

**The Corporation of New College Durham**

**Minutes of the Search and Governance Committee  
meeting held on 9 June 2025**

**Present:**

Stephen King (Chair)  
Ben Fisher  
Andy Broadbent

**Apologies:**

Emily Baxter

**In attendance:**

Caroline Winter, Head of Governance and Corporation Secretary

**Action**

**25/36 Chair's introduction**

The Chair welcomed everyone to the meeting and reminded members to declare interests in any item of business to be considered at the meeting. Ben Fisher declared an interest in Item 6, Paper D, which considered his reappointment as a Corporation member.

**25/37 Apologies for absence** were received from Emily Baxter.

**25/38 Minutes of previous meeting (Papers A1 & A2)**

The minutes of the meetings held on 10 March 2025 and 11 April 2025 were agreed as accurate.

**25/39 Matters arising not appearing elsewhere on the agenda**

25/23 – it was noted that governor terms of office would be discussed under item 5 on the current meeting agenda.

**25/40 Governor attendance – update (Paper B)**

Members reviewed the Governor attendance statistics for the year to date and noted that whilst Committee, Corporation and overall attendance had declined since Term 1, all remained above the 75% target.

Members reviewed individual governor attendance and noted that four governors' attendance was below the 75% target. The Chair confirmed that attendance would be discussed with individual governors as part of the end of year 121 meetings with governors following completion of their individual self-assessment and reflection questionnaire. The Search and Governance Committee would continue to monitor attendance closely and noted the year to date attendance data.

**25/41 Review of Members' terms of office, succession planning and committee composition (Paper C)**

The Committee reviewed members' terms of office and current committee composition and noted the impact of the terms expiring in the coming months.

It was noted that the next agenda item would consider an application for reappointment as well as a new application that had been received a few hours before the meeting, which the Chair had agreed to consider as part of the current meeting. Members were also updated that two nominations had been received for the role of Support Staff Governor and that an election would commence in the next few days. Corporation would be requested to confirm the appointment of the successful candidate at the July meeting.

The Chair updated on discussions with one governor nearing the end of their term of office and the Committee agreed that whilst they would be keen to receive an application for reappointment, arrangements for succession planning should be progressed as a contingency. **CW**

Members considered the current committee composition and **agreed to recommend Corporation appoint both newly appointed student governors to the Education Quality Curriculum and Students Committee.** The Principal updated the committee on the positive induction session held the previous week with the new student governors and members noted that there was scope to appoint student governors to other committees beyond EQCS. Members felt that this should be given further consideration as part of a future review of committee membership. It was also requested that the introductory meetings for the Principal and Chair with the student governors were arranged as soon as possible. **CW**

Members discussed the implications of the FE Commissioner's report on Weston College for the Remuneration Committee and agreed that this would also require review in advance of the Committee's next meeting in October. **All**

Members agreed to pause on making any further changes to committees pending the end of year individual governor self-assessment and discussions with the Chair.

Members noted that there was currently one independent governor vacancy and a new application to consider with education expertise, which was a priority for governor recruitment. The Committee reviewed the current Corporation skills audit and agreed to revisit the areas of priority for recruitment after the position on current membership and applications became clearer.

Members noted that expressions of interest were currently open for the role of Careers Education and Guidance Governor and that two enquiries from board members had been received to date.

**25/42 Review of application for governor reappointment and new governor application (Paper D)**

*Ben Fisher withdrew from the meeting for part of this item.*

Members noted that Ben Fisher's term of office was due to expire on 31 July 2025 after serving four years, and that in line with the reappointment procedure Ben had put himself forward for reappointment.

In making a recommendation for reappointment, the Committee considers a number of factors including: overall skills mix of the board; individual attendance at meetings and other College events; individual contribution at meetings; board diversity; committee membership; length of service; succession planning; and consideration of other suitable candidates. [REDACTED]

[REDACTED]

Members considered the concerns that were raised at the previous meeting in respect of the need to stagger governor terms of office and it was noted that Ben had indicated a preference for a shorter term of office should he be reappointed. **Following careful consideration members agreed to recommend reappointment of Ben Fisher as a member of Corporation for a further 2 years until 31 July 2027.**

Ben returned to the meeting and the Chair confirmed that the Committee would be recommending his reappointment at the next Corporation meeting.

**New Governor Application**

Members considered a new application for membership of the Corporation. The Committee reviewed the applicant's qualifications, employment history, the skills and experience they felt they could bring to the board and their completed Skills Audit. Members felt that the applicant's skill set complemented the current Corporation wide skills audit, particularly in light of the previous decision to seek applicants with expertise in education quality and delivery.

Members commented that the applicant's experience was directly relevant to the work of the board and **agreed to invite the**

**applicant for interview** with a panel of three committee members, depending on availability.

**25/43 Governance Development Plan 2024/25 – Progress Update (Paper E)**

Members reviewed Paper E, the updated Governance Development Plan (GDP) which detailed progress against individual actions. Members noted that a final update on the current year’s plan would come to the next meeting for the committee to review and consider any outstanding actions alongside those being developed in response to the external review.

In response to a member’s question in relation to the new governor mentoring scheme, the Head of Governance explained that as a number of new appointments had been made in the last year and longer-serving members had left the Corporation, there were a limited number of governors with sufficient experience in the role available to act as a mentor. The first arrangements had been established for a year and feedback would be sought from mentors and mentees on how arrangements had worked, how they could be improved and whether they were now complete, freeing mentors up to support other new governors.

It was noted that the draft Policy for the Independence of the Governance Professional had been circulated with the paper and would be further developed to reflect guidance recently issued from the National Governance Professionals Group.

Members considered proposed changes to the Governor role description which had been refreshed in line with best practice examples within the sector and in response to the review of compliance with the AoC Code of Governance. Members suggested further changes to reflect the ambassadorial role of the governor, the responsibility for oversight of corporate services as well as education matters and the ability to comprehend numerical as well as written material.

**CW**

Members discussed the potential to arrange a board development session for governors which was separate to the Strategic Review to help strengthen board relationships following the move to online committee meetings. Members had mixed views on whether this was necessary but agreed this should be progressed if there was an appetite among the wider board membership. It was agreed to seek members’ views on the suggestion as part of the individual governor reflection survey. Members considered the impact of online committees on board relationships and suggested proposing an option for one committee to be held in person each year and the remainder online. It was agreed to include this in the forthcoming survey on virtual meetings.

**CW**

**CW**

The Head of Governance reminded members that there was no requirement to undertake a governance self-assessment in the year of an external governance review and talked through proposals for reviewing areas of the Corporation's governance that would not duplicate the external review. It was proposed to defer the Annual Governance Survey in the current year but to issue the questionnaires on the Chair's Performance Review and individual governor self-assessment, with additional questions to address actions from AoC Code review and Governance Development Plan. It was also proposed to replace the usual Committee Effectiveness Review survey and meeting discussion with an additional question in the standard meeting evaluation to seek reflections on the committee's effectiveness over the year. Members considered whether a different approach was necessary for the EQCS Committee which was coming to the end of its first year after being established but concluded the same approach should apply. It was agreed that as the Vice Chair had previously chaired the EQCS Committee, he would contact the new Committee Chair to follow up on the Committee's progress and offer support if required.

BF

Members agreed to:

- Note progress on the Governance Development Plan
- Note the update on the draft policy for the Independence of the Head of Governance and the proposal to revise this further
- note the proposal for a Board Development session
- **recommend the revised governor role description to Corporation subject to inclusion of the Committee's feedback**
- **approve the proposed arrangements for end of year review detailed in section 3 of the report**

#### **25/44 Training Update (Paper F)**

Members reviewed Paper F, the training update and noted that the Corporation was required to report on governor training and development in the Annual Accounts.

Members asked about the level of take up of training opportunities by governors. The Head of Governance confirmed that the current year had seen a very similar level of take up across the various training and development opportunities to previous years.

Members noted the actual and planned training and development activities for 2024/25 and the progress in implementation of the Governors Training and Development plan.

#### **25/45 Review of confidential meeting papers (Paper G)**

Members reviewed Paper G, the review of confidential Corporation business and **agreed:**

- **Items 1, 4 and 5 relating to HE partnership arrangements would remain confidential for 2 years then reviewed again**
- **Item 2 (Pension Access Request) and Item 3 (Internal Audit provision) would remain confidential on a permanent basis**

Members requested that when providing a time limit on confidentiality, report authors were asked to confirm the reason that confidential classification would not apply in future, to assist the Committee in its review.

**CW**

**25/46 Proposed Schedule of Business for 2025/26 (Paper H)**

Members reviewed the proposed Schedule of Business for 2025/26 and noted that the meeting dates across the year had been restructured to hold a September meeting, which would consider committee composition in light of the feedback from the governor survey and discussions with the Chair over the summer.

Members endorsed the proposed Schedule of Business for 2025/26.

**25/47 Any other business**

The Chair reminded committee members of the meeting scheduled later in the week with the GGI review team to hear the headline findings of the external governance review.

**25/48 Date of next meeting: TBC September 2025**