GATESHEAD COLLEGE
EDUCATION WITH EMPLOYMENT EDGE

GOVERNANCE COMMITTEE

WEDNESDAY 8 OCTOBER 2025 – 10AM TO 12PM – MEETING MINUTES
Meeting held via Teams

Governors	Type	Initials	Attendance	Apologies
Michael Williams	Chair / Chair of the Corporation Board / Independent	MW	X	
David Alexander	Principal / CEO	DA		X
Martin Gannon	Independent Governor	MG		X
Carol Davenport	Independent Governor	CD	X	
Martin Hedley	Independent Governor	MH		X
David Brind	Independent Governor	DB	X	
Clerk				
Nicola Taylor	Director of Governance & Compliance	NT	X	
Attendees				
Suzanne Clark	Minutes	SC	X	

*Attended via Teams / ^Attended for part of the meeting

G/212   **1. Chair's Welcome, Apologies and Conflict of Interest**

The Chair welcomed the attendees. Apologies were received from DA, MG and MH. The Committee approved the temporary appointment of DB to the Governance Committee ahead of the meeting. The Committee **agreed** that the meeting was quorate.

The Chair confirmed that conflicts previously declared would stand and asked that members highlight any additional conflicts of interest should they arise during the course of the meeting.

G/213   **2. Minutes of the previous meeting dated 7 May 2025**

The Committee **reviewed** the minutes from the previous meeting. It was highlighted that there was limited representation from the previous meeting and therefore **agreed** for NT to seek DA's approval electronically post-meeting. The Committee **approved** the minutes in principle, subject to this check.

Action: NT to seek DA's approval of the prior minutes electronically post-meeting.

The minutes were approved in principle.

G/214   **3. Matters arising / Action Log**

NT presented the action log and noted that there were a number of actions marked as ongoing which are being progressed. There was one action outstanding relating to the adoption of an EDI KPI. The Committee was asked for views on whether this was

something they would wish to take forward, recognising that it was difficult to measure.

The Committee **discussed and queried** the following:

- EDI data continued to be collected and reported on across the College, such as the Gender Pay Gap and the composition of the College's workforce and Board. The Committee recognised that there were challenges associated with setting a KPI and considering how this could be benchmarked.

- The importance of ensuring the Board having diversity of thought and it was suggested that if not able to agree a KPI, the Board could adopt a statement of intent in relation to EDI which outlined how it is part of the governance decision making process.

- In terms of recruitment, a significant amount of work had been undertaken to attract more diverse applications, however due to the skill set required, those applying had not always been the most appointable candidate. A discussion followed in relation to investing the time needed to support applicants in developing the required skills, perhaps by initially engaging them on a co-opted basis. It was confirmed that this approach was included within the Board Development Plan.

- It was **agreed** that NT would look to collate student data and Board data relating to EDI characteristics for the previous 3-year period, with a view to looking at how representative the Board was of the student population and share this at the next meeting.

  Action: NT to collate student data and Board membership information for the previous 3-year period and analyse how well the student population is represented, to be shared at the next meeting.

- A discussion followed on learner voice and the sharing of lived experience. The Committee discussed the need to understand this and considered ways in which this could be shared, such as learner case studies (where relevant to Board business) and survey outcomes.

All other actions were recorded as complete or closed.

The Governance Committee noted the report.

G/215   **4. Strategic Annual Report – Governance**

NT presented the report and highlighted the following:

- Significant progress had been made however resource, student governor engagement and attendance had been particular challenges during the year.
- Success measures were included within the report, with amber measures associated with proposed actions.

The Committee noted the progress made and approved the priorities for 2025/2026.

The Committee approved the continuation of the Committee and Board KPIs with no changes proposed, recognising the prior discussion regarding the EDI KPI.

The Governance Committee approved the priorities for 2025/26 noting the remainder of the report.

G/216   **5. Board Self-Assessment 2024/2025**

5.1. Board Self Assessment Report

MW and NT presented the report and highlighted the following:

- The report provided an overview of the 2024/2025 Board self-assessment, compliance checks against governance guides, and proposed actions to enhance the Board's effectiveness and governance practices.
- The Board Self Assessment for 2024/2025 was made up of
  - Completion of survey
  - Attendance overview
  - Appraisal conversation with the Chair or Vice Chair.
  - Compliance check against the FE Governance Guide.
  - Compliance check against the AoC Code of Good Governance.
- This was separated up into the following reports presented under 5.1, 5.2 and 5.3. A summary of meeting evaluation feedback was also provided under 5.4.
- A summary of themes was derived from the activities, and 35 actions were proposed to address these. The Governance Committee was asked to prioritise which they felt was the most important.

The Committee **discussed and queried** the following:

- The Committee questioned the number of actions and **suggested** for these to be separated into business as usual / easy to implement and where further development may be needed.
  Action: NT to review the recommendations and separate these into governance / operational actions.
- The quality of feedback was high and objectively considered with actions being well justified.
- Following discussion, it was agreed to filter the actions into fundamental governance actions and operational actions.
- In relation to reporting, the Committee were in agreement that the length of reports could make it difficult for Board members to read and fully digest the reports in advance of meetings, around other commitments. It was agreed that reports should be more concise in the summary, ensuring that the ask is clear. The Chair advised that the Executive Team was largely in favour of shorter reports and feel they were spending too long creating lengthy reports. This was felt to be a specific area of priority as there was a risk that important aspects may be missed due to the length of reports. Additional information could be appended but the report should have a succinct and clear summary. The Chairs suggested that improvements in relation to this should start to be evident in the new calendar year.
- The Chair asked that NT give some thought to moving the deadline for papers for the April 2026 Board meeting forward, so there was opportunity to review with sufficient time to redraft should this be necessary. It was suggested that the Chair and NT review reports together to determine if the papers are as requested, with the Chair having any follow-up discussions required.

The Governance Committee recommended the report for Board approval, subject to recommendations being filtered.

G/217   **5.2. FE Governance Guide Compliance Exercise**

NT presented the report and highlighted that the Board are able to demonstrate strong and effective governance against the Guide however there are some areas which could be further strengthened.

The Governance Committee noted the report.

G/218   **5.3. AoC Code of Good Governance Compliance Exercise**

NT presented the report and highlighted that the Board are able to demonstrate strong and effective governance against the Code of Good Governance however there are some areas which could be further strengthened.

The Governance Committee noted the report.

G/219   **5.4. Meeting Evaluation**

NT presented the report and highlighted the key areas where improvements could be made:

- Length of time spent on in-meeting evaluation
- Approach to hybrid meetings
- Ensuring sufficient time for discussion at meetings
- Re-consider back-to-back meetings where there could be meeting overrun

The report would be presented to the Governance Committee at each meeting to allow feedback to be acted upon in-year. The report had been shared with Committee Chairs.

The Committee **discussed and queried** the following:

- There had been a change in the approach to meeting evaluation. An online form is now issued, post-meeting, rather than in-meeting evaluation due to time taken during meetings.
- The Committee was encouraged that members were using the form, highlighting that this provides an opportunity for members to raise items as required. It was suggested that there will likely be more areas for improvement reported than positive feedback.
- It was highlighted that the approach of the online form does not allow for recognition, during meetings, of the work of report authors and the work that takes place preparing information for meetings. NT reported that at the recent committee meetings, Committee Chairs have acknowledged the efforts of report authors and this was also being captured in meeting minutes and shared as appropriate.

The Governance Committee noted the report as part of the overall Board Self Assessment Process for 2024/2025.

G/220   **6. Board Recruitment and Terms of Office Update**

NT presented the report and highlighted the following:

- There were 6 governors whose terms of office are due to end in the next 12-month period, one of which was an Independent Governor who had noted their intention to step down from the Board sooner due to commitments impacting their ability to attend meetings.

The Committee **discussed and queried** the following:

- The recruitment for an Independent Governor, the skills needed to further support the Board in its work. The Committee discussed the need for additional skills in Digital and AI. The Committee **recommended** the recruitment of someone working within the 3rd sector, linking with poverty / barriers to learning / young people.

The Governance Committee recommended the recruitment of an Independent Governor for Board approval, with a particular focus on recruitment of someone with skills and experience that will enhance the College's work in relation to poverty, possibly targeting the third sector.

G/221 **7. External Governance Review 2026**

NT presented the report and highlighted the following:

- The report set out the requirement for the College to undertake its next External Governance Review in Autumn 2026, in line with the three-year cycle mandated by the Department for Education (DfE). It outlines the rationale, regulatory context, and initial steps to engage a suitable external reviewer.
- The Committee were asked to consider priorities for scope for a review in Autumn 2026.

The Committee **supported** a proposed focus on governance and leadership, recognising the College would have a refreshed College Strategic Plan.

The Governance Committee noted the report.

G/222 **8. Board Development Plan 2025/2026**

NT presented the report and highlighted 2 actions requiring further work:

- A values session would be held at the Board November 2025 Strategy Day, this would be used to ensure the Board were able to recognise and consider values-based decision making.
- A policy on policies and supporting policy register had been drafted and was due to be finalised.
- Actions agreed as part of the Board Self Assessment exercise would be added to the development plan

The Governance Committee noted the report.

G/223 **9. Strategic Risk Register**

NT presented the report and highlighted that the horizon scanning element had been updated and the Deputy Principal Finance and Resources had produced a revised risk framework which would be shared with the Audit Committee in November 2025 for consideration and recommendation for Board approval.

The Governance Committee noted the report.

G/224 **10. Any Other Business**

There was none.

G/225   **11. Date of Next Meeting**

The date of the next meeting was confirmed as Wednesday 4 February 2026 at 10.00am.