

CITY OF WOLVERHAMPTON COLLEGE

**Minutes of a Special meeting of the Search and Governance Committee of the Board of
Governors held on Monday 6 March 2023 via Microsoft Teams**

PRESENT

Mr Mark Taylor (Chair)
Mr Clarence Crosdale

Mr Mal Cowgill
Mrs Amanda Tomlinson

IN ATTENDANCE

Mrs Elizabeth Ball – Head of Governance

01/23 APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST (ITEM 1)

Apologies were received from Mr Mike Hastings.

Mark Taylor declared a conflict of loyalty as an employee of the City Council and an interest in the item relating to the appointment of members.

02/23 MINUTES (ITEM 2)

The minutes of the meetings held on 28 November 2022 were approved as a correct record.

03/23 MATTERS ARISING

The Committee noted the report on outstanding actions.

04/24 GOVERNANCE REPORT (ITEM 3)

1. **Composition of the Board of Governors**

(a) Terms of Office

The Committee noted the report on the Terms of Office of members of the Board of Governors.

It was reported that Wendy Harris would be appointed as the new Staff Governor at the meeting of the Board on 13 March 2023.

The Committee were advised that the Term of Office of three members of the Board of Governors expired on 31 July 2023 and that Mr Clarence Crosdale would be retiring from the Board.

The Committee were therefore asked to consider the re-appointment as Governors of Mr Mark Taylor and Mr Trevor Dutton.

Mr Mark Taylor left the meeting.

The Committee noted the contribution that was made by Mr Mark Taylor as Chair of the Board of Governors and that he had completed his first four-year term of office. It was also noted that during this period Governance had been reviewed favourably by the FE Commissioner and Ofsted and that the FE Commissioner had commented that it was positive that he was willing to remain as Chair.

In addition, the performance review of the Chair by other members of the Board of Governors had been overwhelmingly positive and supportive.

It was agreed that the Board of Governors should be recommended to re-appoint Mr Mark Taylor for a period of four years from 1 August 2023 to 31 July 2027.

Mr Mark Taylor re-joined the meeting.

In considering the re-appointment of Mr Trevor Dutton, the Committee noted that in addition to being a member of the Board, Mr Dutton was also a member of the Audit Committee and the Campus Transformation Oversight Group.

The Committee recognised the skills and experience that Mr Dutton brought to the Board and although last year he had some difficulties in attending meetings of the Board in September and October due to work commitments, his level of attendance remained high, including attendance at Governor Development sessions and Quality Boards. It was also clear from discussions with the Chair and the Head of Governance that he remained very committed to the College.

It was agreed that the Board of Governors should be recommended to re-appoint Mr Trevor Dutton for a period of four years from 1 August 2023 to 31 July 2027.

In addition it was reported that the Term of Office of Mr John Gough who is an Associate Member of the Campus Transformation Oversight Group also ended on 31 July 2023.

As it was envisaged that the property developments may not be complete until 2025, it was agreed that the Committee should recommend that he be re-appointed for a period of 2 years to 31 July 2025.

It was agreed that the Board of Governors should be recommended to re-appoint Mr John Gough as an Associate Member of the Campus Transformation Oversight Group for a period of 2 years from 1 August 2023 to 31 July 2025.

(b) Vacancies

It was noted that when Mr Clarence Crosdale steps down from the Board in July 2023, there will be two vacancies, together with a vacancy for the position of Vice Chair and Safeguarding Link Governor.

An application had been made to the DfE to receive support to recruit a governor with disabilities to further improve the diversity of the Board. Whilst support had been approved, this was to recruit a governor with FE Quality experience.

The Chair had discussed the position with Peridot and as a result they had also offered support to recruit a governor with disabilities but this would be at a cost of £2500 (a significant reduction on their usual commercial costs).

The Committee discussed the position in relation to the appointment of a new Vice Chair and agreed that consideration should be given to whether the Board should continue to have two Vice Chairs but that this should be reviewed as part of a broader Governance review.

In particular the Committee considered that this was an opportune time, following the successful Ofsted report and the favourable views of the FE Commissioner to discuss with the Board the structure, timing of meetings, governor links, governor training and meeting practice etc. to enable consideration of any changes which may support Governors further and ensure the Board continued to be effective.

The Head of Governance reported that in a discussion with one of the Governors about attendance in 2021/22, the high level of time commitment required to fulfil the role and the amount of preparation required for meetings were raised, with a need to prioritise activities for the benefit of the College and the Board.

It was agreed that as part of the Governor's Development Session on 24 April 2023, there should be an opportunity for Governors to review and discuss the current Governance arrangements.

(c) Skills Audit

The Committee noted the updated Skills and Expertise Audit.

(d) Equality and Diversity

The Committee noted that the report will be updated for consideration at the next meeting to identify changes following the appointment of the new staff governor and other potential governors.

2. Succession Planning and Recruitment

The Committee discussed the importance of identifying a Governor to take on the role of Safeguarding link.

Whilst it was agreed that it would be advantageous if this could be a serving governor the Committee considered that a governor with appropriate experience may be identified as part of the search process undertaken by Peridot.

The current Safeguarding Link Governor reported that the role is fully supported by a good team of safeguarding staff and should not be seen as onerous.

The Committee supported the approach to identifying a new Safeguarding Link Governor.

3. Governor Performance

The Committee noted the report in relation to levels of attendance and Governor Training and Development.

It was agreed that part of the discussion about the Governance at the Development Session should include consideration the about the meeting attendance targets and other measures of Governor commitment. This was particularly so in view of the number of meetings and other activities that are in the calendar each year.

The Head of Governance reported that as requested she had met with some Governors whose attendance was below the target of 80% in 2021/22 to find out if there were any barriers to attendance.

It was noted that Governors who were not as senior within an organisation did not always have control over their appointments and that this could affect levels of attendance when their job had to take precedence.

The Committee supported consideration of attendance targets and streamlining of meetings as part of the discussion at the Governor Development Session on 24 April 2023.

4. Governor Links

The Committee noted that Governors had been invited to attend the Quality of Education Boards and Curriculum Purchasing meetings.

04/25 CALENDAR OF MEETINGS (ITEM 4)

The Head of Governance advised that the draft calendar should form part of the discussions that were proposed at the Governance Development Session on 24 April 2023.

05/25 ANY OTHER BUSINESS (ITEM 5)

There was no other business to report.

06/23 CONFIDENTIALITY

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

07/23 DATE AND TIME OF NEXT MEETING

2023 at 5pm