

Minutes of the Meeting of the Governance, Search and Strategy Committee

held at 8.30 am on Wednesday 12 November 2025

In the Banks Room, Spring Grove House

Present:	Mr S McGeoch (SM)	Chair
	Ms M Gajewska (MG)	CEO/Principal
	Ms R Turner (RT)	
	Mr S Taylor (ST)	
	Mr P Sullivan (PS)	
	Mr M Othi (MO)	
Apologies:	Mr A Rides (AR)	
In Attendance:	Ms K Frost (KF)	Head of Governance
	Mr M Cooper (MC)	Executive Director

19/25 **Welcome and Apologies**

The Chair welcomed everyone to the meeting. Apologies for absence were received and accepted from AR. The meeting was confirmed as quorate.

20/25 **Declarations of Interest**

There were no declarations of interest relating to the items on the agenda.

21/25 **Minutes of the Last Meeting**

Minutes from the meeting of the committee held on 21 May 2025 (Paper 3) had been received in advance.

IT WAS DECIDED the minutes were a true record of the meeting and they were approved.

22/25 **Matters Arising**

An update on progress towards the actions from the last meeting was received in advance of the meeting and was noted.

23/25 **Risk Management**

A 'Risk Register Extract GSSC' (Paper 5) was received in advance of the meeting. MC summarised changes since the last meeting.

The Chair highlighted sector risks identified in a recent Office for Students letter, including financial pressures, significant change programmes, misuse of public funding and legal compliance following new free speech duties. It was noted the college had a Free

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Speech policy in place. MG confirmed that the Free Speech policy was mandatory for Higher Education courses.

Governors asked whether the policy reflected the new duties. MK confirmed that these were incorporated into the Free Speech policy. It was noted that the policy was available on the College website in the Higher Education section.

Action: Distribute the recent letter from OFS to governors. (KF)

The Committee agreed that there was nothing additional to add to the risk register from the OFS list.

MC confirmed satisfaction that the highest risks identified in the risk register remained accurate. Business continuity scores had increased since the last meeting.

Governors asked whether there were any particular risks of concern feeding into the business continuity risk. MC confirmed that cyber risk was the most prevalent, but confirmed that the cyber and data protection risks were already recorded separately in the register.

Governors suggested a risk they felt was not fully covered was rapidly changing technology, including AI, and the need to adapt quickly. Governors suggested adding a risk around the evolving technology landscape. The risk would fall under the oversight of the Governance, Search and Strategy Committee (GSS) meeting.

Action: Add a risk around the evolving technology landscape to the risk register, to include AI and to fall under the oversight of the GSS Committee. (MC)

Governors queried whether the likelihood score for the risk relating to mergers should be increased but it was agreed to maintain it as 1 for the time being.

Governors discussed whether the score for the quality of governance risk should be increased but as there were no specific concerns it was agreed to maintain it as it was. The score would be reviewed following the external governance review in the summer term.

Governors asked for the risk relating to Ofsted be updated following the changes to the Ofsted regime and for the format of the College SAR to be reviewed. It was agreed both actions would be taken forward by the Executive Team and overseen by the CQSE Committee.

Action: CQSE Committee to review the format of the College SAR and update the risk relating to Ofsted.

24/25 **Governance**

a) **Corporation Membership and Succession Planning**

The Committee received the paper 'Corporation Membership and Succession Planning (Paper 6a) in advance of the meeting. It was noted that the following governors were approaching the end of their current terms of office: RT, PS, AG and AR.

SM reported that discussions had taken place with four governors whose current terms end this year, and all had confirmed their willingness to continue.

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The Committee noted the requirements of the Corporation’s Governor Recruitment Policy:

- If a governor expressed willingness to be reappointed, the GSS Committee must evaluate whether to recommend reappointment to the Corporation.
- Decisions should be based on:
 - Continued relevance of the governor’s skills
 - Opportunity to enhance the Corporation’s skill mix
 - Governor’s contributions and commitment
 - Equality composition of the Corporation
- Governors under consideration who were members of the Committee must withdraw from discussions and voting on their own reappointment.

It was noted that re-appointing all four governors for full four year terms would result in their simultaneous departure in 2030, reaching the maximum eight year service limit. To mitigate the risk the following staggered term lengths were proposed.

Decisions:

- **Rose Turner:** RT withdrew from the meeting. The Committee discussed and agreed to recommend RT’s reappointment to the Corporation for a term from May 2026 to May 2028. RT then re-joined the meeting.
- **Philip Sullivan:** PS withdrew from the meeting. The Committee discussed and agreed to recommend PS’s reappointment to the Corporation for a term from May 2026 to May 2030. PS then re-joined the meeting.
- **Alan Rides and Annita Gray:** The Committee discussed and agreed to recommend AR’s reappointment to the Corporation for a term from July 2026 to July 2029 and AG’s reappointment for a term from July 2026 to July 2030.

The Committee noted that three strong candidates had expressed interest in serving as student governors. While the College was keen to involve all three, the current constitution permitted a maximum of two student governors. To enable the appointment of all three, the Committee considered amending the Instrument and Articles of Government 2(1e) to read:

“at least one and not more than three members who are students at the institution and have been nominated and/or elected by their fellow students, or if the Corporation so decides, by a recognised association representing such students (‘student members’).”

This amendment would increase the permitted number of student governors from two to three, allowing broader student representation.

IT WAS DECIDED to recommend to the Corporation an amendment to the Instrument and Articles of Government to allow appointment of up to three student governors.

The Committee discussed future recruitment needs when a governor vacancy next arises. There should be a consideration of emerging risks and strategic priorities. A governor with technology expertise would be beneficial along with an additional member of the Audit Committee.

b) Governance Report

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The Committee received the 'Governance Report' (Paper 6b) in advance of the meeting which covered attendance, register of interests and governor training:

- **Attendance:** Attendance for the previous year was reported as very high and an improvement on prior years. No concerns were noted, other than the need to continue monitoring student governor attendance.
- **Declarations of Interest:** The register of interests had been updated for the current year. Governors confirmed that there were no new declarations and that existing entries remained accurate.
- **Governor Training:** The proposed training plan was presented, developed from feedback during the self-assessment process and refined by KF, SM and MG.

The following actions were agreed:

- Circulate Department for Education (DfE) Fraud Guidance and RSM Fraud Webinars to all governors. (KF)
- Arrange a governor briefing session on the topic of AI. (KF)
- Seek advice on governor liability for Corporate manslaughter (KF).

c) Results of Governance Self-Evaluation and Governance Action Plan

The Committee received the following papers in advance of the meeting:

- Corporation Self-Assessment Report 2024-25
- Board Evaluation Questionnaire
- Executive Team Feedback

It was noted that overall the results of the self-assessment process were positive. The Board considered itself highly effective, with an average effectiveness score of 8.2 out of 10.

The Governor Action Plan had been updated following the self-evaluation process and was included as part of the paper.

Governors noted that the weakest scores related to student engagement. The Committee discussed the importance of strengthening this area and suggested further discussion be built into the next strategy day. Actions had been taken already including: Increasing the number of student governors, governor link visits and attendance at college events.

IT WAS DECIDED to recommend the report and the proposed Governor Action Plan to the Corporation for approval.

d) Review of Compliance with the FE Governance Code

The Committee received an updated review of compliance with the FE Governance Code (Paper 6d) in advance of the meeting. The review confirmed strong alignment with all six core governance principles, with only minor updates since last year's assessment.

No significant gaps were identified. Suggested areas for improvement included:

- Provision of monthly management accounts.

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- Greater use of stakeholder feedback to inform strategy, policy, curriculum and governance.
- Continued improvement of Board diversity.
- Succession planning for key roles, including governors and senior leaders.

Governors asked about the use of the word adequately in the sentence ‘The External Review found that governors have a clear understanding of the values and ethos of the College and adequately model the College’s values and culture’. KF confirmed that the wording was taken directly from the last External Review of Governance.

The Committee discussed stakeholder engagement and noted concerns about limited input from employers and community stakeholders. It was agreed a standing item about stakeholder engagement would be added to future GSS Committee agendas and that a stakeholder mapping exercise would be undertaken at the next meeting.

Governors asked about the governance arrangements in place for subsidiaries and partnerships. It was agreed this would be reviewed as part of the stakeholder mapping exercise at the next meeting.

Action: Add stakeholder engagement as a standing item at GSS Committee meetings. The next agenda to include a stakeholder mapping exercise along with consideration of governance arrangements in place. (KF)

Governors asked whether Equity Impact Assessments were completed. It was agreed to take this forward as an action.

Action: Review the use of Equity Impact Assessments in the College. (MC/MG/KF)

The Committee discussed how effectively governors monitored succession planning for governors and senior leaders. It was noted that the GSS Committee had oversight of succession planning for governors, the Remuneration Committee had oversight of succession planning for the CEO/Principal but no committees had oversight of succession planning for the wider senior leadership team. It was agreed to add an annual report from the CEO/Principal about leadership succession planning to the agenda plan for the GSS Committee.

Action: Add an annual agenda item for the GSS Committee to review succession planning for senior leaders. (KF)

25/25 Strategy

a) Update on Strategy Development Process

The Committee received an update on the development of the new college strategy. Work had begun on it last academic year but finalisation had been postponed until this year to allow for alignment with the curriculum review and Post 16 skills strategy. A development plan was in place for the current year. The strategy would operate at three levels:

- A detailed level managed by the College.
- An intermediate level with reasonable detail for governors.
- A public facing strategy.

SM/MO had been involved in discussions about the digital strategy.

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The Committee discussed progress with the lease for the Skills and Logistics Centre. MC reported that valuation work was nearing completion and a report was expected later in the month. MC would seek advice from the Association of Colleges (AoC) regarding capital grant funding. The Committee agreed that a summary of key decision points for the Corporation would be prepared including lease terms, rent and funding implications.

Action: Obtain AoC advice about capital grant funding for leases and prepare a summary for Corporation decision. (MC)

b) Data Dashboard

Work was underway to identify a future platform for the data dashboard. Power BI was a possible solution.

A questionnaire would be circulated to gather feedback on the current dashboard. This would include input from governors on the usefulness of information provided and from staff on the ease of generating dashboards and the workload involved. The questionnaire would also seek suggestions on additional information governors would like to see. The feedback would form the basis for work with an internal group to transition from the current dashboard to a revised model that better met user needs.

Action: Develop and circulate a questionnaire about the current data dashboard. (SM)

c) Discussion about Risks and Opportunities presented by the Post 16 Education and Skills White Paper

The Committee received the Eversheds Briefing about the Post 16 Education and Skills White Paper (Paper 7b) in advance of the meeting.

The CEO/Principal highlighted several positives, noting that the White Paper positioned FE colleges as an integral part of the education landscape. Key challenges identified included the need to improve social mobility, address skills gaps, reduce NEET levels and achieve the ambition for two thirds of young people under 25 to progress to higher level learning. The proposals aimed to simplify and strengthen the post-16 sector, improve progression routes, and support adult reskilling and retraining as part of a broader plan for economic recovery and renewal. The DfE had launched a consultation on curriculum aspects of the White Paper, closing on 12 January 2026. The College would respond.

MG summarised the main reforms:

- Introduction of V Levels alongside T Levels and A Levels. Reform of Level 2 qualifications into two clear pathways into employment or progression to further study.
- Addressing the issue of learners leaving without Level 2 qualifications and reducing repeated resits through a proposed new qualification.
- Transition from the apprenticeship levy to a Growth and Skills levy. Funding for higher level qualifications (Levels 4 and 5) would come either through Lifelong Learning Entitlement (LLE) loans or from employers via the levy.
- Development of technical excellence colleges.
- SEND focus which would be further developed through the school's White Paper.

The Committee discussed the opportunities and risks:

- NEET risk: The Youth Guarantee could result in the College being the only option for NEET learners in Hounslow, even where needs could not be met.

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- V levels presented opportunities and threats including curriculum redesign and the risk of gaps in provision due to the defunding of existing qualifications before V Levels are introduced in 2027. It was noted that this had been raised with DfE and AoC as an urgent issue.
- Level 4 and 5 Provision: The College would be able to deliver modules in business, IT and potentially in Science. Feedback from the Employer Advisory Boards was being used to identify upskilling needs.
- Specialist Technical Colleges: There was uncertainty about what this would mean in terms of funding and capital investment for colleges not designated as technical specialists.
- Funding for higher level qualifications via the Lifelong Learning Entitlement or Growth and Skills Levy.
- Staff recruitment incentives and training.

RT left meeting at 10.10 am.

Governors discussed mental health support. The CEO/Principal confirmed that the College had a counsellor and safeguarding officer on site, with services intended to support young people until NHS provision became available. Waiting lists remained long.

A meeting was scheduled with the DWP in December to explore support for initiatives such as the Youth Hub for 19-24 year olds.

26/25 Key Points from the Meeting

It was agreed that the following matters should be brought to the attention of the Corporation:

- Addition of a risk relating to the evolving technology landscape.
- Review by CQSE of the Ofsted risk, with consideration of a broader description.
- The GSS Committee would consider succession planning for senior leaders on an annual basis.
- Proposed change to the Instrument and Articles to accommodate an additional Student Governor.
- Proposal of the new governor action plan.
- Inclusion of stakeholder engagement as a regular agenda topic at the GSS Committee.
- Suggestion to run an AI training session for governors.
- Data dashboard development including circulation of a questionnaire.
- Risks and opportunities relating to the Post 16 Education and Skills White Paper.

27/25 Date of the Next Meeting

The date of the next meeting of the committee was 8.30am on Wednesday 28 January 2026.

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Summary of Actions

No.	Action	Lead	Target Date
23/25i	Distribute the recent letter from OFS to governors.	KF	Nov 25
23/25ii	Add a risk around the evolving technology landscape to the risk register, to include AI and to fall under the oversight of the GSS Committee	MC	Jan 26
23/25iii	CQSE Committee to review the format of the College SAR and update the risk relating to Ofsted	CQSE Committee	Feb 26
24/25bi	Circulate details of the Department for Education Fraud Guidance and RSM Fraud Webinars to all governors.	KF	Nov 25
24/25bii	Arrange a governor briefing session on the topic of AI.	KF	July 26
24/25biii	Seek advice from Eversheds about governor liability for Corporate manslaughter.	KF	Jan 26
24/25di	Add stakeholder engagement as a standing item at GSS Committee meetings. The next agenda to include a stakeholder mapping exercise along with consideration of governance arrangements in place.	KF	Nov 25
24/25dii	Review the use of Equity Impact Assessments in the College.	KF/MG/MC	Jan 26
24/25diii	Add an annual agenda item for the GSS committee to discuss senior leader succession planning.	KF	Nov 25
25/25a	Obtain AoC advice about capital grant funding for the Skills and Logistics Centre lease and prepare a summary for Corporation decision to include term, rent and implications for capital funding.	MC	Jan 26
25/25b	Develop and circulate a questionnaire about the current data dashboard.	SM	Jan 26

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