

SANDWELL COLLEGE

Minutes of a Meeting of the Search Committee
held on Monday 13 January 2020
in the Principal's office at the Central Campus,
commencing at 3.30 p.m.

Present: Mr. K. Ellis (Independent) (Chair)
 Mr. S. Hackett (Independent)
 Mr. G. Pennington (Principal)

Apologies: None

In Attendance: Mrs E Scotford (Clerk to the Corporation)

Action

S20.1 Declarations of Interest

There were no declarations of interest.

S20.2 Welcome and Apologies

There were no apologies.

The Chair noted the resignations of Jan Britton, Independent member, and Richard Youds, Independent member, from the Board and the Search Committee, since the previous meeting.

S20.3 Minutes of the Meeting of the Search Committee
held on Tuesday 11 February 2019

The minutes of the meeting of the Search Committee held Tuesday 11 February 2019 were approved and signed by the Chairman

RESOLVED: that the minutes be approved.

S20.4 Matters Arising

There were no matters arising.

S20.5 Board of Governors – Vacancies/Forthcoming Vacancies/Committee Vacancies

20.5.1 Discussion took place based on the Clerk to the Corporation's report detailing vacancies, forthcoming vacancies and committee vacancies which currently were:

Three vacancies currently exist for Independent members including specific roles:
Vice Chair

One Staff Governor will reach the end of their current term of office during this academic year:

Dharminder Chuhan – 29 February 2020

No Independent members will reach the end of their current terms of office during this academic year.

Current committee vacancies were outlined:

Audit Committee – 2 vacancies – to replace Rebecca Jenkins and Kamran Shaikh
Search Committee – one vacancy – to replace Richard Youds
Remuneration Committee – 2 vacancies – to replace Ninder Johal and Rebecca Jenkins

- 20.5.2 Governors discussed and would recommend to the Board of Governors that the vacancy created by Richard Youds departure be filled by a senior representative of West Midlands Police to maintain the important connections between the College and the local police force. Clerk to contact the Vice Principal to approach West Midlands Police to source a suitable candidate.
- 20.5.3 The Chair and Principal advised that they had met with a potential Governor candidate: AT on 13 January 2019. AT's background, skills and experience were outlined which would complement and strengthen the Board's skill set. The Search Committee would recommend AT's appointment as an Independent member of the Board and also as a member of the Finance & Resources Committee and also possibly the Audit Committee.
- 20.5.4 Governors discussed options to fill the remaining Independent member vacancy on the Board. There was an interested candidate with a finance/accounts specialism; a potential retired finance/accounts specialist; pursue links with the health service in Birmingham.
- 20.5.5 Committee membership and current vacancies were discussed. Governors not currently serving members of committees to be allocated to a committee.
- 20.5.6 It was noted that Mr Ellis, Chair of the Board, currently chairs 3 of the 4 committees. The Committee Chairships were to be reviewed and reallocated with a view to reducing the workload of the Chair of the Board.
- 20.5.7 The Chair outlined the role and responsibilities of the Remuneration Committee. Two potential Governors to join the Committee were discussed – the Chair would gauge their interest. One would need to take over as Chair of the Committee from Mr Ellis as the recommendation from the FE Commissioner's Office was that the Chair of the Corporation should not chair the Remuneration Committee. An update and recommendation to appoint would then be made to the Board.
- 20.5.8 John Tew was suggested as a member and Committee Chair of the Search Committee – Clerk to contact.
- 20.5.9 The role of Co-opted Governor of the Audit Committee was now removed with the departure of Jan Britton.
- 20.5.10 The nomination process for the Vice Chair vacancy would commence.
- 20.5.11 Governors noted that recruitment for upcoming vacancies in the future might best focus on candidates with an educational specialism.
- 20.5.12 RESOLVED:

That the Search Committee recommend to the Board of Governors:

- Clerk to contact the Vice Principal to approach West Midlands Police to source a suitable candidate. Clerk
- The Search Committee would recommend AT's appointment as an Independent member of the Board and also as a member of the Finance & Resources Committee and also possibly the Audit Committee. Clerk

- The Chair and Principal would meet with the interested candidate with a finance/accounts specialism. Chair/
Principal
- The Clerk would follow up the link to the retired finance/accounts specialist. Clerk
- The Principal would pursue links with the health service in Birmingham. Principal
- The Committee Chairships were to be reviewed and reallocated with a view to reducing the workload of the Chair of the Board. Chair/
Clerk
- The Chair would approach 2 potential Governors to establish their interest in joining and chairing the Remuneration Committee. An update and recommendation to appoint would then be made to the Board. Chair
- The Clerk would contact John Tew to establish his interest in joining the Search Committee as member and Committee Chair with a recommendation to appoint then being made to the Board. Clerk
- The role of Co-opted Governor of the Audit Committee was now removed. Clerk
- The nomination process for the Vice Chair vacancy would commence. Clerk
- That the report be received.

S20.6 Evaluation of Performance of the Board of Governors 2018/19

20.6.1 The Evaluation of Performance of the Board of Governors 2018/19 was considered in comparison to the previous year.

Members identified that the key issues were:

- Gender balance - although the most up to date figures showed an improvement on the previous year from 11M/4F to 9M/5F. Future recruitment would be mindful of the gender and ethnicity balance.
- Attendance rates – it was acknowledged that poor attendance had been addressed by the Chair with the individual Governors concerned.
- Members' response times – Governors' targets now include the need to respond by the requested deadline.
- Governors to maximise their training and attendance at college events.

20.6.2 RESOLVED THAT:

- Governors targets be attached to these minutes for inclusion with the Board papers.
- The conclusion of the evaluation report be attached to these minutes for inclusion with the Board papers.
- The report be received and noted.

S20.7 Annual Report – Governors' Training 2018/19

Members considered the Annual Report on Governors Training 2018/19.

The Skills and Knowledge Analysis had been reviewed and the resulting areas for development had been identified. Training sessions were being provided by the College as appropriate via the Annual Strategy and Development Day and 'deep dive' induction sessions on Quality and Finance.

RESOLVED THAT:

- The report be received and noted.

S20.8 Review of Register of Members' Interests

Members received and noted the latest Members' declarations of interest.

RESOLVED THAT:

- The report be received and noted.

S20.9 Skills and Knowledge Analysis – September 2019
Members considered the Skills and Knowledge Analysis.

Members noted, from the responses received, that there was a broad range of knowledge and experience on the Board at present. Governors' average score shows a working knowledge/experience in all areas. Members were pleased to note that responses had been received from all Governors this year which had enabled conclusions to be drawn from the data.

RESOLVED THAT:

- The report be received and noted

S20.10 **Staff Governor appointment process**

20.10.1 Governors considered the current Staff Governor nomination and election process compared to an alternative Staff Governor appointment process.

20.10.2 Governors decided that the current process remained fit for purpose and encouraged the greatest level of staff interest.

20.10.3 As part of the process, the Chair and Principal would meet with interested nominees to ensure they fully understood the role and responsibilities of Staff Governor.

20.10.4 RESOLVED THAT:

- The current Staff Governor nomination and election process remained fit for purpose.

S20.11 **Finance & Resources Committee**

20.11.1 Governors considered the recommendation to introduce a Finance & Resources Committee to the Board committee structure.

20.11.2 Governors noted that a Finance & Resources Committee would allow for a more in-depth review of financial matters which would then be reported to the Board, with the Board then able to concentrate its main focus on strategy.

20.11.3 The delegated authority would need to be clear with the Committee recognising it had an advisory function to the Board and its decision-making capabilities would be structured accordingly.

20.11.4 The draft Terms of Reference would be considered further by the Principal, Executive Director, Finance & Resources and any amendments provided to the Clerk.

20.11.5 Committee membership to be determined, initial suggestions were noted.

20.11.6 RESOLVED THAT:

- The Committee would recommend to the Board the introduction of a Finance & Resources Committee to the Board committee structure.
- The draft Terms of Reference would be considered further by the Principal, Executive Director, Finance & Resources and any amendments provided to the Clerk.
- The report be received.

Principal/
Clerk

S20.12 **AoC Code of Good Governance incl. SPH Remuneration Code**

20.12.1 The Committee received the AoC's Code of Good Governance incl. SPH Remuneration Code.

The Committee would recommend its adoption to the Board.

20.12.2 It was noted that the Remuneration Committee would be responsible for monitoring and reporting on the SPH Remuneration Code.

20.12.3 RESOLVED THAT:

- The Committee would recommend the adoption of the AoC's Code of Good Governance incl. SPH Remuneration Code to the Board.

S20.13 **Review of Committee's Terms of Reference**

20.13.1 Governors reviewed and approved the Search Committee's terms of reference.

20.13.2 RESOLVED THAT:

- The Search Committee's terms of reference be approved.

S20.14 **Review of Search Committee effectiveness**

20.14.1 Governors would complete and return to the Clerk the Search Committee effectiveness questionnaire.

20.14.2 RESOLVED THAT:

- Governors would complete and return to the Clerk the Search Committee effectiveness questionnaire.

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S20.15 **Any Other Business**

There were no items of other business.

S20.16 **Determination of Confidential Items**

Any references to individuals would be treated confidentially.

S20.17 **Date of Next Meeting**

Monday 10 February 2020, 3.30pm – CANCELLED – due to the postponement of the November 2019 meeting to January 2020.

Meeting ended at 4.45pm