

**MINUTES OF THE MEETING OF THE SEARCH & GOVERNANCE COMMITTEE**  
**HELD: on Thursday 25 September at 17:00 in 4F07- DHB Boardroom**

<b>Present</b>	<b>In Attendance</b>
John Williams (Chair)	Alina Khan (VPED&I) (Items 1-6)
Chris Webb (CEO)	Chris Malish (DCEO F&CS) (Items 1-5)
Billy Khokhar (MS Teams)	Liz Leek (DCEO Q&C) (Items 1-7)
Bulbul Barrett	Allison Booth (Governance Director)
Paul Birtles	Rachel Henry (Deputy Governance Director)
<b>Apologies</b>	
Sharon West	

The quorum was three committee members

*L/J Denotes the time any individual left/ re-joined the meeting.*

<b>Item</b>	<b>Action</b>
<b>1.</b>	<b><u>Introductions, Apologies for Absence and Disclosures of Interest</u></b>
1.1	The Chair welcomed everyone to the meeting.
1.2	Apologies were noted for Sharon West.
1.3	There were no disclosures of interest.
<b>2.</b>	<b><u>Chair's action</u></b>
2.1	There had been no use of Chair's actions since the last meeting.
<b>3.</b>	<b><u>Minutes of the meeting held on 1 May and 19 June 2025</u></b>
3.1	<b>RESOLVED:</b> The Minutes of the meetings held on 1 May and 19 June 2025 (including the confidential annex) were approved as an accurate record and would be signed by the Chair.
<b>4.</b>	<b><u>Matters Arising</u></b>
4.1	<p>The Matters Arising report was reviewed:</p> <p>5.8 – <i>The S&amp;G Committee to give further consideration to Committee allocation of SO1</i> – Members agreed that SO1 would remain under the remit of the S&amp;G Committee to ensure collective ownership and oversight by all Committee Chairs.</p> <p>8.3 – <i>The GD to liaise with the CEO to determine which member of the SLT would be most suitable to support a Student Voice discussion report</i> – This would be covered under item 5 on the agenda.</p>

5.	<p><b><u>Strategic planning event – draft agenda</u></b></p> <p>5.1 The DCEO F&amp;CS presented the draft agenda for the Strategic Planning Event, due to take place in January 2026, for the Committee to review.</p> <p>Hollins Hall had been booked as it had been considered the most suitable overall in terms of location, facilities and cost.</p> <p>A number of potential topics had previously been identified and various speakers had been approached to present at the event.</p> <p>Three speakers had now confirmed their availability to attend. Felix Kumi-Ampofo, (Director of Inclusive Economy, Skills, and Culture at WYCA) had agreed to deliver a presentation on the next stage of devolution, its impact on education and an item on the upcoming Integrated Settlement and how this impacts policy. Emma Meredith (AoC Director of Global Engagement, Director of Skills Policy) would give a presentation on what was working well on a national / international level in terms of student recruitment/curriculum offer and potential opportunities for collaboration. Paul Johnson (DfE Head of Area) would provide a follow up/update on New Government Policy and impact on FE.</p> <p>Members agreed to replace the Student Interaction session with a session on student voice, whilst retaining the lunch with students. The session, led by the DCEO Q&amp;C and VPQT&amp;L, would focus on a Student Voice Policy and how Governors could maximise and enhance the impact of their interaction with students.</p> <p>5.2 <b>ACTION:</b> The DCEO Q&amp;C and VPQT&amp;L to organise a session on Student Voice.</p> <p>5.3 <b>ACTION:</b> The GD and DCEO F&amp;CS to adjust the timings of the Strategic Planning Event Agenda to accommodate a session on Student Voice.</p> <p>5.4 <b>ACTION:</b> That the amended Strategic Planning Event Draft Agenda be shared with the wider Corporation. <i>L/CM</i></p>	
<b>Equality, Diversity &amp; Inclusion</b>		
6.	<p><b><u>Update on strategic objective – To become a truly inclusive College</u></b></p> <p>6.1 The VPED&amp;I provided a Q4 update on the strategic objective – To become a truly inclusive College:</p> <ul style="list-style-type: none"> <li><b>• All staff complete staff induction within first 8 weeks of employment</b> – The staff induction had moved to a modular format</li> </ul>	<b>DCEO Q&amp;C / VPQT&amp;L</b>  <b>GD/ DCEO F&amp;CS</b>  <b>GD</b>

	<p>delivered over a period of weeks, rendering the original target unachievable. As a result, the target wording had been revised for 2025-26. Staff development would now be assessed based on those eligible to complete training, rather than the full staff cohort, thereby accounting for legitimate absences.</p> <ul style="list-style-type: none"> <li>• <b>Increase recruitment of women into STEM subjects</b> – The number of female learners in STEM subjects almost doubled, increasing from 159 in 2023–24 to 315 in 2024–25. However, despite this significant growth in total numbers, the proportion of female students decreased slightly from 65.4% to 64%, falling short of the target of a 5% increase.</li> </ul> <p>L/AK</p>	
<b>Effective Governance</b>		
7.	<p><b><u>Governance Stakeholder Engagement Plan</u></b></p> <p>7.1 The ‘Governance Stakeholder Engagement Plan’ had been incorporated into the QIP as part of a recommendation from the External Governance Review conducted in 2021.</p> <p>In January 2025, the CEO agreed to explore the option of incorporating governor stakeholder engagement activity within the College’s wider External Stakeholder Plan.</p> <p>The CEO presented the College Stakeholder Engagement Plan 2025-28 and welcomed members’ input to refine the Plan and to make any required amendments.</p> <p>Members had an in-depth discussion on the Corporation’s availability for additional stakeholder engagement, their existing activity with external stakeholders and their networking capabilities as a collective.</p> <p>Providing ‘governance and oversight to ensure the College’s strategic direction includes robust stakeholder engagement’ would be retained in the Plan. However, the sections outlining specific Governor responsibilities in relation to stakeholder engagement would be removed; with the Plan revised to adopt a more strategically focused approach.</p> <p>Additionally, a Stakeholder Engagement Update would be added to the Schedule of Business as a standing agenda item for the F&amp;GP Committee; to offer assurance and evidence regular discussions on stakeholder engagement and how national, regional and local priorities were being met.</p>	

<p>7.2</p> <p>7.3</p> <p><i>L/LL</i></p>	<p>The CEO highlighted the importance of having at least 2 Link Governors for Skills in place, to ensure sufficient coverage of stakeholder engagement.</p> <p><b>ACTION:</b> The GD to add a Stakeholder Engagement Update to the Schedule of Business under F&amp;GP.</p>	<p><b>GD</b></p>
<p><b>8.</b></p> <p><b><u>Annual Governance Report</u></b></p> <p>8.1</p>	<p>The Committee reviewed the Annual Governance Report for 2024-25 and discussed elements of the report.</p> <p>Members noted that:</p> <ul style="list-style-type: none"> <li>• The overall average governor attendance had exceeded target at 87%.</li> <li>• Equality, Diversity and Inclusion statistics indicated the majority of members were female.</li> <li>• The Corporation as a collective had participated in 11 training courses. The GD advised that this presented a very positive picture and would be published in the Annual Financial Accounts.</li> </ul> <p>Members were pleased to see the breadth of diversity within the Governing Body. The GD advised improvements in training and development were encouraging, with members taking increased ownership of their own CPD and having completed a record high of 173 individual training courses in 2024-25.</p> <p>Members discussed poor areas of attendance and the GD advised that attendance would continue to be closely monitored and that any concerns would be flagged to the Committee.</p> <p>Members reviewed the Corporation and Individual Self-Assessment questionnaire results and engaged in an in-depth discussion on the responses. It was noted that the vast majority of scores and commentary provided were positive, although a number of the comments seemed to run counter to the high scores given. The GD advised in order to enable more actionable feedback and to gain longer term value from the outcomes of the assessments, the wording within the annual questionnaires would be refined. It was agreed that, due to the commentary being anonymous and therefore lacking sufficient context or opportunity for follow-up, it would be excluded from the report prior to being presented to Corporation.</p>	

8.2	<b>ACTION:</b> The GD to consider the wording within the Corporation and Individual Self-Assessment questionnaires.	GD
8.3	<b>RECOMMENDATION:</b> That with the suggested changes, the Annual Governance Report 2024-25 be presented to the Corporation.	
9.	<p><b><u>Verbal Update</u></b></p> <p>9.1 The GD provided a verbal update on the following items:</p> <p>9.2 <b>a. Link Governor</b></p> <p>The Link Governor schedule had been circulated to Governors and areas of interest were currently being collated; the link areas would then be allocated and the Link Visits would be organised.</p> <p>9.3 <b>b. Governor 1:1's</b></p> <p>The Governor 1:1 meetings were currently taking place. The GD advised the data would be analysed and used to inform the Governor training plan. This would be presented at the next S&amp;G Committee meeting in January.</p>	
10.	<p><b><u>Succession Plan &amp; review of skills audit</u></b></p> <p>10.1 In May 2025, the S&amp;G Committee agreed that as the Corporation was at full composition, it would be prudent to identify any skills gaps before considering any further recruitment. It had been agreed that the results of the Skills Audit of Summer 2025 would be brought to the next S&amp;G meeting in September, to allow consideration on any skills gaps. This would then be mapped against the Succession Plan to determine any recruitment requirements on the Committees.</p> <p>10.2 <b>Succession Plan</b></p> <p>The succession plan now included a 'specific skills set' section, populated by skills identified within Governor's CVs, which would help determine what skills would be required when recruiting to a vacancy. There were currently 2 independent Governor vacancies, 1 for the F&amp;GP Committee and 1 for the Q&amp;S Committee.</p> <p>Members requested that the GD invite two individuals who had expressed interest in a Governor role to attend an informal interview with the GD, Chair, and CEO.</p> <p>10.3 <b>ACTION:</b> The GD to invite the two interested parties to attend an informal interview.</p>	GD

10.4	<p><b>Skills Audit</b></p> <p>Findings from the Skills Audit suggest that Skills needs development were, in priority order:</p> <ol style="list-style-type: none"> <li>1. I.T &amp; Education Delivery (HE or FE)</li> <li>2. Community Involvement, Quality Strategy, Education Policy &amp; Marketing</li> <li>3. Estates/ Property</li> <li>4. Remuneration Strategy</li> </ol> <p>Members were pleased to see the breadth of skills represented across the Governing Body and noted that the College was now well positioned to undertake more targeted recruitment of Independent Governors.</p>	<b>GD</b>
10.5	<p><b>ACTION:</b> The GD to categorise the Skills Audit format by Committee.</p>	
11.	<p><b><u>Meeting / training access</u></b></p> <p>11.1 Following the launch of the new IT system in the Boardroom, members were asked to consider online engagement in meetings. The Governance Office had recently conducted a survey through the Clerks' network to gather insight into how other colleges were approaching online, hybrid, and on-site meeting arrangements. The GD shared headline trends from the 68 responses received.</p> <p>Members discussed the benefits and drawbacks of online, onsite and hybrid meetings. Consideration was given to conducting all Committee meetings online, with Corporation meetings being held on-site. Members agreed that they would raise this for discussion at their respective Committee meetings and would feedback at the January S&amp;G meeting.</p> <p><b>ACTION:</b> The GD to add an agenda item on meeting access to the October Q&amp;S and F&amp;GP agendas.</p>	<b>GD</b>
12.	<p><b><u>AoC Code of Governance Compliance 2025-26</u></b></p> <p>12.1 The College adopted the new AoC Code of Good Governance in May 2024 and implementation began at the start of the new academic year. In October 2024, the Corporation agreed to include the new AoC Code of Good Governance in the 2024-25 QIP, to allow for closer monitoring in its first year. The template provided evidenced the College's compliance with the Code.</p> <p>In the Summer 2025, the AoC had conducted a thorough review of the Code and various amendments were made. The GD advised that the Code compliance template for 2025-26 had been updated to reflect</p>	

	<p>these changes and that compliance would continue to be monitored and reported to the S&amp;G Committee.</p> <p>Members were pleased that the Corporation was in a position to comment positively on its adoption and compliance against the Code in its Statement of Corporate Governance which would be published alongside the Annual Financial Accounts.</p> <p>Members requested that brief commentary be added to the section '<i>the Board is conscious of social, technological, economic and policy environments</i>'.</p> <p><b>12.2 ACTION:</b> The GD to make the suggested changes to the Code compliance template.</p>	
<b>13.</b>	<p><b><u>External Board Review</u></b></p> <p>13.1 The External Board Review had drawn a number of conclusions about the strengths and areas for development of the College's Governance. The GD presented the Action Tracker which summarised the recommendations that had been made as part of the review.</p> <p>13.2 Members agreed that the following actions could be removed from the tracker as they were now complete:</p> <p>4 – Develop Committee's scheme of delegation.      8 – Review of risk register.      9 – Review of management accounts and training for non-financial governors.      11 – New Code of Governance to be an area for training and development and used as part of the next self-assessment.</p> <p>13.3 The GD advised that the following actions required further attention:</p> <p>5 – Strengthen Self-Assessment report to include overall assessment and development actions      6 – Engage Student Governors in all aspects of governance      12 – Summary report to be used consistently for all reports      13 – Portal to be reviewed and its use maximised to provide additional value to the governance processes</p> <p>13.4 Members queried the action and intended outcome on Student Engagement and the GD advised this would be looked into and clarified.</p> <p><b>13.5 ACTION:</b> The GD to check the External Board Review report to ascertain the intended outcome on the Student Engagement action.</p>	<b>GD</b>

13.6	Members noted the External Board Review Action Tracker and the good progress that had been made.	
14.	<b><u>Governance Quality Improvement Plan</u></b>	
14.1	<p><b><u>2024-25</u></b></p> <p>The Committee reviewed the 2024-25 Governance Quality Improvement Plan (QIP).</p> <p>It was agreed to roll over the following items onto the 2025-26 plan - Environmental Sustainability, Responsiveness to Local Need and ED&amp;I. In view of the agreed actions under item 7, the Governance Stakeholder Engagement Plan could now be closed off.</p>	
14.2	<p><b><u>2025-26</u></b></p> <p>The Committee reviewed the draft 2025-26 Governance Quality Improvement Plan and discussed its contents, including:</p> <ul style="list-style-type: none"> <li>• Environmental Sustainability</li> <li>• Responsiveness to local need</li> <li>• ED&amp;I</li> <li>• Student Engagement</li> <li>• Safeguarding training for Governors</li> <li>• HE Review (Project Change)</li> <li>• Ofsted Readiness</li> <li>• Link Governor – Skills</li> <li>• Succession Planning</li> <li>• Governor Engagement</li> </ul> <p>It was suggested that the External Board Review be included in the 2025-26 QIP to facilitate effective forward planning and to provide an opportunity for members to agree on the intended scope and areas of focus for the next review.</p>	
14.3	<b>ACTION:</b> The GD to add the suggestion to the 2025-26 Draft QIP prior to it being presented at Corporation for approval.	GD
14.4	<b>RECOMMENDATION:</b> That with the suggested subjects incorporated, the Governance Quality Improvement Plan 2025-26 be recommended to the Corporation for approval.	
15.	<b><u>FE and sixth-form college corporations: governance guide</u></b>	
15.1	The GD updated the Committee on the <i>Further education corporations and sixth-form college corporations: governance guide</i> . The guide sets out the legal and regulatory requirements and	

	<p>recommended practice that apply to further education and sixth-form college corporations and reflects recent changes to statutory and funding requirements and incorporates the best practice elements of the updated Code of Good Governance for English Colleges.</p>	
15.2	<p>The GD highlighted the key changes requiring attention were:</p> <ul style="list-style-type: none"> <li>• Replaced references to 'ESFA' with 'DfE' or 'government'</li> <li>• Updated links to old ESFA pages.</li> <li>• Removed an outdated reference to the Strategic Development Fund (SDF).</li> </ul>	
15.3	<p>The key changes to the guidance would be implemented throughout the key governance documents where applicable.</p>	
15.4	<p>The Committee noted the report.</p>	
<b>16.</b>	<p><b><u>Review of key governance documents:</u></b></p> <p><b>a. <u>Instrument and Articles</u></b></p> <p>As part of the annual review of the Instrument and Articles, there were two proposed changes identified:</p> <ol style="list-style-type: none"> <li>1. Throughout- The change of the Clerks role title to Governance Director.</li> <li>2. Instrument 1f &amp; Article 1f- Updated to reflect the Education and Skills Funding Agency became part of Department for Education in April 2025.</li> </ol> <p><b>b. <u>Standing Orders</u></b></p> <p>There were six proposed changes identified as part of the review:</p> <ol style="list-style-type: none"> <li>1. Consistency on voting rights for Co-opted Committee members - Members were requested to review and clarify the position on voting rights for co-opted members to ensure consistency within the Standing Orders. It was agreed that a Co-opted Committee member would be a non-voting member of a Committee and would not count towards the quorum.</li> <li>2. Throughout- The change of the Clerks role title to Governance Director.</li> <li>3. Removal of the Director of People Services as a SPH role.</li> <li>4. Removal of the Vice Principal Finance &amp; Corporate Services as a SPH role.</li> <li>5. Incorporate the new SPH role of Deputy Chief Executive Officer (Quality &amp; Curriculum).</li> </ol>	

	<p>6. Incorporate the new SPH role of Deputy Chief Executive Officer (Finance &amp; Corporate Services).</p> <p><b>c. <u>Governor's Code of Conduct</u></b></p> <p>Minor changes were suggested, including some alterations to the formatting:</p> <ol style="list-style-type: none"> <li>1. Throughout- The change of the Clerks role title to Governance Director.</li> <li>2. Updated to reflect the Education and Skills Funding Agency became part of Department for Education in April 2025.</li> <li>3. Appendix 2- Updating of the ESFA education and skills agreements and accountability agreements: 2024 to 2025.</li> </ol>	
16.4	<p><b>RECOMMENDATION:</b> That with the proposed changes, the three key documents be recommended to the Corporation for approval.</p>	
<b>17.</b>	<p><b><u>Corporation – October draft agenda</u></b></p> <p>17.1 The Committee reviewed the draft agenda for the Corporation meeting due to take place on 16 October 2025.</p> <p>The GD advised that an action had been taken at the Q&amp;S Committee meeting in June to request that the S&amp;G Committee discuss the attendance of the Assistant Principals (APs) at Committee meetings. This had been raised by the Q&amp;S Committee in terms of having the DSL/ APs attend meetings when there would be Safeguarding and SEND updates.</p> <p>The S&amp;G Committee agreed that APs would be invited to join Corporation meetings for focused items only.</p>	
<b>18.</b>	<p><b><u>Meeting dates 2026-27</u></b></p> <p>18.1 The Committee reviewed the draft proposed schedule of the meeting dates for 2026-27.</p> <p>18.2 <b>ACTION:</b> The GD to circulate the draft schedule of meeting dates for 2025-26 wider to ensure there were no issues.</p> <p>18.3 <b>RECOMMENDATION:</b> That the draft schedule of meeting dates for 2026-27 be recommended to the Corporation for approval.</p>	GD

<b>Policies</b>		
<b>19.</b>	<b>Training and Development Policy for Governors</b>	
19.1	The Training and Development Policy for Governors had been updated to reflect the change of the Clerks role title to Governance Director.	
19.2	Members requested that some of the policy wording be revised to reflect a more advisory, rather than compulsory tone.	
19.3	<b>RECOMMENDATION:</b> That with the proposed changes, the Training and Development Policy for Governors be recommended to the Corporation for approval.	
<b>Any Other Business</b>		
<b>20.</b>	<b><u>Items for report to the Corporation</u></b>	
20.1	<ul style="list-style-type: none"> <li>Minutes of meetings -25 September 2025</li> <li>Strategic Planning Event - draft agenda</li> <li>Annual Governance Report</li> <li>Governance Quality Improvement Plan 2025-26</li> <li>Changes to key governance documents</li> <li>Meeting dates 2026-27</li> <li>Training and Development Policy for Governors</li> </ul>	
<b>21.</b>	<b><u>Any other business</u></b>	
21.1	There was no other business.	
21.2	The Chair closed the meeting at 19:24.	
<b>22.</b>	<b><u>Meeting Evaluation</u></b>	
22.1	To be circulated by the Deputy Governance Director.	<b>DGD</b>

Approved by the Committee:

.....**P.Birtles**..... .....**15.01.26**.....

Signed by the Chair

Date

#### **Agreed actions**

<b>No</b>	<b>Minute</b>	<b>Action</b>	<b>Who?</b>
1	5.2	The DCEO Q&C and VPQT&L to organise a session on Student Voice.	VPQT&L/DCEO Q&C

2	5.3	The GD and DCEO F&CS to adjust the timings of the Strategic Planning Event Agenda to accommodate a session on Student Voice.	GD/ DCEO F&CS
3	5.4	That the amended Strategic Planning Event Draft Agenda be shared with the wider Corporation.	GD
4	7.3	The GD to add a Stakeholder Engagement Update to the Schedule of Business under F&GP.	GD
5	8.2	The GD to consider the wording within the Corporation and Individual Self-Assessment questionnaires.	GD
6	10.3	The GD to invite the two interested parties to attend an informal interview	GD
7	10.5	The GD to categorise the Skills Audit format by Committee.	GD
8	11.2	The GD to add an agenda item on meeting access to the October Q&S and F&GP agendas.	GD
9	12.2	The GD to make the suggested changes to the Code compliance template.	GD
10	13.5	The GD to check the External Board Review report to ascertain the context intended outcome on the Student Engagement action.	GD
11	14.3	The GD to add the suggestion to the 2025-26 Draft QIP prior to it being presented at Corporation for approval.	GD
12	18.2	The GD to circulate the draft schedule of meeting dates for 2025-26 wider to ensure there were no issues.	GD
13	22.1	Meeting Evaluation to be circulated by the Deputy Governance Director.	DGD