

MOULTON COLLEGE

SEARCH AND GOVERNANCE

**Minutes of meeting held on Thursday 3rd July 2025 at 8:30am,
M6, Moulton College**

Present:	David McVean	Independent Governor
	Charles Matts	Independent Governor
	Lucille Knapp	Independent Governor
	Alastair Thomson	Independent Governor
	Pauline Hawkesford	Independent Governor
	Ashley Clarkson	Independent Governor
	Craig Abblett	Independent Governor (Teams)
	Michelle Pledger	Independent Governor
	Oliver Symons	Principal
In attendance:	Catherine Duro	Head of Governance

SECTION A – ROUTINE AND STANDING ITEMS:

Apologies for absence (Agenda item 1)

1. No apologies were received.

Declarations of interest (Agenda item 2)

2. There were no declarations of interest.

Minutes of last meeting (Agenda item 3, Paper A)

3. The minutes of the meeting held on the **12th December 2024** had been reviewed.

Resolved that the minutes be approved as a true and accurate record.

4. There were no matters arising.

SECTION B – GOVERNANCE 2024/25

External Review of Governance

5. The final draft of the external review of governance was reviewed. There was a feeling that the recommendations could have been stronger, but this was against a year where further progress had been made, including the successful appointment of two designate committee chairs, who each had a 6-month handover with the two departing committee chairs. Thanks were given to Pauline Odulinski OBE for a considered review.
6. There was a shared commitment to develop governance KPI's alongside the new strategic plan.
7. **Resolved** that the report extract be **approved** for publishing to the college website.

SECTION C – GOVERNANCE 2025/26

Strategic Transformation Group

8. The Chair introduced the idea of a Strategic Transformation Group. It was explained that this had developed following conversations regarding an employer council and the early but limited success of the ISB's. It was [proposed that a group of industry leaders and stakeholders be brought together to inform and challenge the college's strategic direction.
9. Concern was raised that it could become too big and too bureaucratic. Steps in place to curtail this were explained. It was asked if there needs to be a stronger, more formal link to the board. It was confirmed that the Principal would always be present and the group's chair would attend board meetings as a guest and to present a feedback paper.
10. Need to consider the board's risk appetite and be confident that it is ready to be responsive to this group's ideas, so they don't become frustrated or take their ideas elsewhere.
11. A governor remarked that they would be concerned if the group was all private sector representatives and asked that council or NHS, or 3rd sector stakeholders be involved.
12. Resolved to recommend the formation of the strategic transformation group to the to the Board with template terms of reference as provided.

I&A, Standing Orders and Terms of Reference

13. The proposed changes were reviewed and discussed in detail.
14. Of particular consideration was the amendment to allow direct recruitment for a Corporation Chair. It was agreed this was a more transparent approach and may attract the appropriately skilled people
15. The proposed strengthening of the register of interest clause to include review by the Search and Governance Committee where a potential conflict was identified, was welcomed.
16. The Committee was satisfied that the committee Terms of References had all have been reviewed by the Head of Governance and deemed fit of purpose, the appointment of Chairs would be aligned with any amendments approved to the Instrument and Articles and Standing Orders and republished for 2025/26
17. **Resolved** that the amendments all be **recommended** to the board for approval.

Committee Structure & memberships, Review co-optees, Link Governors vacancies and Succession Planning

18. The proposed committee membership, and link governors were reviewed.
19. The upcoming skills gaps were understood; It was agreed that a governor with a landbased background remained essential for appropriate oversight.

20. It was agreed that now the board has three qualified accountants thanks be given to Aaron Keers for his time as a co-optee. Helen King would be asked to stay as a co-optee for a final year to provide corporate memory and agricultural finance expertise during a period of induction for two new governors.

21. **Resolved** that all proposals within the paper be recommended to the board for approval

Governor Code of Conduct

22. A revised code of conduct was debated. It was agreed this would strengthen governance behaviours.

23. Some concern was voiced that the increased expectation to be present on site may put people off applying to join the board. It was agreed that if this became a barrier the committee would review it.

24. It was asked that a chair's endeavour to follow meeting etiquette, which should be defined to include speaking through the Chair.

25. **Resolved** that all proposals within the paper be recommended to the board for approval

Meeting Dates and Schedule of Business

26. **Resolved** that all proposed dates and the scheduled of business be recommended to the board for approval, with flexibility afforded to all chairs to change days and add additional items as required.

SECTION D– CLOSING ITEMS:

Any other business

27. There was no other business presented.

Impact of Governance

28. Governors showed a new approach in introducing a strategic transformation group

29. Governors showed strength in compliance through reviewing and tightening the governing documents.

Date of next meeting

Meeting closed