

Minutes

SEARCH & GOVERNANCE MEETING

Date:	30 October 2023	Time:	6.00 PM
Chairperson:	Sally Osmond	Location:	Newbury College, UCN Room 284, Monks Lane, Newbury, RG14 7TD

Members	Name	Present	Role
1	Chris Wilson (CW)	*	External Member & Chair of Audit Committee
2	Glyn Howells (GH)	*	External Member & Chair of Finance Committee
3	Sally Osmond (SO)	*	External Member Chair & Chair of Corporation
4	Prof. Gavin Brooks (GB)	*	External Member & Chair of Curriculum and Quality Committee
5	Iain Wolloff (IW)	*	Principal & Chief Executive
In Attendance:	Heather Large (HL)	*	Governance Professional
Quorum:	3 required	*	3 present at start - meeting quorate

Item No.	Item	Reports
1.	WELCOME The Chair welcomed all to the meeting and thanked all for attending. The Chair introduced Chris Wilson as the newest member for the Search and Governance Committee as his role is Chair of the Audit Committee.	
2.	APOLOGIES FOR ABSENCE There were no apologies for absence.	Verbal
3.	DECLARATIONS OF INTERESTS There were no declarations of interest made in any of the agenda items or any conflicts of interests recorded.	Verbal
4.	MINUTES OF THE PREVIOUS MEETING To approve the Minutes of the meeting held on 6 March 2023. The minutes were unanimously approved by the Board.	Paper p.3
5.	MATTERS ARISING FROM THE MINUTES There were no matters arising.	Verbal
6.	REVIEW OF GOVERNANCE MATTERS The Chair advised the Committee that recruitment of Corporation members continue but with a specific remit of finding members with the right skills to ensure a breadth and depth of the right skills and a sharing of the duties and responsibilities. A new Corporation member has been found by the name of Russell Shackleton who has extensive experience in risk management and audit. Russell is willing to join the Audit Committee as Vice Chair and would certainly	Paper p.3

	add relevant skills and experiences to contribute to the work of the board along with the necessary commitment of time and energy.	
7.	<p>INDUCTION FOR NEW CORPORATION MEMBERS</p> <p>The Chair advised the Committee she has received feedback from Corporation members on areas that would benefit from improvement and this is in progress. Peridot are currently recruiting for two new Corporation members and short listing and interviews will be conducted in the next few weeks. Additionally, dependent on the quality of the candidates the Chair explained she may ask them to look for a Finance Corporation member. This is in response to the resignation of Glyn Howells, Chair of Finance Committee as a corporation member at the end of this year. The draft for Peridot would be to recruit a member who is financially qualified and is willing to Chair the Finance Committee. The departure of Glyn Howells would mean a vacancy for Vice Chair of Corporation. There has been interest for the role of Vice Chair of Corporation from Professor Gavin Brooks but this is on the basis of mentoring be a requisite. Committee were reminded to complete all their statutory training, namely Safeguarding, KCSIE 2023, Prevent and Fire training. It was noted that many Corporation members had difficulty in passing the fire training and it was questioned if this is really necessary. Action: The Clerk will investigate the issues around passing the fire training.</p>	Verbal
8.	<p>STANDING ORDERS</p> <p>The Chair advised the committee that there had been work conducted around the election of student governors in establishing a process and recording that process. It was, therefore, necessary to update the Standing Orders to reflect how the process is conducted which is reference to the Student Union Constitution. There was no formal process for student election nor any Student Union Constitution but Steve Greenwood has created a Student Union Constitution for future use. It was therefore proposed that the Committee approve the updated Standing Orders which had been approved by the Board meeting earlier that day.</p> <p>The Committee unanimously approved the Corporation Standing Orders that had been approved by the Corporation.</p>	Paper p.6
9.	<p>BOARD MEMBER RECRUITMENT</p> <p>Changes to Terms of Reference for the Remuneration Committee</p> <p>The Chair advised that the Terms of Reference for the Remuneration Committee had been updated to reflect a two year membership for the Chair and Vice Chair roles and that both Chair and Vice Chair of Corporation can be members of the Committee. However, Chair of Corporation cannot be Chair of the Remuneration Committee which is listed within the Terms of Reference.</p> <p>The Committee unanimously approved the Remuneration Committee Terms of Reference that had been approved by the Corporation.</p> <p>Audit Committee – addition of new governor proposal to strengthen Audit expertise.</p> <p>Student Member Recruitment</p> <p>The Chair informed the Committee of the appointment of Roshani Jai and Khushi Ashwin as Student Governors.</p> <p>Peridot process and key dates</p>	<p>Paper p.23</p> <p>Paper.p16</p> <p>Paper p.25</p>

	<p>Sifting and shorting listing of the candidates will take place on 3 November and interviews conducted on 10 November.</p>	
<p>10.</p>	<p>AOC Code of Conduct The Chair introduced the AOC Code of Conduct to the Committee explaining that this sets the expectation of best practice in coaching, mentoring, and supervision, promoting the development of professional excellence. It provides appropriate guidelines, accountability, and standards of conduct for all members. The Code of Conduct encourages the development of high standards of performance and behavior. However, rather than a template to adopt it is more of a guidance document to use when making self assessments.</p>	<p>Paper p.27</p>
<p>11.</p>	<p>AOB There was no other business.</p> <p>Date and time of next Meeting To be confirmed</p> <p style="text-align: center;">Meeting Closed at 19.11 hours</p>	<p>Verbal</p>

Signed:

Sally Osmond

Sally Osmond (Apr 15, 2024, 4:26pm)

(Chair) Date:

15 Apr 2024



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