



**Minutes of the Meeting of the  
Search and Governance Committee  
held remotely on Wednesday 24 March 2021**

**Present: -** Tony Ford (Chair)  
Igor Andronov  
Laura Johnson  
David Williams (Principal)

**In Attendance: -** Linda Watkins (Clerk to the Corporation)  
Alan Layng (Governor)

The meeting was quorate as four Governors were present. The chair welcomed Alan Layng to the meeting who was joining as an observer.

	<b>Action</b>
<p><b>1. Apologies for Absence</b> No apologies.</p>	
<p><b>2. Declarations of Interest</b> Tony Ford and Igor Andronov regarding discussion on succession planning.</p>	
<p><b>3. Minutes of Meeting: 25 November 2020</b> The Committee agreement that the Chair should sign the minutes of the last meeting as a true record.</p> <p>There were no outstanding matters which would not be covered on the agenda.</p>	
<p><b>4. Vacancies and succession planning on the Board 2021/22</b> The Clerk reminded Governors that there are currently two vacancies for Independent Governors. Based on the geographical coverage of the College it was agreed to target North Shropshire for Governors. The Principal is a member on a Business Forum and would also ask the Assistant Principal at NSC for suggestions which would bring business skills to the Board.</p> <p>There are three Governors who will have completed two terms in office next year who also serve as Chair, Vice Chair and Committee Chairs. The Clerk suggested the Committee consider continuity on the Board with an option to reappoint the Governors for a further year, particularly as there are currently two vacancies on the Board and taking account the impact of the pandemic. The Board had already refreshed the Board by two Governors this year which was in line with the standing orders. Following discussion it was agreed to invite Governors' expressions of interest for the role of Vice Chair which</p>	D Williams

would be part of succession planning to become Chair of the Corporation next year. The Clerk would explain this to the Vice Chair.

L Watkins

Committee membership was discussed agreeing to appoint Alan Layng to the Search and Governance Committee. It was agreed that both of the Co-opted Members on the Audit Committee bring specific skills and would be offered further terms. It was anticipated that the Independent Governors being sought with business skills could join the F&E Committee. As part of succession planning the Committee needed to be mindful that three Governors' terms in office would end next year who currently serve on the Remuneration Committee. The Vice Chair also serves on the Remuneration Committee noting that the Vice Chair appointed for 2021/22 could bring some continuity in future. A Governor with business skills could also be invited to join the Committee.

L Watkins

The Committee agreed: -

- To continue to seek potential Governors with relevant skills agreeing that any applications received would be shared with the Committee to progress appropriate appointments
- To recommend the Board re-appoint Tony Ford, Igor Andronov and James Caird for a further year in office who have senior roles on the Board, bring specific skills which would not otherwise all be represented, and ensure continuity on the Board during a challenging year operating with the pandemic
- To recommend the Board reappoint Alan Layng as an Independent Governor for a 3-year term who would also join the Search and Governance Committee
- To recommend the Board re-appoint Kevin Tong and Sebastian Bowen for a 4 year and 1-year term respectively as co-opted members on the Audit Committee who have finance and audit knowledge bringing robust challenge, subject to their agreement
- The Clerk would explain plans for future succession planning to the current Vice Chair

**5. Governors' Self Assessment**

The report summarised options to review governance for discussion and decision.

The Committee agreed: -

- The Chair of the Corporation would conduct 1:1 meetings with Governors to identify any challenges to governance during the pandemic.
- The Clerk would complete a review of governance against the AoC's Code of Good Governance's ten principal responsibilities and provide evidence
- The option of a governance review by a Clerk from another College and a reciprocal arrangement would be explored in the Tertiary Colleges Group

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I Andronov

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**6. Governors' Workshops**

Governors discussed options for future workshops taking account of

feedback from Governors outlined by the Clerk.

The Committee agreed the following outline programme: -

- April - Ofsted's Education Inspection Framework
- July - strategic planning
- October/December - estates and technology including estates strategy, digital strategy and optional campus tours
- April 2022 - health and safety and risk management

**7. Any Other Business and comments**

There were no items.

**8. Date and Time of Next Meeting**

The next meeting was arranged for Wednesday 23 June 2021 commencing at 2.00 pm.