Heart of Yorkshire Education Group Corporation ("Group")
Search and Governance Committee ("Committee")
Minutes of the Meeting held on Wednesday 20 May 2026 at 4.00pm at Wakefield College, Executive Meeting Room, WR312 ("Meeting")

Present:

- Dmitry Fedotov
- David Powell (by MS Teams)
- Andrew McConnell (Chair)
- Sam Wright (Principal)

In attendance: Sam Cremore, Head of Governance and Legal Services

Apologies: Tracy Tallant

1. Welcome and Apologies for Absence

The Chair welcomed those present; confirmed that the meeting had been called in accordance with the Instrument and Articles and Standing Orders and that it was quorate; and noted that apologies had been received from Tracy Tallant.

2. Declarations of Interest

2.1. Declarations of interest were invited.

2.2. It was noted that David Powell had an interest in relation to recommendations concerning his potential appointment as Chair of the Board and associated committee changes. It was noted that, where required, he would not participate in discussion or vote.

2.3. The Head of Governance and Legal Services noted that the Principal had a potential interest in relation to the recommendation of the adoption of the revised Association of Colleges ("AoC") Senior Post Holder Remuneration Code, which related to the public reporting of her salary and performance. It was noted that she would not participate in discussion or vote on this matter.

3. Minutes of the Meeting held on 24 February 2026

3.1. The minutes of the meeting held on 24 February 2026 were considered.
3.2. A minor typographical error was noted and corrected.
3.3. IT WAS RESOLVED THAT the minutes of the meeting held on 24 February 2026 were a true and fair record and were approved.

4. Matters Arising

4.1. The Head of Governance and Legal Services provided an update on outstanding actions.
4.2. There were limited outstanding matters, including ongoing work to identify a Vice Chair candidate, which would progress via a communication to governors inviting expressions of interest. It was noted that an alternative option remained available should no candidates come forward. The Committee also discussed the review of historic confidential minutes, which would be progressed over the summer. Other actions were noted to be complete or addressed elsewhere on the agenda.

5. Membership Update

5.1. The Head of Governance and Legal Services presented an update on Board and Committee membership, including vacancies, skills needs and proposed changes.
5.2. The Committee noted that two vacancies remained at Board level. The Selby staff governor role required an election process and the sole recent applicant for the remaining Board vacancy had been assessed as unsuitable and would not be progressed. Further, the Board noted that Jayne King’s first term would end in September 2026 and her reappointment was discussed.
5.3. The Committee discussed current skills gaps, particularly in digital/IT, community engagement and diversity representation. It was recognised that while improving diversity remained a key objective, recruitment should be driven by skills requirements first. However, the Committee asked that every

effort be made to ensure the diversity of the Board match its student population as best as possible. The Head of Governance and Legal Services was instructed to run another recruitment campaign seeking the same skills and experience previously requested – AI/IT and community engagement.

5.4. The Head of Governance and Legal Services was asked to contact Vijay Teeluck regarding her future Board plans.

5.5. The Committee reviewed co-opted appointments and noted satisfactory appraisals. Renewal of these appointments for the next academic year was supported. The Committee also discussed the potential appointment of a sustainability lead governor and options for identifying a suitable candidate. Alex Miles was to be contacted regarding her interest in a full Board role which might facilitate her taking the sustainability lead position.

5.6. Committee composition for 2026/27 was discussed including changes associated with the proposed appointment of David Powell as Chair. This was deemed to necessitate his removal from the Curriculum and Quality Committee and appointment to the Remuneration Committee with Andrew McConnell to step down.

5.7. The Head of Governance and Legal Service's proposals regarding Lead Governor roles for 2026/27 were considered.

5.8. Audit Committee effectiveness was also discussed, including balance of expertise, and agreement that this should be reviewed further.

5.9. IT WAS RESOLVED TO recommend:

5.9.1. The re-appointment of Jayne King for a further term of four years from 30 September 2026.

5.9.2. The removal of David Powell from the Curriculum and Quality Committee, subject to his appointment as Chair of the Board.

5.9.3. The appointment of David Powell to the Remuneration Committee, subject to his appointment as Chair of the Board and the removal of Andrew McConnell from the same.

5.9.4. The renewal of co-opted governor appointments for Alex Miles and Jason Brook.

5.9.5. The proposed committee composition for the forthcoming academic year subject to the necessary changes outlined above.

5.9.6. The appointment of David Powell as Chair of the Board for a period of up to two years.

5.9.7. The proposed Lead Governor roles and appointments.

6. Governor Training and Development

6.1. The Head of Governance and Legal Services presented an update on training for 2025/26 and training plan proposals for 2026/27.

6.2. The Committee noted that significant training activity had taken place, although uptake of some suggested external training remained low, largely due to competing commitments. Safeguarding training compliance remained a concern, with one governor yet to complete required learning.

6.3. Members discussed the importance of safeguarding training as non-negotiable and agreed that direct follow-up would be required.

6.4. The Committee also discussed the effectiveness of training approaches, noting that shorter, more targeted and experiential training could be more effective. The need to demonstrate the impact of training was also discussed, including the use of individual training records and self-assessment processes.

6.5. Questions and answers:

6.5.1. Q: How should non-completion of safeguarding training be addressed?
A: A direct discussion would take place between the Chair and the individual and completion would be required.

6.6. IT WAS RESOLVED TO approve the Governor Training Plan for 2026/27.

7. Governance Planning 2026/27

7.1. The Head of Governance and Legal Services presented proposals relating to the Instrument and Articles, Scheme of Delegation, calendar of meetings and adoption of the AoC Senior Post Holder Remuneration Code.

7.2. The Committee noted that minor amendments to the Instrument and Articles were required to reflect DfE and charity law guidance. No changes were proposed to Standing Orders which remained fit for purpose.

7.3. The draft calendar of meetings was discussed, with particular focus on the timing of self-assessment and the Quality Improvement Plan. Members noted concerns regarding tight timeframes and potential impacts on workload and effectiveness. The Head of Governance and Legal Services agreed to review this issue. The Chair, David Powell and Dmitry Fedotov agreed to review the calendar for their availability and report back before the calendar would be circulated more widely to Committee Chairs.

7.4. The Committee considered the new AoC Senior Post Holder Remuneration Code and noted sector discussion regarding transparency requirements. It was noted that the Code was to be applied on a comply or explain basis. It was agreed that the Group should adopt the code, subject to ensuring appropriate application of publication requirements.

7.5. IT WAS RESOLVED TO recommend:

7.5.1. Approval of the amended Instrument and Articles.

7.5.2. Approval of the amended Scheme of Delegation.

7.5.3. Approval of the draft calendar of meetings (subject to changes necessary after member reviews).

7.5.4. Adoption of the AoC Senior Post Holder Remuneration Code.

8. SID Job Description

8.1. The Head of Governance and Legal Services presented a revised Senior Independent Director job description requested by the members at the last meeting.

8.2. The Committee noted improvements to clarity and proportionality, including removal of an annual reporting requirement. The term of office was discussed, with a preference for a defined period of two years with flexibility for extension depending on the Board's needs.

8.3. Members discussed the balance between independence, experience and continuity in the role.

8.4. IT WAS RESOLVED TO recommend the revised SID job description to the Board for approval subject to inclusion of the suggested changes relating to term as set out in minute 8.2.

9. Governance Improvement Action Plan Update

9.1. The Head of Governance and Legal Services confirmed that actions had largely been completed and outlined proposals for capturing impact.

9.2. The Committee discussed reporting format and expressed a preference for a structured approach showing intent, implementation and impact which the Head of Governance and Legal Services agreed to implement going forwards.

10. External Governance Review Appointment 2026/27

10.1. The Committee considered options for appointing an external governance reviewer.

10.2. Three potential providers had been identified through sector networks and prior experience. The Committee discussed cost, methodology and experience, emphasising the importance of practical governance insight.

10.3. It was agreed that further information, including additional quotations and references, should be obtained before making a final decision. This further information would be presented to the Committee as soon as possible.

11. Board Self-Assessment Report and Improvement Action Plan

11.1. The Head of Governance and Legal Services outlined the proposed approach to self-assessment.

11.2. The Committee supported the approach and emphasised the importance of focusing on demonstrable impact and allowing sufficient time for discussion.

11.3. Questions and answers:

11.3.1.1 Q: Should additional time be allocated for reviewing the self assessment?

A: Yes, additional time should be built into the schedule where possible.

12. Annual Review of Committee Terms of Reference

The Committee confirmed that it had fulfilled its Terms of Reference during the year and that no amendments were required.

13. Review of Effectiveness of Meeting and Identification of Emerging Risks

13.1. The Committee reflected positively on the effectiveness of the meeting and identified emerging risks including:

- 13.1.1. Board skills gaps, particularly digital/IT and community engagement
- 13.1.2. Safeguarding training compliance
- 13.1.3. Committee capacity and effectiveness
- 13.1.4. Governance planning timelines

13.2. Members were invited to provide further feedback outside the meeting.

14. Date and Time of Next Meeting

The next meeting was confirmed to be on 13 October 2026 subject to changes approved by the Board

Signed…… Date 13.10.2026

Actions

No.	Minute Ref.	Action/Recommendation	Deadline	Responsibility
1	4.2	Invite expressions of interest for Vice Chair role	ASAP	Head of Governance and Legal Services
2	5.2	Re-run staff governor recruitment process	ASAP	Head of Governance and Legal Services
3	5.4	Contact Vijay Teeluck regarding her future Board plans.	As soon as possible	Head of Governance and Legal Services
4	5.5	Contact Alex Miles regarding interest in full Board role then progress sustainability Lead Governor role	As soon as possible	Head of Governance and Legal Services
5	5.8	Review Audit Committee membership	Next cycle	Head of Governance and Legal Services
6	5.9	Make membership recommendations to the Board	The next Board meeting	Head of Governance and Legal Services
7	6.3	Follow up safeguarding training completion with relevant governor	As soon as practicable	Chair

8	7.5	Recommend the amended constitutional documents, calendar of meetings and new AoC Senior Post Holder Remuneration Code to the Board	The next Board meeting	Head of Governance and Legal Services
9	7.5.3	Circulate draft calendar to committee chairs for review	As soon as practicable	Head of Governance and Legal Services
10	8.4	Amend SID job description to include maximum term and recommend to the Board	The next Board meeting	Head of Governance and Legal Services
11	9.2	Implement changes to presentation of the GIAP	ASAP	Head of Governance and Legal Services
12	10.3	Obtain further quotes and references for external review	ASAP	Head of Governance and Legal Services