

CORPORATION BOARD

Nominations, Remuneration & Governance Committee



Minutes of a meeting held in person and online on Wednesday 12th June 2024 at 2:00pm

Present

Adam Mumford; (Chair);
Jacqui Canton;
Nick Handy;

In attendance

Howard Stamp, Clerk and Governance
Advisor (minutes)

Governor questions are represented with bullet points, and management responses are italicized.

1. Opening Comments

1.1 Apologies and matters to be raised under AOB

Apologies had been received from Astrid Schloerscheidt, Nicolas Pages, Alan Bark, Jessie Weavers-Medina and Kelly Haddrell (Head of HR). The meeting remained quorate.

The following items were raised for discussion under AOB: Link Governor Scheme and timings of this committee.

1.2 Declarations of interest

Declarations of interest were made by Jacqui Canton for item 5.1 and 5.3, and by Howard Stamp for item 5.2. No other declarations of interest were made.

2. Minutes of the meeting held on 13th March 2024

2.1 Public Minutes

The minutes of the previous meeting were approved as an accurate record of the meeting held on the 13th March 2024.

3. Matters Arising, Written Resolutions & Action Points

There were no matters arising and no written resolutions had been circulated since the last meeting.

The committee noted the action points presented, with two currently in progress. The External Governance review is due to be published shortly. It was also discussed that bicycle expenses should be reflected in the policy as appropriate, mirroring the equivalent staff policy.

4. Nominations

4.1 Governor terms of office, memberships & appointments

4.2 Update on governor recruitment

The Clerk presented key details within the report. The committee discussed the expiry of the two staff governor terms. It was confirmed that both staff governors are eligible to stand for re-election. The committee agreed to communicate this opportunity to all staff, encouraging other potential candidates to come forward while ensuring transparency in the election process. The importance of the role and the commitment required was highlighted, along with the need for candidates to understand the responsibilities involved. Should no other candidates come forward, the current governors would be re-elected for a second term.

The committee discussed the smaller membership of the Audit Committee, particularly the risk of not meeting quorum if members are absent. The possibility of appointing a co-opted member with a strong audit background was considered. It was suggested to advertise through professional networks, such as the ICAEW, to attract suitable candidates. The committee recognised the importance of strengthening the Audit Committee to ensure robust oversight and risk management.

The Clerk outlined the current process for the recruitment of a student governor following the current post-holder reaching the end of their term. It was noted that the college is currently advertising the role to all students. The curriculum managers for T Level business have highlighted this to their students, identifying good links to the curriculum and taught modules. It has also been advertised to the HE students to gain representation across the college. The recruitment process will be overseen by the Clerk to ensure fairness and transparency. The committee emphasised the importance of student representation on the board and the value of their perspectives in decision-making.

The committee noted the report.

5. Remuneration

5.1 Annual Review of remuneration of Principal against benchmark

5.3 Principal's pay award

The Principal left the meeting for these items.

The committee discussed the remuneration of the Principal against benchmarks, reviewing the information received from the AoC. The committee also discussed the Principal's pay award following the review against benchmarks.

Details of the discussion are retained in confidential minutes.

The Principal rejoined the meeting.

5.2 Annual review of remuneration of Clerk against benchmark

The Clerk left the meeting for these items.

The committee discussed the remuneration of the Clerk against benchmarks, reviewing the information received from the AoC.

Details of the discussion are retained in confidential minutes.

The Clerk rejoined the meeting.

6. Governance

6.1 Update on committee monitoring of operational KPIs

The Principal presented the report on how committees are monitoring the underpinning strategies of the college. The report provided insights into the effectiveness of current practices and suggested areas for improvement to ensure robust governance and accountability. The committee discussed the importance of regular monitoring and reporting to track progress against strategic objectives.

The committee noted the report.

6.2 Annual review of Strategic Plan

6.2.1 Strategic Plan SWOT

The Principal presented a summary of the report, explaining much of the detail had been part of the recent governor strategy day. The committee reflected on the strategy day discussions and subsequently reviewed the strategic plan alongside a revised SWOT analysis from the strategy day workshops.

The committee discussed the achievements of the past year, including key milestones and challenges. Key areas for focus in the upcoming year were identified, such as enhancing student experience, improving operational efficiency, and fostering innovation. The importance of aligning the strategic plan with the college's long-term goals was recognised as highly important by committee members.

The committee noted the report.

6.3 Plans for academic year-end Board & Committee self-assessment

The Clerk presented the current plans for the committee self-assessments. It was agreed that committee self-assessments would be conducted annually to ensure continuous improvement.

The next board self-assessment is scheduled for July 2025 due to the external governance review having taken place during this academic year. The committee discussed the methodology and timeline for the self-assessment process, emphasising the need for thorough and honest feedback. The self-assessments will be used to identify strengths, weaknesses, and areas for development. Feedback will be captured during the summer break and form part of the first meeting of each committee in the new academic year alongside the committee Terms of Reference for review.

Action	By Whom	Deadline
Clerk to circulate Committee self-assessment to members	Clerk	July 2024
Clerk to add self-assessment and ToR to each of the next committee meetings	Clerk	September 2024

6.4 Further review of Governance Supporting documents

6.4.1 Committee Terms of Reference

6.4.2 Standing Orders Supporting Documents

6.4.3 Declarations of Interest form 2024

The Clerk presented the three documents for review, explaining the significant changes made to the Committee Terms of Reference and Standing Orders supporting documents as part of the wider review of governing documents at the college. The committee recognised the work that had been put into these and the previously approved standing orders.

The Committee Terms of Reference had been combined to ensure one document is used across all committees, allowing for standard terms where appropriate. Adjustments were made to ensure clarity and consistency across all committees. The importance of having up-

to-date and comprehensive governance documents was highlighted, and the committee discussed the need for regular reviews to keep the documents relevant and effective.

The Clerk also explained the process taken with the Standing Orders supporting documents, where related documents had now been combined for ease of reference. The committee agreed this was a more pragmatic approach to the documents and supports more effective use and interpretation.

The Declarations of Interest form was presented as an annual refresh with no significant changes. It was explained this would be circulated to all relevant individuals in September as part of the annual cycle.

The committee recommended all governance documents to the Board.

6.5 Internal Audit proposals for governance in forthcoming year

The committee discussed the requirements to undertake internal governance audits during the upcoming year. The committee was satisfied with the External Governance review having just taken place, which would negate the need for any further internal audits in the coming year.

6.6 Accountability Statement Cover Paper

6.6.1 Accountability Statement 2024

The Principal presented the report summarising the updated accountability statement for 2024, explaining this as a requirement from the ESFA to provide an annual statement.

The accountability statement was reviewed by the committee, recognising the updates to reflect the college's current position and future goals. The committee discussed the importance of transparency and accuracy in the accountability statement, particularly in reporting on past commitments and setting realistic future targets. The statement will include updated figures on student numbers and achievements, as well as future projections and strategic initiatives.

It was discussed that the board has given approval for this committee to recommend the statement to the Board via written resolution to ensure meeting the ESFA June deadline.

The committee agreed to recommend approval via written resolution.

Action	By Whom	Deadline
Clerk to circulate written resolution for approval	Clerk	June 2024

7. Policies for approval

7.1 Link Governor Policy

The Clerk presented the policy as a refresh to the current policy with no significant changes. The committee recognised the discussion to be held regarding the scheme under AOB.

The committee recommended the policy to the Board.

7.2 External Governor Recruitment Policy

The Clerk presented the policy as a refresh to the current policy with no significant changes. There had been updates to reflect consistent references made to the NRG committee.

The committee recommended the policy to the Board.

8. Any Other Business

The committee discussed the effectiveness of the Link Governor Scheme. It was agreed to revisit this topic in detail, focusing on the roles, responsibilities, and the support required for link governors to function effectively. The committee will explore potential improvements to the scheme, including better integration with the college's strategic objectives and enhanced communication channels between link governors and their respective areas. It was agreed to add this as an agenda item to the first Board meeting in September.

The committee discussed meeting attendance, recognising there had been some challenges this year. Subsequently, it was requested to circulate the dates for the next academic year's meetings as soon as possible to ensure all members can plan accordingly.

The committee discussed the challenges of scheduling and the importance of maximising attendance. It was suggested to explore options for a combination of online and in-person meetings to accommodate members' varying schedules, with the potential option of joining remotely for some in-person meetings but encouraging in-person attendance.

Action	By Whom	Deadline
Clerk to add Link Governor Scheme to the September Board meeting.	Clerk	June 2024
Clerk to send out all invites for next academic year meetings	Clerk	June 2024

9. Meeting reflection and Future Business

9.1 Proposed Cycle of Business for 2024/25

The Clerk presented the draft cycle of business for the next academic year, noting no significant changes from this year.

The committee approved the report.

The next Committee meeting is scheduled for 23rd September 2024 at Abingdon

A Mumford
24/Feb/2025 09:40:10

Signature *Adam Mumford*



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