

		<div>-SRG COMMITTEE</div> <div>CONFIRMED NON-CONFIDENTIAL MINUTES (13.11.2024)</div>		
Date:	06 November 2024	<div>Director of Governance</div> <div>Granville Road</div> <div>Sheffield, S2 2RL</div> <div>Tel: 0114 260 2620</div> <div>Email : anne-marie.holdsworth@sheffcol.ac.uk</div>		
Venue:	TG04, The Boardroom			
Present:	<div>John Mothersole - Chair</div> <div>Ian Falconer – Vice Chair, Vice Chair of GB, and Chair of ARA</div> <div>Peter Brooks – Vice Chair of GB, and Chair of Student Advisory Board</div> <div>Holly Anderson – Staff governor</div> <div>Stephan Hollingshead – Chair of FEGP</div> <div>Angela Foulkes - CEP</div>			
In attendance:	<div>Anne-Marie Holdsworth, Director of Governance</div> <div>Jean Tracy, Interim Director of Governance</div>			
		Action		
		by whom	by w	
24/2/1	Welcome, introduction and apologies			
1.1	The Chair opened the meeting at 8.40am. There had been a 10-minute delay to the start of the meeting, owing to a few technical difficulties which were resolved.			
1.2	The Chair welcomed Jean Tracy to her first meeting as the Interim Director of Governance. The Chair also welcomed Holly Anderson, staff governor, to her first SRG Committee meeting.			
1.3	Apologies were received from Kam Grewal-Joy who had been invited to attend as Vice-Chair of TLQSE and in the absence of a TLQSE Chair.			
1.4	The Chair advised that the order of business would be as scheduled.			
24/2/2	Declaration of interest			
2.1	The committee <u>noted</u> the standing declarations of Angela Foulkes, Chief Executive and Principal (CEP) for their remuneration, item 10.			
2.2	The committee <u>noted</u> the conflict and that the CEP would withdraw for those parts of the discussion where their performance and remuneration were discussed.			
2.3	There were no new declarations of interest.			

CONSENT AGENDA ITEMS			
23/2/3	Minutes of the last meeting		
3.1	The committee <u>confirmed</u> the accuracy of the open and confidential minutes of the meeting held on 8 May 2024.		
23/2/4	Matters Arising and Action Record		
4.1	The committee <u>agreed</u> that all matters arising were included in the action tracker.		
4.2	The committee <u>approved</u> the removal of actions marked as complete and received an update on any matters not already covered during the meeting.		
4.3	<u>Actions:</u> <ul style="list-style-type: none"> • Ensure references to actions are added to the first column of the action tracker where they have been omitted • Governor training log – in the absence of a digital system, the DG to revert to the previous manual methodology to record governor training, and to check this periodically via a summary with governors. 	DG DG	7.5.2025 7.5.2025
23/2/5	Membership Report (including succession plan)		
5.1	The DG presented the membership report, covering the following: <ul style="list-style-type: none"> – Board composition and skills matrix – Governor Search and recruitment – Board roles and committee membership vacancies, including succession planning 		
5.2	The committee considered the report and agreed actions as follows: <ul style="list-style-type: none"> – to address the vacant board roles, – to address the term of office of the co-opted member, due to end in 2025, – to use the college marketing team to promote the search activity, but also to enlist the support of a recruitment agency, as appropriate, dependent upon the search activity particulars, – to accelerate the search activity to meet with aspirations in respect of succession planning, – to appoint a Chair to TLQSE, – to pursue recruitment of an additional member to ARAC via the co-opted member route, – to consider the succession plan and recommended appointments to GB, so as to be able to make further recommendations to GB in respect of any knock-on effects of appointments. 		
5.3	The committee <u>received</u> the report and <u>agreed</u> the following actions: <u>Actions:</u>		

	<ul style="list-style-type: none"> to appoint 2 independent governors, for the Chair to meet with the co-opted member between January and April 2025 to advise that their term of office will be coming to an end and to ascertain if they wish to apply to GB to become a governor, to request an expression of interest from one potential governor with whom there has been informal contact; to pool this with other candidates from the ongoing open recruitment activity, then establishing a Search Panel for interview, to establish a Search Panel to and take forward for interview the collective group of governor candidates identified, to use the college marketing team to promote the search activity, particularly in respect of a candidate with a financial skills background and a candidate with an education or teaching and learning background, to engage a recruitment agency (e.g. Peridot or the AoC) on a 'call-off' basis to assist with search and recruitment when instructed by SRG, to accelerate the search activity, to ensure a suitable group of candidates for consideration so that appointments may be made in the Spring Term, allowing for successful onboarding of new governors to meet with aspirations in respect of succession planning, to recommend appointment of IF as Chair of TLQSE to GB, and conditional to this, recommend appointment of MA as Chair of ARAC to GB, with appointments to commence from 1 January 2025 and to last for the duration of the original appointments, The Chair to circulate a draft paper for presentation to GB in December with further recommendations regarding appointments flowing from the knock-on effect of appointing IF and MA as the Chairs of TLQSE and ARAC respectively, Noting the intention of PB to stand down from the TLQSE committee in December (as he takes over chairing the Student Advisory Board), to target this identified vacancy through the agreed search process and means, To adopt the succession planning principles presented as an aspirational set of guidelines, but that these should not become policy or be written into the Appointment and Re-appointment of Governing Body Members Policy but added to governor recruitment information. 	GB via SRG rec. Chair DG DG DG/HA DG DG Chair Chair DG/HA DG	Spring Term Spring Term ASAP ASAP ASAP ASAP ASAP At GB 11.12.24 Prior to GB 11.12.24 ASAP ASAP
23/2/6	Recruitment of Director of Governance		
6.1	The DG introduced the report covering an update and actions to be agreed to make progress on Director of Governance search.		
6.2	The committee considered the recruitment options and the pros and cons of each.		

6.3	The committee <u>approved</u> the job role profile and person specification for the Director of Governance and recruitment exercise.		
6.4	The committee <u>approved</u> Option 2 as the preferred method of recruitment, utilising a recruitment agency for their greater expertise in recruiting to a niche role. SRG also <u>approved</u> the draft timescales for recruitment.		
6.5	<u>Actions:</u> <ul style="list-style-type: none"> Procurement exercise to be commenced, to appoint recruitment agency in respect of search for a Director of Governance 	DG with PS and PeopleTeam	
23/2/7	Governance Update		
7.1	<p>The DG presented the governance update; the report included the following:</p> <ul style="list-style-type: none"> – Governor training update – Governance Development Plan (GDP) 2024-2025 – External Governance Review 2024 Outcomes 		
7.2	<p>Regarding training and development, the following was noted:</p> <ul style="list-style-type: none"> – induction, meetings were to take place within 6 months of governors starting and this to be progressed at pace – mandatory training modules were fully up to date. 3 out of 5 new governors were still to complete the Health and Safety module; although Induction Procedures allowed 6 months for completion of induction, these members had been asked to complete the module asap – there had been interest from ARAC about cyber security training and therefore, should consideration be given to adding this, or any other modules, to mandatory training – 5 questionnaires had been returned in relation to the environmental sustainability training given in 23/24 – regarding the new elements of curriculum visits and focus visits, guidance was nearing completion, but this was still to be circulated, and visits booked with governors – training themes for the remaining two events for the year were still to be agreed 		
7.3	<p>The committee considered the training and development section of the report, noting the progress made with induction and mandatory training to date, and <u>agreed</u> the following actions:</p> <ul style="list-style-type: none"> – no new mandatory modules were to be added but some annual training events may be designated as mandatory and for these to be either attended in person or completed online, with the first of these to be cyber security. Further topics would be on the recommendation of the Exec. Team for areas where greater understanding of the board would be 		

	<p>beneficial. Any additional matters would go through FEGP and ARAC would retain oversight from an assurance perspective</p> <ul style="list-style-type: none"> – regarding presentation of governor mandatory training, a key to be added or additional columns indicating additional training over and above the 4 essential modules, to be removed – training themes for the two further events to focus on additional features (e.g. annotation, chat rooms and discussion forums) of the board portal, TeamEngine, to increase functionality, and environmental sustainability – completion of the environmental sustainability questionnaire by all governors would be requested through FEGP – guidance regarding the curriculum and focus visits to be circulated to all governors as soon as possible, and volunteers asked for in respect of the focus visits, with a reminder of the key dates for visits 		
7.4	<p>The committee further considered the remaining sections of the report, and the main points discussed were as follows:</p> <ul style="list-style-type: none"> – regarding the GDP, the CEP felt that whilst the EBR had contributed to development it had not been as aspirational as hoped and that the GDP could have been shaped more in line with the college journey of good to great, reflecting more on governor recruitment, EDI and sharper conversations. – how the GDP would be received by staff in its current presentation; there was concern regarding the RAG rating and some wording – regarding the summary EBR statement, whether a link to the GDP needed to be embedded or not and how much detail or narrative should be incorporated within the summary 		
7.5	<p>The committee <u>agreed</u> the following actions in respect of the GDP and summary EBR statement:</p> <ul style="list-style-type: none"> – to include in the GDP an additional action regarding board operation being more aspirational and a focus on aspirant Chairs – to ensure that the GDP reflects that succession planning is to operationalise recruitment and update wording in respect of recruitment, as had been agreed at this meeting to use a recruitment agency in a specific way – RAG rating to be removed from the GDP as progress would be monitored through future meetings – no direct link to the EBR to be embedded into the summary EBR statement as this could be accessed via other means – that there was too much detail in the summary EBR statement and, therefore, the table should be removed; also, the overarching positive statement should be re-positioned at 		

	the start of the statement in order to better reflect the tone of the EBR in a succinct way		
7.6	The committee <u>approved</u> the GDP, subject to the three amendments agreed above. SRG <u>approved</u> the summary EBR statement with the removal of the table and re-positioning of the overarching statement at the top of it.		
7.7	<u>Actions:</u> <ul style="list-style-type: none"> DG and Marketing Team to review the GDP wording together and decide if any amendments required, though not to remove detail from the document include amendments/additions to the GDP regarding aspirational board operation, succession planning, recruitment and appointment/development of high-quality chairs remove RAG rating from GDP remove table from summary EBR statement re-position overarching positive conclusive statement from the EBR to the top of the summary 	DG/Head of Marketing DG DG DG DG	ASAP ASAP ASAP ASAP ASAP
23/2/8	Governance Self-Assessment Annual Report 2023-2024		
8.1	The DG presented the report and update in relation to the final version of the governance self-assessment 2023/24 for assurance.		
8.2	The committee discussed the assurance, noting the CEPs comments about the EDI information therein.		
8.3	The committee <u>agreed</u> to accept the final report and assurance drawn from it, subject to the action recorded in 8.4.		
8.4	<u>Action:</u> <ul style="list-style-type: none"> EDI information in the BAF mapping document and AoC proforma to be amended and addressed with Exec Team 	DG	ASAP
23/2/9	Governance Recruitment and Induction Procedures		
9.1	The DG introduced the update to policies and procedures, covering the following: <ul style="list-style-type: none"> Appointment and Re-appointment of Governing Body Members Policy Governor Induction Procedure 		
9.2	The committee noted the updates and that changes had been largely minor to reflect changing terminology re job roles, changes re time commitments required of governors, and to reflect the appointment		

	<p>of the VC President – Student Union as a second student governor virtue of a sabbatical. Governor Induction Procedures had been changed from 2020 to better structure induction meetings and to include new ET roles.</p> <p>The committee asked that the contact email for the DG be amended to the generic governance office email so that any changes in staffing would not necessitate updating the document. The committee further asked that the training on p5 of the Governor Induction Procedure be updated.</p>		
9.3	The committee approved the Appointment and Re-appointment of Governing Body Members Policy and the Governor Induction Procedure, subject to the amendments mentioned above.		
9.4	<p><u>Action:</u></p> <ul style="list-style-type: none"> Change DG contact email reference to generic governance office email address rather than GD specific email Update training on p5 of Governor Induction Procedure 	<p>DG</p> <p>DG</p>	<p>ASAP</p> <p>ASAP</p>
REMUNERATION - Confidential Item Chaired by the Vice Chair – Appointed Members Only			
23/2/10	Senior Post Holder (SPH) performance and remuneration 2023-24 CONFIDENTIAL		
10.1	<p>The Vice Chair took over chairing of this item and the staff governor left the meeting. The discussion to consider the appraisal and remuneration of senior post holders in scope for review and determination of remuneration in the context of their performance in 2023-24 and that of the college is noted in a separate confidential minute.</p> <p>The CEP withdrew from the meeting when the committee considered the appraisal and remuneration of the CEP.</p>		
23/2/11	Review of meeting & closing remarks		
11.1	<p>Members commented that it had been a large agenda, and it was important to have time to discuss matters thoroughly. Whilst consideration was given to having an additional meeting in the year i.e. 3 meetings rather than 2, members agreed it would be better to continue with 2 meetings but to allow some extra time at each meeting, perhaps scheduling them for 3 hours rather than 2 hours each.</p> <p>The Chair thanked everyone for their contribution. The meeting closed at 11.30am.</p>		
11.2	<p><u>Action:</u></p> <ul style="list-style-type: none"> Schedule future SRG committee meetings for 3 hours 	DG	7.5.2025
23/2/12	Date & time of next meetings		
	07/05/2024 at 8.30 – 11.30 in TG04 Boardroom, City Campus		