

# **Heart of Yorkshire Education Group Corporation**

## **Board of Governors ('Board')**

## **Search and Governance Committee ('Committee')**

### **Minutes of the Meeting held on 6 December 2023 ('Meeting')**

**Present:** Claire Corneille, Dmitry Fedotov, Andrew McConnell ('Chair'),  
Martyn Shaw and Sam Wright ('Principal')

Head of Governance and Legal Services ('Clerk')

**In attendance:**

**Apologies:**

#### **1. Welcome and apologies for absence**

The Chair reported that due notice of the Meeting had been given and that a quorum was present. Accordingly, the Chair declared the Meeting open.

#### **2. Declarations of interest**

- 2.1. The Chair noted that he and Martyn Shaw had an interest in Agenda Item 5 – Membership issues, which required the Committee to make a recommendation to the Board regarding the appointment of a Chair and Vice Chair of the Board. He noted that he and Martyn would not be involved in discussions, count towards the quorum or vote in respect of any recommendations the Committee should make regarding their respective appointments to such positions.
- 2.2. The Chair asked for declarations of interest from Committee members. None were made.

### **3. Review and approve the minutes of 3 October 2023**

IT WAS RESOLVED THAT the minutes of the meeting of the Committee of 3 October 2023 were approved subject to one addition to the matters arising.

### **4. Matters Arising**

4.1. The Clerk addressed the outstanding matters arising from the previous meeting as follows:

4.1.1. On matter arising 1, the previously identified SEND governor candidate had been sent an application form. The Clerk agreed to chase the candidate for the completed form.

4.1.2. On matter arising 7, the Clerk confirmed that he had informed his AoC contact of their appointment as external governance reviewer for the College and explained that the next step would be a scoping meeting with the reviewer which he was in the process of arranging.

4.1.3. In relation to matter arising 8, members were asked to consider whether any particular aspects of governance should be highlighted for review by the AoC.

### **5. Membership Issues**

5.1. The Committee considered the Membership Issues paper.

5.2. The Clerk noted:

5.2.1. That there continued to be a vacancy on the Board and that the Committee should consider its recruitment objectives in light of the updated skills audit provided. He explained, however, that a SEND lead governor was a requirement which needed to be fulfilled.

5.2.2. That there were no committee vacancies but that they may wish to consider an application received from an applicant with teaching and learning experience for a place on the Curriculum and Quality Committee.

5.2.3. That the Committee was required to make recommendations to the Board regarding the appointment of a Chair and Vice Chair of the Board but that any member of the Board would be entitled to nominate

themselves for either position at the relevant Board meeting with a seconder and proposer. The Clerk noted that the Committee had previously notified the Board of its intention to reappoint the Chair as Chair of the Board and that, since then, Martyn Shaw had put himself forward for the Vice Chair role.

5.3. Members:

5.3.1. Considered the SEND expertise already on the Board and reiterated the need to chase the identified SEND candidate's completed application noting that, should no response be received, new candidates would have to be sought to fill the position.

5.3.2. Discussed a possible future Board vacancy and the means by which this might be filled including the recruitment of a co-opted member with relevant skills. The Chair agreed to speak to the relevant member to clarify her intentions going forwards.

5.3.3. Discussed the application referred to at minute 5.2.2. It was agreed that the Curriculum and Quality Committee had a strong and experienced membership and while there were no vacancies the application would be held in abeyance and the Clerk would inform the applicant of this.

5.4. Martyn Shaw left the Meeting and the members discussed his potential appointment as Vice Chair of the Board for a period of two years. Members noted that he was an excellent candidate who had expressed a desire to succeed to Chair, a role for which he was considered well suited. His capacity was discussed in light of his employment responsibilities. However, members felt that he had sufficient time to carry out the Vice Chair role and that this issue would likely ease before his succession to Chair. Martyn Shaw re-entered the Meeting.

5.5. The Chair left the Meeting and the members discussed his reappointment as Chair of the Board for a further two years. The Clerk noted that the Chair had been serving as a governor and Chair of the Board for longer than was recommended by the AoC's Code of Good Governance for English Colleges ('Code'), to which the College subscribed, but that the Committee had previously expressed its intention to reappoint him to ensure stability post-merger and to help secure a successful Ofsted inspection, which had been anticipated within two years. He noted, however, that since then, Ofsted had carried out an unexpected full inspection and that, therefore, the Committee should reconsider

its proposed recommendation and rationale. Members carefully considered the decision noting that the Chair's leadership had been excellent throughout his tenure, that his experience continued to be very valuable in guiding the College through the difficult post-merger period and that his proposed successor had yet to experience a Board leadership role having not yet had an opportunity to serve as Vice Chair of the Board. The Committee noted that a succession plan for the Vice Chair role had been delayed to allow time to assess the available options given the Board's new membership following the merger. The Committee considered the timeline for Martyn Shaw's succession to the Chair's role. It was agreed that the reappointment of the Chair as the Chair of the Board was in the best interests of the College during what was considered to be a difficult time, post-merger. The Chair re-entered the Meeting.

5.6. IT WAS RESOLVED THAT:

5.6.1. Andrew McConnell be recommended for appointment as Chair for a further two-year period from the date of appointment by the Board.

5.6.2. Martyn Shaw be recommended for appointment as Vice Chair for a period of two years from the date of the appointment by the Board.

5.7. The Committee noted that the Chair's term of office would, should he be appointed as Chair as recommended, continue past the end of his role as Chair. The Committee confirmed the Chair's intentions for this period with the Chair noting he felt it unhelpful to have a former Chair remain on the Board in such circumstances.

5.8. The Chair and Principal thanked Dmitry Fedotov for his support during his time as Vice Chair of the Board.

## 6. Governor Development

6.1. The Clerk summarised the governor development activities which had taken place to date, explained that accounts had been created for each governor for the ETF's Governor Development Programme and that individual governor plans would be created shortly and outlined progress made in relation to completion of mandatory safeguarding training.

6.2. Members:

6.2.1. Noted the progress made.

6.2.2. Asked the Clerk to chase those who had yet to complete their mandatory safeguarding training.

- 6.2.3. Asked the Clerk to arrange mandatory safeguarding training for the newest Board member.

**7. Search and Governance Committee Annual Report**

- 7.1. Members carefully considered the Committee’s annual report for accuracy and content.
- 7.2. IT WAS RESOLVED THAT the Search Committee Annual Report be approved subject to one minor amendment relating to a reference to the upcoming external governance review.

**8. Governance Self-Assessment Annual Report and Governance Improvement Action Plan**

- 8.1. The Committee carefully considered the Self-Assessment Annual Report and Governance Improvement Action Plan noting that it had been based upon completion of questionnaires by Board and committee members and the Clerk’s assessment of performance, in particular against the Code.
- 8.2. IT WAS RESOLVED THAT the Self-Assessment Annual Report and Governance Improvement Action Plan be recommended for approval by the Board at its next meeting.
- 8.3. The Clerk noted that updates would be given to the Committee regarding progress going forwards.

**9. Review of Effectiveness of Meeting and Identification of Emerging Risks**

The Committee agreed that the Meeting had been effective and emerging risks had been considered during its course and the Meeting was closed.



Signed..... Date: 06.12.2023

## Actions

No.	Minute	Details	Deadline	Responsibility
1	4.1.1	The Clerk agreed to chase the SEND candidate for her completed application form.	The next Committee meeting	The Clerk
2	5.3.2	The Chair agreed to speak to the Board member who had been identified as at risk of leaving to clarify her intentions.	The next Committee meeting	The Chair
3	5.3.3	The Clerk agreed to inform the TLA candidate that his application would be held in abeyance until a vacancy arose.	The next Committee meeting	The Clerk
4	6.2.2	Members asked the Clerk to chase those who had yet to complete their mandatory safeguarding training.	The next Committee meeting	The Clerk
5	6.2.3	Members asked the Clerk to arrange mandatory	The next Committee meeting	The Clerk

		safeguarding training for the newest Board member.		
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