

**PUBLIC MINUTES OF GOVERNANCE, SEARCH & REMUNERATION
COMMITTEE MEETING HELD ON 14TH DECEMBER 2022
(Combination of In-Person and On-line Attendance)**

PRESENT:	Alistair Brooks Debra Gray Joey Greenwood Rob Lawson Rachel Storr	External Governor Principal/CEO External Governor External Governor External Governor (Chair)
IN ATTENDANCE:	Catherine Sykes Lesley Venables	Director of Governance Designate Interim Director of Governance
Min. No.		
1	Governors were welcomed to the first meeting of this committee, which combined the Governance, Search and Remuneration functions of the Corporation.	
2	Apologies For Absence Apologies for absence were received from Tom Dannatt (External Governor).	
3	Declarations Of Interest Relevant to The Agenda There were no declarations relating to any agenda items.	
4	Appointment of Chair Resolved – That Rachel Storr be appointed as Chair for the 2022/2023 academic year	
5	Terms of Reference The Chair of the Corporation reported that the intention of this committee was to provide a forum for discussion between all committee chairs and an opportunity for forward planning of the Board's business. It was agreed that the committee would meet 4 times in each academic year and that this would be built into the terms of reference. Resolved – That, subject to the amendments made above, the Corporation be recommended to approve the Committee's revised terms of reference	
6	Minutes of Remuneration Committee Meeting Resolved - That the minutes of the Remuneration Committee meeting held on 14 th June 2022 be approved as a correct record and signed by the Chair.	
7	Matters Arising Governors received for information a progress report on the actions identified at the previous meeting and noted that these had all been completed.	
8	Governor Recruitment The Chair of the Corporation reported that, through a scheme introduced by the FE Commissioner's office, Peridot Partners had sourced a total of 6 candidates for the existing vacancies on the Corporation. All individuals had been of a high quality and brought additional skills to the overall profile, so it had been recommended by the selection panel that all 6 should be appointed. Governors received a summary of each individual, their backgrounds and skills. The Principal suggested that 3 of the new governors had the appropriate experience to populate the proposed Higher Education Oversight Committee, which would provide a greater level of scrutiny of the College's HE provision. It was agreed that this Committee should be a full Corporation committee, rather than a sub-set of the Standards Committee, and that whoever was appointed to chair the new committee would also become a member of this group. There would still be a report on HE provision at each Standards Committee meeting.	

	<p>Nomination and election processes would be implemented in the New Year for both the student and staff governors.</p> <p>Resolved -</p> <ol style="list-style-type: none"> 1 That the Corporation be recommended to approve the appointment of the following governors with effect from 14th December for a 3 year term of office: Matthew Child Ahmed Elsaragy Gary Gallon Joanne Masterson Colin Raban Kathryn Shillito 2 That the Corporation be recommended to approve the establishment of an HE Oversight Committee, the membership of which should include Ahmed Elsaragy, Joanne Masterson and Colin Raban 3 That the Chair of the HE Oversight Committee be included in the membership of the Governance Committee 4 That nomination and election processes for the staff and student governors take place in the New Year
9	<p>Succession Planning</p> <p>The Interim Director of Governance advised that the terms of office of 4 external governors would expire at the end of the current academic year. All were in their first terms, which meant that the Corporation could decide to reappoint each individual. It was agreed that the Chair of the Corporation would discuss their aspirations during 1:1 meetings to be arranged in the New Year.</p>
10	<p>Committee Memberships</p> <p>Resolved - That the Corporation be recommended to approve the following amendments to the schedule of committee memberships, subject to discussion with each governor:</p> <p>Ahmed Alsaragy – HE Oversight Committee Colin Raban – HE Oversight Committee and Standards Committee Gary Gallen – Finance & Resources Committee Tom Dannatt to be removed from Standards Committee John Duncan to transfer from Finance & Resources Committee to Audit Committee Joanne Masterson – Audit Committee and HE Oversight Committee Kathryn Shillito – Finance & Resources Committee Matthew Child – Standards Committee</p>
11	<p>Presentation of Committee Reports</p> <p>It was agreed that an enhanced level of detail should be included in the summary reports accompanying each agenda item, which would cover the rationale for the item under discussion and its alignment to the College's strategic aims.</p>
12	<p>Governor 1:1 Process, Induction and Training</p> <p>These processes would be discussed by the Chair of the Corporation and the new Director of Governance in January 2023.</p>
	<p><u>DATE AND TIME OF NEXT MEETING</u></p> <p>To be agreed</p>

Approved by the Governance Search & Remuneration Committee at the meeting held 27th April 2023.