

SANDWELL COLLEGE

Minutes of a Meeting of the Search Committee
held on Monday 6th July 2015,
in room 6F/39 at the Central Campus,
commencing at 3.30 p.m.

Present:- Mr. J. Tew (Independent) (in the Chair) (part of meeting)
Mrs. C. Parker (Independent)
Mr. G. Pennington (Principal)
Mr. R. Nugent (Independent) (part of meeting)

Also in Attendance:-

Miss J. Berry Corporation Secretary

S15.19 Welcome S15.19

The Chairman welcomed Mrs. Parker to her first meeting of the Search Committee.

S15.20 Declarations of Interest S15.20

There were no declarations of interest.

S15.21 Apologies S15.21

Apologies were received from Mr. Britton.

S15.22 Minutes of the Meeting of the Search Committee held on Monday 9th February and the Special Meeting held on Tuesday 24th March 2015 S15.22

The minutes of the meeting of the Search Committee held on Monday 9th February and the Special Meeting held on Tuesday 24th March 2015 were approved and signed by the Chairman.

RESOLVED: that the minutes be approved.

S15.23 Matters Arising S15.23

i) Framework for the Assessment of Performance of Members of the Board of Governors (Vide Minute S15.04 (i))

The Chairman reminded the Committee that members of the Board of Governors had been asked to complete a personal review and assessment questionnaire. The Chairman had intended to meet with members, on an individual basis, to discuss their performance. These meetings had not yet taken place due to other priorities and commitments.

ii) College Governance – Report by the Chairman of the Board of Governors (Vide Minute S15.04 (ii))

The Chairman informed members that, at its recent meeting, the Remuneration Committee had considered performance targets for the Corporation Secretary for 2015/16. The Committee had recommended that one of the targets should be that the Corporation Secretary undertake a 'gap' analysis of the College's position against the recently published Code of Good Governance for English Colleges. The outcome of the analysis would be reported back to members.

- iii) Board of Governors – Vacancies/Forthcoming Vacancies/ Committee Vacancies (Vide Minute S15.06 and S15.15)

The Corporation Secretary informed members that the Committee's recommendations to the Board of Governors in relation to Mrs. Brook and Mr. Britton had been approved.

S15.24 Search Committee

S15.24

- i) Membership - Update

Members were informed that Mrs. Parker had been appointed to serve as a member of the Search Committee with effect from 11th May 2015.

- ii) Appointment of Chairman

The Corporation Secretary reminded members that the role of Chairman of the Committee was vacant. Following a discussion it was agreed that the Chairman of the Board of Governors should ascertain whether Mr. Britton was willing to be appointed Chairman of the Committee.

RESOLVED:

- a) that the membership of the Search Committee be noted.
- b) that the Chairman of the Board of Governors ascertain whether Mr. Britton was willing to be appointed Chairman of the Search Committee.
- c) that the verbal report be received.

The Corporation Secretary informed members that a further application (15/10) for membership of the Board of Governors had been received earlier in the day. A copy of the application was tabled for members' consideration.

S15.25 Application for Membership of the Board of Governors – Applicant 15/07

S15.25

The Committee considered application 15/07 and members were informed that the Principal and Corporation Secretary had met with the applicant.

Following a discussion members' agreed that the application was very impressive, with the applicant having a very good skill set, a good understanding of education, training and apprenticeships and good connections with Sandwell and Birmingham. Members were reminded that arrangements had been made for this applicant to meet with the Search Committee on Monday 13th July 2015.

RESOLVED: that application 15/07 be received.

S15.26 Application for Membership of the Board of Governors – Applicant 15/08

S15.26

The Committee considered application 15/08 and members were informed that the Principal and Corporation Secretary had met with the applicant.

Members discussed the application and noted the strong community element and the support of work placements and young people that the applicant was responsible for in her employment, as well as her financial and banking experience. It was noted that the applicant's employer was involved in the regeneration of West Bromwich.

Following a discussion members' asked that the Corporation Secretary make arrangements for the Committee to meet with applicant 15/08.

RESOLVED: that the Corporation Secretary make arrangements for the Search Committee to meet with applicant 15/08.

S15.27 Application for Membership of the Board of Governors – Applicant 15/10

S15.27

The Committee considered application 15/10 and members were informed that the Principal, Vice-Principal and Corporation Secretary had met with the applicant.

Members discussed the application and particularly noted the applicant's experience with pre-16 education, their links with Sandwell schools and the expertise they could bring to the Board of Governors particularly in relation to English, maths and 'A' levels.

Following discussions members' asked that the Corporation Secretary make arrangements for the Committee to meet with applicant 15/10.

RESOLVED: that the Corporation Secretary make arrangements for the Search Committee to meet with applicant 15/10.

The Chairman asked that further discussions regarding the above applicants take place after the Committee had met with applicant 15/06.

The Chairman asked that members then commence consideration of agenda item 10. Discussions regarding this matter are detailed below under minute number S15.29.

S15.28 Application for Membership of the Board of Governors – 4.30 p.m. - Meeting with Applicant 15/06

S15.28

The Corporation Secretary withdrew from the meeting to contact applicant 15/06. The Corporation Secretary returned and informed members that the applicant was unable to attend today's meeting because of business commitments.

Members agreed that the Corporation Secretary should arrange for applicants 15/06, 15/08 and 15/10 to meet with the Search Committee to discuss their applications for membership of the Board of Governors at the Special Meeting of the Committee planned to take place on Monday 13th July or during August/early September 2015.

RESOLVED: that the Corporation Secretary arrange for applicants 15/06, 15/08 and 15/10 to meet with the Search Committee to discuss their applications for membership of the Board of Governors at the Special Meeting of the Committee planned to take place on Monday 13th July or during August/early September 2015.

S15.29 Board of Governors – Vacancies/Forthcoming Vacancies/Committee Vacancies

S15.29

The Chairman presented a report detailing vacancies, forthcoming vacancies and committee vacancies.

Members were reminded that there was currently one Independent Member vacancy on the Board of Governors and that the terms of office of Messrs. Bailey and Nugent would cease on 31st July 2015.

The Chairman informed members that the Remuneration Committee had recommended to the Board of Governors that Mrs. Brook and Mr. Tew be appointed as the Committee's Chairman and Vice-Chairman respectively. These recommendations would be considered by the Board at its meeting on Monday 13th July 2015.

A discussion took place regarding the role of Deputy Vice-Chairman and it was agreed to recommend to the Board of Governors that this role should be dis-established.

The Chairman reminded members that his Chairmanship and membership of the Board of Governors would cease on 31st July and 28th November 2015 respectively. The Committee asked that the Chairman withdraw from the meeting in order that his appointment could be considered.

The Committee unanimously agreed that Mr. Nugent be appointed Chairman for discussion of this item.

RESOLVED: that Mr. Nugent be appointed Chairman for discussion of this item.

Mr. Nugent took the Chair.

Members considered a letter the Chairman had sent to the Corporation Secretary detailing his willingness to be appointed to the Board of Governors for a further term of office of no more than two years. A discussion took place regarding the importance of effective succession planning and members were of the view that the Board of Governors would need to determine within the next year how it would move forward with regard to its Chairmanship. Members noted that Mrs. Brook had recently been appointed Vice-Chairman of the Board and was being supported in this role by the Chairman.

Following a discussion the Search Committee agreed to recommend to the Board of Governors that Mr. Tew should be appointed to serve as an Independent Member on the Board of Governors for a two-year term of office commencing 1st August 2015 and ceasing on 31st July 2017.

The Committee acknowledged that Mr. Tew's current term of office did not cease until 28th November 2015, however, it was considered appropriate to bring his terms of office as a member and as Chairman of the Board of Governors into line with each other.

The Committee agreed to recommend that Mr. Tew be appointed Chairman of the Board of Governors for a two-year term of office commencing 1st August 2015 and ceasing on 31st July 2017.

The Committee further agreed to recommend that Mr. Tew should be appointed to serve as Vice-Chairman of the Search Committee, Vice-Chairman of the Remuneration Committee and member of the Learners, Quality and Curriculum Committee with effect from 1st August 2015.

Mr. Tew re-joined the meeting and was informed of the Committee's recommendations to the Board of Governors. The Chairman thanked Mr. Tew for his letter to the Corporation Secretary which had assisted the Committee in its discussions.

Mr. Tew took the Chair.

Mr. Nugent was asked to withdraw from the meeting.

A discussion took place regarding the existing Independent Member vacancy and the two Independent vacancies that would arise with effect from 1st August 2015. The Chairman informed members of a discussion he had had with Mr. Bailey and members were reminded that Mr. Nugent had indicated that he was willing to stand-down as a member in order to allow the Board's skills to be refreshed.

Following a lengthy discussion the Search Committee agreed that the terms of office of Messrs. Bailey and Nugent should cease on 31st July 2015 to allow for the appointment of new members.

Mr. Nugent re-joined the meeting and was informed of the Committee's decision. The Chairman asked that the Committee's appreciation of Mr. Nugent's contribution to the work of the College and the Board of Governors during his terms of office be placed on record. Mr. Nugent informed members that he had enjoyed his time on the Board of Governors enormously.

A discussion took place regarding the vacancies that would exist on the Search and Audit committees with effect from 1st August 2015 and it was agreed that these would be considered by the Search Committee at its meeting in October 2015.

RESOLVED:

- a) **That the Search Committee recommend to the Board of Governors:**
- i) **that the role of Deputy Vice-Chairman be dis-established.**
 - ii) **that Mr. Tew be appointed to serve as an Independent Member on the Board of Governors for a two-year term of office commencing 1st August 2015 and ceasing on 31st July 2017.**
 - iii) **that Mr. Tew be appointed Chairman of the Board of Governors for a two-year term of office commencing 1st August 2015 and ceasing on 31st July 2017.**
 - iv) **that Mr. Tew be appointed to serve as Vice-Chairman of the Search Committee, Vice-Chairman of the Remuneration Committee and member of the Learners, Quality and Curriculum Committee with effect from 1st August 2015.**
- b) that the vacancies on the Search and Audit committees be considered by the Search Committee at its meeting in October 2015.
- c) that the report be received.

Discussion then reverted to agenda item 9. These discussions are detailed above under minute number S15.28.

S15.30 Outcome of Training Survey – January 2015 and Training Plan 2015/16 S15.30

The Chairman presented a report detailing the outcome of the members' training survey undertaken in January 2015 and the training plan for 2014/15/16.

In response to a question, Mrs. Parker commented that she had found the Governor Induction training very comprehensive.

RESOLVED: that the report be received.

S15.31 Review of Governance Related Policies and Procedures S15.31

- i) Procedure for the Removal of a Governor from Office Under Instrument of Government 9(2)

The Corporation Secretary presented a revised Procedure for the Removal of a Governor from Office Under Instrument of Government 9(2). The procedure had been revised in line with advice received from Eversheds.

RESOLVED: that the revised Procedure for the Removal of a Governor from Office Under Instrument of Government 9(2) be approved.

S15.32 Governance Self-Assessment Report Action Plan – Monitoring Report

S15.32

The Search Committee considered the Governance Self-Assessment Action Plan monitoring report for March 2015.

The Chairman reminded members that he undertook regular reviews of members' attendance rates and took action, where necessary. It was acknowledged that variable attendance could impact on the quality of discussions at meetings.

A discussion took place regarding the Board's size and composition and its committee structure and memberships. It was agreed that these should be reviewed at the meeting of the Search Committee planned to take place in October 2015.

RESOLVED:

- a) **that the Board of Governors be advised that the Search Committee was satisfied with the progress that had been made in implementing the Governance Self-Assessment Report Action Plan.**
- b) that a review of the Board of Governors size and composition and its committee structure and memberships be undertaken at the meeting of the Search Committee planned to take place in October 2015.
- c) that the report be received.

S15.33 Search Committee – Review of Effectiveness and Terms of Reference

S15.33

The Committee considered a report reminding members that the Board of Governors had agreed that each of its committees should undertake an annual review of its own performance and terms of reference.

The Committee considered and completed a self-assessment checklist. Upon completion of the checklist, the Committee agreed that on a scale of 1-4 where 1 was 'outstanding' and 4 was 'inadequate' the Committee should be graded 2 'good' moving towards outstanding.

Members agreed that no changes to its terms of reference should be recommended to the Board of Governors.

RESOLVED:

- a) that the Search Committee, having completed a self-assessment checklist of its own performance, considered that the Committee should be graded 2 'good' moving towards outstanding'.
- b) that no changes to the Committee's terms of reference be recommended.
- c) that the report be received.

S15.34 Any Other Business

S15.34

1. Public Health Dental Consultants

Mrs. Parker informed members that she was aware of two public health dental consultants who might be interested in becoming involved with the College. Mrs. Parker agreed to liaise with these consultants on behalf of the College.

S15.35 Determination of Confidential Items

S15.35

The Search Committee agreed that none of its discussions should be minuted confidentially.

RESOLVED: that none of the Committee's discussions be minuted confidentially.

S15.35 Date of Next Meeting

S15.35

The next meeting of the Search Committee was scheduled to take place on Monday 5th October 2015, commencing at 3.30 p.m., at Central Campus. It was intended to postpone this meeting to Monday 12th October 2015, subject to members' availability.

The meeting terminated at 5.08 p.m.