



**SEARCH AND GOVERNANCE COMMITTEE**

**Minutes of the Search and Governance Committee meeting  
held on 3 October 2022 at 9:30am on MS Teams**

<b>Present</b>	Patrick Newberry	PN	Chair
	John Evans	JE	Principal and CE
	Wilf Hudson	WH	
	Ian Tunbridge	IT	
	Jane Warren	JW	
	Geoff Warring	GW	
	Pat Wilde	PW	
<b>In Attendance</b>	Wendy Randle	WR	Director of Governance

Item		Action
1	<p><b>WELCOME, APOLOGIES AND DECLARATION OF INTEREST</b></p> <p>The full Committee were present. It was noted that the Committee Terms of Reference had been amended therefore the Chair of the Major Capital Projects Committee, Jane Warren, would be part of the Committee. JW joined at the meeting at 10:30am.</p> <p>There were no further interests to declare than those previously disclosed on the members' register of interests.</p>	
2	<p><b>MINUTES</b></p> <p>2.1 The minutes from the meeting held on 6 April 2022 were agreed to be a true and accurate record of the meeting and were approved by the Committee.</p> <p>2.2 <b>MATTERS ARISING REPORT</b></p> <p>A matters arising report had been circulated prior to the meeting. It was agreed that outstanding actions be updated by the next Committee meeting.</p>	
3	<p><b>BOARD MEMBERSHIP</b></p> <p>3.1 <b>Recruitment and vacancies (inc staff and students)</b></p> <p>A paper on Board membership had been circulated prior to the meeting. A lengthy discussion took place, the Committee noted the following:</p> <ul style="list-style-type: none"> <li>▪ The Board should consider recruiting up to five Governors; noting that interviews were to be scheduled for two recent applications.</li> <li>▪ In light of recent recruitment outcomes, adopt a targeted skills based approach to recruiting. Increasing membership for the Audit and Risk and Finance and Resources Committees would be a priority.</li> <li>▪ That the Board should be realistic regarding the role responsibilities and time commitment with new Governors. It was understood that time and other commitments were the main reasons for Governors recently leaving the Board.</li> <li>▪ Consider the use of the co-opted Committee member role for succession planning.</li> <li>▪ The processes that form part of recruitment to improve EDI on the Board.</li> </ul>	

	<ul style="list-style-type: none"> <li>▪ Consider the DfE FE recruitment offer to support with specific skills sets or Board diversity if needed.</li> <li>▪ That co-opted Committee members could fulfil the role virtually which could widen the pool of applicants. Retain the role of Governor for those living in Cornwall and Devon.</li> </ul> <p>In summary the Committee agreed to focus recruitment on the follow areas, whilst encouraging representation from local business, health and local authority:</p> <ul style="list-style-type: none"> <li>▪ to further develop the educational skills set of the Board, agreeing to retain two Board positions for representatives from a school or MAT for either a Head or Chair of Board.</li> <li>▪ one position for land based, ideally to include environment and sustainability.</li> <li>▪ other roles to focus on Health and Safety, Finance and Commercial.</li> </ul>	
4	<p><b>CHAIR, VICE CHAIR &amp; COMMITTEE CHAIR SUCCESSION PLANNING</b></p> <p>A discussion took place on the succession planning for the roles of Committee Chairs. It was agreed that the Committee Chairs were best placed to identify a successor and that Committee Chair appointments should be for two years. The Committee Chairs are asked to confirm their end of term of office with the Director of Governance for ratification by Board.</p> <p>The Committee agreed to recommend that Lead Governors fulfil such roles for a term of 3 years, where this coincides with their overall term of office.</p>	<p>ALL</p> <p>PN</p>
5	<p><b>BOARD SELF ASSESSMENT</b></p> <p>It was reported that the annual Board self assessment would be considered at an additional Search and Governance meeting to be scheduled in advance of the December Board meeting, in order for the Committee review meetings to take place; the outcomes from these sessions will be incorporated in the Governance Action Plan.</p>	WR
6	<p><b>BOARD TRAINING AND DEVELOPMENT</b></p> <p>6.1 <b>Summary of outcomes 2021/22</b></p> <p>The Committee received the report noting a good balance of training had been completed over the academic year.</p> <p>6.2 <b>Training and Development plan 2022/23</b></p> <p>A discussion took place on the report proposed. The Committee agreed the need to keep abreast of items on the national agenda which are supported by the weekly AoC updates and the presentations from AoC at the Board Strategy Days. It was noted that the Director of Governance, Principal and Chair attend regional networking sessions and whilst the Committee noted the benefits of external Committee Chair networking sessions, they also noted Governor time constraints.</p> <p>The Committee agreed a more tailored induction for newer Governors and to shape the direction of individuals' CPD, noting the benefits of the Beyond the Boardroom programme in achieving this.</p>	
7	<p><b>GOVERNANCE ACTION PLAN (GAP)</b></p> <p><b>2022/23 GAP</b></p> <p>To be reviewed at the next Committee meeting once all Committee review meetings have taken place.</p>	
8	<p><b>REVIEW OF GOVERNANCE PROCEDURES</b></p> <p>8.1 <b>Rules for the conduct of the Search and Governance Committee</b></p>	

<p>8.2</p> <p>8.3</p>	<p>The Committee noted the proposed changes to ensure processes reflect updated guidance in Keeping Children Safe in Education 2022. The Committee agreed to recommend to Board the approval of the Rules for the conduct of the Search and Governance Committee.</p> <p><b>Standing Orders</b> The Committee noted the unchanged Standing Orders.</p> <p><b>Terms of Reference</b> The Committee noted the proposed amendment to the Committee Terms of Reference to include the Chair of the Major Capital Projects had been approved by Board via written resolution.</p>	<p>PN</p>
<p>9</p>	<p><b>SCHEME OF DELGEGATON</b> The Committee reviewed the proposed Scheme of Delegation circulated. It was reported that a further document had also been created which outlined in detail compliance requirements.</p> <p>The Committee reviewed the items for action and agreed the following:</p> <ul style="list-style-type: none"> <li>▪ That the F&amp;R Committee would no longer review the financials of the annual report as the external auditors present at the December Corporation in line with ESFA requirements.</li> <li>▪ Identify the risks on the Group Risk Register that require review by MCP Committee.</li> <li>▪ That the elements linked to staffing would be considered at both a Strategy Day in line with the People Strategy and also within a Committee, probably (subject to confirmation after discussion by the Committee, F&amp;R).</li> <li>▪ HE Committee to approve the HE Fees within the parameters to be set by Finance and Resources.</li> <li>▪ That Committee Chairs be appointed for a two year term and that existing Committee Chairs determine the balance of their existing term.</li> </ul> <p>Committee Chairs were asked to forward any further comments on the Scheme of Delegation relative to their Committees to the Director of Governance by 10/10/22. The Committee agreed to recommend to Board the approval of the Scheme of Delegation.</p>	<p>GW</p> <p>ALL PN</p>
<p>6</p>	<p><b>DATES OF NEXT MEETINGS</b> 14/11/2022, 2-3pm 18/01/2023, 9:30am 26/04/2023, 9:30am</p>	