Draft

Minutes of the Governors' Search & Governance Committee meeting held on 16 October 2019

Present:	David Brown
	Guy Thomas
	Paul Ragnall
	Karen Buchanan
	Richard Thorley
Contributed:	Jim Sutcliffe
In Attendance:	Simone Lomas
	Simon Jordan
	Stuart Arnfield

Apologies for absence
David Meakin

Declaration of Interest

1   Richard Thorley noted that the Attendance Report featured himself and would be happy to wait outside during this discussion if the Committee wished him to.

Minutes of the Committee meeting held on 8 May 2019

2   The minutes of the meeting held on 8 May 2019 were accepted as a true record, proposed by Paul Ragnall and seconded by Guy Thomas.

Matters arising from the minutes

3   **Paragraph 6** – Simone Lomas confirmed that going forward the Full Governing Board meeting held in December would be re-classified as the Governors Annual General Meeting.

4   **Paragraph 14** – Simone Lomas confirmed that the re-election of Richard Thorley had been formalised and communicated to Richard.

5   **Paragraph 17** – Simone Lomas confirmed that interviews had been arranged and conducted for both Kate Quinn and Gerald Griggs. They had both been successful and would be joining the Curriculum and Standards Committee in the first instance.

Attendance

6   Simone Lomas presented a paper outlining those Governors who had fallen below 66% attendance and the reasons for low attendance were considered. There were two Governors registering below 66%. Both Governors had above the minimum target level for their attendance at the Governing Board and Sub-committees but their attendance at the 'Special Events' had caused the overall percentage to drop. Attendance is discussed with each governor in their appraisal.

7   Simone Lomas informed the Committee that she had asked for an agenda item to be included at the next Association of Colleges Clerks network meeting to discuss the issue of attendance and to gather feedback on current practice in the sector.

8   Governors noted the position.

Planning for the future

9   Simone Lomas presented the report advising that there is currently one external vacancy on the Board and one internal vacancy on the Remuneration Committee Additionally, there is one Governor, David Meakin, whose terms of office expires in November 2019.   David Brown advised that he had spoken with David Meakin and had confirmed that he would wish to be considered for re-election. After discussion Governors unanimously approved the re-appointment of David Meakin to the Governing Board for a further 4 years of office. David Meakin is the Chair of the Governing Board and his re-election to the Board results in the Chairmanship also being endorsed for a further 4 years.

10   The appointment process for the Vice Chair of the Curriculum and Standards Committee was considered, it was agreed that the Committee will continue to practice with either the Chair or Vice Chair of the Board attending the meeting, they will deputise if the need arises. Once the new Governors attending the Committee are comfortable with practices the Search and Governance Committee will consider the appointment of a Vice Chair.

11   A further discussion took place in relation to the remaining vacancy on the Board, Governors requested Karen Buchanan to seek interest for Business Governors from private sector organisations to provide an equal balance of both private and public sector members.

Action: Karen Buchanan

12   The internal vacancy on the Remuneration Committee was discussed and considered, it was unanimously agreed that Paul Ragnall would join the Remuneration Committee going forward.

13   The Independent member of the Search and Governance Committee is currently Paul Henderson. This membership is for a one year term of office, it is custom and practice to consider the appointment of a new independent Governor at this meeting. Simone Lomas was requested to speak with Gillian Bardin about the role, asking whether it would be of interest for the next 12 months.

Action: Simone Lomas

14   Governors noted the report.

Approved by Chair, David Brown

Signed: Date: 11 DEC 19

NOTE: Final approval of the minutes will be at the following sub committee meeting.