MidKent College

# GOVERNING BODY

## SEARCH & GOVERNANCE COMMITTEE

Minutes of the meeting of the Search & Governance Committee held on Monday 15 June 2026 at 1700hrs via Teams.

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| Present: | Mrs A Woodhouse | Chair |
| | Mr S Cook | |
| | Ms A Currie | |
| | Mr P Fleming | |
| | Mr A Hindson | |
| In attendance: | Ms C Burkin | Governance Professional |

**1 Declaration of Interests**

None declared.

**2 Apologies for Absence**

No apologies for absence were received.

**3 Minutes of the Meeting held on 30 April 2026 - Paper GBS&G25/617**

The minutes of the meeting held on 30 April 2026 were accepted as a true record by the Committee**.**

**4 Matters Arising & Urgent Action - Paper GBS&G25/618**

1. AOC Code – A Woodhouse to meet DPO and review the tracking document and feedback at the next meeting - **Ongoing**
2. Chair Appraisal – survey deadline 21/6 with feedback to the Chair scheduled for 2/7/26 - **Ongoing**
3. Legal Governor Search – on agenda 5.1 - **Complete**
4. Governor Visits update – on agenda 6.4 – **Complete**
5. MBA – on agenda 6.2 – next steps agreed – **Ongoing**
6. Term of Office – **Complete**
7. Attendance & Governor Visits Update – on agenda 6.4 – **Complete**.

8. Governor visit – **Complete**
9. Governor Training – on agenda 6.3 – **Complete**
10. Skills Audit form update – to be actioned for circulation in July 2026 - **Ongoing**
11. EBR update – on agenda item 7 – **Complete**
12. recruitment plan – on agenda item 5.1 – **Ongoing**.
13. Policies – **Complete**

## 5 Search Items

5.1 Recruitment Plan 2026/27– Paper GBS&G25/619

The Committee reviewed upcoming board vacancies, including succession planning for key roles and recruitment strategies.

They discussed governors, and those with specific roles, who were leaving the Board in 2026 plus succession planning for critical roles in 2027 and 2028 including Chair roles.

Members agreed the reintroduction of the third-year review process for implementation in 2026/27, to provide structured feedback and inform reappointment decisions for the future.

**Action: Governance Professional**

Recruitment agencies were discussed by the Committee with the rationale for selection based on recent sector feedback. The group agreed to proceed and approach Peridot and Anderson Quigley with meetings to be set up before the end of the academic year. It was agreed that the current Committee Chairs would be invited on to the relevant recruitment panels.

**Action: Governance Professional**

Members held a general discussion regarding skills gaps on the Board and requirements of governors specifically around time commitment. They discussed the value of maintaining University representative and the importance of health sector expertise. They also considered feedback advocating for a general counsel. It was agreed that while external legal advice was valuable for the company, a full-time general counsel was not necessary for the Group and therefore the possible Governor with legal expertise be recommended to the Governing Body in July 2026 and if approved invited to join in October.

**Action: A Woodhouse**

## 6 Governance Items

6.1 Induction and Training Policy – Paper GBS&G25/620

The Governance Professional presented the policy in tracked changes with minor changes to update titles and some small amendments to process.

Members **approved** the policy.

6.2 Chair's CPD Proposal – Paper GBS&G25/621

The Committee Chair introduced the item explained that the Governing Body Chair had expressed an interest in continuing their CPD in their role with the College through participation in the London Interdisciplinary School (LIS) MBA. She explained the proposal was for the College to fund the MBA as part of the Chair's CPD, and this represented a prudent, time limited investment in institutional governance capability.

On advice from the Governance Professional, the College had approached the DfE for informal advice as to whether this would be appropriate under the Novel, Contentious, and Repercussive rules which the College must adhere to regarding transactions or spending that fall outside standard operation. They raised a number of queries and a response had been drafted for consideration by the Committee.

The response was reviewed and members agreed it should be revised into a formal report, including measurable deliverables and a risk opinion

**Action: P Fleming**

Members considered the regulatory and risk implications and agreed to present a revised response to the board with measurable deliverables and risk considerations. Subject to the amendments, the Committee recommended the reply for Board approval, with the letter issued by the Board and signed by the Vice Chair.

**Action: A Woodhouse**

*Peter Fleming left the meeting*

6.3 Review Governors training & plan for 2026/27 – Paper GBS&G25/622

The Committee reviewed the attendance at the bespoke training conducted during 2025/26. It was recognised that it was time consuming for the Governance Professional who had limited capacity to keep chasing non-attendance. A mix of online and in person options were explored for 2026/27.

Members discussed the quality and quantity of the training requirements and decided to focus the in-person training to the mandatory safeguarding session and reduce the number of other areas next year.

The following were agreed to be proposed to Governing Body:

1. Safeguarding – in-person 12 October before Governing Body meeting (KFE Governors Conference).
2. Governance of AI – online
3. Legislation changes such as Ofsted/Martyn's Law as required - online

It was agreed the scope and desired outcome of the training would be made clear to the presenter to ensure the training needs are met. A Woodhouse agreed to draft a scope template that could be used for planning each session.

**Action: A Woodhouse**

*A Hindson left the meeting which remained quorate*.

6.4 Review Governors visits in 2025/26 – Paper GBS&G25/623

Members reflected on the successful visits in 2025/26, reviewing the attendance and content. They noted several Governors had participated and the Board had received positive feedback that staff found the visits useful. They agreed the same format would continue in 2026/27 and the visits would be aligned with Governing Body meeting dates.

They discussed possible areas to visit in 2026/27 and agreed the Principal/CEO and Governance Professional would discuss this with the Exec Team.

**Action: Governance Professional**

Members noted that Governors can visit the College at any time and welcomed the proactive approach that had been taken by the Executive to invite Governors in for specific reasons.

## 7 Annual Reviews

### 7.1 Committee Draft Annual Report - GBS&G25/624

The Chair presented the draft Annual Report and reminded the Committee there was a requirement to produce a report of the work they had carried out over the last 12months.

Members reviewed and agreed the report for **recommendation** to the Governing Body in July 2026.

**Action: A Woodhouse**

### 7.2 Confidential Minutes Annual Review - GBS&G25/625

The Governance Professional reminded members it was good practice to annually review confidential minutes to consider if any should be disclosed and published.

Members reviewed 18 sets of minutes listed and agreed they all remain confidential and would not be disclosed.

**7.3 Committee Terms of Reference Review - GBS&G25/626**

The Governance Professional informed the Committee that the terms of reference had been amended to reflect minor changes including to job titles.

Members approved the changes for **recommendation** to the Governing Body.

**Action: A Woodhouse**

**8 External Review Action Plan & Committee Improvement Plan 2026/27 - Paper GBS&G25/627**

Members reviewed the EBR action plan and agreed all actions were on track.

**9 Dates of the meetings for 2026/27**

24 September 2026
28 January 2027
29 April 2027
24 June 2027

The next meeting is scheduled for Thursday 24 September 2026 at 5pm.

The meeting closed at 18.35hrs.