to the Governing Body that the Senior Post Holder Retention of Income statement is added to the Senior Post Holder Remuneration Guidance.</p> <p><u>Staff Governor</u></p> <p>5.4. Andrew Smith's exceptional term of office ends on 17 July 2019, having served 3 terms of office as Staff Governor since 2013.</p> <p>5.5. Sarah Seery, Quality Manager, was elected as Staff Governor for 2019-21.</p>	<p>Governing Body</p>
<p>6. Review of Standing Orders (Decision)</p> <p>6.1. No changes were proposed to the Standing Orders.</p> <p>Resolved to</p> <p>6.2. Accept the current Standing Orders and recommend them to the Governing Body for adoption.</p>	<p>Governing Body (Appendix I)</p>
<p>7. Review of Instrument and Articles (Decision)</p> <p>7.1. No changes were proposed to the Instrument and Articles.</p> <p>Resolved to</p>	

<p>7.2. Accept the current Instrument and Articles and recommend them to the Governing Body for adoption.</p>	<p>Governing Body (Appendix II)</p>
<p>8. Statement of Governance (Decision)</p> <p>8.1. No changes were proposed to the Statement of Governance.</p> <p>Resolved to</p> <p>8.2. Accept the current Statement of Governance and recommend it to the Governing Body for adoption.</p>	<p>Governing Body (Appendix III)</p>
<p>9. Overview of Search, Governance and Remuneration Risk (Decision)</p> <p>9.1. Risks that were under the responsibility of the Full Governing Body were agreed to be reclassified to sub-committees for more detailed scrutiny, as follows:</p> <ul style="list-style-type: none"> a) Senior Leadership Team effectiveness (020); and Clerk absenteeism (019) to move to the Search, Governance and Remuneration Committee b) Fundraising effectiveness (044) to move to the Finance and General Purposes Committee. <p>Resolved to</p> <p>9.2. Reclassify the Governing Body risks to Search, Governance and Remuneration and Finance and General Purposes Committees.</p>	
<p>10. Date of next meeting</p> <p>10.1. The next Search, Governance and Remuneration Committee meeting will take place on 12 November, 2019 at 1530.</p>	