

## CITY OF WOLVERHAMPTON COLLEGE

Minutes of a meeting of the Search and Governance Committee of the Board of Governors held Thursday 12 November 2020 at 6pm via Microsoft Teams.

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### PRESENT

Ms Emma Bull (Chair)                      Mr Mal Cowgill  
Mr Clarence Crosdale                      Mr Mike Hastings

### IN ATTENDANCE

Mrs Elizabeth Ball – Clerk

### APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST

Apologies for absence were received from Mr Mark Taylor.

There were no declarations of interest

#### **12/20 MINUTES (ITEM 2)**

##### **Resolved:**

**That the minutes of the meetings held on 29 June 2020 and 15 July 2020 be approved as a correct record.**

#### **13/20 MATTERS ARISING AND OUTSTANDING ACTIONS**

##### Governor Annual Reviews

The Committee considered that a process could be adopted whereby annual meetings with individual Governors could be undertaken by the Chair and Vice Chairs of the Board of Governors and the Chair of the Remuneration Committee and that this would be recommended to the Board.

##### **Recommendation to the Board of Governors:**

- **That individual Governor reviews should be undertaken by the Chair and Vice Chairs of the Board of Governors and the Chair of the Remuneration Committee.**

##### Chair's appraisal

The Committee proposed that a review of the Chair's performance and any support needs should form part of the discussions with Individual Governors.

##### EMT Involvement

The Principal reported that at the meeting of the Remuneration Committee in October 2020, it had been proposed that members of the Board of Governors could play a role in mentoring members of the Executive Management Team as part of the succession planning process.

The Clerk and Principal were requested to prepare a matrix which would identify the links that could be made and report back to the Board of Governors. As part of this

exercise, members of EMT would also be able to provide feedback about the Board's performance.

***Action: Clerk and Principal***

#### **14/20 FE COMMISSIONER'S DRAFT REPORT (ITEM 3)**

Members of the Committee noted that a full copy of the draft report from the FE Commissioner had been circulated to all Governors and considered at the meeting of the Board in October 2020.

Whilst the recommendations relating to a board review and recruitment of Governors had been accepted, comments about the report had been submitted to the FE Commissioner. It was considered unlikely however that substantial changes would be made.

It was highlighted that the recommendations that had been made in relation to Governance were relevant to the deliberations of the Committee.

**It was resolved that the report be noted.**

#### **15/20 BOARD COMPOSITION AND PERFORMANCE**

##### Terms of Office

It was noted that Mr John Gough had been appointed as an associate member of the Campus Transformation Oversight Group which had been formed as a task and finish group to oversee the campus development.

Whilst the intention was for the members of the group to remain in post whilst the group continues to operate, the Clerk suggested that it would be helpful to have a date when the term of office would end and the appointment reviewed.

The Committee considered that it was important to retain the skills of Mr Gough on the group but that an end date for his term of office should be set at as 31 July 2023.

**It was resolved that the term of office of Mr John Gough as a member of the Campus Transformation Oversight Group should end of 31 July 2023 when he will be eligible for re-appointment.**

##### Skills and Expertise Audit

The Committee noted the updated skills and expertise audit that had been circulated with the papers for the meeting and the views of the FE Commissioner relating to skills gaps in the areas of FE and apprenticeships.

The Committee also noted however that the areas of law and small business had lower scores.

Whilst acknowledging the views of the FE Commissioner, the Committee discussed what they considered the Board priorities should be in recruiting new Governors and emphasised that they believed, as highlighted at the last meeting, that the focus should be on improving diversity.

The Committee were of the view that having considered the data the Board does have an appropriate balance and mix of skills and expertise to enable it to discharge its responsibilities and that diversity should remain the priority.

**The Committee noted the updated skills and expertise audit.**

#### Diversity

**The Committee noted the report on the current diversity of the Board of Governors.**

#### Membership of Committees

**The membership of Committees was noted and consideration of changes/appointment of new members was deferred to the next meeting.**

#### Attendance

The Committee noted the report on attendance for the year 2019/20 and that overall levels of attendance were high with an aggregate individual attendance of 84%.

It was also noted however that some levels of attendance had been affected by the extreme pressures caused by the COVID 19 outbreak.

The Committee considered that all members of the Board of Governors made every effort to attend at meetings and were making a valuable contribution.

**The Committee noted the report on attendance.**

#### Governor Training and Development

The Committee noted that personalised training and development plans are being prepared for Governors and that training and development will be discussed as part of the annual review meetings.

The Clerk reported that all Governors are required to complete training in relation to safeguarding and prevent but that some have undertaken this in their own workplace.

In addition, Governors are provided with information about training and development sessions and have been signposted to the Education Training Foundation online modules and all Governors receive the AoC newsletter circulated by the Clerk.

Other relevant briefing papers are circulated to Governors as appropriate.

It was also noted that the Safeguarding Manager had attended at the meeting of the Board of Governors in September 2020 and provided a detailed report in relation to safeguarding at the College.

The Committee commented however, that this year had been exceptional in view of the COVID 19 pandemic which may have affected Governors ability to undertake additional training.

**The Committee noted the report on Governor Training and Development.**

#### Governor links

The Committee noted the Governor links that had been approved for 2020/21 and that where possible links will be attending at the appropriate Curriculum QIP meetings later in the month.

New Governors had been assigned to relevant areas and it was agreed that the Governor links should be updated to reflect the new appointments.

In addition however, the Committee noted that discussions had taken place about opportunities for individual Governors to mentor members of the Executive Management Team in order to support their personal development and succession planning. As a result it was agreed that the Governor links should be revisited to identify the opportunities for mentoring in addition to the link with faculties.

**It was agreed that the Governor links be revisited to identify opportunities for mentoring in addition to linking with faculties.**

**16/20 RECRUITMENT UPDATE**

Governors who had recently met with a potential new Governor provided feedback from the meeting.

The Committee considered that the skills and experience of the individual would complement the existing skills base, particularly in the area of law and community involvement and that whilst they were cognisant of the comments made by the FE Commissioner there was an opportunity to significantly improve the diversity of the Board which should not be missed.

It was agreed that meetings that had been cancelled with two additional potential governors should be re-arranged and that other individuals who had expressed an interest should be requested to complete a Governor Information Form.

**It was resolved that:**

- **The Board of Governors be recommended to appoint Dionne Barratt as a Governor for a period of four years to 31 July 2024.**

**17/20 COMMITTEE ANNUAL REPORT AND SELF EVALUATION**

The Committee considered the content of the Search and Governance Committee annual report and the self-assessment document.

It was noted that the Committee self-assessment would form part of the annual self-assessment of Governance which will be reported to the Board of Governors at their meeting in December 2020.

**It was agreed that the Committee endorse the Search and Governance Committee annual report and that each member of the Committee should complete and return the self-assessment document to the Clerk as soon as possible.**

**18/20 REVIEW OF INSTRUMENT AND ARTICLES**

The Committee considered a report from the Clerk to the Board of Governors relating to a proposal to amend Clause 12 of the Articles of Government.

It was noted that currently Clause 12 provides that where there is a vacancy or an expected vacancy in a senior post, the Corporation shall advertise the vacancy nationally, but that this clause can be amended to provide flexibility in the appointment process.

Whilst the Committee noted that it is usually good practice to advertise such vacancies nationally it was agreed that a change to clause 12 to state that the 'Corporation may advertise the vacancy nationally' would provide more options when vacancies occurred.

The Clerk advised that if the amendment was supported by the Board of Governors it would be subject to consultation before being finally approved.

**It was resolved that the Board of Governors be advised to support an amendment to Clause 12 of the Articles of Government so that where there is a vacancy or expected vacancy in a senior post, the 'Corporation may advertise the vacancy nationally'.**

**19/20 ANY OTHER BUSINESS**

There was no other business

**20/20 CONFIDENTIALITY**

**It was resolved that information relating to individuals be withheld from public inspection.**

**21/20 DATE AND TIME OF NEXT MEETING**

To be agreed.