



GREENHEAD COLLEGE CORPORATION

**Minutes of the Search & Governance Committee meeting held virtually using Zoom
Tuesday 9 June 2020, 10.00am**

Govs present: Richard Armstrong; Sue Ellis (Chair); (Richard King proxy input: see min 1)

In attendance: Ian Leedham (Clerk)

Apologies: Katie Mallinson; Pete Woodcock; Richard King (see min 1); Simon Lett

AGENDA ITEM	DISCUSSION	ACTION
1. Welcome, apologies, declarations	SEL welcomed RAR. Clerk explained that RKI had dialled in prior to meeting to make his views known on agenda items 2, 4, 5, & 7, whilst giving his apologies for the meeting as such. Further apologies from KMA, PWO, SLE. No declarations of pecuniary/prejudicial interest.	
2. Minutes 20/1/20	<p>2.1 Minutes 20/1/20, previously circulated, agreed by Committee, signed by Chair, returned to Clerk for filing.</p> <p>2.2 Matters arising not covered on agenda:</p> <ol style="list-style-type: none"> 1. (20/1/20 min 5.2.1, Governor role description): RAR to email draft role description to SEL 2. (20/1/20 min 8.1, Governor Link Visits): noted that scheduled visits have been thwarted by COVID-19; Clerk to collate visits undertaken 2019/20 and update Govs using Moodle if possible or by email 3. (20/1/20 min 10.2.1, S&G Committee Deputy Chair): yet to be confirmed. 	<p>Clerk</p> <p>RAR</p> <p>Clerk</p>
3. COVID risks & mitigation	<p>3.1 Risk Assessment for Re-opening of College was emailed to Governors 8/6/20 – each Committee to review as per its own remit – Risk Assessment to be regularly updated. RAR has fed in consideration of additional risks facing BAME staff & students, and associated measures.</p> <p>3.2 Noted that progress on many aspects of Corporation business has inevitably been delayed by COVID lockdown – this is the case for all Committees and should be recorded in Committee minutes.</p> <p>3.3 In context of min 3.2, reiterated that Staff Governor elections are scheduled to take place Sep 2020, to the extent this proves possible.</p> <p>3.4 Discussion of Governors’ role in decision-making around re-opening College, and in providing cover for the</p>	<p>Clerk re agendas</p> <p>Clerk</p>

	<p>(significant) decisions being made by S.L.T. RAR has had and continues to have close involvement with SLE regarding the above, on 'Chair's Action' basis – important that this is formally noted and covered off in Corporation minutes.</p> <p>3.5 Discussed oversight of good governance in COVID context and required that each Committee discussion and minutes be explicit about meeting arrangements (e.g. deferred, by Zoom) and that where decisions or actions had been affected by COVID this be minuted.</p>	<p>Clerk re agenda/ Minutes</p> <p>Clerk</p>
4. Governor recruitment	<p>4.1 SEL updated Committee on interview undertaken 2/6/20 with potential new University of Huddersfield linked Governor (to replace PWO), Alison Jones, whose CV had been previously circulated. Clerk had sent notes of interview to SEL, which SEL outlined. Very strong candidate, SEL very happy to recommend, supported by Committee (i.e. RKI & RAR plus SEL in regard to this meeting), SEL to recommend approval to Corporation meeting 6/7/20. SEL to feed back to Alison regarding this.</p> <p>4.2 Going forward, Alison to replace PWO on his two committees, i.e. this Committee and Audit & Risk. SEL to suggest Alison connects with PWO as part of her preparation and induction.</p>	<p>Clerk re agenda/ SEL</p> <p>SEL</p>
5. Corporation composition	<p>5.1 Discussion of current picture & succession/recruitment issues, building on updated Govs/Committees document, previously circulated. See minutes 5.2 to 5.13 below.</p> <p>5.2 Audit & Risk Committee:</p> <ol style="list-style-type: none"> 1. Alison Jones to be added 2. RKI (upcoming Chair) requested information on Committee Terms of Reference and Chair role – once this has been supplied by RAR, he (RAR) will invite RKI to liaise with GBI, MOC, MWH, SHI in respect of how Committee will operate 3. Vice-Chair role will be vacant once RKI becomes Chair. <p>5.3 Finance & Estates Committee:</p> <ol style="list-style-type: none"> 1. JHOL to become Chair Sep 2020, at which point RAR will become Vice-Chair 2. CFO to move from F&E to S&G Sep 2020 3. need to strengthen this Committee. <p>5.4 Health & Safety Committee:</p> <ol style="list-style-type: none"> 1. noted need to replace RBA (Sep 2020) & JHOR (Nov 2020; she could potentially stay on as External Governor – SEL to discuss with her) 2. Vice-Chair role – (could potentially be MWH) – RAR to discuss with CFO 	<p>Clerk note all</p> <p>RAR</p> <p>SEL</p> <p>RAR</p>

	<p>3. RKI to join, moving from S&G.</p> <p>5.5 Quality & Standards Committee:</p> <ol style="list-style-type: none"> 1. Vice-Chair role – RAR to ask SHI 2. noted need to replace JRY (Sep 2020) 3. SIR to join, once D.B.S. completed (RAR to follow up D.B.S. situation). <p>5.6 This Committee, Search & Governance:</p> <ol style="list-style-type: none"> 1. Alison Jones to be added 2. RKI to transfer to H&S 3. CFO to join Sep 2020, moving from F&E. <p>5.7 Additional responsibilities (lead roles, Committees, etc):</p> <ol style="list-style-type: none"> 1. JHOR SEND responsibility will need to be considered when her term of office ends Nov 2020 2. RAR to ask JHOL & GBI about potentially taking on additional responsibilities. <p>5.8 Parent Governor election (JHOR term of office ends Nov 2020) – nominations from existing and new parents (Sep 2020) and election process handled via website – Clerk to locate last year’s document in first instance.</p> <p>5.9 Staff Governor elections scheduled to take place Sep 2020 (min 3.3 relates).</p> <p>5.10 RAR mentioned prospective parent/Governor with marketing background – could potentially become KMA replacement or Parent Governor replacement. RAR to consider/action.</p> <p>5.11 RKI pointed out he is awaiting his Governor induction (including an introduction to Moodle) – Clerk to progress.</p> <p>5.12 PWO farewell (term of office ends 30/6/20):</p> <ol style="list-style-type: none"> 1. RAR to arrange a suitable thank you for PWO, once allowed by easing of COVID restrictions 2. Committee recommends that PWO be invited to become Emeritus Governor 3. RAR to contact PWO regarding the above and encouraging him to keep in touch. <p>5.13 Clerk raised point about being mindful of need to broaden ethnic diversity/representation of Corporation, and to build on previous efforts along these lines.</p>	<p>RAR</p> <p>RAR</p> <p>RAR</p> <p>Clerk</p> <p>RAR</p> <p>Clerk</p> <p>RAR</p> <p>Clerk</p> <p>RAR</p>
<p>6. Review of Corp structure, Standing Orders, Scheme of Delegation</p>	<p>6.1 Review has been delayed by COVID lockdown. Revised timeline needed (envisage re-starting it remotely in Autumn Term). Add remote working to issues under consideration, including potential for some (post-COVID) meetings to be conducted by Zoom given that this has worked well during lockdown. SEL & RAR to consider individually in first</p>	<p>SEL, RAR</p>

	instance and then discuss. 6.2 Governors' Self-Assessment (reviews Governors' experiences of their respective Committees). Clerk to locate last year's document and send to RAR, with view to using it in advance of Corporation 6/7/20; feedback to come to this S&G committee. Questions to be added: (1) Committee interests/intentions; (2) potential for some (post-COVID) meetings to be conducted by Zoom given positive experience during lockdown.	Clerk
7. Policies to review	Code of Conduct for Governors, previously circulated, reviewed by Committee – agreed to leave it as it is until June 2021 and then review again – Clerk to inform Julie Polzin.	Clerk
8. AoB	8.1 Clerk to draft a schedule of Corporation & Committee meetings for 2020/21 academic year (and particularly for Autumn Term) for consideration at Corporation meeting 6/7/20. To revert to 4.30pm timing for meetings (4.00pm for Health & Safety Committee). 8.2 RAR mentioned early plans for Governors' Strategy & Development away-day in autumn, between October and December Corporation meetings. Agenda items include vision/mission, ways of working, capital developments, financial update, data update, RAR to discuss with SLE and liaise with SEL. 8.3 SEL suggested producing a Governors' newsletter, to keep Govs up to date with key governance and College news, upcoming dates, etc. Clerk to locate Hilary's relevant folder and use this to inform initial proposals on what the newsletter might look like.	Clerk RAR>SLE Clerk
9. Confidentiality	No confidential discussions or papers identified.	
10. Date next mtg	To be arranged in new academic year.	

Minutes prepared by Ian Leedham (Clerk to the Corporation) on 22/6/20

Signed off by Sue Ellis, Chair, at Search & Governance Committee 21/9/20