

MINUTES
SEARCH & GOVERNANCE COMMITTEE
Wednesday 31st January 2024 at 4.30 pm
Skills Park and via Teams

Present: Chris Muller (Chair), Julie Kapsalis (CEO/Principal), Angela Cross-Durrant, Lynn Reddick, Nick Vaughan-Barratt.

In Attendance: Susanne Wicks, Head of Governance.

1	Apologies for Absence
	No apologies were received.
2	Declaration of Interests
	The CEO/Principal declared that she is an unremunerated Director for Nescot Enterprises Ltd.
3	Minutes of the previous meeting and matters arising
	a The minutes of the meeting held on 4 th October 2023 were agreed as an accurate record of the meeting.
	b <p><u>Matters Arising</u></p> <p><u>Frequently Asked Questions</u></p> <p>The Committee noted the questions suggested by Governors and it was agreed that the Head of Governance would draft responses, sharing links to appropriate guidance and training, and then circulate the document for the Committee’s input. The final version would then be shared with all Governors, but would be particularly useful as part of induction. Action: Head of Governance.</p> <p><u>Attendance</u></p> <p>The Chair asked that the Head of Governance alert him if any Governor’s attendance drops, so that he may discuss the matter with them directly. Action: Head of Governance.</p> <p><u>Committee Vice-Chairs</u></p> <p>ACD was pleased to confirm that Nadine Guy would be taking on the role of Vice-Chair for the Curriculum & Quality Committee.</p> <p>The Head of Governance advised that both the Audit and Finance & General Purposes Committee had deferred appointing a Vice-Chair in order to give new members some time to settle in.</p>
4	Membership Update
	The Committee noted the report and discussed the re-appointment of Chris Muller, Lynn Reddick and Simon Enoch. LR and CM left the meeting during discussion of their re-appointment.

	<p>The Committee acknowledged that it is good practice to put in place effective succession planning for the Corporation and to ensure that the membership includes the skills and knowledge needed to carry out the governance role effectively. They also noted the period of change that the College, Corporation and senior leadership has gone through over the last 18 months and agreed that stability and consistency was needed, so a mix of new and experienced Governors would be valuable.</p> <p>The Committee agreed that, given LR’s SEND skills and experience and her knowledge of the College, particularly with her unique perspective of being a former staff member, they would like to recommend that the Corporation appoint her for a further two-year term commencing 1st August 2024.</p> <p>The Committee noted that Simon Enoch’s term of office would not be ending until November 2024, but agreed that they would like to recommend that the Corporation appoint him for a further two-year term commencing 1st December 2024, subject to his agreement that he would like to remain on the Corporation. They acknowledged Simon’s corporate knowledge and his strong leadership of the Audit Committee.</p> <p>Action: Head of Governance to contact Simon Enoch to establish if he would like to be re-appointed.</p> <p>The Committee agreed, in view of his experience as a Governor and Chair, to recommend that the Corporation appoint CM for a further two-year term commencing 1st August 2024. The CEO/Principal welcomed the continued support and challenge from the Chair, which she had found to be invaluable over the last year.</p> <p>CM and LR returned to the meeting at this point.</p> <p>It was agreed that by the end of this year, work must commence on securing the next Chair of the Corporation, with assistance from an executive search agency if needed. NVB expressed willingness to stand down as Vice-Chair should a potential future Chair be identified from the current membership, to enable that person to become Vice-Chair in preparation to take the Chair.</p> <p>The Head of Governance updated the Committee on the recruitment of two FE Student Governors. She also highlighted that that the term of office for the current HE Student Governor would end on 31st July and undertook to establish her plans for the future. If she does not wish to be re-appointed for another year, efforts will be made to recruit a new HE Student Governor in the summer term.</p> <p>Action: Head of Governance.</p>
5	<p>AoC Code of Good Governance</p>
	<p>The Head of Governance introduced the report and sought the Committee’s views on the adoption of the new AoC Code of Good Governance.</p> <p>After some discussion the Committee agreed to recommend that the Corporation adopt the new Code at their meeting on 22nd March 2024.</p>

6	Any Other Business	
	a	<u>Draft Corporation Calendar 2024-25</u> The Committee agreed that their meetings could take place on Tuesdays next year. The Head of Governance undertook to circulate the draft calendar to all Governors for consultation after half-term, with the final version to be approved by Corporation on 22 nd March 2024. Action: Head of Governance.
7	Date of Next Meeting	
	8 th May 2024 at 4.30 pm.	
8	Confidential Items	
	No items were deemed confidential.	

The meeting closed at 5.10 pm

Decisions:

The Committee:

- Approved the minutes of the meeting held on 4th October 2023.
- Agreed to recommend that the Corporation re-appoint, via written resolution, the following Governors for a two-year term:
 - Chris Muller (with effect from 1st August 2024).
 - Lynn Reddick (with effect from 1st August 2024).
 - Simon Enoch (with effect from 1st December 2024).
- Agreed to recommend that the Corporation appoint, via written resolution, Clive Palfreyman as Chair of the F&GP Committee and as member of the SSPR Committee.
- Committee agreed to recommend that the Corporation adopt the new AoC Code of Good Governance at their meeting on 22nd March 2024.

Actions:

- Head of Governance to draft responses to the frequently asked questions and circulate to Committee members for their input.
- Head of Governance to alert the Chair if any Governor's attendance starts to drop below expected levels.
- Head of Governance to contact Simon Enoch to establish if he would like to be re-appointed for a further two-year term with effect from 1st December 2024.
- Head of Governance to contact the HE Student Governor to establish if she would like to be re-appointed to the Corporation for a further year with effect from 1st August 2024.
- The Head of Governance to circulate the draft calendar of meetings to all Governors for consultation after half-term, with the final version to be approved by Corporation on 22nd March 2024.