



MidKent College

GOVERNING BODY

SEARCH & GOVERNANCE COMMITTEE

Minutes of the meeting of the Search & Governance Committee held on Thursday 25 April 2024 at 1700hrs via Teams.

Present: Mrs A Woodhouse Chair
Mr S Cook
Mr M Cook
Mr C Reynolds

In attendance: Ms C Burkin Clerk to the Governing Body

1 Declaration of Interests

None declared.

2 Apologies for Absence

Apologies for absence were received from Mr J Williams.

3 Minutes of the Meeting held on 29 February 2024

The minutes of the meeting held on 29 February 2024, Paper GBS&G23/523, were accepted as a true record.

4 Matters Arising

All matters were either complete or on the agenda.

5 Search Issues

5.1 Governor Attendance Monitor – Paper GBS&G23/525

The Committee reviewed Governors' attendance at Board and for each Committee meeting. Members noted that MidKent College was above the sector average (Committee and Corporation) which was 82.68% for 2022/23 (101 colleges) with the average for MidKent College Committee and Governing Body combined was 88%.

Members requested that individual data was provided at future meetings.
Action: Clerk

It was agreed that Chairs of Committee will be reminded to monitor the attendance of their members and action as required.

Action: A Woodhouse to raise with Chairs

5.2 Third year Review feedback:

- a) Alison Currie – review meeting held on 19 October 2024, GBS&G23/526a – A Currie had offered to continue for another four-year term.
- b) Ade Orhiere – review held on 18 October 2023 GBS&G23/526b – A Orhiere had offered to continue for another four-year term.

Members reflected on the third-year review documents and positive comments of the Chair and agreed to **recommend** second terms to the Governing Body.

Action: A Woodhouse

- c) David Gagie – review meeting held on 7 December 2023. GBS&G23/526c – Members noted that David Gagie has resigned from the Board and will be leaving on 31 May 2024. The impact on Committees was noted for the next item.

Members thanks the Chair for conducting the reviews and making the recommendations. They discussed the need to ensure a balance between having members who had time to visit the College and engage with Students and those that added value at meetings through their experience and knowledge. It was agreed this was well balanced across the membership.

Members noted that Claire Richardson’s term was due to end in September 2024 and the Chair was conducting her review this month.

5.3 Vacancies Update - GBS&G23/527 – members addressed each of these roles:

- Student Governor Mentor – Members noted that C Hart, Executive Director for Student Experience, is supporting the Student Governors but as Governors hold the Executive to account it would not appropriate for her to fill this role. A Woodhouse agreed to discuss this with the QTL Chair.

Action: A Woodhouse

- EDI Link – Members noted there was no requirement to have this Link and that the Chair and Vice Chair are both active at EDI College events. It was therefore agreed that this Link was not required.

- Careers Link Governor – This was a requirement of the DfE matrix of accreditation. A Woodhouse agreed to take on this role and discuss it further with C Hart. It was suggested that A Woodhouse may want to review her other Link responsibilities.

Action: A Woodhouse

- Skills Link – S Cook reported he was meeting with new Governor Stuart Hardie and involving him in the Accountability Statement for Local need. It was agreed that S Hardie would be approached to fill this Link role.

Action: S Cook

- Possible new Governor – It was noted that a vacancy will arise from May 2024. Members considered the CV of Stewart Jackson who had shown an interest in joining the Board. There were some concerns raised but it was agreed he would be interviewed by S&G Committee and ensure the usual process would be followed.

Action: Clerk

5.4 QTL Committee Membership - GBS&G23/528

Members noted the recent changes in membership and loss of D Gagie from May. They agreed that Stuart Hardie would join QTL due to his employer links.

The Committee also required a new deputy and it was agreed that as Chair of QTL, Andy Cole would be asked to resolve this from within his membership.

Action: Clerk/A Cole

5.5 Stuart Hardie – in coming Governor - GBS&G23/529

Members noted that Stuart Hardie will officially join the Governing Body from 23 May 2024. In the meantime, he had been invited to observe QTL Committee and other College events and his induction began.

Nick Baveystock had been assigned his mentor.

6 Governance Issues

6.1 Policy Process - GBS&G23/530

Hazel Foreman [joined the meeting](#) to explain the new process for monitoring and updating College policies, to ensure compliance and that only the necessary policies are brought before the Governing Body for approval.

Members noted the new process and templates which had been agreed by the Executive. She highlighted that a first task had been to differentiate between policies and procedures as the two had become confused. The new process recognised that if only minor changes, such as role titles had

been made, the policy does not need approval. H Foreman reported that as policies were reviewed and amended the new format would be applied before publication on the College website.

Members agreed that Governance policies should follow the same process and format.

Action: Clerk/H Foreman to review

Members thanked H Foreman for the significant improvement in policies management and [she left the meeting](#).

6.2 Governor Training Policy Review - GBS&G23/531

Members agreed the minor changes and requested this was presented in the new format when published.

Action: Clerk

6.3 AOC Code – Monitoring process - GBS&G23/532

Members noted the template and felt it would be useful to use when conducting the Governance SAR. It was agreed this would be taken forward by A Woodhouse and the Clerk with the six principles in the Code being incorporated and assessed as part of the planned action learning sets in July 2024.

Action: A Woodhouse/Clerk

They noted the next External Review was due to take place in 2025/26.

6.4 Governors Survey results - GBS&G23/533

A Woodhouse reminded members that following a previous action from S&G relating to concerns regarding Governor attendance, in December 2023, Governors were sent a survey to complete regarding governor support. Individual meetings were also held with Governors.

Members noted the overlap with topics covered at the recent away day focussed on high performing Boards and that a number of actions had been identified including refreshing the Governor's Handbook, Nick Baveystock and the Clerk were taking this forward. Consideration was also being given to optimising the use of Board Intelligence with a demo booked for 2 May 2024. Other actions included regular one to ones between Committee Chairs and members and making use of the pre-board meeting time slot to meet informally and air issues as well as interact socially, have been actioned.

A Woodhouse reported no concerns raised in the survey or her one to one meetings and stated that Governors were happy with the continued mix of remote and face to face meetings. They felt they were well supported, and communication was good.

It was noted that the request to have a room for Governors to use at the College has been addressed with a process for booking rooms or desks through Laura Lloyd.

6.5 Update on review of Instrument & Articles (I&As) and Standing Orders - GBS&G23/534

As part of the response to the Governance External Review action plan the Clerk and an external Governance Professional, Ra Hamilton-Burn had started to work together to address the skills gaps highlighted. They will also be working on a refresh of the I&As in light of any sector updates and requirements. Alongside this, a review of the Standing Orders will also take place to ensure the two documents are aligned.

Once the initial review has been completed, the draft will be brought to the next S&G Committee for review and recommendation to the Governing Body in July 2024 for approval.

Action: Clerk

7 External Review Action Plan – monitoring update - GBS&G23/535

Members noted the progress made and asked for an update at the next meeting.

Action: Clerk

8 College Risk Register

The risk relating to Governance has been removed from the register as it was now Low.

9 Review of the meeting

The Chair requested feedback on the meeting and members were invited to speak to the Chair outside the meeting if required.

10 Any Other Business

No other business was reported.

11 Date of Next Meeting

The next meeting is scheduled for Wednesday 12 June 2024 at 5pm on Teams.

12 Chair Recruitment - GBS&G23/534

Members noted the written resolution had been passed to include internal and external candidates to be considered in the recruitment process. This will be formally recorded at the Next Governing Body meeting.

The job specification for the Chair's role had been circulated to all Governors for comment. It was agreed the Committee would finalise this outside the meeting.

Action: S&G Committee

Members recognised that at the last Governing Body meeting members asked the Committee to reflect on the use of Peridot Partners as the external search company. Members noted that Peridot Partners are the leaders in the sector and recommended by the DfE. Members considered other agencies but felt Peridot had more experience of the sector, the College and a broader network and would therefore be better placed to find a new Chair.

S Cook agreed to contact Peridot and agree a timeline. The Chairs of Committee would work with Peridot to scope out the details.

Action: S Cook/Clerk

The meeting closed at 19:04.