

## **GOVERNANCE, SEARCH AND REMUNERATION COMMITTEE of the Governing Body**

**Minutes of the Governance, Search and Remuneration Committee held on  
Tuesday 30<sup>th</sup> September 2025, 5.00pm at Stanmore College and on MS Teams**

### **Present:**

Mr Sundeep Bhandari (SB) – Chair of Committee & Vice Chair of Governors  
Mr Paul Goodman (PG) – Vice Chair of Committee & Governor (Teams)  
Mrs Hannah Butland (HB) – Chair of Governors (Teams)  
Mr Julian Davies (JD) – Governor (Teams)  
Mrs Annette Cast (AC) – Principal

### **In Attendance:**

Ms Kayee Chan (KC) – Director of Governance  
Ms Justine Gooch (JG) = Director of MIS, IT and Admissions

### **Apologies:**

None

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## **RESOLUTION**

- Approval of previous minutes of the meeting held on 24 June 2025.
- Ratification of Committee Chair and Vice Chair (Sundeep Bhandari and Paul Goodman).
- Approval of the updated Scheme of Delegation.
- Approval of the Committee Work Schedule 2025/26 (though recommended to Board — see below).
- Endorsement of the revised Finance & Resources Committee Terms of Reference.
- Approval of the Governor Induction Programme for launch.
- Approval of the Governor Self-Assessment and Board Improvement Action Plan.
- Approval of the updated AoC Self-Assessment Improvement Plan.
- Approval of the Governor Expenses Policy.

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## **RECOMMENDATIONS TO THE GOVERNING BODY**

- To ratify the appointment of five new external governors and two staff governors.
- To approve the appointment of Gideon Schulman as a College Ambassador.
- To approve the 2025/26 Board Committee Work Schedule.

- To approve the updated Committee Structure & Membership, including named Chairs and Vice Chairs for each committee.
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*NB: No Search or Remuneration business was scheduled for consideration at this meeting: such matters will be brought forward later in the annual cycle.*

## **1. Welcome, Apologies and Introductions**

- 1.1 The Chair of the Committee welcomed members and attendees to the first Committee of the year. No apologies were received.

## **2. Ratification of Chair / Vice Chair**

- 2.1 The Committee ratified Sundeep Bhandari as Chair and Paul Goodman as Vice Chair of the Committee.

## **3. Terms of Reference**

- 3.1 Members noted the Committees Terms of Reference (ToR).

## **4. Conflicts of Interest and Declarations**

- 4.1 No conflicts of interest and declarations were made.

## **5. Confirmation of Quorum**

- 5.1 The meeting was confirmed as quorate.

## **6. Minutes**

### **6.1 Approval of Minutes of previous meeting held on 24<sup>th</sup> June 2025.**

The minutes of the previous meeting were approved as a correct record. No amendments or matters of accuracy were raised.

### **6.2 Action points review**

- Ambassadors Programme – Governors agreed that the programme required a refresh and relaunch to ensure meaningful engagement from Ambassadors. It was agreed that a paper would be prepared by the Director of Governance to formalise the engagement criteria.

- HR Policies – members agreed that the senior postholder policies for grievance, capability and disciplinary required urgent review and asked that the Executive Director of HR should prioritise this.
- Legal Services review – this was in progress and a tendering process was being arranged.

## **7. Matters Arising not on the Agenda**

7.1 No additional matters were raised.

## **8. Governance Administration**

### **8.1 Scheme of Delegation Review and Update**

8.1.1 The Committee reviewed the updated Scheme of Delegation. Members noted the minor amendments, which primarily reflected the implementation of the new streamlined committee structure. The updated version was considered clear and aligned with current governance arrangements. The Committee confirmed it was satisfied with the revisions.

### **8.2 Board Committee Work Schedule 2025/26**

8.2.1 The Committee reviewed the comprehensive Work Schedule for 2025/26. It was recognised that the schedule would serve as a guiding framework for the year, while allowing flexibility for changes arising from new governance requirements or regulatory updates. The Committee approved the Work Schedule for recommendation to the Board.

### **8.3 Finance and Resources Terms of Reference**

8.3.1 The Committee reviewed the revised Terms of Reference for the Finance and Resources Committee. Members noted the addition of explicit responsibilities covering staffing and HR oversight, - reinforcing that HR matters sit formally within Finance & Resources' remit. The Committee endorsed the updated Terms of Reference.

## **9. Board Development & Effectiveness**

### **9.1 Governor Terms & Recruitment Update**

9.1.1 Following the successful recruitment of 5 new governors external governors, the College Board now comprised of eleven external governors, plus two newly elected staff governors, and two student governors, making up a strong diverse Board of Governors.

- 9.1.2 It was agreed that a new Vice Chair should be identified as soon as possible to allow overlap before the current Vice Chair's term came to an end in July 2026. Continuity was considered essential.
- 9.1.3 Due to inactivity of the existing Ambassadors, the Director of Governance was asked to write to them to conclude their terms.

## **9.2 New Governor and Ambassador appointments**

- 9.2.1 The Committee agreed to recommend to the Board the formal ratification of the five new external governors and two staff governors at the next Board meeting. In addition, to recommend the appointment of Gideon Schulman as an Ambassador to the College.

## **9.3 Governance and Committee Structure Membership**

- 9.3.1 The updated Committee structure and membership was reviewed and agreed. The following was agreed:
- Governance, Search and Remuneration Committee - Sundeep Bhandari as Chair and Paul Goodman as Vice Chair.
  - Audit Committee – Julian Davies as Chair and Sundeep Bhandari as Vice Chair.
  - Curriculum and Quality Committee – Hannah Butland as Chair and Kate Parsley as Vice Chair.
  - Finance and Resources Committee – Paul Goodman as Chair and Sukhneil Athwal as Vice Chair.

## **9.4 Governor Attendance Report (previous year)**

- 9.4.1 The Governor Attendance Report was noted by the Committee, that overall attendance had improved for the second consecutive year, at 86.82% compared with 82% in the previous year. Also noted were that six governors achieved 100% attendance, which was commended. This reflected strong engagement from governors.
- 9.4.2 The member with the lowest attendance had since left the board. One governor resigned after the first Board meeting of the academic year 2024/25 and therefore was not reflected in the overall attendance calculation but mentioned for transparency. This approach would also be reflected in the annual reporting accounts and governance self-assessment.

## **9.5 Governor Induction and Training Programme**

- 9.5.1 The Committee reviewed the proposed governor induction and training programme. It was recognised as a major improvement, providing a clear and comprehensive

framework for both new and existing governors. The training programme provided information on accessing online training with the Education Training Foundation (ETF). The Committee agreed that a mandatory training calendar (largely via the National College website) should be added to set out to provide clarity. All governors had now received a welcome pack containing key governance documents and resources. The Director of Governance confirmed that the student governors had been registered to join the next available student induction programme.

- 9.5.2 The Committee approved and agreed to endorse the Governor Induction Programme for launching.

## **9.6 Governor Self-Assessment and Board Improvement Action Plan**

- 9.6.1 The Committee discussed the Governor Self-Assessment and Board Improvement Action Plan - noting that it consolidated key actions from: the last external governance review; the AOC self-assessment, and internal audit recommendations. Fourteen overarching strategic actions had been identified to guide board development, with progress to be monitored by the Governance, Search and Remuneration Committee going forward and reported to the Board. Members agreed that the plan should remain high-level and avoid unnecessary administrative actions.

- 9.6.2 The committee also reviewed the governor self-assessment questionnaire, based on the AOC model. It was proposed that continuing governors would be invited to complete the questionnaire this autumn term, with new governors invited to complete it later in the year once they were more embedded into the governance cycle. Questionnaire results would be analysed by the Director of Governance, with a summary presented back to the Board. Identified themes may help to inform the Board Improvement Action Plan where appropriate.

- 9.6.3 The Committee approved and agreed to endorse the implementation of the Governor Self-Assessment and Board Improvement Action Plan

## **9.7 AoC Annual Self-Assessment and Improvement Plan Update 2025/26**

- 9.7.1 Members reviewed the AOC Self-Assessment Improvement Plan, which built on the previous AOC self-assessment and the Code of Good Governance review originally presented to the Board earlier in the year. The Plan had been updated to reflect the areas of improvement and good progress made with the Board, including: Board & Committee restructure; revised terms of reference to reflect efficiency of the new structure; governor recruitment and improved diversity of the Board.

- 9.7.2 The Committee noted and approved the updated AoC Self-Assessment Improvement Plan.

## **9.8 Governor Engagement Programme**

- 9.8.1 The Governor Engagement Programme, aimed at increasing governor presence across the College and to help improve their understanding of College operations through engagement and structured visits. The visits would have a clear focus and purpose, with governors completing feedback forms to capture their thoughts and observations. The programme addresses previous issues where visits lacked structure and coherence. Governors will also be encouraged to contribute engagement by offering peer talks, and attending staff and student events. The Chair of the Committee SB offered to visit the Business department to provide a talk to students around working in the financial sector.
- 9.8.2 The Committee discussed the assignment of link governors for key statutory and strategic areas, recognising the need for clear expectations, stronger accountability and appropriate alignment of roles with governors' skills. It was noted that currently Kate Parsley was the current Safeguarding link governor but link governors would need to be identified for the other key areas of Equality, Diversity and Inclusion (EDI), Health and Safety and Cybersecurity.

## **10. Policies - Review/ approval**

### **10.1 Governor Expenses Policy**

- 10.1.1 The Committee approved the Governor Expenses Policy, discussing the need for balance between supporting governors appropriately and ensuring prudent use of public funds.

## **11. Meeting Review, Learning and Reflection**

- 11.1 There was discussion on improving meeting evaluation by using a more structured reflection such as the balance of strategic versus operational questions and overall engagement. Members supported this and agreed that the Chair would reflect on some ideas and put forward a new proposed approach.
- 11.2 Members praised the quality, clarity, and structure of the meeting papers, highlighting it as informative and succinct. There was general agreement that discussions were robust, demonstrating good governance through respectful debate. Some technical challenges were noted with remote participation, particularly sound quality for those joining from home, prompting a suggestion for all committee members to use individual devices for online meetings.

## **12. Date of Next Meeting:**

The date of the next meeting is scheduled for 27<sup>th</sup> January 2026.

Meeting ended at 7.00pm

Kayee Chan, Director of Governance

**Schedule of Actions:**

	<b>Action</b>	<b>Responsible</b>	<b>By When</b>	<b>Progress</b>
	<b>24th June 2025</b>			
2.2	To formalise a programme for Governor Ambassadors.	DoG/KC	Autumn 2025	In progress
13.2	To conduct a full review and update of the policies: Grievance, Disciplinary, Capability, Whistleblowing, GDPR Policy; and all the SPH policies.	Dir. of Corp Services/LE	Autumn 2025	In progress
13.3	To arrange in person governor training on grievance, disciplinary, and whistleblowing procedures.	DoG/KC	Autumn 2025	
13.5	To review and tender for legal services.	Chair/Principal /DoG	Autumn 2025	In progress
	<b>30<sup>th</sup> September 2025</b>			
9.1.2	To identify a Vice Chair successor.	Chair/ DoG	Autumn 2025	Complete
9.1.3	To write to current Ambassadors to conclude their terms.	DoG/KC	Autumn 2025	Complete
9.8.1	To arrange for the Chair of the Committee SB to visit the Business department to to provide a talk to students around working in the financial sector.	DoG	Autumn 2025	
9.8.2	To identify and assign link governors for key areas: Equality, Diversity and Inclusion (EDI), Health and Safety and Cybersecurity.	Chair/ DoG	Autumn 2025	
11.1	Chair to propose governor meeting reflection format.	Chair	Autumn 2025	