Joint meeting of
EEGT NOMINATIONS AND GOVERNANCE COMMITTEE
WSC NOMINATIONS AND GOVERNANCE COMMITTEE

EASTERN EDUCATION GROUP TRUST

WSC WEST SUFFOLK COLLEGE

Minutes of the virtual meeting held on 18 June 2025 at 2.00pm

Present physically:

Present virtually:	E D'Souza, EEGT Trustee and WSC Governor – **Chair** M Chatt, EEGT Trustee and WSC Governor S Daley, EEGT Trustee and WSC Governor S Howard, EEGT Member and WSC Governor
In attendance:	N Savvas, CEO (part) S Gales, Governance Professional
Apologies:	C Higgins, EEGT Trustee and WSC Governor – **Vice Chair** S Snowdon, EEGT Trustee and WSC Governor
Absent:	

		Action
1.	**Declaration of Interests and Apologies for absence** Members recognised the standing declarations. E D'Souza declared his role as an external board reviewer for the Association of College. No other conflicts of interest in relation to the items of the agenda were declared. Apologies for absence were received from C Higgins and S Snowdon.	
2.	**Minutes of the meetings on 29 January 2025** Members reviewed and **agreed** the minutes of the meeting on 29 January 2025 as an accurate record. The Governance Professional **noted** that in March 2025 the Committee received, reviewed and recommended a proposal to amend the EEGT Primary Educational Excellence Committee and to establish the EEG Finance Committee.	
3.	**Matters arising from the meeting on 29 January 2025** One of the three matters arising from the previous meetings were complete and two are ongoing. The Governance Professional informed that the two ongoing matters arising relate to succession planning and noted the Chair, CEO and Governance Professional are meeting on 18 July 2025 to discuss and bring a recommendation to this Committee for discussion at its first meeting in Autumn 2025.	
4.	**Membership** Members received and considered the paper provided which included an update on the constitution of the Trust and Corporation. The Governance Professional summarised the key points. The Governance Professional informed that the FE Commissioner has written to all colleges to re-confirm the expectation that governors should not serve beyond two terms (e.g. 8 years) so we need to consider re-appointments within this context. The CEO noted that it takes time for governance members to learn the role and understand the complexity of our Group, so this term limit is unhelpful. Members noted an error in the RAG rating of the Trust Board. The Governance Professional to amend.	Gov. Prof.

Members reflected that the Corporation appears to have more members in its first term compared to the Trust Board and queried the reasons for this. The CEO explained the history of appointments whereby we aim for new governance members to serve on WSC first (as the more complex organisation) before serving on EEGT, so members understand the rationale for our Group strategy and approach. The CEO explained that we added clauses to our Appointment and Term of Office policies to offer the flexibility to extend terms of office when needed, to support succession planning so that more experienced members could gradually handover to new members.

Members discussed the benefits and consequences of having a Board with a mixture of members of varying experience and tenure and agreed that we need to continue to refresh the membership of the Boards to bring in new voices, perspectives and challenge. Members noted that we are in a good position whereby experienced governance members are in place and can support new members to upskill into governance leadership roles. The Chair noted that both the Vice Chairs have voiced support with the succession plans and are willing to stand down when appropriate.

Members queried why there were proportionately less 'amber' governance members. The Governance Professional informed that during the pandemic it was very difficult to recruit new governance members.

Members **noted** that Lisa Ireland resigned as OSFC parent member on 3 June 2025.

Members discussed the challenges of the student and parent governance roles, and ways to support these members to engage in the Committees.

S Howard, recognising her conflict of interest, did not participate in discussion about her appointment

Members discussed the proposed reappointments against the reappointment criteria and considered the best term of office. Members **recommend** that:

- Paul Frazer Gale be reappointed by EEGT for a further 1-year term of office as a Committee member of the Audit and Risk Management Committee
- Henry Nydam be reappointed by WSC for a further 1-year term of office as a Committee member of the Audit and Risk Management Committee
- Helen Arnold be reappointed by WSC for a further 1-year term of office as a Committee member of the Apprenticeship and HE Educational Excellence Committee
- Sarah Howard be reappointed by WSC for a further 1-year term of office as a Governor serving on the Nominations and Governance Committee and Remuneration Committee, and acting as WSC's representative EEGT Member
- Josie Finch be reappointed by EEGT for a further 1-year term of office as a Committee member of the SEND Educational Excellence Committee
- Jonathan Wyn-Beer be appointed EEGT for a 1-year term of office as a Committee member of Audit and Risk Management Committee, subject to him confirming that he is willing to serve.

Members discussed the poor attendance of Rachel Holden at the Post-16 Educational Excellence Committee and **agreed** that she should be removed as ASFC parent member due to non-attendance.

Members discussed the poor attendance of John Malone at the Primary Educational Excellence Committee and **agreed** that he should be removed as a Committee member due to non-attendance.

Members discussed Richard Murray term which is coming to end and due to his ongoing intermittent attendance, **agreed** that his term should lapse. The Governance Professional to speak to Richard Murray. Gov. Prof.

5. **2024/25 Internal Review of Governance inc. surveys**

Members received and considered the internal governance review which included the Governance Professional's self-assessment of the Trust's performance against the DfE Trust Quality Descriptors and of the Corporation's performance against the AoC Code of Good Governance and to-date analysis of governance members attendance/participation at Board and Committee level. As well as governance members self-assessment of the Committees' and Board's effectiveness, of the Chair, CEO and Governance Professional's effectiveness, Boardroom culture and challenge, the Trust and College's Performance against Strategy, and feedback from key stakeholders and feedback/external opinions on the overall effectiveness of governance, where applicable. The paper included a proposed action plan to be implemented in 2025/26.

Members reflected that while Sunrise Academy and West Suffolk College achieved successful outcomes from the Ofsted inspections this academic year, the outcome at Stone Lodge Academy from its Ofsted inspection was 'inadequate'; and queried if this outcome shows governance was not as strong as we think it was. The Governance Professional and CEO reflected that the leadership of SENDAT were ineffective and did not provide appropriately transparent and accurate reports to governance, so effective challenge could not happen. The Governance Professional reflected that there is strong evidence within 2024/25 of governance leading rapid improvements in-year across the SEND schools and this has been recognised by our regulators.

The CEO and Chair noted that the DfE's sudden decision to remove TCaF and TEG funding, reduced our ability to implement the merger as we had initially planned and reflected that the inspection of Stone Lodge Academy was very early post-merger meaning the Executive were still in the process of integrating the SEND schools and working with the senior leaders to improve the schools.

Members discussed the need to undertake more detailed school specific quality and safeguarding due diligence in the case of any future Trust mergers.

Members **approved** the paper and proposed action plan and **agreed to recommend** it to the Boards.

6. **Lessons learned from DfE interventions**

Members received and considered the paper provided which summarised the lessons learned from recent DfE Intervention reports.

The CEO reflected on what happened at Weston College.

Members discussed the areas for discussion and possible action and **agreed** to continue to review governance members terms of office as part of succession planning and to continue to use the 360 feedback surveys to appraise the performance of the Chair.

N Savvas left the meeting at 3.30pm

7. **External Board Review (WSC)**

E D'Souza, recognising his conflict of interest, did not participate in this discussion

Members received and considered the paper provided which, in line with the Committee's terms of reference, advises the Boards on the scope, format, timing and provider for the 3-yearly External Governance Review of WSC for 2025/26.

Members discussed the benefits and consequences of Rob Lawson (reviewer of the Association of Colleges) for a second time and noted Rob understands our Group strategy and vision and is therefore able to advise helpful ways to enhance governance. Members reflected that as Rob is an experience FE corporation chair, his advice is likely to be more strategic than an FE corporation governance professional which would likely be more compliance focussed. Members reflected that Rob's knowledge from the previous review would also help us monitor progress and is permitted within the DfE guidance.

Members **agreed to recommend** to the Corporation that we appointed Rob Lawson to conduct the external board review.

8. <u>2025/26 Governance Structure</u>

i. Proposal to change oversight of 19+ WSC's curriculum

ii. Governance Meeting Schedule

Members received and considered the paper provided which recommended the 2025/26 Committee Structure, Committee Chairs and Vice Chairs, Committee Terms of Reference and Committee Skillsets, Governance Leads and meeting schedule. The paper also included a proposal to change the governance oversight of WSC's curriculum.

Members **recommend** that Richard Attwell be appointed as Chair of the EEGT Audit and Risk Management Committee for 2025/26 and as Trustee lead for Whistleblowing.

Members **recommend** the proposal and the appointment of Mark Searcey as Governor Lead for Safeguarding (UPD).

Members **approved** the above documents and **agreed to recommend** it to the Boards, subject to the Governance Professional reviewing the EEGT Primary Educational Excellence Committee dates to best fit with governance members availability.

9. <u>Updated Governance documentation</u>

i. Appointment and Term of Office Policy (EEGT & WSC)

ii. Code of Conduct (EEGT & WSC)

iii. Conflicts of Interest Policy (EEGT & WSC)

iv. Governance Role Descriptors (EEGT & WSC)

Members received and considered the papers provided which showed tracked changes compared to the previously approved versions.

Members **approved** the above documents and **agreed to recommend** them to the Boards.

N Savvas rejoined the meeting at 3.40pm

8. <u>Any Other Business</u>

i. Extraordinary meeting to discuss succession planning

Members **agreed** to convene an extraordinary meeting in Autumn 2025 to discuss succession planning. Gov. Prof.

The meeting closed at 3.45pm