

Minutes of the Search & Governance Committee meeting held on Tuesday 2 June 2025, via MS Teams.

Present: J Tew (Chair); S Smalling; L Capper MBE (Principal & CEO).

Welcome: The Chair welcomed all present to the meeting.

1. **Apologies:** there were no apologies for absence.
2. **Declarations of Interest:** there were no Declarations of Interest.
3. **Minutes of previous meetings held on 24 March and 9 May 2025**

RESOLVED THAT: Governors **approved** the Minutes of the previous meetings held on 24 March and 9 May 2025, subject to confirmation of those present at the meeting on 24 March and to note that F Chalk was in attendance at the meeting on 9 May 2025.

4. Matters Arising

It was **noted** that Anne Frost and Dan Parrot, who had been recommended for appointment to the Board, had now been formally appointed as Governors. There were no other matters arising from the Minutes.

5. Committee, Officer, Staff, Governor (including Student Governor) Vacancies

The Committee **considered** the following matters arising out of the report presented:

The minutes were classed as confidential – not for publication.

- j) Staff Governor (Nisha Anhu) had stood down in May 2025 and Sheridan Powell was to leave the College in the near future. A recruitment round for new Staff Governors would commence from late June to early August 2025 and the Clerk would arrange elections accordingly. It was proposed that Staff Governors could alternate attendance at certain committees, namely LQCC; Student Governors would still only attend Board and Strategy meetings, not committees;
- k) revised committee membership to be considered by the Board on 30 June with a view to implementation from 1 August 2025.

6. External Governance Review

- 6.1 The Committee discussed a Progress Report arising out of the External Governance Review (EGR). It was **agreed** that a Skills & Experience Audit of Governors would be undertaken in the context of the revised Strategic Plan. It was **noted** that the new Chair of the Board would meet with all new Governors.

7. Code of Governance

- 7.1 The Committee considered a Progress Report on the Code of Governance and how the College was implementing good governance principles, including conducting a Skills & Experience Audit (as referred to above); embedding the Governor Link Scheme; inviting Governors to College events; introducing a Board Assurance Framework (BAF) and being cognisant of the need for inclusive behaviours to be part of all Governor meetings.
- 7.2 The Committee **noted** that work was on-going in terms of reviewing and modernising (with external support) key governance documents, including the Instrument & Articles of Government; Standing Orders; Scheme of Delegation; Committee Terms of Reference and

Financial Regulations. It was reported that these documents were in the process of being considered by other committees.

- 7.3** The Committee **recommended** that the revised Scheme of Delegation be considered by the Board 30 June 2025 once the finance section (as approved by the Finance & Strategy Committee), and the Articles and Standing Orders had been aligned (to be reviewed by the Governance Professional).

8. Committee Terms of Reference

- 8.1** The Committee reviewed its Terms of Reference. Specifically with regard to agenda-setting, it was **agreed**, in accordance with best practice, that the Principal & CEO should be an integral part of the process, together with the Chair and the Clerk (to be applied to the Board and all other committees). In addition, the Committee proposed that reference be made within the Terms of Reference to the DfE Code of Governance and to the Financial Handbook for FE Colleges. It was **recommended** to the Board that all Committee Terms of Reference be updated to include reference to the triumvirate working arrangement.

9. Effectiveness of the Committee

- 9.1** The Chair requested that Members complete and submit the pro-forma in respect of effectiveness in the usual way.