

# Minutes Part I

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

<b>Meeting Time and Date</b>	<b>1500 on 16 March 2020</b>
<b>Meeting Location</b>	<b>Room H2, Enfield</b>
<b>Members</b>	Roger McClure (Chair) Doug Fussell (Vice Chair) Heather Barrett-Mold OBE Malcolm Goodwin (Principal)
<b>Observers</b>	Susanne Datta (HR)
<b>Minute Taker</b>	Joanne Coffey (Clerk)
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	<b>Action</b>
<p><b>1. Apologies</b></p> <p>1.1. Apologies were received for Doug Fussell and Susanne Datta.</p>	
<p><b>2. Declaration of Interests</b></p> <p>2.1. None.</p>	
<p><b>3. Minutes (Decision)</b></p> <p><b>Resolved to</b></p> <p>3.1. <b>Approve the minutes of the Search, Governance and Remuneration Committee meeting held on 12 November 2019 as a correct record and authorise the Chair to sign them.</b></p>	
<p><b>4. Matters Arising</b></p> <p>4.1. No matters were discussed.</p>	
<p><b>5. AOB: Coronavirus</b></p> <p>5.1. The Chair brought forward any other business to discuss governance in light of the impact from COVID-19 measures.</p> <p><b><u>College measures</u></b></p> <p>5.2. The Principal updated the Committee on the various strategies that were in place, or were being put in place, which included:</p>	

<ul style="list-style-type: none"> <li>a) Hand washing was being encouraged through additional signage and in all communication and hand sanitisers had been increased at all campuses.</li> <li>b) Online studying and chat facilities for students to continue their non-practical study online via Moodle.</li> <li>c) Key staff were being provided with laptops that have been enabled for direct access to the College's networks. The remaining staff to have fettered access via the online Moodle platform.</li> <li>d) Management were using 'What ifs?' to test their mitigation processes.</li> <li>e) Temporary flexibility on all appropriate staff and student policies to ensure, for example, that staff are not penalised for self-isolation and will continue to get paid.</li> <li>f) Out of hours operating team for looking after the animals and the estates, in the same way that it is managed during the Christmas closure.</li> </ul>	
<p><b><u>Communication</u></b></p>	
<p>5.3. The Principal had been keeping staff informed by email with frequent updates.</p>	
<p>5.4. Governors to be kept informed (by email) of the latest email updates to staff which reflect how the College is managing COVID-19.</p>	
<p>5.5. The Principal to provide Q&amp;As to Governors on the College's action plans, at the appropriate time when more is known.</p>	<p><b>Principal</b></p>
<p>5.6. The College continues to follow Government and DfE business advice, with practical measures from the Public Health England NHS website.</p>	
<p><b><u>Protecting the vulnerable</u></b></p>	
<p>5.7. As with staff and students, Governors to be contacted to disclose any vulnerability factors for entering the College campuses, which is reciprocal for both their benefit and the Colleges, along with their WiFi and technical access.</p>	<p><b>Clerk (Completed)</b></p>
<p>5.8. The College was investigating options for remote meetings which were also in line with the College's longer term strategy.</p>	

<p>5.9. It was agreed to keep the Search, Governance and Remuneration Committee informed of any potential new Governance arrangements, prior to sharing with Governors.</p>	
<p><b>6. Report of the Clerk (Decision) - Paper 5 due to re-order</b></p> <p><b><u>Written resolutions</u></b></p> <p>6.1. To ensure that recommendations to the Governing Body can be executed through written resolutions, when meetings cannot be conducted, the Instrument and Articles and Standing Orders are amended, as follows:</p> <p><u>Instrument 12.2</u></p> <p>Meetings may take the form of 'written meetings' whereby written resolutions are received.</p> <p><u>Instrument 14.3</u></p> <p>To be amended to allow for postal votes.</p> <p><u>Standing Orders 2.3</u></p> <p>Members may vote in writing, either by post, email or through the College's board management software.</p> <p><b><u>Co-opted members and Observers</u></b></p> <p>6.2. As non-members of committees may either join as observers or be co-opted, it is recommended to amend the Standing Orders (<b>Appendix I</b>) to clarify the difference between the two non-members, as follows:</p> <p><u>Standing Orders 20.1</u></p> <p>Any Governor or external guest may either be:</p> <ul style="list-style-type: none"> <li>i. co-opted to a committee or individual meeting with full voting rights</li> <li>ii. invited to observe a committee or individual meeting with no voting rights.</li> </ul> <p><b>Resolved to</b></p> <p>6.3. <b>Agree and recommend to the Governing Body that the Instrument and Articles and Standing Orders are amended to:</b></p> <ul style="list-style-type: none"> <li>a) <b>Accept written resolutions</b></li> <li>b) <b>Define non-members in attendance at Committee meetings and their voting rights</b></li> <li>c) <b>Rename amended job titles.</b></li> </ul>	<p style="text-align: center;"><b>Governing Body (Appendix I)</b></p>



<p><b>7. Annual Review of Paperless Board Management System (Decision) - Paper 6 due to re-order</b></p> <p>7.1. An appendix demonstrating savings made, versus the previous paper-based system, to be included in the paper.</p> <p><b>Resolved to</b></p> <p>7.2. <b>Approve and recommend to the Governing Body that the licences for the Decision Time paperless board management system are renewed for 12 months from 3 April 2020.</b></p>	<p><b>Clerk (Completed)</b></p> <p><b>Governing Body (Appendix II)</b></p>
<p><b>8. Review of Search, Governance and Remuneration Risk (Decision) - Paper 7 due to re-order</b></p> <p>8.1. As the COVID-19 had been an unforeseen event that affected the College over all areas, this was deemed to run through all of the principal risks.</p> <p>8.2. Scenario testing was being carried out by SLT through the Business Continuity Plan.</p> <p><b>Resolved to</b></p> <p>8.3. <b>Make no further changes or recommendations to the College risk management based on the review and discussion of the standing Principal Risks.</b></p>	
<p><b>9. Annual Review of Skills, Training, Equality and Diversity (Information) - Paper 8 due to re-order</b></p> <p><b><u>Skills Audit</u></b></p> <p>9.1. The Clerk conducted the annual skills audit in spring 2020.</p> <p>9.2. Analysis concluded that new appointments of Governors and training for existing Governors, should incorporate:</p> <ul style="list-style-type: none"> <li>a) Urgent requirement for legal expertise</li> <li>b) Aspirational requirement for: Human Resources; Floristry and Event Styling and; Animal Care and Saddlery.</li> </ul> <p><b><u>Training and Compliance</u></b></p> <p>9.3. In addition to the annual training timetable, Equality and Diversity and General Data Protection Regulations (GDPR) training was performed online by all Governors.</p> <p>9.4. Governors fulfilled all required compliance declarations including annual membership, trustees' automatic disqualification, register of interests and DBS checks.</p>	<p><b>Governing Body Information (Appendix III)</b></p>

<b><u>Equality and Diversity of the Governing Body</u></b>	
<p>9.5. Governors took part in the annual equality and diversity assessment through an anonymous survey.</p> <p>9.6. As not all Governors may choose to take part in the survey, the Clerk will compare the results with the information already held, in terms of gender balance and length of service, in future reports to give a more accurate picture.</p> <p>9.7. The equality and diversity exercise demonstrated slightly more alignment with staff and students, compared to 2018-19.</p>	

<b>APPROVED MINUTES</b>			
<b>CHAIR:</b>	<b>Roger McClure</b>	<b>DATE:</b>	17 June 2020
<b>APPROVAL:</b>	<b>Remote confirmation: CONFIRMED</b>		
	<b>Or signed:</b>		