

# Minutes

## Search Governance & Remuneration Committee

### Governance 2024-2025

Date	04/06/2025		
Time	17:30 - 18:30		
Location	Microsoft Teams		
Present	Simon Boulcott (SB)	Chair	
	Mel Nebhrajani (MN)	Vice-Chair	
	Susan Kingman	Governor	
	Nick Davies (ND)	Governor	
	Jenny McLaughlin (JM)	Governor	
	Sujit Reddy	Governor	
	Mike Sutcliffe	Governor	
	Keith Smith	Ex-Officio, CEO	
Clerk	Natalia Tymkiv		

## Agenda

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### 1 - General disclaimer statement at start of meeting:

The meeting was recorded for minuting purposes. No objections were raised by any members regarding the recording of the meeting.

### 2 - Apologies for absence

None received. All members were present.

### 3 - Declarations of Interest

No declarations were made.

### 4 - Minutes of the last meeting dated: 27 January 2025

Minutes were approved with no amendments.

### 5 - Actions from last meeting

Actions from the last meeting were reviewed, it was noted that six actions had been identified. Four of these actions had been completed.

The outstanding action involved updating the social media policy related to the use of WhatsApp, which NT was coordinating with the CTO and Director of Marketing. The policy update would be presented to EMT for approval, after which it will be distributed to Governors.

A postcode analysis of current governors for future recruitment purposes was in progress.

**ACTION: Circulate the updated Social Media policy to the Governors after approval from EMT. – NT.**

### 6 - Upcoming summer documentation 2025-26

The agenda item concerning upcoming summer documentation for 2025-26 was introduced.

The discussion also touched upon the need for reviewing documentation during the summer, including policies, procedures, and skills audits. A Governor raised the point about the usual summer review of various papers, which had been delayed due to catch-ups. NT confirmed that the annual cycle of business would be updated to include these reviews, considering changes to ACOP 16 and ESFA requirements. ND agreed to meet with the new Interim Director of Governance to review the necessary documents over the summer holidays. A Governor emphasised the importance of making a note to ensure no items are missed. NT assured that the skills audit is scheduled for the summer.

### **6.1 - Governance Expenditure 24-25 and Governance Budget 25-26**

NT provided updates on the governance expenditure for 2024-25 and the governance budget for 2025-26, indicating that the governance budget would be ratified at the full corporation meeting once all expenditures had been checked with the CFO.

Budget to include:

- Governance expense claims
- Staffing Budget
- Training
- In-person meetings and events
- Partnership activities

The Committee requested sight of the draft before presentation to Corporation.

**ACTION: Governance budget draft to be shared with Committee for feedback before Full Corporation presentation. – NT by 24<sup>th</sup> June 2025.**

### **6.2 - Governor Attendance report 2024-25**

The draft governor attendance report for 2024-25 (to date) was presented. The attendance was noted as good, though there were a few outliers. A Governor pointed out inaccuracies in her attendance record, and NT confirmed a full review will be conducted and Governors will be invited to validate their records.

It was noted that attendance had been strong despite the reduction in in-person meetings.

The committee agreed to conduct a sweep check for accuracy at the end of the year.

**ACTION: Full attendance audit and verification to be conducted by Governance. – NT by 24<sup>th</sup> June 2025.**

### **6.3 - Governor Register of Interests 2024-25**

During the year to date, one governor declared an interest, and two EMT gifts declared.

No conflicts of interest reported.

It was confirmed that these records were maintained centrally in governance.

## **7 - Governor Organisation Chart 2024-25**

The Committee reviewed the current governor organisation chart, highlighting forthcoming changes and proposals for appointing or moving governors.

The appointment of Grant Cooper to the Audit and Risk Committee, Divya Menon to the Finance and Resources Committee, and Niran Mothada to the Strategic Transformation Committee.

Tracy Stuart would take a leave of absence from her role as governor due to her interim executive role in the college. The committee agreed to review this arrangement in six months.

Other recommendations included:

- Paul Miller recommendation for of the Chair of the Strategic Transformation Committee
- JM recommendation as the Chair of the Search Governance and Remuneration Committee to replace SB, who is departing from the Board in July.

The Committee approved the appointments of the new governors:

- **Grant Cooper:** Appointed to Audit & Risk; proposed as Vice Chair (endorsed by Vincent).
- **Divya Menon:** Joining Finance & Resources.
- **Niran Mothada:** Joining Strategic Transformation.
- **Tracy Stuart:** To take leave of absence due to interim executive role at the college. To be reconsidered post-appointment.

**ACTION: Review TS's return after 6 months. – Governance.**

**Committee Chairs and Vice Chairs:**

- **Vice Chair of Corporation:** Vincent Neate (recommended).

- **Chair, Strategic Transformation:** Paul Miller.
- **Vice Chair, Strategic Transformation:** Niran (proposed).
- **Chair, Search, Governance & Remuneration:** Jenny McLaughlin.
- **Vice Chair, Audit & Risk:** Grant Cooper.
- **Additional Appointment:** Sandeep Kuty to be recommended for appointment as a Co-Opted Governor in July Full Corporation and will subsequently join Audit & Risk Committee.

#### **Changes and Reviews:**

- **Vice Chair of Curriculum Strategy and Quality Enhancement Committee:** Suggestion to replace the current Committee Chair with Jo Swindells. MS to have necessary conversations.
- **Finance & Resources Committee:** May require additional members due to upcoming departures (e.g. Alastair MacLeod). The advert for a Finance & Audit Governor vacancy, which had been circulated to the relevant recruitment channels will be re-circulated.

#### **Student and Staff Governor Updates:**

- New Student Governor model: Two rotating Student Governors representing the Student Shadow Board.
- A vacancy to be opened for a Harrow Staff Governor.

**ACTION: Draft updated organisational chart reflecting committee changes. - NT**

**ACTION: Review committee quorum levels and identify any outstanding vacancies. The advert for a Finance & Audit Governor vacancy, which had been circulated to the relevant recruitment channels will be re-circulated. - NT**

**ACTION: Launch recruitment process for Harrow Staff Governor. - NT**

### **7.1 - Governor Strategic Pillar and Champion Scheme 2024-25**

The proposal for the Governor Strategic Pillar and Champion Scheme was introduced, which aimed to connect governors to strategic pillars. The committee discussed the allocation process, with suggestions to consider individual preferences and skills. KS provided additional information on how project priorities within the strategic pillars were managed internally, which would help align the scheme with governance committees. The committee agreed to refine the proposal and bring it to the full corporation for approval.

**ACTION: Refined proposal to be provided to the Committee at the next meeting.**

### **7.2 - Governor Training**

A verbal update on governor training was provided, emphasising compliance with safeguarding training and the introduction of a more rigorous training process. The use of GovernorHub for training resources and the importance of monitoring training requirements during one-to-one appraisals was noted. The phased approach to governor induction, ensuring new governors were aware of available resources was noted.

### **8 - Draft Governing Body Meeting Dates 2025-26**

The draft governing body meeting dates for 2025-26 was presented, it was noted that they had been checked against term dates and the college calendar. It was suggested to circulate the proposed dates to all committee chairs to ensure there were no clashes and to confirm the dates made sense in relation to other meetings. NT agreed to distribute the dates for review.

**ACTION: Distribute the draft governing body meeting dates for 2025-26 to all committee chairs for review. – NT**

### **9 - Annual Review of Standing Orders and Terms of Reference**

A verbal update on the annual review of standing orders and terms of reference was provided. It was suggested to strengthen the management of risks within each governing body committee, rather than solely in the Audit and Risk Committee. This approach would ensure that key risks are identified and monitored across all committees, enhancing the overall governance framework. It was noted that further discussions with COO and Internal Auditor to implement this strategy. NT agreed will a meeting with KS and Chair of Audit & Risk Committee to discuss further and report back to the committees or the full Governing Body. A Governor mentioned the need to review documentation through the summer, which were confirmed to be included in the annual cycle of business updates. Governors agreed that policies and procedures need to be reviewed, and a note should be made to ensure no items are missed.

## 10 - Any Other Business (AoB)

An update on the process for the pay offer was provided by KS. It was explained the complications due to government recommendations and changes to funding rates. The need to set budgets by the end of July and the delay in negotiations due to the spending review was noted. It was proposed to bring a paper and proposal on the pay settlement for staff, aiming to reflect the 4% for schools and address issues like London living wage and pay compression. The Chair suggested calling a meeting to discuss and approve the pay settlement. The committee requested to draft up the necessary documentation for the review and recommend to the Full Corporation. The need to review the senior post holder appraisal process was raised. Natalia Tymiuk mentioned conducting governor appraisals in the summer, including the chair's performance review.

**ACTION:** Draft the necessary documentation for the committee to review and recommend to the corporation regarding the pay settlement. - Governance

**ACTION:** Review the senior post holder appraisal process with Julie to ensure a thorough review. - Governance

## 11 - Dates of the next meetings

- 8<sup>th</sup> September 2025, 5:30p.m., Virtual
- 27<sup>th</sup> January 2025, 5:30p.m., Virtual
- 3<sup>rd</sup> June 2026, 5:30p.m, Virtual

## Summary of Actions

Action No.	Description	Responsible Person	Deadline
1.	Circulate the updated Social Media policy to the Governors after approval from EMT.	NT	24/06
2.	Governance budget draft to be shared with Committee for feedback before Full Corporation presentation.	NT	24/06
3.	Full attendance audit and verification to be conducted by Governance.	NT	24/06
4.	Review TS's return after 6 months.	SGR	08/09/25
5.	Draft updated organisational chart reflecting committee changes.	NT	24/06
6.	Review committee quorum levels and identify any outstanding vacancies. The advert for a Finance & Audit Governor vacancy, which had been circulated to the relevant recruitment channels will be re-circulated.	Governance	24/06
7.	Launch recruitment process for Harrow Staff Governor.	Governance	08/09/25
8.	Refined proposal to be provided to the Committee at the next meeting.	Governance	02/07/25
9.	Draft the necessary documentation for the committee to review and recommend to the corporation regarding the SPH pay.	Governance	24/06/25
10.	Review the SPH appraisal process with Julie to ensure a thorough review.	Governance, CPO	24/06/25