

**Minutes of the meeting of the Governance and Search Committee held on Wednesday
11 June 2025 at 5pm**

Present: Simon Perryman (Chair) (by Teams)
Carol Cooper-Smith (Governor)
George Graham (Governor) (by Teams)
Marie Lang (Governor) (by Teams)

In attendance: David Akeroyd (Principal/CEO Designate)
Heather Jackson (Director of Governance & Clerk) (By Teams)

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PROCEDURAL MATTERS	
G&S25/001	Agenda Item No. 1: Quorum The meeting was quorate.
G&S25/002	Agenda Item No. 2: Apologies for Absence Apologies were received from Helen Jaggar & Matt Mills.
G&S25/003	Agenda Item No.3: Declarations of interest: There were no declarations of interest.
G&S25/004	Agenda Item No.4: Minutes of the Governance and Search Committee held on 22 October 2024. The minutes were approved as a correct record. It was RESOLVED to approve the Minutes of the meeting held on 22 October 2024.
G&S25/005	Agenda Item No. 5: Actions arising from previous meetings. The Clerk noted that the David Eade fraud case had now been resolved and the College had received £32,640.77 in total. A new governor had been

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	<p>recruited from the education sector (Carly Speechley). Membership of Governance & Search and the Remuneration committee had been reviewed and Matt Mills had been invited to join both groups.</p> <p>The external board review update had been shared with Sandra Prail and an updated version was available on the website.</p> <p>It was RESOLVED to note the Rolling Action List.</p>
G&S25/006	<p>Agenda Item No. 6: Any other business</p> <p>As the Clerk was leaving the College after the summer, it was proposed that succession planning and external board review agenda items be postponed until a replacement was found.</p>
G&S25/007	<p>Agenda Item No. 7: Board Constitution and appointments.</p> <p>The Clerk presented the Board Constitution and appointments papers.</p> <p>Governors discussed the constitution, terms of office, roles and succession planning.</p> <p>Governors noted the changes in committee membership. Carol Cooper-Smith would take on the role of Chair. George Graham would Chair Remuneration committee and Matt Mills would join the committee.</p> <p>There had been a successful governor recruitment exercise and two governors and one co-optee had been appointed. Leon Etherington and Stacey Ledger would join Audit & Risk Committee and Samantha Dixon would be asked to join ITS Board.</p> <p>Carrie Sudbury would be asked to Chair ITS.</p> <p>It was agreed that George Graham would Chair Remuneration Committee and assist the Chair in SPH appraisals. Carol Cooper-Smith would Chair Governance and Search and the terms of reference would be amended accordingly.</p> <p>Following the planned changes at ITS, Gavin Day, Tracey Johnson and Carrie Sudbury would join ITS and Smartstyle as Directors.</p> <p>The Link Governor programme had been reviewed and a paper would be presented to Board in July for approval.</p> <p>A Deep Dive on 14-16 was agreed for the next academic year.</p>

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	<p>A report had been produced on the Weston College following the FE Commissioners report and had been presented to Audit & Risk last night. Amendments to the remuneration committees' terms of reference were recommended to expand reporting and detail for all SPH's. The committee noted that the college already fully complied with all recommendations.</p> <p>The committee approved the introduction of deputies for the Student Union.</p> <p>It was agreed that the Clerk and the Chair would review potential providers for the external board review and make a proposal to the committee at its meeting in October.</p> <p>Amendments were noted to Governor's attendance at events and there was a discussion on the value of external training from the AoC and ETF. It was agreed that potential Chairs should undertake the Chairs development programme.</p> <p>It was RESOLVED to recommend to the Board the following amendments:</p> <ul style="list-style-type: none"> - Appointment of George Graham as Chair of the Remuneration Committee and participant in SPH appraisals. - Appointment of Carol Cooper-Smith as Chair of the Governance & Search Committee. - Appointment of Matt Mills to the Governance & Search and Remuneration Committees. - Appointment of Carrie Sudbury as Chair of ITS in the Autumn. - Appointment of Carrie Sudbury, Gavin Day, Tracey Johnson, and Samantha Dixon as Directors of ITS and Smartstyle. <p>It was RESOLVED to recommend for approval to the Board the introduction of deputies at the Student Union</p> <p>It was RESOLVED to note the report.</p>
<p>G&S25/008</p>	<p>Agenda Item No. 8 – Succession Planning</p> <p>Succession planning was postponed until the next meeting.</p>

G&S25/009	<p>Agenda Item No. 9: External Board Review</p> <p>The external board review paper was postponed until the next meeting; however, it was agreed that the Clerk and Chair would review providers over the summer and make a recommendation to the Committee in October.</p>
G&S25/010	<p>Agenda Item No. 10: Review of Governor Surveys</p> <p>The Clerk presented the proposed governor surveys for 2025, which will be issued immediately following the meeting. The surveys are intended to inform the upcoming one-to-one meetings with the Chair, scheduled for June and July.</p> <p>Amendments to the survey were agreed, including:</p> <ul style="list-style-type: none"> • A section to identify potential future leaders within the Board. • Opportunities for governors to reflect on their personal highlights and lowlights of the year. • A review of Board values and behaviours. • <p>There was a discussion regarding the potential for gathering feedback from the executive team on governor performance. It was agreed that the Principal would explore this further and report back.</p> <p>It was RESOLVED to approve the Governor Surveys with agreed amendments.</p>
G&S25/011	<p>Agenda Item No. 11 External Review Actions & Governance Improvement Plan</p> <p>The Clerk noted the updates to the External Board Review Action Plan. The plan would be handed over to the new Director of Governance to review and action.</p> <p>It was RESOLVED to note the update and recommend the Governance Improvement Action Plan to the Board for approval.</p>
G&S25/012	<p>Agenda Item No. 12 Review of Policies & Procedures</p> <p>The Clerk presented a paper outlining the annual review of Board policies and procedures.</p> <p>Key updates included:</p> <ul style="list-style-type: none"> • General Policy Updates: All policies were updated to reflect the closure of the Education and Skills Funding Agency (ESFA). • Instrument & Articles and Standing Orders: Amendments were made to incorporate the roles of Designate Chair and Vice Chair, as approved by the Board in March 2025.

	<ul style="list-style-type: none"> • Governance & Search Committee Terms of Reference: Membership numbers were revised, and provisions were added to allow any member to serve as Chair. • Remuneration Committee Terms of Reference: These been reviewed in line with recommendations from the FE Commissioner’s report on Weston College. Amendments include the addition of a new member and enhanced reporting requirements regarding senior postholder remuneration packages. • SPH Pay Implementation: It was agreed that the Vice Principal Corporate Services would confirm that the Board’s instructions regarding Senior Post Holder (SPH) pay had been implemented. • Recruitment and Selection Policy: This policy was updated to reflect recent changes in the powers of the Secretary of State. <p>It was RESOLVED to note the report and recommend the proposed changes to the Board for approval.</p>
G&S25/013	<p>Agenda Item No.13: Effective SPH Appraisals</p> <p>The committee agreed that the senior postholder (SPH) appraisal paperwork would be reviewed to reflect the recommendations of the report.</p> <p>It was RESOLVED to update the SPH paperwork to reflect the recommendations from the Effective SPH Appraisal report.</p>
G&S25/014	<p>Agenda Item No. 14: Any other Business</p> <p>An interview date of 20 August was agreed for the Director of Governance role.</p>
G&S25/015	<p>Agenda Item No. 15: Date and time of next meeting</p> <p>Tuesday 7 October 2025 – 4pm</p>

The meeting closed at 5:58pm