



**GOVERNING BODY  
SEARCH & GOVERNANCE COMMITTEE  
Annual Report 2022/23**

**Introduction**

As part of the ESFA's requirements for corporate governance and internal controls, colleges are required to work in full accordance with their adopted code and declare compliance in their financial statements. We have adopted the new FE Code and this annual report demonstrates the Search and Governance (S&G) Committee's role in ensuring compliance with that code. The S&G Committee address the aspects of search and governance at their meetings by following the key responsibilities in their terms of reference:

- advising on the appointment of members of the Governing Body and such other matters relating to membership and appointments (excluding staff and student members) in accordance with the Instrument and Articles of Government (IAG). The Governing Body may remit the Committee to gather, screen and shortlist nominations in respect of vacancies on the Board and determine the process whereby candidates are nominated.
- make recommendations to the Governing Body on the composition and balance of its members and its Committees.
- advise on such other matters relating to membership and appointments.
- advise the Board on its Committee structure and membership, and, where appropriate recommend candidates for the approval of the Board.
- will maintain an overview of the skills and expertise of Board members by undertaking annual skills audits.
- advise the Board on the induction, training and development of members
- initiate searches for potential candidates.

**Key Actions for the year:**

Development and oversight of a bespoke training programme for the Board covering data protection, safeguarding and the prevent duty, social media/media handling, finance & funding, and equality, diversity and inclusion as well as access to the ETF online modules.

The Committee commissioned an external review of Governance and created an action plan to address the areas for development focused on the following themes:

- Structures and Processes
- People and Attributes

- Board Culture and Governors' Interactions

Consideration of recruitment and the makeup of the Board including the successful recruitment of five new Governors.

Involvement in the recruitment of a new Member of the Executive Team.

### **Meeting Dates and key items of business**

At each meeting, the Committee considers Search and Governance items, a review of actions from the last meeting and the relevant risk on the College Risk Register.

6 October 2022 – Key items of business: Changes in board membership, succession planning, Governor recruitment, external review of governance, DfE governance guidance, Governor development, induction process for Governors, workforce data return for the Board and a name change for Finance and General Purposes to Finance and Resources. Governor

26 January 2023 – Key items of business: Attendance review 2021/22, Link Governor review, apprentice governor scheme, skills audit review, update on new Governors, DfE Governance Guide Update, Training, Student Governor, Standing Orders and the external governance review.

6 March 2023 – Key items of business: Special meeting to consider the final report from the External Review of Governance.

27 April 2023 – Key items of business: Rebalancing and redistribution of roles, a review of Link Governors, the Link Governors' procedure, skills audit matrix, third year evaluation forms, external review action plan, the new FE code, DfE Governance Guidance and the Governor Recruitment and Succession Policy.

6 June 2023 – Key items of business: External Review action plan, Senior Independent Governor role review, Chairs Remuneration, Annual Report, approach to reviewing the scheme of delegation, third year evaluation form and training.

### **Membership and Attendance:**

<b>Member</b>	<b>Attendance</b>
Angela Woodhouse (Chair)	100%
Martin Cook (Governing Body Chair)	100%
Simon Cook (Principal/CEO)	100%
Chris Reeves	75%
Chris Reynolds	75%

### **Recruitment in 2022/23**

A recruitment drive saw five new Governors join the Board in December 2022:

Andy Cole

Julia Dyakova

Mark Gillespie

Mo Quadri

Mohamed Abdel-Maguid

Also, a co-opted member Mike Prentis, joined the GR&A Committee and F&R Committee.

Student Governor, Erin Swain joined the Governing Body in March 2023.

### **Resignations in 2022/23**

Ed Sallis resigned from the Board in August 2022 but remains a co-opted member of the QTL Committee.

### **Governors whose term of office finished in 2022/23**

None

### **Re-appointment**

Chris Reynolds term of office was extended from May 2023 to May 2025 to retain his expertise and historical knowledge during a time of Board recruitment.

### **Composition of the Governing Body:**

External Governors	16
Staff Governors	2
Student Governors	2
Co-opted Governors	2
Principal/CEO	1
<u>Total</u>	<u>23</u>

The Committee is mindful of equality and diversity on the Board when considering membership.

### **Consideration of additional Governor roles:**

Last year the Committee added the role of Senior Independent Governor (SIG). This has been reassessed following the external governance review to ensure responsibilities are clear.

**Self-assessment/Improvement plan/key actions:**

The Committee has created an action plan following the external governance review which has been approved by the Board and is monitored by the Committee at every meeting.

The Committee have also carried out the annual self-assessment against their terms of reference and created an action plan which includes Committee related actions from the external review.

Chair/Clerk

May 2023

To be review by S&G 6 June 2023

Approved GB 13 July 2023

Approved