



Search and Governance Committee Minutes

Meeting	Search and Governance Committee	Date	Tuesday 9 March 2021
Location	Teams Meeting (virtual)	Time	9.00am
Membership	<i>Jonathan Clarke (Chair)</i> , Charles Buchanan (CB), Tim Kent (TK), Peter Cheney (PC) and Graham Razey (CEO)		
In Attendance	Simon Smith (SS) (Chief People Officer) Sharon Hollingsworth (SH) (Director of Governance) Kerry Hickmott (KH) (Minutes)		

* *Italics notes absence*

		COMMENTS	ACTION
1	Welcome and Apologies for Absence	The Chair was absent for the meeting. CB was elected to chair the meeting in the absence of JC. The Chair welcomed members to the meeting.	
2	Declarations of Interest	There were no further declarations other than those previously declared.	
3	Minutes of the meeting held on 24 th November 2020 including any confidential minutes	The minutes of the 24 th November 2020 were agreed as an accurate record of the meeting. The remote e-signing of each set of minutes will be undertaken by the Chair following the meeting.	

4	Matters arising not covered by this Agenda:	There were no matters arising.	
5	<p>FGB Membership and Terms of Office update to include:</p> <ul style="list-style-type: none"> - Committee appointments - Resignation of Peter Wood - Terms of Office - LCB candidate 	<p>SH led members through the membership and terms of office update report.</p> <p><u>Committee appointment</u> The Committee were asked to formally note the following approved appointment:</p> <ul style="list-style-type: none"> - Natalie Garner, Independent Governor has been invited to serve on the Education Committee <p>It was noted that Simon Smith, Chief People Officer has been invited to join the following Committees as an Officer in Attendance; Search and Governance, Remuneration and Business.</p> <p style="text-align: center;">APPROVED: The appointment of Natalie Garner to the Education Committee</p> <p>[CB noted an error in the paper which stated he served on Education Committee rather than the Business Committee].</p> <p><u>Resignation of Peter Wood</u> SH advised Members that Peter Wood has tendered his resignation and will resign following the Full Governing Body meeting on 30 March 2021.</p> <p>Members were requested to consider a replacement. It was agreed that someone with Technology skills or land based education knowledge and experience would be beneficial. The Committee agreed to make a conscious effort to seek individuals from an ethnic minority group or other protected characteristics.</p>	

		<p>The following firms/names were recommended, and it was agreed that GR would explore these suggestions:</p> <p>Sleeping Giant Media (CEO Luke Quilter) Deesons (Forwarding think media company in Canterbury, MD was Simon Wakeman) ADM Computing (MD is Adrian Bryant) Louis Hurst, background in Radio/telecommunication Simon Gregson</p> <p>It was noted that all of the names were male and the search should be widened to address the diversity of the Board.</p> <p>Any additional suggestions should be sent to SH.</p> <p>NOTED: The resignation of Peter Wood.</p> <p><u>Terms of Office</u></p> <p>Members agreed to recommend the re-appointment of Charles Buchanan, Tim Kent, Miranda Chapman, Allan Baillie, Ella Brocklebank, Jason Howard and Natalie Garner to the FGB for re-appointment. It was agreed that SH would speak to these governors to establish their willingness to remain a Governor and their preferred term of office, with the recommendation being for a maximum of 4 years. It was agreed to offer Natalie Garner a one year re-appointment due to being appointed during the pandemic and serving less than one year. It was agreed that the re-appointment of Tim Kent would be recommended for 1 further year.</p> <p>RECOMMEND – The above Governor re-appointments/term of office to the Governing Body, for approval</p> <p><u>LCB Appointment</u></p>	
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6	Annual calendar of Governance meetings and events	<p>SH presented a draft calendar of governance meetings and events for 2021/22.</p> <p>RECOMMEND – The Annual Calendar of Governance meetings 2021-22 to the Full Governing Body, for approval.</p>	
7	Governor engagement sessions	<p>It is proposed that the Governor / Executive engagement programme will have up to three Governors to meet with the Executive Team member and their team.</p> <p>Each Executive member (excluding the CEO) will hold two to three sessions per year. Each session will be scheduled for 1-1.5 hours. The times will be circulated in advance of the start of the academic year and all Governors will be invited to join any of the session(s).</p> <p>It is envisaged that all Governors (apart from those serving on the LCB) will attend at least two engagement sessions per year, while attendance will be optional for LCB chairs. The Committee agreed that Governors should be allocated one mandatory session to attend each year on a rotation basis.</p> <p>Local College Board Chairs will continue their existing engagement arrangements with their respective College Principal and college senior leadership teams.</p> <p>The Committee was comfortable with the above proposal. The schedule of engagement sessions, engagement protocols and a feedback form will be worked up by the Director of Governance for implementation during Term 5 and 6.</p>	

		RECOMMEND – The proposed Governor / Executive Team engagement programme	
8	Review of Senior Post Holders Policies and Procedures	<p>The following policies and procedures were presented to the Committee for review and recommendation to the Governing Body for approval. There have been some minor changes to post titles to bring the below documents up to date.</p> <ul style="list-style-type: none"> - Disciplinary Policy for Senior Postholders - Capability Procedure for Senior Postholders - Grievance Procedure for Senior Postholders <p>The Redundancy Policy and Procedure for Senior Postholders is a new policy that has been worked up using the current EKC Group Redundancy Policy and Procedure for staff. There were no material changes to report.</p> <p>It was suggested that the senior post holders do not need to be named in each policy. The reference to tape recording is outdated and is to be amended to recording.</p> <p style="text-align: center;">RECOMMEND – The following policies, subject to the above amendments, to the Full Governing Body, for approval:</p> <ul style="list-style-type: none"> - Disciplinary Policy for Senior Postholders - Capability Procedure for Senior Postholders - Grievance Procedure for Senior Postholders - Redundancy Policy and Procedure for Senior Postholders <p>[GR left the meeting]</p>	
9	Governance Review	<p>A review of the newly implemented governance structure was due to be undertaken at the end of the current academic year, however it was recommended that this review be deferred for 18 months, due to the impact of the pandemic.</p>	

		<p>The committee agreed to defer a review however it was felt that it was important not to lose sight of what has been learnt from the pandemic, for example on-line meetings work well for small meetings such as the Search and Governance Committee.</p> <p style="text-align: center;">APPROVED – The governance review to be deferred to 18 months</p>	
10	Any other business	<ul style="list-style-type: none"> i. <u>Governor Training</u> SH advised that the Education Training Foundation, supported by the AOC, is offering a training package running to March 2022 comprising of 26 programmes including a range of face to face, self-directed and on-line sessions. It is understood that the cost is £200 for the programme which runs until March 2022. All governors would have access to attend any sessions. It should be considered at the next meeting whether to mandate that governors undertake elements of training. SH was requested to circulate the programme content, check the cost and feedback to the Committee. ii. <u>Chairs Leadership Programme</u> CB advised that he would be interested in completing the second module of the Chairs Leadership Programme with the ETF and Oxford Saïd Business School. The course is £750 for 1.5 days on-line. This request was supported. iii. <u>Coaching and Mentoring Programme</u> CB advised that GR had requested and is motivated to undertake formal development training in mentoring and coaching work, which compliments his work with the National FE Leadership programme. A Level 7 executive coaching and mentoring programme is requested at a cost of approximately £7000. It was queried whether the ESFA could be approached to fund this training. It was acknowledged that National Leadership work along with the Principal Reference Group had brought in an income in the region of £60,000 for 2019/20 and would therefore more than 	SH

		adequately covers this cost. This request was supported. It was queried whether other Senior Post Holders would also benefit from further CPD training.	
		iv. <u>Senior Post Appointments</u> This part of the minutes was considered confidential and will be reported under Part A of the minutes.	
11	Matters considered confidential	Item 10iv. was considered Confidential and will be reported under Part A of the minutes.	
12	Date and Time of Next Meeting	Tuesday 23 rd November 2021, 9.00am.	

There being no further business the meeting closed at 10.13am

Signed: 

Print: Jonathan Clarke

Date: 28 April 2021



The FGB Chair, CEO and the Director of Governance have been given delegated authority by FGB to review confidential minutes on an annual basis. The following minute was released for publication following the review panel meeting held on 10 October 2022. Meeting of Search & Governance Committee 9/3/21 confidential minute 10

		COMMENTS	ACTION
10	Senior Post Appointments	<p>[SH and KH left the meeting for this item].</p> <p>Following the resignation on the Deputy Chief Executive Officer, GR proposed a new Group structure and recruitment process which sought the following:</p> <ul style="list-style-type: none"> - the Creation of a Chief Further and Higher Education Officer (and Assistant CEO) - the removal of the Deputy CEO role in favour of creating 3 Assistant CEO roles - appointing Paul Sayers, Chief Strategy Officer as a senior post-holder and Assistant CEO - appointing Chris Legg, Chief Financial Officer as an Assistant CEO. <p>As the timescales are challenging, it was requested that an e-resolution is sought for full governing body approval.</p> <p>Following significant discussion and challenge about the appointment process it was agreed that the proposal was both supportive of the succession planning work that had been undertaken to date and that it provided the necessary safeguards for the Group.</p> <p>AGREED – approval to move to an e-resolution for full Governing Body approval to agree the following resolutions:</p> <ol style="list-style-type: none"> 1. To agree the proposed Executive Structure 2. To agree the Job Description and Person Specification as outlined in Appendix D for the role of Chief Further and Higher Education Officer. 3. To agree to remove the role of Deputy CEO from the Group structure. 	SH

		<ol style="list-style-type: none"> 4. To agree the appointment of Paul Sayers as Chief Strategy Officer (Assistant CEO) and senior post-holder from 1 August 2021 with a salary of £110,000. 5. To agree the appointment of Chris Legg as Chief Financial Officer (Assistant CEO) and senior post-holder from 1 August 2021 with a salary of £120,000. 6. To approve the recruitment process for the Chief Further and Higher Education Officer as outlined in appendix E <p>It was agreed that CB will write to Anne to acknowledge her resignation.</p>	<p>CB</p>
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