

## **SEARCH & GOVERNANCE COMMITTEE REPORT**

The purpose of the Committee is to advise the Corporation on the appointment, re-appointment, and development of governors; and to consider all aspects of good corporate governance. The Committee's principle responsibility therefore, is to ensure that the Board comprises of individuals with the most appropriate balance of experience, skills and knowledge to help develop and support the College strategy. In order to achieve this, the Committee requires procedures to be in place that enable the nomination, selection and succession of the most capable governors and senior executives. The Committee is also responsible for undertaking a governance self-assessment and other governance matters as described below; in this sense the Search Committee undertakes a broader role than simply appointments.

### **Role and responsibilities of the Committee:**

- To recommend candidates for re/approval by the Corporation in accordance with the current Instrument and Articles of Government and after following the approved procedure for the re/appointment of Governors.
- Monitor and evaluate the success of individual Member appointments and advising the Corporation on the suitability of Members for re-appointment, acknowledging the value of refreshing its membership.
- Determine or advise on such matters relating to membership and good governance as the Corporation may delegate to the Committee.
- Monitor the diversity profile of Corporation Members and, having due regard for the benefits of a diversity in membership, making recommendations regarding appointments to remedy any under-representation when appropriate. The Committee shall have regard to the College's obligations under all aspects of discrimination legislation.
- Advise the Corporation on the balance of skills, experience and knowledge appropriate to its strategic objectives, carrying out regular skills audit to identify any gaps in the profile adopted by the Corporation and developing strategies to address any deficiencies and for succession planning for the office of Chair and other offices held by governors
- To approve policies and procedures for the induction and continuing professional development of Members.
- Reviewing the Standing Orders of the Corporation and its committee structure and make recommendations to the Corporation on any aspects of its corporate

governance; and addressing issues relating to good governance and considering the approval of governance related policies and procedures.

- Undertaking any special/specific projects which the Corporation may delegate to the Committee and review the programme for the governor training and development.
- To review its terms of reference biennially.
- To produce an annual report describing the work of the committee, including the board’s recruitment policy and practices, a description of its policy on equality and diversity and any measurable objectives that it has set together with progress in their implementation.

**Committee Membership and Attendance:**

	11.9.18	12.12.18	13.3.19	25.6.19	Actual attendance	Possible attendance	% attendance
Burkhart, Gunner	1	1	1	1	3	3	100%
Chavda, Meena	1	1	1	n/a	3	3	100%
McDonald, Gerry	1	1	1	1	3	3	100%
Diana Murray	n/a	n/a	1	1	1	1	100%
Bailey, Vivien OBE	1	1	1	n/a	2	2	100%
Rob Hull	n/a	n/a	n/a	1	1	1	100%
Neil Yeomans	n/a	n/a	n/a	1	1	1	100%
<b>Total Present</b>	4	4	5	5			
<b>Total Possible</b>	4	4	5	5			
<b>% Attendance</b>	100%	100%	100%	100%			100%

**How the Committee discharged its responsibilities in 2018/19.**

During in the year, the Committee undertook the following work:

*Board composition*

The Committee reviewed its skills, knowledge and experience profile at each meeting, and undertook a matching exercise against those skills, knowledge and experience required against the risk register and current strategic plan, to ensure through targeted recruitment, the Board is best placed to address upcoming risks and opportunities in order to meet its strategic goals. An Equality & Diversity profiling exercise was undertaken, along with a matching exercise of the Board’s diversity profile to that of its student and local community profiles.

*Succession planning*

The Board has a Succession Planning policy in place and the Chair and Director of Governance have worked closely with governors, to map upcoming succession

opportunities and an ongoing governor development strategy. The process included consideration of the anticipated demands of the business and the skills and knowledge required to successfully deliver against these.

#### *Appointment of new governors*

The Committee undertook the appointment of a new Chair of Governors, who was appointed in December and took up his post from 1<sup>st</sup> April 2019. Peridot Partners assisted in the Search.

Seven new independent governors (three from the merger with Havering Sixth Form College and Havering College of Further and Higher Education) and two new Co-optees were appointed during the year. One new student governor and two new staff governors was appointed in year. Three independent governors' terms of office came to an end, and one independent governor resigned. One co-opted governor, one staff governor and one student governor also stood down in-year. Four independent governors underwent their first-year annual review process, overseen by the Chair.

In considering the appointment/re-appointment of governors, the Committee took into consideration, the Board Appointment policy, as previously agreed by the Committee. The committee recommended to the Board a Governors Expenses policy, for the purpose of ensuring equality of opportunity for all applicants.

#### *Conflicts of interest and independence*

The Committee supported the Board in its annual consideration of the conflicts of interest register and considered the independence of governors prior to appointment/re-appointment. The search consultants did not undertake any other significant work for the College.

#### *Meetings and Workplan*

The committee considered the meeting frequency and planned scheme of work for the committee and the Board.

#### *Board Evaluation & Governance Development*

Led by the Director of Governance, the Committee undertook a review of the Board's compliance with the College Code of Good Governance, focusing this year on best practice governance (coulds and shoulds), in addition to the statutory requirements. A resulting action plan was put in place, which was duly monitored throughout the year. By year-end the Board was able to confirm its compliance with the statutory elements of the College Code of Good Governance, as well as a significant number of best practice matters. On the recommendation of this Committee, the Board adopted a set of KPIs, which were monitored throughout the year. The committee also scrutinised the impact record of governance on performance, across all committees and the Board.

The Committee reviewed its Instrument & Articles, Standing Orders, and Terms of Reference to ensure they are fit for purpose. There were several amendments made to take account of the new governance structure that will incorporate a Havering Local Board from 1<sup>st</sup> August.

The Committee recommended to the Board, the undertaking of an external review of governance to identify if the current approach to governance is effective and fit for the future and whether governors are performing effectively at a team, and as individuals. This exercise will take place early in the academic year and its findings will be reported to the December Board.