

MILTON KEYNES COLLEGE SEARCH & GOVERNANCE COMMITTEE (S&G)

Minutes of the meeting held on Tuesday 8th November 2022, MS Teams,
08:30 – 09:20

Committee Members	Attendance Record 2022/23	Present at this meeting
Sally Alexander	3 of 3	Sally Alexander
Ruby Parmar	3 of 3	Ruby Parmar
Ian Revell	3 of 3	Ian Revell
Manish Verma	1 of 3	Manish Verma (in part)
Total Percentage attendance (this meeting)	100%	4/4
Total percentage attendance (year to date)	83%	10/12

In attendance: Sam Samuels, Karen Brown

1.0 PROCEDURAL

1.1 Welcome and Apologies

The Chair welcomed everyone to the meeting.

There were no apologies (everyone was present)

1.2 Declaration Of Interests:

None previously declared.

2.0 BOARD EFFECTIVENESS AND PERFORMANCE

Karen Brown led on these items:

2.1 Scheme of Delegation *(previously circulated as Paper 2.1)*

This is a compliance item. Section 2.3 of the FE Code of Governance for English Colleges requires governors to have a Scheme of Delegation (Scheme) setting out their various responsibilities including those items which the Board delegates to Committees and to the Principal. The Scheme was last reviewed in 2018.

The Head of Governance has thoroughly reviewed the Scheme by referring to the responsibilities set out in the latest versions of the Instrument and Articles of Government, Post 16 Audit Code of Practice, Ofsted Inspection Handbook. Office for Students Regulations and FE Code of Good Governance for English Colleges.

The Committee reviewed the Scheme of Delegation and recommended this to the Board for approval

2.2 FE Code of Governance for English Colleges (previously circulated as Paper 2.2)

The Committee was reminded that:

- The FE Code of Governance for English Colleges (the Code) is a voluntary Code of Practice containing 'must' and 'should' statements. The Board must report compliance in its annual Statement of Corporate Governance and Internal Control (which forms part of the Financial Statements which are published on the College website).
- At the last meeting, the Committee reviewed a self-assessment against the previous Code which applied to the 2021/22 reporting year.
- The Board has agreed to adopt an updated version of the Code (revised in 2021) for the 2022/23 reporting year. This contains additional requirements for EDI and a new section on sustainability.
- As previously requested, ELT / SLT and Committees have been assigned sections of the Code e.g. Alex Warner has responsibility for Sustainability.
- Paper 2.2 is a baseline self-assessment against the 2021 Code which indicates compliance, or actions to be taken during the current cycle, to ensure compliance.

Governors discussed:

- This Committee will review a formal self-assessment against the 2021 Code in the Autumn 2023 but in the meantime, this baseline self-assessment indicates that the Board should be well positioned to report full compliance in the 22/23 Financial Statements.
- A new Sustainability Link Governor role has been proposed. The Governance Partner is currently scoping the time commitment and role requirements (e.g. the Link Governor would be invited to attend the College's sustainability working group) and will then seek a volunteer.

The Committee reviewed and noted the baseline self-assessment against the 2021 Code.

2.3 Committee Annual Report 2021/22 (previously circulated as Paper 2.3)

This is a compliance item. The Committee's Annual Report provides evidence supporting the Statement of Corporate Governance and Internal Control (which forms part of the Financial Statements). The report will be presented for approval at the Board meeting on 14th December 2022 and is evidence that the Committee has met its Terms of Reference in 2021/22.

The Committee reviewed and approved its annual report for submission to the Board at the December meeting.

2.4 Governor Engagement Policy (including the Link Governor Scheme) (previously circulated as Paper 2.4)

The Policy has been refreshed to include the following KPIs added (as previously requested by this Committee):

1. Link Governors attend a termly meeting

2. Feedback forms are completed within 21 days of a visit.

Governors discussed:

- The Head of Governance will oversee the feedback forms and report to the Board on governor engagement / Link Governor visits (which will be a new standing item on Board agendas).
- The report will include any issues to be raised with the Board or CEO.
- Monitoring the reports will ensure that governors are accountable for the agreed KPIs.
- The feedback form will include prompts and visits should be aligned to strategic priorities.
- Curriculum feedback will be shared with CQG if appropriate.

The policy and feedback form will be amended in line with the discussion. The revised policy will be circulated to all governors highlighting the changes.

Action 1: Karen Brown and Sam Samuels

The Committee reviewed the Governor Engagement Policy (including the Link Governor Scheme) and subject to the feedback given at this meeting, recommended it to the Board for approval.

3.0 CONSENT AGENDA

Consent items are not usually discussed however on this occasion, the Committee Chair invited questions:

3.1 Minutes of the last meeting *(previously circulated as Paper 3.1A and 3.1B)*

Matters arising

Minuted below

The minutes from the meeting on 18th October 2022 were agreed. The minutes from the meeting on 26th October 2022 were deferred to the next meeting.

The Committee approved the minutes from the meeting on 18th October 2022

3.2 EDI Link Governor Terms of Reference *(previously circulated as Paper 3.2)*

The Terms of Reference have been drafted with input from the Equality, Diversity, and Inclusion Manager. Sufian Sadiq has agreed to be Link Governor for EDI.

The Committee approved the EDI Link Governor Terms of Reference

Manish Verma left the meeting at 09:10

3.3 Governor Attendance Policy *(previously circulated as Paper 3.3)*

Following the discussion at the last meeting, the Governor Attendance Policy has been reviewed and refreshed.

Governors discussed:

- Hybrid meetings are not fully effective, and more difficult to chair, when some governors are in the room and others join by Teams.
- The Instrument & Articles of Government and Board Standing Orders set out the rules and guidelines for online meetings.
- Meeting dates are published well in advance so that governors can manage their diaries.

At the Board meeting on 14th December, the Committee will recommend the following approach to the Board to take effect from the meeting on 8th February 2023:

- Governors will be expected to attend a meeting in person if the meeting has been so designated. If unable to attend in person, apologies should be given.¹
- Hybrid meetings (joining by Teams) will not be an option.¹
- Governors must accept (or decline) meeting invites so that meeting organisers can plan for the meeting to be quorate (or not)
- Governors should attend for the duration of the meeting i.e. not arrive late / leave early. In this event (on an exceptional basis) they will be recorded as 'part attendance' with arrival and departure times recorded in the minutes.
- Governors will be reminded that individual attendance is reported and published in the Financial Statements.

The Committee reviewed the Governor Attendance Policy and subject to the feedback given at this meeting, recommended it to the Board for approval.

4.0 GOVERNANCE

Items for the Next Meeting

- Board / Chair Succession Planning
- Governor Recruitment Policy

NEXT MEETING

NEXT MEETING: 12th April 2023



Approved 12 April 2023
Chair of Search and Governance Committee – Ruby Parmar

¹ Following feedback from the Board, governors may attend by Teams in exceptional circumstances

Matters Arising

Date raised	Action	Who	Status
26.10.22	Actions from 26/10 to be reported at the next meeting		
	Obtain Board approval for the appointment of A Novell by email	SS	Complete (to be ratified by Board 9.11.22)
18.10.22	Obtain Board approval for the appointment of J Wilsdon by email	SS	
7.7.22	Student election in Autumn Term	SS	Complete – students elected by the Student Council
	Re-appointments	SS	Complete – approved by Board 13 th July 22
	Fill vacancies: a) Chair CQG b) Vacancy on Remuneration Committee c) Vacancy on Finance Group	SS	a) Complete (Charlynnne Pullen) b) Complete (Charlynnne Pullen) c) carry forward – review on 22 Nov whether FinG will continue
	a) Extend Chair's term to March 24 b) Appoint Chair designate Summer term 2023	FC	a) Complete b) Complete - added to the S&G Business Plan for summer 2023
	Nominate Alan Cook and Ruby Parmar as Vice Chairs for 2022/23	FC	Complete – approved by Board 13 th July 22
	Approve role description for EDI Link Governor and recruit to role	FC/SS	Complete – agenda item 3.2 above
	Recommend to Board to engage third-party provider to undertake an External Review of Governance, to be carried out 2023/24. Delegate authority to Head of Governance to work with S&G and Corporation Chair to appoint suitable provider.	FC	Complete – approved by Board 13 th July 22
	a) Recommend to the Board adoption of the revised FE Code of Governance from 1/8/22. b) Draw up action plan for revised FE Code of Governance	FC	a) Complete – approved by Board 13 th July 22 b) Complete - agenda item 2.2 above
	Sign up governors and SLT members to ETF development programme training and recommend modules	FC/SS	Complete – governors signed up and sent login details
Share 22/23 S&G meetings dates once known	SS	Complete – Teams invites sent	