

MINUTES



SEARCH & GOVERNANCE COMMITTEE MEETING

Date: Tuesday 18 June 2024
Time: 5.00pm
Venue: Boardroom / Video Conference

Present:

Dr Andrew Roberts (Chair)
Andrew Fawcett
Dr Bill Webster (Principal)

In Attendance:

Deborah Bradburn (Clerk)
Jill Hebden (Minute Taker)

1. SECTION A - BUSINESS MATTERS FOR CONSIDERATION UNLESS INDICATED OTHERWISE

1.1 Welcome to Members

The Chair welcomed members to the meeting, which commenced at 5.02pm.

1.2 Apologies for absence

Apologies for absence had been received from Professor George Holmes and Dr Adrian Brooks.

1.3 Declarations of Interest

Members were invited to declare any interests in relation to any item on the agenda.
No interests were declared.

1.4 Request for an item to be unstarred

No requests were made.

1.5 Minutes of the previous meeting held on 20 September 2023

The minutes of the meeting held 20 September 2023 had been previously circulated to Members for consideration.

Agreed: that the minutes are approved as a correct record and authorised for publication.

1.7 Matters arising from the Minutes and Action Progress Log

The Clerk presented the action progress log and confirmed that all actions had been completed and noted that there was a vacancy for a University nominated Board Member that was being progressed.

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2. SECTION B - COLLEGE MATTERS FOR CONSIDERATION UNLESS INDICATED OTHERWISE

2.1 Annual Register of Interests 2023/24

The Clerk presented the annual register of interests of Board Members and senior management team that had been updated following changes to Board membership. It was noted that since the report further updates would be made to the register.

RESOLVED:

The Committee reviewed and noted the Annual Register of Interests 2023/24 report.

2.2 External Governance Review

The Clerk presented the external governance review final report, highlighting the following points:

- External governance reviews were recognised as an important part of good governance and were an ESFA/DfE funding agreement requirement.
- An annual governance review was not required this academic year as an external review had been undertaken. Colleges had to conduct an external governance review every three years.
- The review had been thorough and had involved a combination of questionnaires, group and one-to-one meetings, Committee and Board meeting observations and a procedural review.
- The report was very positive and provided assurance of the good practice that was already established in addition to recommendations for further improvement.
- Additional benchmarking data would be provided by the external reviewer following the completion of all scheduled reviews.
- The external reviewer would present and discuss the recommendations at the Board training session on 25 June 2024.

RESOLVED:

The Committee reviewed and noted the External Governance Review.

2.3 Committee Membership

The Clerk presented the Committee Membership report with the following points noted:

- Mr Farhad Ahmad was a co-opted member of the Audit Committee with his first period of tenure to expire on 6 July 2024.
- Mr Ahmad had confirmed his willingness to continue for a second term of office, which would continue to ensure the Committee had the appropriate balance of skills and experience in order to discharge its responsibilities.

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RESOLVED:

The Committee noted and **agreed** that a recommendation be made to the Board to approve Mr Ahmad's re-appointment.

ACTION:

Clerk / Board Agenda

2.4 Governing Documents Review

The Clerk presented the governing documents review noting the following key points:

- A proposal for the position of Group Chief Finance Officer to be an ex officio member of the Board to ensure consistency and continuity of College and Group financial governance for effective oversight and financial rigour.
- The ex officio member would be one of the six independent members nominated and appointed by the University and not an additional Board member.
- The proposal had been discussed with the Principal, Chair, University Vice Chancellor and University Registrar.
- The Board standing orders, terms of reference and governance agreement had been reviewed and remained compatible with the College Articles of Association.

RESOLVED:

The Committee discussed the proposal, reviewed the governing documents and **agreed** that the following recommendations be made to the Board for approval:

- (i) Group Chief Finance Officer to be made an ex-officio member of the Board; and
- (ii) updated governing documents.

ACTION:

Clerk / Board Agenda

3. SECTION C - UNIVERSITY GROUP MATTERS FOR CONSIDERATION UNLESS INDICATED

No matters were raised.

4. SECTION D - ANY OTHER BUSINESS

4.1 Meeting Evaluation

The Committee members confirmed that the meeting had met requirements.

5. SECTION E - FUTURE MEETINGS

Wednesday 18 September 2024 at 3.00pm

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There being no further business to discuss, the meeting closed at 5.40pm

Chair's Signature:

Date: 18 September 2024