

Item 4 of these minutes are deemed to be CONFIDENTIAL by virtue of Instrument 14(4) and 16(2) as they contain business sensitive information. These minutes are not available for public circulation and are held separately by the Clerk to the Corporation.

MINUTES OF A MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE HELD ON WEDNESDAY 7 FEBRUARY 2024

Present

Angela Briggs	Governor
Ruth Brook	Governor
Sue Craggs	Governor
Mark Swales	Governor
Andrea Ward	Governor
Lee Walker	Governor

The quorum for the meeting was 40% of membership, at least 3 external members. The meeting was quorate.

In attendance

Sharon Harmon Clerk of Corporation

The meeting was held on MS Teams and commenced at 10.45 am.

Item	Minute	Action
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1 Apologies

Apologies for absence were received from John Rees, CEO.

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 made.

3 Minutes of the meeting of the Search and Governance Committee held on Tuesday 5th December 2023

The minutes of the meeting of the Search and Governance Committee held on Tuesday 5th December 2023 were agreed as a true and correct record.

Matters Arising

Item 10 - The Clerk reported that Dan Fell had joined the HEPQ Committee.

4 Membership

Members reviewed the Corporation Board and committee membership.

Members noted that two independent governors will have completed their first term of office on 31 July 2024, Dolly Agoro and Andrea Ward. Members were advised that Andrea Ward would not be available for a second term of office. Members were also advised that Lee Tillman had tendered his resignation from the Board to take

Item	Minute	Action
	<p>effect from 31st July 2024. Members discussed these imminent vacancies and agreed to start a recruitment process for appropriate Governors at the start of the summer term.</p> <p>In terms of Committee membership, members noted that since the last meeting Dan Fell had joined the HEPQ Committee. There were no other changes to committee membership.</p> <p>Members discussed a confidential item that is recorded under a separate set of minutes. These minutes are not available for public circulation and are held separately by the Clerk to the Corporation.</p>	
5	<p>Appointment, Re-Appointment and Removal of Governors Policy</p> <p>The Clerk presented updates to the Appointment, Re-Appointment and Removal of Governors Policy. Members noted that the policy is due for review under the policy review cycle and that the Search and Governance Committee have the remit for reviewing and approving updates to the policy.</p> <p>Members considered the updates to the policy noting the policy has been updated to reference the safer recruitment policy. It was also proposed that the appendices to the policy be separated out as they were extraneous to the policy and make it unnecessarily cumbersome.</p> <p>Members agreed the updates were helpful and appropriate.</p> <p>Resolution: The Search and Governance Committee approved the updated Appointment, Re-Appointment and Removal of Governors Policy.</p> <p style="text-align: right;">Note: Andrea Ward left the meeting.</p>	
6	<p>Committee Chair’s Report to Corporation Board</p> <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 points were highlighted:</p> <ul style="list-style-type: none"> • Membership update • Update to the Appointment, Re-Appointment and Removal of Governors Policy were approved by the committee. 	
7	<p>Any Other Business</p> <p>There were no items of any other business.</p>	
8	<p>Date and Time of Next Meeting</p> <p>The next meeting of the Search & Governance Committee is scheduled for Wednesday 15th May 2024, 5.00 pm, on MS Teams.</p>	

The meeting closed at 11.30 am.

Sharon Harmon
Clerk to Corporation

Signed: (Chair)

Date:

TABLE OF ACTIONS				
Date	Item	Action	Responsibility	Date Due