

Wakefield College Corporation

Board of Governors Search Committee

Minutes of the Meeting held on 16 June 2020

1 **Present:** Dmitry Fedotov, Karen Hands, Andrew McConnell (**Chair**) and Sam Wright (**Principal**)

Clerk to the Corporation (**Clerk**)

In attendance:

Apologies:

1.1 Due to the COVID-19 pandemic the meeting was held via the Microsoft Teams videoconferencing facility in accordance with the College's Instrument and Articles.

2 **Declarations of Interest**

2.1 The Chair noted that there were no declarations of interest to be made.

3 **Minutes of the Meeting held on 21 April 2020**

Resolved

That the minutes of the meeting held on 21 April 2020 be approved.

4 **Matters Arising**

4.1 The Chair noted the following matters arising:

- (i) on minute 4.1(ii), the Clerk agreed to arrange for the College's internal auditors to review the Self-Assessment of Governance Report at an appropriate time and to diarise this. It was agreed that, due to the Coronavirus pandemic, this would take place the following year in relation to the academic year 2020/21;
- (ii) on minute 5.1, the Clerk confirmed that he would seek references for Martyn Shaw as soon as possible and would liaise with HR to secure a DBS check. It was noted that references had been obtained and the DBS check had been carried out;
- (iii) on minute 5.4, the Clerk agreed to contact the HR Governor candidate which Dmitry Fedotov had recommended and a second identified candidate to confirm their intentions. It was noted that this had been actioned, that both candidates had confirmed their interest and that this would be discussed further at agenda item 6;
- (iv) on minute 5.5, the Clerk agreed to advertise for a Finance Governor via Retirement Reinvented. It was noted that this had been actioned;
- (v) on minute 7.1, the Clerk agreed to investigate online training options for governors. It was noted that this would be discussed at agenda item 5; and

- (vi) on minute 8.1, the Clerk agreed to confirm that the proposed Tuesday 4pm meeting slot was OK for Ian Parsons and Nichola Bell. It was noted that this had been actioned and both had confirmed it was OK.

5 Governor Skills Audit and Governor Development

5.1 The Clerk noted the following:

- (i) that he was proposing that the College move to the Education and Training Foundation's (ETF) online Governance Development Programme for governor training;
- (ii) that a skills audit, based on the ETF's approach to determining governor learning plans, had been prepared for governor consideration; and
- (iii) that governor development needs and actions would be formally logged throughout 2020/21.

5.2 The Chair asked that the Clerk liaise with the Executive Director Quality and Planning to widen the skills audit questions relating to curriculum to encompass matters of quality and speak to Dmitry Fedotov outside of the meeting to develop appropriate questions regarding the student experience.

5.3 The Chair asked whether other colleges were using the ETF's programme. The Clerk noted that he had been made aware that several colleges had adopted it recently.

5.4 Governors approved the skills audit, subject to the changes outlined at minute 5.2, and the use of the ETF's Governor Development Programme for governor training for the year 2020/21.

5.5 The Chair asked that deep dive groups be added to the governor attendance record going forwards. The Clerk agreed.

5.6 The Chair asked that the AOC Governance Summit be included in the draft calendar of meetings for 2020/21.

Membership Issues

6.1 The Clerk noted the following:

- (i) that there were vacancies for governors with finance, HR and HE experience;
- (ii) that Neil Warren, Chief Finance Officer at Wakefield Council, who had interviewed prior to the meeting, had the necessary skills and experience to fill the finance vacancy; and
- (iii) that there had been healthy interest from HR Governor candidates.

6.2 Governors asked and noted the following:

- (i) how many of the HR Governor candidates might the Board appoint? It was agreed that consideration would be given to the appointment of more than one where candidates had additional suitable skills;

- (ii) that the Clerk ask Ian Parsons his intentions regarding his governor position given that his term of office was due to end in December 2020. The Clerk agreed. Governors noted Ian's value to the Board;
- (iii) whether Ian Parsons could be retained on Audit Committee only. The Chair noted that it may not be appropriate that he then remains as Chair of the Audit Committee. The Clerk agreed to consider this approach in the event that Ian Parsons wished to leave the governing body at the end of his term of office;
- (iv) the strengths and weaknesses of Neil Warren, who had interviewed for the Finance Governor position prior to the meeting. Governors agreed that he was a good candidate with the right skills for the role;
- (v) whether the vacancy on the Remuneration Committee needed to be filled immediately. The Clerk noted that the committee still had enough members to hold quorate meetings but that it was now under the recommended membership number and that, if governors could not make an appropriate recommendation from the current membership immediately, a recommendation could be made by written resolution once a suitable candidate had been identified. Governors noted that one of the HR Governor candidates would be the best fit and could not identify an appointment from the existing governors at this stage.

Resolved

That the Committee make the following recommendations to the Board:

- (i) that Neil Warren be appointed as an external governor for a period of four years subject to a one-year probationary period; and
- (ii) that Neil Warren be appointed to the Audit Committee following Emma Elvin's departure from the Board.

7 Review of Governance Self-Assessment Process

- 7.1 The Clerk explained that governance would be assessed against the AOC's 'Code of Good Governance for English Colleges' and its impact on achieving the College's strategic objectives. He noted that, in addition, governance would, again, be assessed against the Further Education Commissioner's '10 suggestions for good governance'.
- 7.2 Governors agreed the approach and asked the Clerk to send a reminder to governors to log their Lead Governor activities along with the relevant template. The Clerk agreed.

8 Annual Review of the Search Committee's Terms of Reference

- 8.1 The Clerk explained that no changes had been made to the Committee's Terms of Reference.

Resolved

That no changes to the Search Committee's Terms of Reference be recommended to the Board of Governors.

9 Review of Effectiveness of Meeting and Emerging Risks

- 9.1 The Chair noted that the emerging risks relating to membership had been discussed during the meeting and that, after a period of fruitless advertising, he was pleased that suitable candidates were now being identified. The Clerk added that he had spoken to a potential HE Governor during that week who was due to speak with the Principal in due course. The Chair asked whether, given the College and Board's university contacts, the application process for an HE Governor should be widened. It was agreed that the Principal would meet with the identified contact and that, if she had any doubts about her, the Committee would consider alternatives.
- 9.2 The Chair asked the Clerk to research the relevant rules to determine whether more than one HR candidate could be appointed, if appropriate.
- 9.3 Governors asked what work had been done to increase the diversity of the Board. The Clerk explained that he had carried out research regarding organisations which represent minority groups in the local area. Following this he reached out to the West and North and Mid Yorkshire Chambers of Commerce. He noted that the Managing Director of the Mid Yorkshire Chamber of Commerce had explained that few such groups existed locally but offered to contact Imran Khan's office and the Director of Business Development and Partnerships at the Yorkshire Asian Business Association on the College's behalf, outlining its desire to create a diverse governing body. However, the Clerk noted that no responses had been received.
- 9.4 Dmitry Fedotov explained that, in respect of the HR candidate he had recommended, he would have to declare an interest. It was noted that he would be unable to count in the quorum or vote should the Committee choose to recommend her.
- 9.5 It was agreed that a search for a new Support Staff Governor would begin in the Autumn following Paul Collier's resignation on 9 June 2020.
- 9.6 The Clerk agreed to initiate the process for new Student Governors as early as possible in the Autumn term.

10 Date of Next Meeting

- 10.1 The date of the next scheduled meeting is Tuesday 24 November 2020.

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

Actions

No.	Minute	Details	Deadline	Responsibility
1.	5.2	The Chair asked that the Clerk liaise with the Executive Director Quality and Planning to widen the skills audit questions relating to curriculum to encompass matters of quality and speak to Dmitry Fedotov outside of the meeting to develop appropriate questions regarding the student experience.	ASAP	The Clerk
2.	5.5	The Chair asked that deep dive groups be added to the governor attendance record going forwards.	The next meeting of the Search Committee	The Clerk
3.	5.6	The Chair asked that the AOC Governance Summit be included in the draft calendar of meetings for 2020/21.	ASAP	The Clerk
4.	6.2(ii)	The Clerk agreed to ask Ian Parsons his intentions regarding his governor position given that his term of office was due to end in December 2020.	ASAP	The Clerk
5.	6.2(iii)	The Clerk agreed to consider whether Ian	ASAP	The Clerk

		Parsons could be a member of the Audit Committee only should he wish to leave the governing body at the end of his term of office.		
6.	7.2	Governors asked the Clerk to send a reminder to governors to log their Lead Governor activities along with the relevant template.	ASAP	The Clerk
7.	9.2	The Chair asked the Clerk to research the relevant rules to determine whether all three HR candidates could be appointed, if appropriate.	ASAP	The Clerk
8.	9.5	It was agreed that a search for a new Support Staff Governor would begin early in the Autumn.	The Autumn Term	The Clerk
9.	8.6	The Clerk agreed to initiate the process for new Student Governors as early as possible in the Autumn term.	The Autumn Term	The Clerk