

# Minutes

## SEARCH & GOVERNANCE MEETING

Date:	2 June 2025	Time:	16.00 Hours
Chairperson:	Sally Osmond (SO)	Location:	The Hart Room, Newbury College, Monks Lane, Newbury

Members	Name	Present	Role
	Lee Probert (LP)	*	Principal & Chief Executive (PCE)
	Sally Osmond (SO)	*	External Member & Chair
	Chris Wilson (CWi)	*	External Member & Chair of Curriculum and Quality
	Professor Gavin Brooks (GB)	*Teams	External Member Vice Chair of Corporation and Chair of Remuneration Committee
	Russell Shackleton (RS)	*	External Member & Chair of Audit Committee
	Trevor Gabriele (TG)	*Teams	External Member & Chair of Finance & Resources Committee
<b>In Attendance:</b>	Heather Large (GP)	*	Governance Professional (GP)
<b>Quorum:</b>	3 required		Meeting Quorate

Item No.	Item	Reports
	<b>WELCOME</b> The Chair welcomed all to the meeting and thanked all for attending.	
1.	<b>APOLOGIES FOR ABSENCE</b> There were no apologies for absence.	Verbal
2.	<b>DECLARATIONS OF INTERESTS</b> There were no declarations of interest made in any of the agenda items or any conflicts of interests recorded.	Verbal
3.	<b>MINUTES OF THE PREVIOUS MEETING</b> To approve the Minutes of the meeting held on 7 October 2024. <b>The minutes were unanimously approved by the Committee.</b>	Paper – p3
4.	<b>MATTERS ARISING FROM THE MINUTES</b> The Committee reviewed the actions from the previous minutes: <ul style="list-style-type: none"> <li>PCE to review and update the annual cycle of business for all Committees and feedback to GP. <b>Ongoing. On the Agenda</b></li> <li>PCE to update Privacy statements to reflect the use of AI in handling and storing personal data. <b>Closed.</b></li> </ul>	Paper – p6
5.	<b>REVIEW OF GOVERNANCE MATTERS</b> <b>Link Governor Roles and Governor Visit Schedule</b> The Committee agreed to that due to the current re-structure of the College it would not be in the best interests for a revised agenda of expected/planned visits	Paper -p7

	<p>to be published until the new staff have time to settle and processes be bedded in. It was agreed that the Foundation Learning and Safeguarding Link roles should continue due to their importance and relevance to Ofsted Inspection.</p> <p><b>Progress on AOC Good Governance Guide and Governance Self Assessment for 2024-25</b> The Committee agreed that the Clerk keeps the Corporation updated regularly and consistently with their roles, responsibilities and duties. The spreadsheet was reviewed and the Committee decided it was a comprehensive update on the work of the Governing Body.</p> <p><b>Update on Governor Training</b> The Committee duly noted.</p> <p><b>Job Description for Chair of Corporation and Vice Chair of Corporation</b> The Committee duly approved the job descriptions of both Chair and Vice Chair of Corporation.</p> <p><b>Governor Hub</b> The Committee agreed due to the current re-structure of the College to put this on hold. The Committee noted that no Governor input has been requested for the re-design of the College website to date. The Committee also felt there does need to be more assurance given by the College on its technology provision for stakeholders and available resources in IT.</p> <p><b>Election of Sam Dibas as External Member</b> The Committee were asked to consider Sam Dibas application for a further four year term as External Member of the Corporation Board. Committee discussed and asked the Chair to discuss with Sam the detail of the role and to review previous association with Apprenticeships.</p> <p><b>Action: PCE to investigate with VPHEs SD relationship with Apprenticeships and advise Chair.</b> <b>Action: Chair to speak with Sam Dibas regarding his application for another term as an External Member</b></p>	<p>Appendix 1</p> <p>Paper – p10</p> <p>Paper – p12</p> <p>Verbal</p> <p>Paper – p18</p>
<p>6.</p>	<p><b>BOARD MEMBER RECRUITMENT</b> <b>Board Vacancies and Skills gap</b> The Committee agreed that it would not actively recruit for further Governors at this time. Discussion around a potential HR skills based Governor was not felt to be necessary as that would be managed within College SPH. Committee were informed of a potential new Governor who had applied via the website with Quality skills and the Clerk was asked to set up a date for them to come in and meet PCE and have a tour of the College. <b>Action: Clerk to arrange a meeting of potential external Member with PCE and have a tour of the College.</b></p>	<p>Verbal</p>
<p>7.</p>	<p><b>GOVERNOR LINK VISITS</b> The Committee reviewed the recent link visit reports conducted by Governors.</p>	<p>Paper – p.26</p>

8.	<p><b>REVIEW OF GOVERNOR DOCUMENTS</b></p> <p><b>The Committee reviewed and approved:</b></p> <ul style="list-style-type: none"> <li>• Standing Orders</li> <li>• Audit Committee Terms of Reference</li> <li>• Strategic Development Committee Terms of Reference</li> <li>• Search and Governance Committee Terms of Reference</li> <li>• Remuneration Committee Terms of Reference</li> <li>• Finance and Resources Committee Terms of Reference</li> <li>• Articles of Government</li> <li>• Instrument of Government</li> <li>• Governor Induction Booklet</li> <li>• Governance KPIs</li> <li>• Governance Policy</li> <li>• Terms of Reference for Student Voice</li> </ul> <p>These documents will now go to Board for approval at its next meeting. The Chair informed the committee that a Scheme of Delegation is currently being created. The Chairs Working Group will undertake communication to the Board on updates taking place at the College and had agreed that the Strategic Development Committee will be paused and its work incorporated into the meetings of the Chairs Working Group. Chairs Working Party to be extended to include SPA considerations other members may be invited to join this group. Minutes of the Chairs Working Group will be circulated within a week of its meeting to the Board.</p> <p><b>Action: Chair of Curriculum and Quality to send Clerk updated terms of Reference for Curriculum and Quality Committee</b></p>	Paper – p45
9.	<p><b>AOC EXTERNAL REVIEWS CONCLUSIONS</b></p> <p>The Committee noted the AOC external review conclusions in the light of best practice.</p> <p><b>The Committee unanimously approved the external governance review action plan.</b></p>	Paper – p147
10.	<p><b>ANY OTHER BUSINESS</b></p> <p><b>Subject to a confidential Minute</b></p>	Verbal
	<p><b>Date and time of next meeting</b></p> <p style="text-align: center;"><b>Monday 13 October 2025 – 4pm</b></p> <p style="text-align: center;"><b>Meeting Closed at 17:25 hours.</b></p>	

Signed: Sally Osmond

(Chair) Date: 17 Oct 2025

Sally Osmond (Oct 17, 2025, 4:47pm)



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