



# Minutes of the Search Committee Meeting held on Wednesday 23 October 2024 at 10.30am via Teams

**Present:** Janet Gater (*Principal*)  
Mick Martin (*Foundation Governor*)  
Helen Stevenson (*Foundation Governor*) – Chair

**In attendance:** Ruth Potter (*Clerk*)

*The Chair opened the meeting in prayer.*

## **1. ROUTINE AND STANDING ITEMS**

### **1.1 Declarations of interest**

Attendees were invited to declare whether they had any direct or indirect personal, prejudicial or pecuniary interest or conflict of interest in any matter which formed part of the agenda for this meeting or was likely to be discussed at this meeting. No interests other than those already declared and recorded on the Register of Interests were noted.

### **1.2 Apologies for absence**

All members were present. The meeting was declared quorate.

### **1.3 Items to be included under urgent business**

The Committee accepted one item of urgent business:

- Governing Body strategic planning session

### **1.4 Minutes of the Search Committee meeting held on 18 June 2024 (*previously circulated*)**

The minutes were approved as a correct record and would be signed by the Chair in accordance with Article 12 (3) of the Articles of Government. The publication of the minutes was authorised in accordance with Article 13.

### **1.5 Matters arising from the minutes (*previously circulated*)**

Committee members noted the items on the action log prepared by the Clerk.

## **2. GOVERNING BODY REVIEW**

### **2.1 Governing Body attendance 2023-24 (*previously circulated*)**

The Committee considered the two separate reports which had previously been circulated, namely:

- Attendance Figures 2023-24 – this report provided overall attendance statistics for all Full Governing Body (FGB) meetings and all Committees.
- Attendance data relating to individual Governors and Associate Members during the last academic year.

It was noted that the average attendance rate across all governance meetings during the year was 87%. This was comparable to the benchmarked average attendance rate of 82% identified by the annual survey of FE and Sixth Form Colleges. No concerns were raised with regard to individual governor attendance.

The Clerk put on record her thanks to all Governing Body members for their sustained commitment and attendance during the year.

**Resolved:**

- **That the Governing Body Attendance Report be received and noted.**

**2.2 Skills Audit 2024** *(previously circulated)*

The Committee considered the anonymised analysis of the skills audit undertaken in August 2024. The Clerk indicated that the response rate from Governing Body members was 100%. It was noted that none of the areas had resulted in an average score below three, hence no significant skills/experience gaps were identified.

Discussion ensued on the collective depth and breadth of professional qualifications and experience across the Board. The recent appointment of a qualified chartered accountant as a Co-opted Governor had strengthened the financial expertise on the Board and Audit Committee. Additional skills and experience in the areas of HR, sixth-form sector education, and law were identified as desirable to strengthen the overall skills set. These would be prioritised during future recruitments.

**Resolved:**

- **That the Skills Audit Report be received and noted.**

**2.3 Governing Body training and development annual review** *(previously circulated)*

The Clerk referred members to the Governing Body training log for 2023-24 which recorded all the training and development activities undertaken by board members during the year. A range of activities was noted, including in-house training such as governor induction sessions, safeguarding and prevent updates, briefings delivered prior to governor meetings, and external briefings such as Sixth Form College Association (SFCA) governance webinars. The Clerk confirmed that a summary of this activity would be included in the financial statements in line with reporting requirements.

Members' views on the draft Governing Body Training and Development Plan for 2024-25 were invited. The proposed plan, prepared by the Clerk using evidence from the skills audit responses and 1-2-1s with the Chair, included:

- Mandatory training – Safeguarding and Prevent, Health and Safety, Equality, Diversity & Inclusion (EDI)
- Additional bespoke training – online sessions on academisation, Ofsted inspection, overview of funding process and individual learner record.
- Ongoing training opportunities – SFCA Governance Webinar Programme, ETF Governance Development Programme, and Eversheds Education Webinar Programme.

Discussion ensued regarding the planned Health and Safety training which was scheduled to take place prior to the next Governing Body meeting in December in order to align with the presentation of the Health and Safety Annual Report. It was agreed that the focus of this training should be on governors' responsibilities and assurance mechanisms.

EDI training was planned for the Spring Term, however upon discussion it was agreed that this training should be scheduled to ensure EDI impacts arising from upcoming employment rights legislation could be properly reflected.

The Chair concluded by confirming that during her 1-2-1 discussions with governors during the summer break, there had been positive feedback on the training opportunities made available to governors.

**Resolved:**

- **That the Governing Body training and development log for 2023-24 be received and noted.**
- **That the Governing Body training and development plan for 2024-25 be approved subject to further consideration of the timing of EDI training.**

**ACTION – Consider scheduling of EDI governing body training to ensure it is timed for maximum impact**

**2.4 Register of Interests annual review *(previously circulated)***

The Chair referred members to the Register of Interests which had been updated by the Clerk following receipt of governors' annual declarations. The updated Register would be published on the College's website.

**Resolved:**

- **That the Governing Body Register of Interests be received and noted.**

**ACTION – Publish updated Register of Interests on College website**

**2.5 Governing Body EDI annual review *(previously circulated)***

The Clerk referred members to this anonymised report which was based upon data collected from board members in August 2024. The report also provided comparative and benchmark EDI data from:

- Students (based on 2024 enrolment data)
- St Helens Local Authority area (based on 2021 census data)
- FE Governor Workforce data for sixth form colleges (based on 2022-23 academic year)

Key insights into the data were noted with regard to board composition as determined by four key protected characteristics: gender, ethnicity, disability, religion and belief. In addition, the age range distribution amongst Governing Body members was noted.

Improvements since last year were noted with regard to female representation on the Board, age range distribution, and disability representation. Discussion ensued on those areas where underrepresentation remained.

EDI priorities for the year ahead were discussed. These were confirmed as:

- Address vacancies on Governing Body through the recruitment of skilled and experienced individuals, representative of the wider College community. Targeted recruitment of women and people from ethnic minority backgrounds.
- Expand EDI form to collect data on educational background to provide additional insight into diversity of thought and lived experience on the Board.

The Governing Body EDI annual review would be fed into the whole College EDI report in the Spring Term.

**Resolved:**

- **That the Governing Body EDI annual review be noted and EDI priorities for the year ahead agreed.**

**ACTION – Include additional EDI questions on next year's form to collect data on lived experience (e.g. educational background).**

**2.6 Membership and Succession Planning Update** *(previously circulated)*

The Chair referred members to the Clerk's report from which the following points were highlighted:

Governors with terms of office due to expire during 2024-25

Three governors had terms of office due to expire later in the academic year and all three had confirmed that they would be willing to serve another term of office should this be recommended. Discussion ensued on the balance to be struck between stability on the Board and the potential benefits of bringing in new members. Given the ongoing Foundation Governor vacancies, and the specific skills sets of the individuals in question, it was anticipated that there would be a strong argument to consider a further term of office in order to ensure the sustained, successful operation of the Board. Further consideration would be given at the next meeting when the success of the ongoing open recruitment activity to address existing vacancies would be known.

Chair and Vice Chair terms of office

A number of key leadership roles were due to come up for election during the year and the Clerk emphasised the importance of effective succession planning to mitigate any arising governance risks. Governors' 1-2-1 meetings with the Chair had proved useful in identifying the intentions and aspirations of individual members. As a result, the Clerk confirmed that she had had individual conversations with a number of governors. No immediate risks were anticipated, but this would be kept under review as the year progressed.

Vacancies

The Staff Governor election process would be conducted after the half-term break and it was anticipated that an appointment would be referred directly to the Governing Body for approval at its December meeting.

Foundation Governor vacancies continued to be advertised and were due to be included in this week's Parent Newsletter.

**Resolved:**

- **That the membership and succession planning update be received and noted.**

**ACTION – Staff Governor election and appointment**

**3. GOVERNANCE DEVELOPMENT**

**3.1 Board Member Survey 2024** *(previously circulated)*

The Chair referred members to the report the Clerk had produced containing the anonymised results of the annual board member survey conducted in July 2024. The feedback received was considered as part of the annual governance self-review process.

**Resolved:**

- **That the Board Member Survey 2024 report be received and noted.**

**3.2 Annual Report on Board Member 1-2-1s with Chair** *(previously circulated)*

The Chair of Governors presented this report on the outcome of her 1-2-1 meetings with board members during the summer break. The Chair put on record her thanks to all those who had attended the meetings and reflected on how useful she had found them as a means of checking in with individual governors and helping to plan for the year ahead. The key themes arising from these meetings were highlighted in the report and fed into the governance self-assessment process.

**Resolved:**

- **That the annual report on board member 1-2-1s with the Chair be received and noted.**

**3.3 Code of Governance – annual review of compliance** *(previously circulated)*

The Clerk presented an updated self-assessment report against the principles of good governance set out within the Charity Governance Code. It was noted that this review had been considered by the Audit Committee as part of its overarching assurance work. The Clerk explained that the external governance review had provided an additional means of external assurance and evidence across a number of the key principles contained within the Code. Suggested areas for development had been incorporated into the draft Governance Self-Assessment Report (SAR) and Quality Improvement Plan (QIP).

**Resolved:**

- **That the code of governance annual review of compliance be received and noted.**

**3.4 Governance SAR and QIP** *(previously circulated)*

The Clerk presented the draft Governance SAR and QIP for consideration. The main source of evidence used to formulate the documents had been the external governance review report. In addition, consideration had been given to key themes arising from the board survey, Chair's 1-2-1s, skills audit, attendance records and KPIs. Analysis of these sources of evidence had resulted in the identification of five key areas for development, with the QIP acting as the vehicle through which specific actions to drive this improvement could be recorded and monitored.

Discussion ensued on the content of the documents and members confirmed the identified areas for development and associated action plan. The Clerk explained that she had cross referenced all actions contained with the external board review action log and – where appropriate – carried these over into the QIP. The only actions that had not been carried over were those that had already been closed out or were imminently due to be addressed.

Members discussed the validation process for the Governance SAR and QIP and it was agreed that the documents would be presented to the full Governing Body for

final scrutiny and approval at its next meeting. In the meantime, the content would feed through into the Leadership and Management section of the Whole College SAR which was due to be validated at the beginning of December.

**Resolved:**

- **That the Governance SAR and QIP be recommended for approval to the Governing Body.**

**ACTION – FGB agenda item**

**3.5 Governing Body Visits Protocol (*previously circulated*)**

The Clerk referred members to one of the actions arising out of the external governance review which had been reflected in the Governance QIP. In response to this, a Governing Body Visits Protocol had been drafted in order to set out the various visit opportunities available to governors as a means of triangulating evidence. The Protocol also set out the ground rules and expectations for conducting visits as well as the reporting back mechanisms to the full Governing Body.

Following discussion, members recommended approval of the Visits Protocol to the full Governing Body subject to removal of the word ‘learning’ at point (b) of the ‘Other formal visits’ section.

**Resolved:**

- **That the Governing Body Visits Protocol be recommended for approval to the Governing Body.**

**ACTION – FGB agenda item**

**3.6 Procedure for Complaints Against the Governing Body, Board Members and the Clerk (*previously circulated*)**

The Clerk confirmed that the Procedure had been reviewed in line with its triennial review cycle. In addition, the Clerk indicated that Eversheds had recently updated its template procedure and the minor amendments proposed reflected the new Eversheds version. Final approval of the Procedure rested with the full Governing Body.

**Resolved:**

- **That the Procedure for Complaints Against the Governing Body, Board Members and the Clerk be recommended for approval to the Governing Body.**

**ACTION – FGB agenda item**

**4. COMMITTEE EFFECTIVENESS**

**4.1 Review of Committee cycle of business and terms of reference (*previously circulated*)**

The Clerk referred members to the Committee’s cycle of business which had been reviewed and updated. The cycle was confirmed and no further amendments were proposed.

Members were also invited to conduct an annual review of the Terms of Reference. The Clerk indicated that specific consideration should be given to the membership

clause as the current terms provided for a membership of four comprising three governors plus the Principal, the quorum being three. In practice, since the resignation of former member Tracy Mawson, the Committee has acted with three members and has always achieved its quorum requirements. Following discussion, members recommended that the membership clause be amended to replace the phrase 'plus the Principal' with 'including the Principal' in order to reduce the membership.

**Resolved:**

- **That an amendment to the membership provision of the Search Committee Terms of Reference be recommended for approval to the Governing Body.**

**ACTION – FGB agenda item**

**4.2 Review of KPI performance 2023-24 and approval of KPIs 2024-25 (*previously circulated*)**

The Chair advised governors that the Committee was required to review its own performance annually and presented an analysis of performance against agreed KPIs from the previous academic year. It was noted that all KPIs had been achieved.

No amendments to the draft KPIs for 2024-25 were proposed.

**Resolved:**

- **That the Search Committee KPIs for 2024-25 be approved.**

**4.3 Review of Committee Skills Analysis and Training Plan (*previously circulated*)**

The Chair presented an anonymised analysis of the 2024 skills audit responses for Search Committee members. It was noted that the average score for all questions was three or above. As a result, no significant skills gaps were evident on the Committee.

Members were reminded of the training opportunities available to all members as discussed under item 2.3. Members were invited by the Clerk to flag any additional, bespoke training that might be required to support the work of the Committee. None was identified.

**Resolved:**

- **That the Search Committee skills analysis report be received and noted.**

**5. OTHER MATTERS**

**5.1 Governor Training**

Members were invited to update the Clerk on any training activities they had completed since the last meeting. No activities were reported.

**5.2 Any Other Urgent Business**

**Strategic Planning Session**

The Clerk updated members on the survey conducted of Board members to ascertain availability for a full afternoon strategy session in January. Following discussion, it was agreed that the date should be confirmed as Thursday 30 January 2025. Venue options were discussed and further liaison would take place with the Chair and Principal before a final booking was made. In the meantime, the Clerk would send an

appointment for 30 January to all Board members in order to reserve the date in people's diaries.

**5.3 Date of next meeting**

Monday 3 March 2025 at 3pm

The Chair thanked everyone for their attendance and contribution at the meeting. There being no further business to address, the Chair closed the meeting at 11.30am.

Signed by the Chair  \_\_\_\_\_

On this day \_\_\_\_\_ 3 March 2025 \_\_\_\_\_