

CITY OF WOLVERHAMPTON COLLEGE

**Minutes of a Special meeting of the Search and Governance Committee of the Board of
Governors held on Monday 28 November 2022 via Microsoft Teams**

PRESENT

Mr Mark Taylor (Chair)
Mr Clarence Crosdale
Mr Mike Hastings

Mr Mal Cowgill
Mrs Amanda Tomlinson

IN ATTENDANCE

Mrs Elizabeth Ball – Head of Governance

24/22 APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST (ITEM 1)

There were no apologies or declarations of interest.

25/22 MINUTES (ITEM 2)

The minutes of the meetings held on 19 July 2022 were approved as a correct record.

26/22 MATTERS ARISING

The Committee noted the report on outstanding actions.

27/22 GOVERNANCE REPORT (ITEM 3)

1. Terms of Office

The Committee noted the report on the Terms of Office of members of the Board of Governors and that there continued to be one vacancy following the resignation of Emma Bull in March 2022. A further vacancy will be created, however, when Mr Clarence Crosdale steps down in July 2023.

The Head of Governance reported that following the visit by the FE Commissioner, the Deputy Commissioner had been in contact to ask if the College wanted to request further assistance from Peridot in identifying new Governors. It was noted that the intention was to make an application for this support, particularly with a view to further diversifying the Board to include those with disabilities.

It was noted that the current staff Governor had indicated that she would not be seeking re-election and that the election process for a new staff Governor would commence in December 2022.

As the term of office of two other Governors also ended in July 2023, the Head of Governance was asked to ascertain whether the individuals wished to be considered for re-appointment. It was noted that this was the end of their first four-year term of office.

The Principal confirmed that he would also seek the views of the Associate member of the Campus Transformation Oversight Group as to whether he was content to be re-appointed for a further term.

The Committee were cognisant of the intention to align the end dates of Governors' terms of office to 31 July. It was agreed that this should be reviewed at the next meeting.

The skills and expertise audit and the report on equality and diversity of the Board were noted.

It was resolved that the report be noted.

2. Succession Planning and recruitment

The Chair reported that in his individual reviews with Governors no-one had indicated that they were interested in taking on the role of Chair or Vice Chair.

Whilst it was acknowledged that there were individuals on the Board that could take on the role, it was acknowledged that these were roles that required additional commitment.

It was acknowledged that there could be a reduction to the appointment of only one Vice Chair, but it was important to identify a new Link Governor for Safeguarding.

The Committee considered it was important to identify a Governor who could take on this role as soon as possible in order that they could 'shadow' the current safeguarding link.

It was resolved that steps be taken to identify a Governor to take on the role of the Safeguarding link and Governors' interest in taking on the role of Vice Chair.

3. Governor Performance

Attendance:

The Committee noted the levels of attendance in 2021/22 and in particular where overall, Governors had not reached the target attendance of 80%.

Whilst it was acknowledged that Governors are committed to the College and contribute in many ways, it was also the case that the demands placed upon Governors' time can be considerable, particularly when weighed with the demands of their profession.

This is particularly so in comparison with some other sectors and that monthly meetings, Governor development sessions and Committee/Task and Finish Group meetings mean that it is a significant commitment.

The Committee agreed that the Head of Governance should discuss with those Governors that have attendance levels below the target of 80% whether there are any barriers that are preventing them from attending and whether the College can provide additional support.

They also considered that it was important to identify which activities apart from Board meetings Governors should prioritise to ensure that their available time is used effectively.

It was agreed that the Chair and the Head of Governance should report back to the next meeting.

Training and Development

The Committee noted the report on Governor Training and Development in 2021/22.

4. Governor Links

The Head of Governance reported that in accordance with the discussion at the Governors' Development session in October 2022 and the meeting of the Board of Governors on 7 November 2022, a new draft protocol for Governor links had been prepared for consideration by the Committee.

She advised that the protocol has been kept as simple as possible to provide for flexibility with specific links being retained for Safeguarding, Prevent and Equality and Diversity, SEN and Careers.

The Committee noted that a Governor had been identified who will be asked to take on the role of SEN link.

It was resolved that the protocol for Governor Links be recommended to the Board of Governors for approval.

5. Amendment to Instrument and Articles

The Committee noted the report and the proposal that the requirement for minutes to be signed be removed from the Instrument and Articles.

This is contained in s15(3) of the Instrument of Government which reads '*where minutes of a meeting are taken as an agenda item and agreed to be accurate, those minutes shall be signed as a true record by the Chair of the meeting*'.

It was resolved that the Board of Governors be recommended to approve that clause 15(3) of the Instrument of Government be removed.

6. Annual reports

The Committee noted the reports on the use of the College Seal and Chair's Action in 2021/22.

28/22 ANNUAL REPORT AND SELF-ASSESSMENT

The Committee considered the draft Annual report which included a review of compliance with the Committee's Terms of Reference and a review of completed actions.

The Head of Governance reported that she had received two completed self-assessment forms and requested that the remainder be provided as soon as possible.

Currently the responses identified performance of the Committee as outstanding.

It was resolved that the Search and Governance Annual Report be recommended for adoption by the Board of Governors.

29/22 COMMITTEE AGENDA PLAN (ITEM 5)

The Committee noted the reporting framework for 2022/23 and the items identified for consideration at each meeting.

It was agreed that a report on discussions relating to the succession planning, appointments and attendance be added to the plan for the meeting on 6 March 2023

30/22 CONFIDENTIALITY

It was resolved that there were no items that should be withheld from public inspection.

31/22 DATE AND TIME OF NEXT MEETING

6 March 2023 at 5pm