

Wakefield College Corporation ('Corporation')

Board of Governors

Search Committee ('Committee')

Minutes of the Meeting held on 12 October 2020 ('Meeting')

Present: Dmitry Fedotov, Andrew McConnell ('Chair') and Sam Wright

Clerk to the Corporation ('Clerk')

In attendance:

Apologies:

1. Chair, notice and quorum

1.1. The Chair reported that due notice of the Meeting had been given in accordance with the Corporation's Instrument and Articles ('I&A') and its Standing Orders and that a quorum was present. Accordingly, the Chair declared the Meeting open.

2. Declarations of Interest

2.1. Dmitry Fedotov confirmed that he had an interest in agenda item 4. Specifically, in relation to succession planning for the position of Vice Chair for which he had put himself forward. The Committee noted the interest but agreed that Dmitry Fedotov may take part in the consideration of and count towards the quorum in relation to the relevant matter which would ultimately be decided upon by a vote of the Corporation.

2.2. Each of the Governors present confirmed that they had no other interests in the matters to be considered at the Meeting that they were required to declare in accordance with the relevant provisions of the Corporation's I&A.

3. Appointment of Chair and Vice Chair

3.1. IT WAS RESOLVED THAT:

- 3.1.1. Andrew McConnell be appointed Chair of the Search Committee for 2020/21 and up until the first meeting of the Search Committee in 2021/22; and
- 3.1.2. Dmitry Fedotov be appointed Vice Chair of the Search Committee for 2020/21 and up until the first meeting of the Search Committee in 2021/22.

4. Business of the meeting

4.1. The Clerk reported that the purpose of the Meeting was to:

- 4.1.1. make recommendations to the Corporation regarding the appointment of three external governors to the three vacant governor positions;
- 4.1.2. make recommendations to the Corporation on the composition of its committees;
- 4.1.3. advise the Corporation on matters relating to succession planning for the role of Vice Chair;
- 4.1.4. discuss the approach to the recruitment of a new external governor to replace Ian Parsons following the end of his term of governance; and
- 4.1.5. discuss the approach to the recruitment of student governors.

5. Membership Issues

5.1. The Committee considered the three candidates for the three vacant external governor positions, which its members had interviewed throughout September, and discussed the suitability of each (the Clerk having noted the requirement to present a resume of the strengths and weaknesses of each candidate to the Corporation in accordance with the Committee's Terms of Reference).

5.2. IT WAS RESOLVED that the Committee would recommend the appointment of each of the following candidates as external governors to the Corporation for a period of four years and subject to a probationary period of one year:

- 5.2.1. Ruth Sacks;
- 5.2.2. David Powell; and
- 5.2.3. Claire Corneille.

5.3. The Committee considered committee membership. It looked at the skills needs of each committee and matched these with the skills and experience of the Corporation's members. IT WAS RESOLVED that the Committee would recommend that committee membership be as follows:

5.3.1. Audit Committee:

5.3.1.1. Julie Craig;

5.3.1.2. Ian Parsons (to be replaced by David Powell following Ian's departure at the end of December);

5.3.1.3. Ruth Sacks;

5.3.1.4. Martyn Shaw;

5.3.1.5. Neil Warren

5.3.2. Search Committee:

5.3.2.1. Dmitry Fedotov;

5.3.2.2. Andrew McConnell;

5.3.2.3. Martyn Shaw;

5.3.2.4. Sam Wright

5.3.3. Remuneration Committee:

5.3.3.1. Claire Corneille;

5.3.3.2. Julie Craig;

5.3.3.3. Dmitry Fedotov;

5.3.3.4. Andrew McConnell.

5.4. The Committee considered succession planning for the role of Vice Chair. The suitability of each member of the Board was considered. IT WAS RESOLVED that Dmitry Fedotov be recommended as Vice Chair of the Corporation.

5.5. The Committee noted that Ian Parsons' had confirmed that he would retire at the end of his term of office at the end of December 2020. The skills needs of the Corporation were considered. It was noted that the stated skills requirements of the Corporation would be met following the appointments outlined at minute 5.2. It was agreed that a candidate with local business experience would be sought. The Committee noted that the Clerk should consider looking for those with IT, marketing and PR skills. It was agreed that the Clerk would research suitable candidates from the Committee's database and advertise the vacancy as appropriate. The Committee was keen to ensure that Board diversity was a key consideration in appointing to this vacancy.

5.6. The Committee noted that the commitment of student governors in recent years had been lacking. It was noted that the Corporation had agreed that Student Governors for 2020/21 should be nominated and elected by their fellow students (as permitted by the I&A). The Clerk noted that, due to the late start to the academic year, caused by the pandemic, Student Governors would not be in post for the first Board meeting of the year. The Committee noted that students had been invited to speak at the next meeting of the Board, in the interim, subject to its approval in accordance with the I&A. The Clerk noted that only one student would be attending the next Board meeting, the second having reported to him that she was no longer available. The Chair asked whether members of the Students' Union had put themselves forward to be elected governors. The Clerk noted that, to his knowledge, they had not. The Chair asked whether members of the Students' Union had decided not to enter the election because the President of the Students' Union was no longer automatically appointed to the position. Dmitry Fedotov agreed to look into the issue.

6. Review of Effectiveness of Meeting and Identification of Emerging Risks

6.1. The Committee agreed that the Meeting had been effective and that there were no further emerging risks to consider beyond those discussed.

Date of Next Meeting

The Chair noted that the date of the next scheduled Search Committee meeting was Tuesday 24 November 2020.

Signed..... Date.....

Actions

No.	Minute	Details	Deadline	Responsibility
1.	5.5	It was agreed that the Clerk would	The Search Committee	The Clerk

		research suitable candidates from the Committee's database and advertise the governor vacancy as appropriate.	meeting of 24 November 2020.	
2.	5.6	Dmitry Fedotov agreed to look into the Students' Union's opinion of the new approach to the recruitment of student governors.	The Search Committee meeting of 24 November 2020.	Dmitry Fedotov