

Committee	Dated:
Outside Bodies Sub-Committee	26 January 2018
Subject: School Governors' One-Stop-Shop – City Nomination of Director/Company Member	Public
Report of: Director of Community and Children's Services	For decision
Report author: Jeanne Barnard	

Summary

The City of London Corporation has had a longstanding and successful relationship with School Governors' One-Stop-Shop, now trading as Governors for Schools (SGOSS) and was closely involved in its establishment in 1999. Since then, an officer from the Economic Development Office has served on the SGOSS Board of Trustee/Directors. Due to changes in EDO's strategy, the EDO officer who represented the City Corporation on its Board resigned in October 2017. More recently the Education Board has procured services from SGOSS in support of the City's Education Strategy.

The Chairman of SGOSS has confirmed SGOSS would like to continue having City Corporation representation on their Board, and in December 2017 formally invited the Chairman of the Education Board to be appointed as a Director/Trustee by their Board (who will also be a company member). Members are asked to support this request and to endorse the Education Board's recommendation on 9 November 2017 to recommend to the Policy and Resources Committee that the Chairman of the Education Board be so nominated to serve on the SGOSS Board.

Recommendations

Members are asked to:

- Agree to endorse the recommendation of the Education Board that any City Corporation nominee serving on the SGOSS Board of Trustees/Directors should be an elected Member currently serving on the Education Board.
- Agree to recommend to the Policy and Resources Committee that the Chairman of the Education Board be so nominated for appointment to the SGOSS Board of Trustees/Directors, and as a member of that company.

Main Report

Background

1. School Governors' One-Stop Shop, now trading as Governors for Schools (Co No 03879854) (Charity No 1078330) (SGOSS) is a governor placement service and sources governors from the business sector to serve on the local governing bodies of schools. Since it was established in 1999, it has placed over 3000 governors.
2. The City Corporation was closely involved in establishing and funding SGOSS through the Economic Development Office (EDO), Town Clerk's Department, and the Policy and Resources Committee. The City Corporation has no express rights of nomination or appointment to the company's membership or Board of

Trustees/Directors. However, reflective of the City Corporation's support, we have, since 1999, been invited to nominate one person to serve on the Board of Trustees/Directors as a "Sponsor Director", the City Corporation being admitted by the SGOSS Board as a "Sponsor" organisation as provided for under the SGOSS constitution.. The City Corporation's nominee has always been an officer from EDO. (All Trustees/Directors are also members of the company.) The City Corporation as a Sponsor also has the right to remove or replace the person it has nominated. It is a personal appointment.

3. Due to changes in EDO's strategy, they will no longer be funding SGOSS and the EDO officer who represented the City Corporation on its Board of Trustees resigned in October 2017. EDO's funding ended at the end of the 2016/17 financial year. The City Corporation's status as Sponsor has therefore been withdrawn by SGOSS and with it the right to nominate a Sponsor Director.
4. More recently the Education Board on behalf of the City Corporation has in support of the City Corporation's Education Strategy procured services from SGOSS (costing approximately £25,000 funded from City's Cash) to create e-learning modules for school governors to promote employability initiatives within schools and to provide guidelines for a Link Governor for employability to encourage take up of that initiative. A strong and mutually supportive relationship has therefore developed between the City Corporation's Education Office and SGOSS in pursuit of the City's refreshed Education Agenda.

Current Position

5. SGOSS has confirmed it would like to continue the strategic relationship with the City Corporation by continuing to offer the City the opportunity to nominate an individual with the appropriate skills to serve on the SGOSS Board of Trustees/Directors (and who would also be appointed as a member of that company). In initial discussions between SGOSS and the Chairman of the Education Board, SGOSS has said they would support the appointment of an elected Member. SGOSS has also indicated the Education Board Chairman would provide valuable governance experience to the SGOSS Board, as well as insight into the education sector from the City Corporation's perspective.
6. At its meeting on 9 November, the Education Board agreed to recommend to the Outside Bodies Sub-Committee, should SGOSS formally offer a right of nomination to the City Corporation, that the nominee should be an elected Member currently serving on the Education Board, whose nomination would require the approval of the Policy and Resources Committee.
7. The Chairman of the SGOSS Board of Trustees wrote to the City Corporation on 5 December 2017 formally inviting the Chairman of the Education Board to become a director/trustee of SGOSS (and by virtue of that appointment, also to become a member of the company). The letter, which includes the basis of appointment, is attached as **Appendix 1**. (It should be noted that the appointment can only take effect once the nomination is agreed by the City Corporation.)
8. The Policy and Resources Committee will exercise the nomination rights offered by SGOSS to the City Corporation upon the recommendation of its Outside Bodies Sub-Committee and, in this case, the Education Board. As the appointment will be made by the SGOSS Board and will be personal to the individual appointed, it is considered preferable, and consistent with the views expressed by the Outside Bodies Sub-Committee at its meeting on 10 October

2017, that the City's nominee should be an elected Member rather than an employed officer.

Proposal

9. Members are asked to endorse the recommendation of the Education Board that the City Corporation nominee on the SGOSS Board of Trustees should be an elected Member currently serving on the Education Board. Members are also asked to recommend to the Policy and Resources Committee that the Chairman of the Education Board be so nominated to serve on the SGOSS Board with the Grand Committee's approval.
10. Members are asked to note that upon the appointment of the Chairman of the Education Board to SGOSS, he will need to manage any conflicts of interest which may arise in the usual way with nominations or appointments to outside bodies. That is, both (1) in his capacity as an elected Member to be managed in accordance with the City's corporate governance framework and the Members' Code of Conduct when considering business affecting the City Corporation's interests (e.g. business presented to the Education Board in relation to the governor placement services which the Education Board has agreed to procure from SGOSS on behalf of the City Corporation, or any other funding decision); and (2) in his capacity as a SGOSS Trustee/Director when undertaking that organisation's business in accordance with that company's own corporate governance framework. Members are referred to the Outside Bodies Protocol which provides guidance to those persons nominated or appointed by the City Corporation to serve on outside bodies.

Conclusion

11. Since the resignation of the EDO officer in October 2017 and the ceasing of the City Corporation's funding of SGOSS, SGOSS has confirmed that it would like to continue to have City Corporation representation on their Board. Members are asked to endorse the Education Board's recommendation that the City Corporation nominee serving on the SGOSS Board should be an elected Member currently serving on the Education Board. The report also asks Member to agree to recommend to the Policy and Resources Committee that they approve the nomination of the Chairman of the Education Board to be appointed the SGOSS Board (and as a member of that charitable company).

Appendices

- Appendix 1 – Letter from Chairman of the SGOSS Board providing City of London Corporation with nomination rights to their board of directors (and consequent membership of that company).

Background Paper

1. Report and Minute of the Education Board, 9 November 2017.

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