

## The Corporation of New College Durham

### Minutes of the Search and Governance Committee meeting held on 15 September 2025

**Present:**

Stephen King (Chair)

Ben Fisher

Andy Broadbent

Emily Baxer

**Apologies:**

None

**In attendance:**

Caroline Winter, Head of Governance and Corporation Secretary

**Action****25/53 Chair's introduction**

In the absence of the Chair, the Committee agreed that Ben Fisher would take the meeting Chair until Stephen King joined the meeting.

**25/54 Apologies for absence** none were received.**25/55 Minutes of previous meeting**

The minutes of the meetings held on 9 June 2025 and 24 July 2025 were agreed as accurate. Members noted an amendment to the minutes of the meeting held on 11 April 2025 to correct the minute number referencing and re-approved them as accurate.

**25/56 Matters arising not appearing elsewhere on the agenda**9 June:

25/41 – it was noted that Allen Eccles had been reappointed at the July meeting of Corporation for one year and that recruitment in anticipation of the vacancy next year would commence this term.

25/41 – the Principal had met with the new Student governors the previous week and the meetings with the Chair were scheduled in the next few days. The Principal advised that he had requested regular catch-up meetings with the Student Governors moving forwards, including additional meetings at their request where this would be helpful.

25/41 – it was noted that a report would be prepared for the Remuneration Committee considering the implications of the FE Commissioner's report on Weston College.

25/43 – the Committee's suggested amendments were made to the Governor role description prior to approval by Corporation in July.

25/43 – governor views on a potential board development session were sought as part of the individual governor survey and would be considered under Paper G on the current meeting agenda.

25/43 – it was confirmed that all committees would be asked at their first meeting this year to consider whether they wish to hold one meeting in person in the coming year.

25/44 – it was noted that the Chair discussed the progress of the new EQCS Committee in the recent 121 discussions however the Vice Chair confirmed he would also follow this up with the Committee Chair.

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25/25 – members noted that updated guidance for report authors was being prepared and would cover the requirements relating to confidential business.

It was agreed to re-order the agenda and deal with Paper B after Stephen King had joined the meeting.

#### **25/57 Review of application for Membership of the Corporation (Paper C)**

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 skills and significant knowledge and experience in the FE sector and the region had the potential to add significant value to the work of the board. It was noted that whilst he was not a dedicated HR professional he had extensive experience in FE workforce planning, which was directly relevant to the HR skills gap previously agreed as a priority.

**Members agreed to invite the applicant for interview** with a panel of three committee members, but that this would not include the Principal, due to his personal knowledge of the applicant.

#### **25/58 Review of Governing Body Business 2024/25 (Paper D)**

Members reviewed Paper E, the draft Review of Governing Body Business report for 2024/25.

It was noted that the annual governance self-assessment was not required to be undertaken during the year of an external governance review and so the draft report presented the monitoring information that usually accompanied the Governance Self-Assessment report. The report detailed membership changes, meeting attendance, equality and diversity monitoring, development and training activities and a summary of major items of business conducted during the year, summary of Members' and

Senior Postholders' interests and progress against the prior year's governance development plan.

Members' noted that the Chair's performance review section would be completed when the feedback documentation had been received from the Vice Chair. It was also noted that following a comprehensive review of compliance with the revised AoC Code of Governance carried out the previous year and the focus of the external governance review, a light touch review against the code would be undertaken and reported to the next meeting of the Committee. It was agreed that the Head of Governance would undertake the review with oversight by Emily Baxter on behalf of the Committee.

Members endorsed the draft report for submission to Corporation.

**25/59 Draft Search and Governance Committee Annual Report 2024/25 (Paper E)**

Members reviewed Paper E, the draft annual report from the Search and Governance Committee to the Board.

The report details information on committee membership, attendance, meeting dates, terms of reference and a review of work done during the year; governor recruitment; consideration of governor reappointments; review of skills audit and diversity monitoring data; discussions about succession planning for the Board and Senior Postholders; external review of governance; key policies and governance documents reviewed; monitoring of governor training and development; and the ongoing review of confidential meeting papers.

Members endorsed the annual report, which will be presented to Corporation on 25 September 2025.

**25/60 External Governance Review – draft report (Paper F)**

Members reviewed Paper F, which was the initial draft received from GGI following their external review of governance.

*Stephen King joined the meeting at 4.30pm.*

Members provided overall comments on the document and then proceeded to review each individual section and recommendations. The Committee were in agreement that the report did not reflect the headline findings presentation received by governors at the workshop on 3 July, which had indicated a very positive view of the College's governance arrangements. It was felt that the detailed narrative presented an overly negative picture with contrasted from the positive verbal feedback from the review team.

Members agreed to review the document again and provide comments to the Head of Governance for collation, with a view to a

**All**

further collective discussion, after which a meeting would be sought with the GGI to seek clarification on some of the text and provide feedback.

**25/61 Governance Development Plan 2024/25 – actions (Paper G)**

Caroline Winter presented Paper G, which detailed progress on two outstanding actions from the 2024/25 Governance Development Plan.

Members considered the draft Policy for the Independence of the Head of Governance. It was noted that having such a policy was recommended in the AoC Further Education Code of Good Governance and had been identified as a gap in the Corporation's assessment of compliance. Members noted that the draft had been developed following consideration of best practice examples within the sector and tailored to the arrangements at New College Durham.

**Members agreed to recommend the Policy on the Independence of the Head of Governance to Corporation for approval.**

Members discussed the feedback from individual governors on the potential to add both a board development session and/or more informal time to this year's calendar. It was agreed to arrange an additional session between Corporation meetings in the new calendar year to take place in late January/early February. The session would be held at the College in the usual 4.00pm – 6.00pm slot with the potential for a social event afterwards and further input would be sought on proposed content, building the feedback already received.

**25/62 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 commented in particular on terms of office and additional governor roles expiring in the next calendar year.

Members noted that following the re-appointment of Allen Eccles for one year, there was a need to commence recruitment activity to fill the vacancy due to arise in September 2026. [REDACTED]

[REDACTED]

Members noted that another two governors were approaching the end of their first 4-year term and they would be contacted in the new year in relation to the governor reappointment procedure. The Head of Governance confirmed that in relation to additional governor roles, expressions of interest would be sought following

the meeting to fill the Safeguarding Governor role vacated by Davey Benson, in the hope of making a new appointment at the Corporation meeting on 25 September 2025. It was also noted that the Chair's initial 2-year term of office was due to expire on 31 December 2025. The Head of Governance explained the nomination and appointment process would follow the same approach as consideration of the Vice Chair earlier in the year and that this would be progressed in advance of the December Corporation meeting.

Members reviewed the current committee membership and chairing arrangements and the Chair provided feedback from his recent 121s with individual governors which included discussions on committee membership and aspirations and capacity to take on additional governor roles within the Corporation. The Chair also reported that general feedback was that governors felt happy, well-supported, happy with the Corporation's governance arrangements, felt assured on key risks with no areas of concern and were happy with the level of discussion at meetings.

**It was agreed to recommend the following committee changes to Corporation:**

- **Nigel Harrett to be appointed to the Audit and Risk Committee and the Education Quality Curriculum and Standards Committee**
- **Chris Patterson to move from the Finance & Resources Committee to join the Audit & Risk Committee as Committee Chair Designate**
- **Jonathan Hamill to move from the Audit & Risk Committee to join the Finance & Resources Committee**
- **Stephen King to move from the Finance & Resources Committee to join the Education Quality Curriculum and Students Committee**
- **Emily Baxter to step down from the Audit & Risk Committee and the Education Quality Curriculum and Students Committee**
- **Bethany Robson to be appointed to the Finance & Resources Committee**

Members discussed the potential to expand the membership of the Remuneration Committee and the Chair was tasked with exploring interest and capacity in joining the committee with individual governors in the hope that a recommendation could also be made to September Corporation.

## **25/63 Any other business**

The Committee was asked to consider whether to hold one meeting in person during the year following Corporation's decision to make a permanent move to hold committee meetings online. The Committee felt this was not necessary as this committee met

in person more frequently as part of the governor recruitment process.

**25/64** **Date of next meeting:** 20 October 2025