



# TyneCoastCollege

## Meeting of the Governance and Search Committee

**Venue:** STC Conference Room 1

**Date:** Thursday 22 May 2025

**Time:** 4.00pm – 5.40pm

**Present:** Joanne Fanning (In the Chair)  
Surajah Hunter  
Nicola McCluskey  
Lindsey Whiterod (TEAMS)(LW)

**In Attendance:** Neil Longstaff (Director of Governance)(NL)  
Malcolm Grady (Chair of the Board)(MG)

### ACTION TRACKER

Item	Summary of Action Required	By whom	Status	Comment / Update
Meeting: 14 November 2024				
5.	<u>Governance Update including Succession Planning</u> ii. That the Chair of the Board be asked to remind governors in the planned 1-2-1s, of their training opportunities and to seek future commitments to senior roles e.g. Chair/Vice-Chair.	MRG		Completed
8.	<u>Governor Attendance 2021-2024</u> ii. Attendances falling below target be discussed in individual governors at their 1-2-1's with the Chair of the Board.	MRG		Completed
Meeting: 22 May 2025				
4.	Governance Update including Succession Planning	NL		All actions done
	iv. That MG is asked to consult with the Chair of the Academy Trust to determine whether there is any current Trustee or Head Teacher within the Trust willing to become a College Governor.	MRG		
5.	Annual Review of Governance Arrangements	NL		All actions done
6.	Governor Training	NL/MRG		All actions done
7.	<u>Policies</u> The Committee recommends the policy to the Board for approval (Conflicts of Interest)	NL		Approved
8.	Nominations for Dr Winterbottom Fellowships	NL		All actions done
9.	<u>AOB</u> That the letter from the FE Commissioner be presented to the Board with NL providing confirmation of the college's adherence to these governance standards.	NL		Completed

## MINUTES

ITEM	ISSUES	ACTION
1.	<b>Apologies for Absence</b>  The Committee approved an apology for absence received from Mark Turnbull.	
2.	<b>Declarations</b>  <b>i. Declarations of interests</b>  The Chair reminded members to declare any conflicts of interest as they arose on the agenda.  <b>ii. Business to be raised under Item 09</b>  None	
3.	<b>Minutes of the previous meeting</b>  The minutes of the meeting held on 14 November 2024 were approved and signed by the Chair.  <b>Matters arising not covered on the agenda</b>  As shown on the Action Tracker.	
4.	<b>Governance Update including Succession Planning</b>  This report aimed to plan for appointments in a timely manner and update the Committee on matters of governance.  The following were highlighted for consideration: <ul style="list-style-type: none"> <li>• The current composition and membership of the College Board Governors.</li> <li>• The membership of the Board's committees.</li> <li>• An updated skills register</li> <li>• Two new governor applications</li> <li>• An updated Governance Action Plan</li> </ul> NL led the discussion on the governance update, focusing on succession planning due to George Clark's impending departure on the 8 July 2025. NL outlined the search for a replacement, mentioning that two applications had been received (MS and DC) but one (DC) had recently withdrawn (DC) his candidacy due to personal changes. Therefore, MS was the sole candidate. NL outlined several options that were available to governors, which included appointing MS as a board member, appoint her to a committee, or re-advertise for the position. LW endorsed MS's appointment as a committee member, citing her relevant experience and connection to the college despite her residence in Cornwall.  The committee discussed the differences between a college governor and a committee member. The committee considered MS's ability to attend meetings via Teams due to her distance from the college. They agreed that appointing MS as a committee member would be a prudent approach, allowing her to contribute her expertise while managing the logistical challenges.	

	<p>MG supported the idea, noting the need for governors who could share the workload, especially during periods of development. The committee agreed to recommend a one-year appointment for MS as a committee member, with a review after one year to potentially transition her to a full governor role at some stage in the future. LW suggested continuing to recruit for the board to ensure a constant influx of new members.</p> <p>It was proposed that an invite be extended to TCAT trustees to explore interest in becoming governors of the College, if not already served as a College Governor, considering the connection between the boards. LW suggested approaching the headteachers from the Academy Trust.</p> <p>The committee also reviewed the composition and membership of various committees. NL highlighted the need to bolster the Audit Committee following George Clark's departure and proposed Jim Dafter as a possible new chair of audit, pending his agreement. The committee discussed the possibility of reassigning members to balance the workload and expertise across committees. Rachel Taylor was identified as a potential new member for the Audit Committee.</p> <p>NL provided an update on the governance action plan, highlighting positive feedback from Stone King regarding the implementation of their recommendations. The discussion concluded with NL summarising the need for further recruitment and adjustments to committee memberships and Stakeholder Advisory Groups to ensure effective governance.</p> <p><b>Resolved:</b></p> <ol style="list-style-type: none"> <li><b>That the report is received and information acknowledged.</b></li> <li><b>That the Board is recommended to appoint Margaret Savage as an External Member to the Quality, Curriculum and Standards Committee on an initial one-year term.</b></li> <li><b>That a Governor Recruitment Advert be shared with governors to discuss within their personal network and that it be placed on the College's LinkedIn page.</b></li> <li><b>That MG is asked to consult with the Chair of the Academy Trust to determine whether there is any current Trustee or Head Teacher within the Trust willing to become a College Governor.</b></li> <li><b>That the Board is recommended to appoint Jim Dafter as Chair of the Audit Committee and thereby automatically a Member of TCAT.</b></li> <li><b>That Rachael Taylor is asked to serve on the Audit Committee.</b></li> <li><b>That should MS be appointed to the QCS Committee, JF is to move across from QCS to serve on either Audit or F&amp;R Committee.</b></li> <li><b>That NMc is to serve on the Hair and Beauty Stakeholder Advisory Group.</b></li> <li><b>That good progress against the Governance Action Plan is recognised.</b></li> </ol>	<p>NL</p> <p>NL</p> <p>MRG</p> <p>NL</p> <p>NL</p> <p>NL</p> <p>NL</p>
<b>5.</b>	<p><b>Annual Review of Governance Arrangements</b></p> <p>The purpose of this report was to make recommendations to the Board regarding the annual review of the following:</p> <ul style="list-style-type: none"> <li>Governance Structure (Appendix 1)</li> <li>Instrument and Articles of Government (Appendix 2)</li> <li>Standing Orders and Code of Conduct (Appendix 3)</li> <li>Terms of reference of committees (Appendix 4)</li> <li>Business Planner 2025-26 (Appendix 5)</li> <li>Link Governor Protocol and Roles (Appendix 6)</li> </ul>	

	<p>NL highlighted the ongoing discussions around the future role of the Business Development Committee. It was suggested that this be revisited once the BD Committee itself had had the opportunity to review its own terms of reference and workplan.</p> <p><b>Q. New Build Task Group reconstitution?</b> This was to be provided with an updated terms of reference making it a formal committee of the Board to enable the group to have delegated powers to ensure it remained fit for purpose with an enhanced terms of reference and spending authority to streamline decision-making processes thereby ensuring action was taken in a timely fashion. The Committee was also to be renamed the Capital Project Board.</p> <p><b>Q. Will the Task Group find this useful?</b> It stemmed from the Task Group and the Project Manager (Richerd Spencer) recognising the need for timely decision-making and having to meet on a more regular basis. NL suggested presenting this proposal at the upcoming board meeting rather than waiting until July. The committee supported this approach to expedite the necessary changes.</p> <p>The committee discussed the need to formalise a conflicts of interest policy, as required by the new financial handbook. Neil Longstaff reviewed existing policies and model policies from other colleges and proposed a new policy for managing actual and potential conflicts of interest. The committee discussed the need to include decision-makers beyond senior managers and budget holders, such as staff involved in recruitment or teaching relatives. The committee also discussed the need for a scheme of delegation to clearly outline decision-making levels, which would be integrated into the governance action plan.</p> <p>NL outlined the new layout for the Board's agenda giving it a more strategic approach to business. The WorkPlan had also been updated to reflect the business of the College.</p> <p><b>Q. Presentations to remain on agenda?</b> Yes, as these would cover key areas of work or new areas/matters that need to be brought to the attention of the Board.</p> <p>Progress was being made to streamline reports and the use of data dashboards.</p> <p>A governor stated that the new Decisions software package for governors was much improved on the previous BoardEffect indicating it was easier to navigate round but also to access and read papers.</p> <p>The Committee reviewed the Link Governors and current vacancies.</p> <p><b>Resolved:</b></p> <ol style="list-style-type: none"> <li><b>That the Committee accept the report and acknowledge the information presented.</b></li> <li><b>That governors recommend to the Board the approval of the above-mentioned documents.</b></li> <li><b>That the proposal to reconstitute the New Build Task Group into an accountable Capital Project Board be presented at the next Board meeting.</b></li> <li><b>That the following changes to Link Governors be recommended to the Board:</b> <ul style="list-style-type: none"> <li><b>Student Voice – Nicola McCluskey (in place of George Clark)</b></li> <li><b>Safeguarding and Halls – Rachael Taylor as Deputy to Jackie Watson</b></li> <li><b>Leadership and Management – Joanne Fanning (in place of George Clark)</b></li> <li><b>Careers Advice and Guidance – Doug Cole subject to his personal circs.</b></li> </ul> </li> </ol>	<p>NL</p> <p>NL</p> <p>NL</p>
<b>6.</b>	<p><b>Governor Training</b></p> <p>This report aimed to inform governors of the training undertaken and training opportunities for the members of the Board and Governance Professionals.</p> <p>Governors' attention was drawn to the following:</p> <ul style="list-style-type: none"> <li>Governor training records</li> </ul>	

	<ul style="list-style-type: none"> <li>• Training opportunities available through the Education and Training Foundation (ETF).</li> <li>• TCC Training Plan</li> </ul> <p>NL discussed the governor training plan, emphasising the importance of tailored training for governors. He proposed face-to-face sessions on safeguarding, data protection, cyber security, and health and safety, focusing on strategic responsibilities in place of online training. MG and NMc supported this approach, noting the feedback from governors that online training was not sufficiently targeted at their strategic role.</p> <p>NL suggested incorporating these training sessions into the governor development days, with mandatory attendance for governors.</p> <p>The 'Just One More Thing' sessions promoted by the FE Commissioner were highlighted for information. LW explained that these were available to Principals, Chairs, governance professionals and other senior managers and key strategic leads, by invitation from the FE Commissioner's office. Just one more thing was a spin-off series of the Just One Thing events held each year, focussing on the sharing of effective sector practices. It was noted that NLFE colleges hosted these events, which focused on themes identified by the sector and governors were encouraged to attend.</p> <p><b>Q.</b> Would 45min be sufficient to deliver what's needed? This would need to be worked through with the staff concerned. It was also suggested that these sessions could be recorded for those unable to attend.</p> <p>NL outlined the programme for the forthcoming development event, which would include a tour, lunch, and sessions on key governance topics. The topics covered the accountability agreement, performance benchmarking, FE data dashboard, risk management, sexual harassment in the workplace, careers, and the code of good governance. The committee acknowledged the extensive time commitment required and considered prioritising the most critical topics.</p> <p>Resolved:</p> <ol style="list-style-type: none"> <li><b>That governors agree to receive the report and acknowledge the range of training opportunities available.</b></li> <li><b>That governors be reminded of the need to complete any outstanding mandatory training modules as soon as possible.</b></li> <li><b>That the Chair of the Board is to remind governors in the planned 1-2-1s, of their training opportunities and/or ask them for any training requirements, which could then be added to the Training Plan.</b></li> <li><b>That NL, NMc and Director of HR are to collaborate on developing a bespoke training programme for governors in place on online training, ensuring it addresses their strategic responsibilities effectively.</b></li> <li><b>That MOST be explored as a possible venue for the next Development Event.</b></li> <li><b>That the programme for the next Development Event is endorsed.</b></li> </ol> <p>SGH and MG left the meeting.</p>	<p>NL</p> <p>MRG</p> <p>NL</p> <p>NL</p>
<b>7.</b>	<p><b>Policies</b></p> <p>The purpose of this report was to seek approval for a new Conflicts of Interest Policy.</p> <p>The committee discussed the conflicts of interest policy. NL had reviewed existing policies and model policies from other colleges and proposed a new policy for managing actual and potential conflicts of interest.</p>	

	<p>The committee discussed the need to include decision-makers beyond senior managers and budget holders, such as staff involved in recruitment or teaching relatives. It was felt that these matters were sufficiently covered elsewhere in college policy and procedures.</p> <p><b>Resolved: That the Committee recommends the policy to the Board for approval.</b></p>	NL
8.	<p><b>Nominations for Dr Winterbottom Fellowships</b></p> <p>The committee discussed a nomination of an individual for the Dr Winterbottom Fellowship. NL presented the nomination, noting that the Principal for SSMS had crossed out a part of the criteria where the nominee did not meet that specific requirement. The committee considered whether the nominee had achieved the minimum threshold of 50 points and discussed the possibility of recognising long-serving governors for their significant contributions.</p> <p>It was reported that MG had raised the issue of acknowledging governors who had made substantial contributions, such as leading a task group for a new build college. LW endorsed the recommendation to recognise governors, highlighting the expertise and voluntary contributions they provided. The committee considered changing the criteria to allow governors to be nominated for fellowships, acknowledging their significant contributions to the board.</p> <p><b>Resolved:</b></p> <ul style="list-style-type: none"> <li>i. <b>That governors receive the report, acknowledging the information presented.</b></li> <li>ii. <b>That the Board be asked to consider changing the criteria to allow governors to be nominated for fellowships.</b></li> <li>iii. <b>That Ian Spreadborough be nominated for a Fellowship having exceeded the minimum threshold required.</b></li> </ul>	<p>NL</p> <p>NL</p>
9.	<p><b>Any other business</b></p> <p>NL tabled a letter received from Sheila Legrave (FE Commissioner) regarding governance. The committee discussed the importance of evidencing good governance practices and proposed presenting the letter and the Weston College report to the full board.</p> <p>NL outlined the governance practices in place, including regular meetings, induction sessions etc. LW recommended that the letter and report be presented to the board with evidence of the College's good governance practices.</p> <p><b>Resolved: That the letter from the FE Commissioner be presented to the Board with NL providing confirmation of the college's adherence to these governance standards.</b></p>	NL
10.	<p><b>Date and Time of Next Meeting:</b></p> <p>The committee discussed the scheduling of the next meeting and the preferred days for meetings. It was noted that Thursdays had been the primary day for meetings, but there was a suggestion to mix it up with other days to accommodate attendance. The importance of reviewing attendance patterns and preferences was highlighted.</p>	
11.	<p><b>Identification of Confidential Items</b></p> <ul style="list-style-type: none"> <li>• <b>Items 4 and 8 – Applications for governor positions and Fellowships</b></li> </ul>	

**Signed:** ..... **Date:** .....