

Governance, Search and Remuneration Committee Meeting

Tuesday 13 May 2025, 18:30 - 20:00

Over Teams

Attendees

Board members

Angela Foster (Staff Member), Usha Puri-Dewage (Member), Andy Boucher (Member), Rosali Pretorius (Member), Kay Sandford-Beal (Director of Governance), Tracey Inverary (Member), Pat Morton (Committee Chair), Chloe Hall (Member)

Meeting ID: 363 791 533 836

Passcode: LcVMRF

Meeting minutes

1. Welcome, apologies for absence and quoracy

Information

Pat Morton

To welcome all members, record apologies and ensure that the meeting is quorate.

The Chair welcomed all members to the meeting. No apologies had been received and the meeting was confirmed as quorate.

1.1. Confidentiality Statement

Information

Pat Morton

All matters discussed during this meeting are confidential until the minutes are approved. Any items recorded as Reserved Business remain confidential after the Reserved Business minutes have been approved.

The Committee Chair drew members' attention to the standard confidentiality statement.

2. Declarations of interest

Information

Pat Morton

Governors to declare any conflicts of interests against items on the agenda.

KSB declared a conflict of interest against agenda item 15, when both she and Angela Foster, as Staff Governor would be required to leave the meeting. The agenda item would be minuted by the Committee Chair as Reserved Business.


3. Minutes of the previous meeting on the 4th February 2025

Decision

Pat Morton

To approve the minutes of the previous meeting on the 4th February 2025 as a true record.

DECISION: The Minutes of the previous meeting on the 4th February 2025 were **approved** as a true record of the meeting.

 3. Chair Approved Minutes_Governance, Search and Remuneration Committee _040225.pdf

4. Matters arising

Information

Pat Morton

To review the updated action log and discuss any items not covered elsewhere on the agenda.

Updates were provided against the Action Log:

4. UPD's contact was transitioning to a new role in June 25, at which point she would approach for support to Governors to outline specific legal responsibilities of the role of Governor

4 (5.5) KSB reported that following an informal interview with a potential new Governor, with a background in Health and Safety, the candidate had secured a new role and considered that the timing was not right for him to commit fully to the role of a new Governor.

4. KSB updated Governors that the ER terms of reference would continue to be reviewed in parallel with research into other colleges' terms of reference. She explained that the External Relations Committee had grown out of a need to focus on marketing to drive increased recruitment to the college, but had also encompassed the monitoring of Safeguarding procedures. She informed members that Safeguarding monitoring by Governors usually sits within the remit of Quality and Performance Committee. The Corporation Chair reiterated that research was required to either transfer necessary areas of governance to other committees or that the Committee was repurposed with amended terms of reference.

ACTION: KSB

6.5 Further to the Chair appraisal, a separate meeting had taken place between AB, PM and TI. AB thanked both PM and TI, acknowledging that the meeting and process had proved very useful. Eight objectives had been set which would be shared with all members of the Corporation via Admincontrol and would feed into the Governor Development Plan.

6.7 KSB confirmed that no Learning Walks take place in the Summer term due to the focus on examination preparation. KSB was in the process of collating a series of Engagement Events which would be distributed to Governors once confirmed by Pathway Leaders.

6.8 KSB had canvassed other Governance Professionals within the FE network. Few subscribed to the NGA due to its focus on schools and Trusts. KSB suggested exploring the Governance Support that Eversheds provides for a fee as advised by colleagues within the FE Clerks Network.

ACTION: KSB

All other actions on the Action Log were completed and were therefore closed.

 4. Action log G, S & R 040225 updated.pdf

5. Corporation Membership and Governor Terms of Office

Information

Pat Morton

Governors to be provided with a summary of Corporation terms of office for review.


KSB highlighted the most up to date summary of Corporation terms of office and Committee Membership.

The new Student Governors had been allocated to one committee each. The Principal had proposed that he could stand back from the Q & P Committee from the new academic year, now that Nazia Shah had been appointed as Deputy Principal.

The Committee Chair highlighted that some Governors were due to come to the end of their first four year term in 2026.

ACTIONS: KSB to make diary note for October follow up and AB to approach TS before the Summer break

 5. DRAFT Corporation and Committee Membership May 25.pdf

 5. Governor Termination Dates May 2025 FINAL.pdf

5.1. Student Governor Nominations

Pat Morton

To formally **note** the approval of Clyde Makopa and Hagar-Kwabua Mensah Kwartemaah as Student Governors (**approval** to recommend to the Corporation provided over email 28.04.25 and **approved** by the Corporation 29th April 2025)

The Committee Chair asked Members to **note the formal appointment of the two new student governors** which was recorded at the most recent Corporation meeting on the 29th April.

5.2. Renewal of Co-opted Members

Pat Morton

To confirm the re-appointment of Graham Briscoe and Emilia Antevska as Co-opted Members of the Audit Committee until July 2026

Graham Briscoe and Emilia Antevska had been approached to support as Co-opted Governors for another year and were happy to do so.

DECISION: Both Co-opted Governors were **approved** to continue for another year.

6. Governor Induction, Development and Appraisal

Pat Morton

6.1. Induction and Development

Pat Morton and Kay Sandford-Beal

Governors to discuss proposed improvements to Governor Induction and Development

The Committee Chair reported that work had begun on providing a more structured approach to Governor Induction with the aim of building an improved, positive experience for members joining the Board. KSB plans to draft a Governor handbook as part of her objectives to further support introduction to Governor roles. A Governor highlighted that the AOC also provides a number of resources to support in this area. KSB informed Governors that AOC inductions had been offered when available but these had been reduced over the last year and those on offer often had long waiting lists.

ACTION: KSB to follow up on AOC offer within London Clerk Network.

A Governor also suggested that it would be helpful to receive Governor profiles with details of particular specialisms including specific roles within the Corporation. KS shared that biographies and photos of Governors are already on the Corporation website, but these could be used within a Governor Induction Handbook.

ACTION: KSB

 6.1 DRAFT Monoux Induction Development Policy v2.pdf

6.2. Governor appraisal form template

Kay Sandford-Beal

Governors to review the template appraisal form for use Summer 2025

Governors reviewed the template and considered the framework to be helpful. They requested that an additional section be added to allow for Governors to insert key areas of focus for their appraisal meeting to allow for better preparation ahead of the appraisal meeting. It was anticipated that greater structure around the appraisal process would support Governors in being more effective in their roles and would also feed into the Governor Development Plan.

ACTION: KSB

 6.2 Governor one to one appraisal form 24-25.pdf

7. Senior Postholder Remuneration Policy

Decision

Pat Morton

Governors to review and if appropriate recommend to the Corporation for approval.

Governors reviewed the Senior Postholder Remuneration Policy and the Corporation Chair thanked PM for all her work in preparation of the new processes for the Senior Post Holders. Without this policy previously being in place, the current year was a period of catch up, but the framework could be used effectively for the future. The process would be formally implemented within the first six months of the Deputy Principal being within their new role. Support with their objective setting could therefore be provided going into the new academic year.

DECISION: The policy was **approved** in principle, subject to minimal typographical corrections and would be recommended to the Corporation for approval.

ACTION: KSB (July Corporation)

 7. Monoux Corporation SPH Remuneration Policy V4.pdf

8. Corporation Byelaws

Decision

Pat Morton

Governors to review amendments and if appropriate recommend to the Corporation for approval.

Governors were asked to review the Corporation Byelaws. It was not an annual requirement to do so but the Director of Governance informed Governors that they had not been reviewed since taking on the role in July 2023. Areas of review had been highlighted. Membership of G, S & R was detailed as being no more than 6. Members agreed to increase to 8 members.

DECISION: The updated Byelaws were **approved** in principle for recommendation to the Corporation, subject to minimal typographical corrections including areas of duplication.

 8. Bye Laws of the Corporation approved Oct 22 for review G, S & R May 25.pdf

9. Committee terms of reference

Decision

Pat Morton

Governors to review this Committee's terms of reference (annual review)

Members reviewed the Committee terms of reference and agreed that there was no requirement to change any at this time.

 9. ToRs G, S & R for Review May 25.pdf

9.1. External Relations Committee terms of reference

Information

Kay Sandford-Beal

KSB to provide the committee with a verbal update on the review of ER committee terms of reference

See action log 4. regarding ongoing process of review of External Relations terms of reference in readiness for the new academic year.

10. Corporation Annual Self-Assessment

Decision

Pat Morton

Governors to review and approve the annual Corporation Self-Assessment form for distribution during July and August 2025 (based on 2023-24 template)

Governors reviewed the amended self assessment form, based mostly on the previous year. Grading of Governance had been included as a conclusion to support commentary for the annual accounts 2024-2025. Governors requested that an explanation as to how the findings would be used should be provided with the distribution of the form.

ACTION: KSB

 10. Draft Monoux Corporation Governor Self Assessment 2024-2025.pdf

11. Meeting Schedule for 2025-26

Discussion

Pat Morton

To review and if appropriate recommend the proposed meeting schedule for 2025-2026 to the Corporation for approval.

Governors reviewed the draft meeting schedule for 25-26 and confirmed that they were all happy to continue with the timing of future committee dates. The Corporation Chair reminded Governors that attendance was reported in the annual report and was thus in the public domain. If Governors identified any issues with future attendance, it was advisable to raise this at this point in the year to maximise attendance.

 11. DRAFT Corporation Meeting Schedule 2025-26 v2.pdf

12. Risk Register

Discussion

Pat Morton

The Risk Register is provided to Governors to check if any further committee related risks should be escalated to the Corporation.

Governors reviewed the Risk Register and requested that clarity be provided to Committees regarding their specific areas for review. A Governor asked if the risk around Governor retention and succession planning could be raised at the next Audit Committee meeting.

ACTION: KSB

 12. Risk Register 2024_25_2_April updated.pdf

13. AOB

Information

Pat Morton

To discuss any urgent items, not covered elsewhere on the agenda.

No items were identified as urgent business.

14. Next Meeting Date

Information

Pat Morton

To confirm the next meeting date as Tuesday 7th October 2025.

Governors to note the final Corporation Meeting of the year is scheduled for Tuesday 1st July 2025.

Confirmed as above.

15. Reserved Business - Remuneration of Director of Governance

Decision

Pat Morton

To approve the recommended pay for the Director of Governance for recommendation to the Corporation.
Director of Governance and Staff Governor to leave the meeting.

The Director of Governance and Staff Governor left the meeting at 7.40pm. The item was minuted as
Reserved Business by the Committee Chair.