



**MINUTES OF THE NORTH EAST SURREY
COLLEGE OF TECHNOLOGY SEARCH
AND GOVERNANCE COMMITTEE OF THE
CORPORATION HELD ON FRIDAY 05
OCTOBER at 12.00 IN SP214, THE SKILLS
PARK**

PRESENT¹	IN ATTENDANCE
Professor Sam Luke (Chair) Peter Stamps Frances Rutter Chris Shortt	David Round – Clerk to the Corporation

¹Attendance = 80%

01.18	APOLOGIES FOR ABSENCE
Received from Cliff Shaw.	
02.18	DECLARATIONS OF INTEREST
The Chair reminded Members to declare any interest they may have in any items on the agenda. Professor Luke, Peter Stamps and Frances Rutter declared their interests as unremunerated directors of NBS Ltd, a wholly-owned subsidiary of NESCOT.	
03.18	MINUTES
The Minutes of the meeting held on 10 May 2018 were APPROVED as a correct record.	
04.18	MATTERS ARISING
The report on matters referred from previous meetings was noted, including those matters to be discussed on the agenda.	
05.18	NEW GOVERNOR APPLICATIONS
05.1 Ms Liz Lawrence	The Committee received papers that reviewed the membership of the Corporation, an audit of governor skills, attendance records and priorities for succession planning. It noted that audit, IT and legal skills were identified as the highest priorities for the recruitment of new governors. There was a particularly pressing need to recruit governors with an audit background because Dr West, who was Chair of the Audit Committee, was stepping-down from the governing body and also because of the new prohibition on staff governors being members of the Audit Committee. The Committee

<p>05.2 Mr Simon Enoch</p>	<p>had received applications from Ms Liz Lawrence and Mr Simon Enoch. It was noted that there were two vacancies in respect of the former governors, Ms Biscoe and Dr West.</p> <p>Ms Lawrence joined the meeting at this point. Members of the Committee interviewed Ms Lawrence and discussed her interest in the role of governor at NESCOL, the skills, knowledge and experience that she would be able to bring to the Board and any areas of support and development she might need. She lived locally in Epsom and had a strong public sector background holding senior roles in the civil service and local government. She also had experience of being a trustee in voluntary bodies. She was now a self-employed consultant. Her core skillsets included strategic and tactical advice; public affairs and lobbying; programme and project management; performance management; change management; efficiency and delivery planning; and partnership working.</p> <p>Ms Lawrence left the meeting at this point.</p> <p>Following discussion, it was AGREED to recommend to the Corporation that Ms Liz Lawrence be appointed to the Corporation for an initial term of two years. Subject to approval, she would join Audit Committee.</p> <p>Mr Simon Enoch joined the meeting at this point. Members of the Committee interviewed Mr Enoch and discussed his interest in the role of governor at NESCOL, the skills, knowledge and experience that he would be able to bring to the Board and any areas of support and development he might need. Mr Enoch was a qualified lawyer with extensive experience in the corporate sector operating at Board level in large listed international businesses. He has fulfilled the role of company secretary in his career. He was very familiar with the role of audit and is very strong in governance areas. He is a member of the Audit Committee at a Russell Group university. He also has significant experience at a senior level in mergers and acquisitions. Mr Enoch described his primary skillsets are being in commercial and strategic business advice; the retail sector, property and software sectors; corporate finance; shareholder relationships; complex corporate matters including senior staff remuneration; and mergers and acquisitions.</p> <p>Mr Simon Enoch left the meeting at this point.</p>
-----------------------------------	--

	<p>Following discussion, it was AGREED to recommend to the Corporation that Mr Simon Enoch be appointed to the Corporation for an initial term of two years. Subject to approval, he would join Audit Committee.</p>
06.18	BOARD EFFECTIVENESS: SELF-EVALUATION QUESTIONNAIRE
<p>The Committee reviewed the results of the self-evaluation questionnaire completed by governors over the summer. The areas of the greatest governance strength identified in the responses were: -</p> <ul style="list-style-type: none"> • Governors understood their duties and responsibilities (93%) • Governors believed they were able to contribute to discussions and their inputs would be valued (90%) • Governors understood the areas of the greatest risk to the College (90%) • Governors had confidence in the Principal (89%) • The Chair led the governing body in a professional and proactive manner (89%) • There was clarity and transparency in decision making (87%) • Governors felt well informed about the College and understood what it was seeking to do and why (87%) <p>The areas identified with the lowest scores were in relation to the following question areas: -</p> <ul style="list-style-type: none"> • The Corporation ensures that the College is responsive to employers (70%) • Corporation papers give the right level of details (73%) • The Governing body spends sufficient time horizon scanning to identify and scenario plan (77%) • The Governing Body is effective in challenging College management and holding the Principal and senior team to account (80%) <p>In the comments fields on the questionnaire governors noted the tendency to focus rather too much on numbers in meetings with less discussion on future strategic directions. Some governors requested shorter agendas and less detail in papers to allow more time for discussion of the bigger issues. The contributions of staff and student governors were considered to be good.</p>	
07.18	GOVERNOR ATTENDANCE REPORT
<p>The Committee reviewed data on governors' attendance records in the 2017-18 year. Overall the College was just above the national average of 80.25% at 80.36%.¹ The attendance of students at C&Q Committee meeting which took place in the evenings was low which depressed the overall average - excluding students from CQC</p>	

¹ Clerks' Network survey, summer 2018

increased the average to 81.5 Individual attendance records were RAG-rated and were discussed. It was noted agreed that the reasons for lower attendance on the part of some governors were understood and that they made valued contributions nonetheless. The Clerk was asked to have appropriate discussions where required.

08.18 ANY OTHER BUSINESS

There was no further business and the meeting closed at 13.15

09.18 DATE OF NEXT MEETING

The next scheduled meeting will take place on 22 November 2018.

Signed

Professor Sam Luke, Chair of Search & Governance Committee

Date:

Author	David Round
Date	17/10/2018
File Ref:	C:\Users\dround\OneDrive - North East Surrey College of Technology\NESCOT Folders\Nescot Corporation\Search and Governance Committee\SC 051018 rearranged from 130918\Minutes of the Meeting\Search 051018 Minutes Draft.docx