

Search and Governance Committee

Mon 17 June 2024, 17:00 - 18:30

MS Teams



Attendees

Board members

Present: Ann Harrison (Independent Governor and Chair), Andrea Ferguson (Independent Governor), Kath Causey (Independent Governor), Anna Dawe (Principal)

In attendance: Joanne Platt (Director of Governance)

The Director of Governance confirmed that the meeting was quorate.

Meeting minutes

1. Apologies for absence

SG-24-06-01

There were no apologies for absence.

2. Declarations of Interest

SG-24-06-02

There were no declarations of interests.

3. Minutes of the previous meeting and matters arising

SG-24-06-03

The Committee reviewed the minutes of the meeting held on 15 November 2023 and agreed that they are an accurate record of the meeting. There are no actions and there were no matters arising.

Resolved: The Committee approved the minutes of the meeting held on 15 November 2023 for signature by the Chair.

4. New Governor Probationary Review

SG-24-06-04

The Committee considered the appointments of Jo Toner, Sarah Smith and Julie Barnes as Co-opted Governors for a four-year term of office, subject to 12-months' probation, noting that all had performed well with good attendance.

It was therefore agreed to make a recommendation to the Governing Board that their appointments be confirmed for the remainder of their four year terms of office.

Resolved: The Committee agreed to recommend to the Governing Board that Sarah Smith's, Jo Toner's and

Platt Joanne
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Julie Barnes's appointments as Co-opted Governors be confirmed for the remainder of their four-year terms of office, following their satisfactory periods of probation.

5. Governor Appointments

SG-24-06-05

Following the resignation of Nazia Rehman in March 2024, the Board needs another qualified accountant and it discussed appointing Sarah Smith (Co-opted Governor) as a member of the Governing Board for the remainder of her term of office. It was noted that this had been discussed with Sarah, who is keen to take on this role.

The Committee agreed to make a recommendation to the Governing Board that Sarah Smith be appointed as a member of the Governing Board for the remainder of her four-year term of office.

Resolved: The Committee agreed to recommend to the Governing Board the appointment of Sarah Smith as a full member of the Governing Board for the remainder of her term of office.

6. Future Governor Leadership Roles and Committee memberships

SG-24-06-06

The Committee reviewed committee memberships and Lead Governor roles, taking on board Governor's aspirations from their recent 1-1 meetings with the Chair and their particular skills alongside impending vacancies as some long-standing Governor's terms of office come to an end.

It was agreed to provide some new Governors with wider experience for the purpose of succession planning and, subject to the agreement of those Governors, to make recommendations on revised committee memberships and leadership roles to the Governing Board.

The Committee also discussed the need to appoint at least one Vice Chair of the Governing Board, when Andrea Ferguson becomes Chair of the Board in November, noting that Kath Causey's terms of office is also coming to an end in July 2025. It was agreed to review this in January, when newer Governors have completed a year in the role, with a view to inviting expressions of interest from amongst existing Governors after the Strategic Workshop.

The Committee also agreed to seek applications for another Co-opted Governor for the Audit Committee, as Sarah Smith will be moving the Resources Committee.

Resolved: To recommend the appointment of John Clarke as Chair of Resources Committee and to be a member of the Remuneration Committee.

Resolved: To recommend the appointment of Sarah Smith as a member of and Vice Chair of the Resources Committee and also as a member of the Remuneration Committee and to remove her from the Audit Committee.

Resolved: To recommend the appointment of Chris Fletcher as a member of the Audit Committee.

Resolved: To recommend the appointment of Caroline Elwood as a member of the Search and Governance Committee.

Resolved: To recommend the appointment of Paul Park as Lead Governor for Safeguarding



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7. External Board Review: final report

SG-24-06-07

The Committee discussed the report on the outcome of the College's first External Board Review (EBR), noting that the report was very positive. In accordance with the statutory guidance for EBRs, the College must now publish a statement on the outcome of the EBR (which must be approved by the Reviewer) on its website or in its Financial Statements, no later than 31 July 2024.

As the Annual Report and Financial Statements for 2023-24 won't be available for publication until 31 December 2024, the Committee agreed the statement to be submitted to the Reviewer for consideration, and subject to her agreement, agreed to recommend the statement to the Governing Board for publication on the website and inclusion in the Financial Statements in December 2024.

The Committee also discussed the draft action plan to address the areas for development and recommendations in the EBR and agreed to recommend its approval to the Governing Board.

It was noted that the College does not need to do an annual self-assessment of the Board in the year it has an EBR and the Committee therefore agreed to recommend to the Governing Board that the EBR takes the place of the 2023-24 Board Self-Assessment.

Resolved: Subject to the agreement of the Reviewer, to recommend the statement in relation to the outcome of the External Board Review to the Governing Board for publication on the College Website and inclusion in the Annual Report

Resolved: To recommend the action plan arising from the External Board Review to the Governing Board for approval.

8. Governance QIP 2023-24

SG-24-06-08

The Committee considered an update on progress towards achieving the actions set out in the 2023-24 Governance QIP, noting that all actions are either complete or on-going.

It was agreed to roll forward on-going actions into the EBR action plan considered under Item 7 above, noting that this would be approved by the Governing Board as the Governance QIP for 2024-25.

The Committee noted the update.

9. Items for inclusion in the Committee Chair's report to the Governing Board

SG-24-06-09

The Committee agreed the items to be included in the Committee Chair's report to the Governing Board.

10. Any other business

SG-24-06-10

There were no items of other business.

11. Date and time of next meeting to be confirmed

SG-24-06-11

The meeting ended at 5.50pm.



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