

**SEARCH, GOVERNANCE, AND REMUNERATION
Minutes
7 October 2025 16.00
Committee Room, Moulsham Street Campus**

Members: Trevor Bolton (Vice Chair), Rachael Cornwall, Richard Davidson, David Holmes, Christian Norman, Sheila Salmon; David Warnes

In attendance: Ra Hamilton-Burns, Amy Simmonds

COMMITTEE MATTERS		ACTION															
1)	<p>Apologies for absence Apologies had been received from David Holmes.</p> <p>Trevor Bolton welcomed Richard Davidson to his first meeting of SGR as he had been elected to the role of Vice Chair and Chair of PSR Committee.</p>																
2)	<p>Declaration of Interest David Warnes and Ra Hamilton-Burns declared an interest in item 12 and would withdraw when the Committee requests it.</p>																
3)	<p>To approve the minutes of the meeting of 16 June 2025</p> <p>AGREED: THE SGR COMMITTEE AGREED THAT THE MINUTES OF THE MEETING HELD ON 16 JUNE 2025 WERE A TRUE AND ACCURATE RECORD.</p> <p>Corrections were noted on the spellings of names:</p> <ul style="list-style-type: none"> • Ben Backhouse • Christian Norman • Sheila Salmon 																
4)	<p>Matters and actions arising from the minutes The Director of Governance reported that all actions had been completed.</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">Item</th> <th style="width: 40%;">Action or matter arising</th> <th style="width: 50%;">Follow up and status</th> </tr> </thead> <tbody> <tr> <td>4.</td> <td>Governance matters</td> <td></td> </tr> <tr> <td></td> <td>I. RHB to invite expressions of interest in the role of Vice Chair.</td> <td>I. The Director of Governance sent three emails inviting governors to express interest. Richard Davidson has been elected as Vice Chair.</td> </tr> <tr> <td></td> <td>II. AM to confirm with Paddy Reilly that he is happy to be reappointed.</td> <td>II. Amanda Montague had spoken to Paddy Reilly, and he had subsequently been appointed for a second term.</td> </tr> <tr> <td></td> <td>III. DW and RHB to contact Doug Zeeman</td> <td>III. Ra Hamilton-Burns spoke with Doug Zeeman, and he</td> </tr> </tbody> </table>	Item	Action or matter arising	Follow up and status	4.	Governance matters			I. RHB to invite expressions of interest in the role of Vice Chair.	I. The Director of Governance sent three emails inviting governors to express interest. Richard Davidson has been elected as Vice Chair.		II. AM to confirm with Paddy Reilly that he is happy to be reappointed.	II. Amanda Montague had spoken to Paddy Reilly, and he had subsequently been appointed for a second term.		III. DW and RHB to contact Doug Zeeman	III. Ra Hamilton-Burns spoke with Doug Zeeman, and he	
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has kindly agreed to remain a member of the stakeholder scrutiny committee after his co-opted membership to the Board ends.

TO DISCUSS AND APPROVE/RECOMMEND

5) **Retrospective review and summaries of 2024-5**

- i. Infographic summary of Board activity for 2024-5 to include attendance reports

	2023-4	2024-5	National rate 2024-5	Direction
Board	80%	74%	81.82%	↘
Audit	100%	88%		↘
Quality and Learners'	83.3%	91%		↗
Policy, sustainability and resources	87.5%	80%		↘
Search, governance and remuneration	93%	92%		↔

The Committee discussed the decline in attendance for Board and two of the committees. It was agreed that due to the small number of governors on the Board and limited number of meetings for both Board and Committees, variations do have to be taken in context. However, the SGR Committee should encourage high rates of attendance and monitor the data carefully to support strong governance.

The Chair of the PSR Committee has now moved to Audit and Risk Committee and Richard Atkinson has now taken on the role of Chair of PSR and become an ex officio member of the SGR Committee.

- **THE SGR COMMITTEE REVIEWED AND DISCUSSED THE ATTENDANCE RECORD OF BOARD AND COMMITTEES FOR 2024/5**
- **THE SGR COMMITTEE NOTED THE INFOGRAPHIC SUMMARY OF BOARD ACTIVITY FOR 2024-5**

ii. **Self-assessment of 2024/5 reports**

a) **Final Governance Improvement Plan 2024-5**

Most items are complete with the Director of Governance pointing out that some recommendations are perennial such as those pertaining to supporting the students. Such items have been taken forward into this year's GIP.

b) **Committee self-assessments**

The salient points have been incorporated into the draft Governance

Improvement plan for 2025-6 in Item 6.

David Warnes joined the meeting at 16.10.

c) Chair and Vice chair notes from one-to-one meetings

Not all members had arranged a conversation but a strong representation had meetings with the Chair or Vice Chair. This will be central to the 'you said we did' session at the development day on Friday 10 September and to inform the "stop the tracks" self-assessment session.

People had been grateful for the opportunity to have a dialogue, yielding results. Some governors would like to have more engagement and opportunities will be sought. The request for up-to-date management accounts was emphasised and had been amplified by Trevor Bolton. It is critical that current and regular management accounts are presented to the Board.

In the HE sector, investigations into failure have a recurrent finding that University Boards had not been insistent enough in insisting on current financial information. Trevor Bolton commented that the Board should insist that this is a key focus for Board improvement. David Warnes confirmed that this should now be possible as the finance function is in-house rather than at Essex Shared Services. Other than the Christmas and Summer periods, the 15th day rule for publishing management accounts should be achievable.

Rachael Cornwall reported that she had not been contacted about a meeting with the Chair or Vice Chair. She noted that timetabling meetings on Fridays clashes with personal arrangements and wondered if this day should be held at different days or times during the week. Sheila Salmon had reflected with David Warnes and Trevor Bolton on the co-ordination of the one to one governor conversations and it had been agreed that Amy Simmonds will co-ordinate such meetings in the future. Governors agreed that the most critical factor in planning meetings was as much notice as possible in order that members can schedule their calendars.

There had been a comment that the Board had been offered too much historical information but should have more focus on strategy and cultural change.

The focus on risk was also mentioned from many different angles.

ACTION: RHB to canvass members to ascertain the most accessible meeting times and days for the 2026-7 calendar

6) Forward Governance planning for 2025/6

6i – Board structure and succession planning

Two governors are reaching the end of their terms of office in the coming year:

- Jan Church, staff governor reaches the end of her term of office on 30 November 2025. An all staff invitation for nominations will be sent on 21

October and the election process would conclude by the end of November in time for the new staff governor to join the Board before the December meeting.

- Christian Norman comes to the end of his second term of office in July 2026. It was agreed that the SGR Committee would look at the Skills Survey in February to ascertain if the Board should seek an internal or external replacement for Chair of Quality and Learners' committee. David Warnes reminded the Committee that Christian Norman offers a unique viewpoint that would need to be replaced and there is also a gap for Ofsted experience which should be taken into consideration. The Chair supported the need for a Board member with Ofsted inspection experience.

Action: RHB to add Board skills to consider a replacement for Christian Norman to the SGR agenda n January 2026

I. Current governor membership, terms of office and structure to review and approve

- After a comprehensive and successful recruitment programme in 2024-5 the Board had temporarily increased its number to 19 (stated ideal membership is 17). Members noted that they would ensure that the membership number enables the Board to support the strategic requirements.
- Recruitment was informed by the skills survey from last year and the current version demonstrates that the programme was successful.
- The student elections concluded on Friday 3 October and Daniel Holland and Naomi Hiskett have been elected. Ra Hamilton-Burns will contact them once they have been informed to arrange welcomes, buddies and inductions. It is hoped they will join the development day.
- Staff elections will begin on 21 October and end on 24 November 2025

The SGR committee noted the Board membership and structure for 2025/6 and agreed that it was appropriate to meet the needs of the College.

II. Review of co-opted members for each committee to support succession planning

– The SGR Committee agreed that for succession planning and transparency each committee should have at least one co-opted member. Currently there is a co-opted member on PSR but the imminent departure of Doug Zeeman will mean that Quality and Learners' Committee will have a vacancy for a co-opted governor. Members discussed possible recruitment methods for co-opted members for each of the Committees. David Warnes was currently discussing the potential role with someone for Q&L. Christian Norman reminded the Committee that there have been, and continue to be, significant changes at Ofsted so it would need to be someone who has been recently engaged in Ofsted.

III. Training and Twilight plan. Since publication of these papers, Ra Hamilton-Burns has attended two AoC events and identified four further suitable twilights to be arranged. Eversheds Sutherland had agreed to host a session on Economic Crime and Corporate Transparency Act in

November and Debbie Garroway is holding a twilight on EDI on 2 December. These and dates for events in 2026 will be circulated.

ACTION: RHB to circulate dates for twilight sessions.

IV. Governance Improvement plan for 2025/6

The draft plan was presented for review and discussion by the SGR Committee. Currently a 'work in progress' as more areas for improvement will be identified at Development Day. The items have been drawn from:

- Committee self-assessment
- One-to-one conversations with the Chair and Vice Chairs
- Emails from the governors attending the finance masterclasses

The SGR Committee reviewed the draft plan and expressed surprise that a governor had fed back that no student or staff had raised risk concerns. David Warnes explained that it isn't common for student governors to directly comment on the risk register but their inputs on wider matters would influence consideration of the College risk register.

There was also surprise about the concern about the presentation and treatment of cash balances as Debs Hurst does point out if cash is restricted to a grant.

David Warnes reminded the Committee that the change of RAG rating to risks is contained within the commentary on the register.

Richard Davidson advised that with such limited time, the Board needs to have very firm boundaries about how the items on finance and risk are discussed and in how much detail.

The next iteration with actions agreed by this Committee will form part of the 'you said, we did' Stop the Tracks session at the Development Day on Friday.

AGREED: THE SGR COMMITTEE REVIEWED THE GOVERNANCE IMPROVEMENT PLAN, ADDED ACTIONS AND SUGGESTIONS FOR RECOMMENDATION TO THE BOARD.

ACTION: RHB to update the GIP and add it to the SGR agenda for 27 January 2026.

7)

Policies

Mentoring policy

The Board has a mentoring process and it has been in action over the past two years. The Committee agreed that this worked well on the whole and agreed that it should be approved.

AGREED: THE SGR COMMITTEE APPROVED THE MENTORING POLICY FOR CHELMSFORD COLLEGE BOARD

INFORMATION TO NOTE AND FOR THE RECORD

8)

Skills survey outcomes

The recruitment of new governors in 2024-5 had been specifically designed to

	<p>ensure that the Board had a broad spectrum of skills needed to match the College provision. It is recognised that not all members are expected to have skills in each of the areas but the Committee agreed that it is desirable that at least one member is in the higher proficiency for each skill.</p> <p>Worthy of note from the skills survey for 2025/6: In all categories but a few, the members scored that they had ‘professional experience for 3+ years’ or ‘some knowledge’. The exceptions were:</p> <ul style="list-style-type: none"> ▪ Item 9 Social Work – members had either ‘some knowledge’ or ‘no knowledge’ <p>Christian Norman said that the new Ofsted framework would bring this into focus as learners with FSM or care environments come into added focus. This should, therefore, be a consideration by the Committee as perhaps an education social worker might be sought and this should be considered in the January 27 2026 Committee meeting.</p> <ul style="list-style-type: none"> ▪ Item 29 SEND – again members had either ‘some knowledge’ or ‘no knowledge’ <p>Richard Atkinson noted that 12% of governors indicated that they have ‘no understanding of Safeguarding’ which is a major concern so this needs to be addressed.</p> <p>ACTION: RHB to ensure safeguarding training is provided for all governors</p> <p>Career progression - four governors said they had ‘no knowledge’ and the Committee wondered which of the Board had reported this. It is possible that the two student governors may have responded in this way. It is important to address this as the purpose of the College is to support learners into careers.</p> <p>ACTION: RHB to discuss IAG and careers training for governors with David Warnes.</p>	
9)	<p>Link Governor list and process</p> <ul style="list-style-type: none"> • These were approved at the Board meeting in June. Governors had no comments to make. • Governors would appreciate more background on the role so this has been included in these papers and will be shared with governors in the Development Day papers. • The SGR Committee noted its thanks that Amy Simmonds will be the conduit for arranging link governor meetings for all governors. 	
10)	<p>i. Compliance of membership to annual returns requirements – Governors are still completing these – and Amy Simmonds has been diligent in reminding those who have not yet complied.. A report will follow. One governor had fed back that the conflation of all the annual forms into one and review online had been a significant improvement.</p>	

	<ul style="list-style-type: none"> a. DBS b. KCSIE c. Declarations of interest and eligibility <p>ii. Briefings for June, July, August, September 2025 The briefings had been included in the appendices for the record and the Committee chair noted that these were well drafted and extremely useful.</p>	
11)	<p>Any Other Business None has been notified to the Director of Governance.</p>	
	<p>CONFIDENTIAL MEETING ON REMUNERATION – papers under separate cover</p>	
12)	<p>Date of next meetings</p> <ul style="list-style-type: none"> • Tuesday 27 January 2026 at 16.00 • Tuesday 12 May 2026 at 16.00 <p>The meeting ended at 17.30.</p>	

CHAIR APPROVED