

MINUTES OF A MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE HELD ON WEDNESDAY 24TH SEPTEMBER 2025

Present

Angela Briggs	Governor
Andrew Oldham	Governor
John Rees	Governor (CEO)
Lee Walker	Governor (Acting Chair)

The quorum for the meeting was 40% of membership to include at least 3 external governors. The meeting was quorate.

In attendance

Sharon Harmon	Clerk of Corporation
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The meeting was held in the Boardroom at Doncaster College and commenced at 5.30 pm.

Item	Minute	Action
1	Apologies	
	Apologies for absence were received from Mike Welsh (governor) and Sue Craggs (governor).	
2	Declarations of Interest	
	Members should declare any personal or financial obligation, allegiance or loyalty which would in any way affect decisions in relation to the subjects under discussion.	
	There were no declarations of interest.	
3	Election of Chair and Vice Chair	
	Members considered the appointment of both the Chair and the Vice of the committee. The Clerk advised members that Sue Craggs had been nominated as Chair of the Committee for a two-year term of office and Lee Walker had been nominated for reappointed as Vice Chair of the committee for a further two-year term of office.	
	Members voted on Sue Craggs appointment as Chair of the Committee.	
	Resolution: The Search and Governance committee elected Sue Craggs as Chair of the Search and Governance committee for a two-year term office to begin with immediate effect.	
	Member agreed, in order to achieve quoracy for the vote, to consider the reappointment of Lee Walker as Vice Chair of the committee via written resolution following the meeting.	
	Action: The Clerk to circulate a written resolution to Search and Governance committee members to vote on the reappointment of Lee Walker as the Vice Chair of the committee.	Clerk

Item	Minute	Action
4	<p>Minutes of a meeting of the Search and Governance Committee held on 14 May 2025 and any matters arising</p> <p>The minutes of the last meeting of the Search and Governance Committee held on 14 May 2025 were agreed as a true and accurate record of the meeting.</p> <p>There were no matters arising.</p>	
5	<p>Committee Risk Register</p> <p>Members reviewed the Group Risk Register. Members noted that the committee has specific oversight of one risk in relation to 'Governance'. Members considered the controls, assurances, mitigations, and planned actions in relation to Governance. Members discussed updates on governor recruitment noting the recent appointment of five new external governors and the induction programme in place. Members agreed the importance of a comprehensive and robust induction programme for newly appointed governors. Members noted that the residual risk score currently sits slightly above the target risk appetite score to reflect the number of newly appointed Governors on the Corporation Board and the initial period of transition and induction. Members agreed that whilst the risk had been significantly mitigated until newly appointed governors have been fully inducted and integrated into the Board, the current risk score remains appropriate.</p>	
6	<p>Board and Committee Membership Update</p> <p>Members reviewed the Corporation Board and committees' membership. Members noted that since the last meeting of the committee, five new governors had been appointed to the Corporation Board. Members noted that there is one Independent Governor vacancy. Members discussed and agreed a recruitment strategy to fill the vacancy. Members noted that there were two Student Governor vacancies on the Board. The Clerk outlined the planned recruitment programme to fill the Student Governor vacancies.</p> <p>Members were advised that two Independent Governors will complete their first term of office on 31 July 2026. Members agreed that their reappointment should be considered at S&G Committee meeting in February 2026 with recommendations for Corporation Board consideration and ratification in March 2026.</p> <p>Members reviewed and agreed updates to Board Committee's membership. Members discussed committee's membership and agreed it would be helpful to offer new Governors the option to join a second committee. Members recommended inviting new Governors to join any committee meeting that may be of interest as a guest with a view to joining.</p> <p>Action: The Clerk to offer new Governors the option of joining a second committee with an invite to visit a committee meeting of interest as a guest before joining.</p> <p>Members reviewed DNGC Subsidiary Companies Boards memberships and noted there are two Subsidiary Boards Director vacancies. Members noted there is one vacancy on the Kingsway Consulting Ltd Board and one on the Optime support Ltd Board. The Clerk advised members that Philippa Poland is nominated to join the Kingsway Consulting Ltd Board and Helen Kirby-Hawkins is nominated to join the Optime Support Ltd Board. Members considered the Governor nominations for these directorships and agreed recommendation of the appointments to the Corporation Board for ratification.</p>	Clerk

Item	Minute	Action
	<p>Resolution: The Search and Governance Committee approved the appointment of Philippa Poland to the Kingsway Consulting Ltd Board and Helen Kirby-Hawkins to the Optime Support Ltd Board for recommendation to the Corporation Board for approval.</p>	
	<p>Members reviewed and agreed Link Governor roles for the academic year 2025/26.</p>	
	<p>Members received and considered the proposed Board Succession Plan 2025-28. Members noted that the Succession Plan 2025-28 had been updated to reflect forthcoming changes to membership during the academic years 2025 -2. Members were reminded that the Board Succession Plan 2024-26 was approved by the Search and Governance Committee and the Corporation Board in the Autumn term 2024. Members noted that all planned actions for the 2024-25 academic year had been completed. Members noted that planned actions for the 2025/26 academic year. The Clerk confirmed that governor aspirations were discussed as part of the governor annual review process in the summer term 2025.</p>	
	<p>Resolution: The Search and Governance Committee approved the Board Succession Plan 2025-28 for recommendation to the Corporation Board for approval.</p>	
<p>7</p>	<p>Proposed Redistribution of the Work of the People and Transformation Committee</p>	
	<p>Members received and reviewed a proposal on the redistribution of the work of the People and Transformation committee. Members noted that it was agreed at the Corporation Board meeting of 7th July 2025 to suspend the People and Transformation committee for the 2025/26 academic year with the work of the committee to be redistributed to the other committees of the Board. The Clerk advised members that the proposed redistribution of the work had been drafted in consultation with the Chief Operating Officer People and Information, the Chief Operating Officer Finance and Infrastructure, and relevant committee Chairs.</p>	
	<p>Members reviewed the proposed redistribution of responsibilities and agreed the proposals were sensible. Members sought clarity on which committee would receive and review staff EDI annual reporting. The Clerk agreed to consult with the COOPI and confirm which committee is best placed to receive this report.</p>	
	<p>Action: The Clerk to consult with the COOPI and confirm which committee is best placed to receive staff EDI annual reporting.</p>	<p>Clerk</p>
	<p>Members considered and supported a proposal to rename the Search and Governance committee the Search, Governance and People committee to reflect the committee's expanded responsibilities for 'People' as set out in the proposal.</p>	
	<p>Members noted that the Terms of References, Cycles of Business and Scheme of Delegation will be updated to reflect the agreed redelegation of the oversight of the work of the People and Transform committee once ratified by the Corporation Board.</p>	
	<p>Resolution: The Search and Governance committee approved the proposed redelegation of the work of the People and Transform committee for recommendation to the Corporation Board for approval.</p>	
<p>8</p>	<p>Review of Committee Performance 2024-25 and Review of Terms of Reference</p>	

Item	Minute	Action
	<p>Members were asked to consider the performance of the Search and Governance Committee in 2024/25 measured against the Committee's Terms of Reference 2024/25. Members were also asked to consider any further development which could enhance the Search & Governance Committee for 2025/26.</p> <p>Members agreed that the Committee had met its responsibilities set out in the Terms of Reference for the Committee and that it had been effective in carrying out its remit. Members highlighted that the Committee had successfully overseen significant recruitment and search work. Members further noted that feedback from governors as part of the Board self-assessment review was positive.</p> <p>Members noted that a full review and update of the Committee's Terms of Reference (ToRs) would be completed to incorporate additional responsibilities as set out in proposed redelegation of the of the work of the People and Transformation committee.</p>	
	<p>Action: The Clerk to draft updated Search and Governance committee Terms of Reference to incorporate the additional responsibilities as set out and agreed in proposed redistribution of the of the work of the People and Transformation committee and circulate to the Search and Governance committee for consideration.</p>	Clerk
9	<p>Governor Attendance – Annual Report 2024-25</p>	
	<p>Members reviewed the Governor Attendance Annual Report 2024-25. Members were assured that overall attendance at Corporation Board and committee meetings in 2024-25 was strong at 82% which is a slight increase on the previous year figure of 81% and is on a par with the sector average for 2024-25 of 81.82%.</p>	
	<p>Register of Interests 2025-26</p>	
	<p>Members reviewed the Corporation's Register of Interests 2025-26 provided for information. There were no areas of potential conflict of interest identified but members were assured that the register would be kept under review. There were no points of discussion raised.</p>	
10	<p>Governance SAR / Board Self-Assessment</p>	
	<p>Members received and considered the draft Governance Self-Assessment 2024-25 report presented by the Clerk. Members noted that the Board Self-Assessment Report for 2024-25 has been completed for inclusion in the College-wide SAR. Members were advised that the information in the draft Board Self-Assessment Report is taken from the outcome of a gap analysis against the Association of College's Code of Good Governance for English Colleges, the outturn of the Governance Development Plan objectives for 2024-25, feedback from annual review meetings with governors and the results of the Corporation Board review survey completed by governors in July 2025. Members were advised that the report would be moderated as part of the college wide SAR validation process.</p>	
	<p>Members agreed it was a well-considered and accurate report. Members considered areas for further Governance development and agreed areas for development for 2025/26.</p>	
	<p>Resolution: The Search and Governance Committee approved the Board Self-Assessment Report 2024-25 for recommendation to the Corporation Board for approval pending moderation as part of the college wide SAR validation process.</p>	

Item	Minute	Action
11	Governance Development Plan 2025-27	
	<p>The Clerk presented updates the Governance Development Plan 2024-27 setting out performance targets for the 2025-25 academic year. Members considered the draft plan and noted the performance area targets set out in the draft plan are taken from the outturn of the Governance Development Plan objectives for 2024-25, the outcome of a gap analysis against the Association of College's Code of Good Governance for English Colleges, feedback from annual review meetings with governors and consideration of the recommendations from the Corporation Board review survey completed by governors in July 2025.</p> <p>Members agreed the updated performance areas were appropriate and focused on the right areas for development. Members discussed and agreed updates to the plan to reflect objectives achieved in 2024-25.</p> <p>Resolution: The Search and Governance Committee approved the updated Governance Development Plan 2024-27, subject to agreed updates, for recommendation to the Corporation Board for approval.</p>	
14	Review of Confidential Minutes	
	<p>Members reviewed the schedule of confidential minutes of meetings of the Corporation Board and its committees held between August 2023 and July 2025. Members considered which minutes, if any, are no longer deemed to be confidential and identified for publication. Members did not identify any minutes for release for publication.</p> <p>Resolution: The Search and Governance Committee recommend the schedule of confidential minutes of meetings to the Corporation Board for approval.</p>	
15	Committee Chair's Report to Corporation Board	
	<p>Members considered the business of the meeting and recorded key items and any changes to strategic risks identified for feedback to the Corporation Board in the Committee Chair's Report. The following items were highlighted for inclusion:</p> <ul style="list-style-type: none"> • No change to Governance risk profile following the business of the meeting. Further assurance provided by successful recruitment of new Governors. • Review of S&G Committee performance. • Update on Board and Committee Membership. • Support for Board Self-Assessment Report 	
16	Any Other Business	
	<p>There were no items of any other business raised.</p>	
17	Date and Time of Next Meeting	
	<p>The next meeting of the Search & Governance Committee is scheduled for Wednesday 4th February 2026, 5.00 pm on MS Teams.</p>	

The meeting closed at 7.30 pm.

Sharon Harmon
Clerk to Corporation

TABLE OF ACTIONS				
Date	Item	Action	Responsibility	Date Due
24/09/25	3	The Clerk to circulate a written resolution to Search and Governance committee members to vote on the reappointment of Lee Walker as the Vice Chair of the committee.	Clerk	Oct 2025
24/09/25	6	The Clerk to offer new Governors the option of joining a second committee with an invite to visit a committee meeting of interest as a guest before joining.	Clerk	Oct 2025
24/09/25	7	The Clerk to consult with the COOPI and confirm which committee is best placed to receive staff EDI annual reporting.	Clerk	Oct 2025
24/09/25	8	The Clerk to draft updated Search and Governance committee Terms of Reference to incorporate the additional responsibilities as set out and agreed in proposed redistribution of the of the work of the People and Transformation committee and circulate to the Search and Governance committee for consideration.	Clerk	Oct 2025