

SANDWELL COLLEGE

**Minutes of a Meeting of the Search & Governance Committee
held virtually on Monday 21 October 2024, 10.00am**

Present: J Tew (Independent) (Chair)
A Taylor (Independent)
S Smalling (Independent)

Apologies: G Pennington (Principal)

In Attendance: E Scotford (Clerk to the Corporation)

		Action
S24.24	<u>Welcome and Apologies</u>	
	The Chair welcomed all present to the meeting. Apologies were received from Graham Pennington.	
	RESOLVED THAT: apologies were accepted by Governors.	
S24.25	<u>Declarations of Interest</u>	
	There were no declarations of interest.	
S24.26	<u>Minutes of the Meeting of the Search & Governance Committee held on 10 June 2024</u>	
	RESOLVED THAT: Governors approved the minutes of the meeting of the Search & Governance Committee held on 10 June 2024.	
S24.27	<u>Matters Arising</u>	
27.1	Minute 14.1 – College Environmental Strategy – update given by JT, Sustainability Link Governor – work continued with Jeremy Taylor, the College lead, and the new Director of Estates.	
27.2	Minute 14.2 – engagement of Governor, SL – the Committee Chair had spoken to the Governor who had confirmed he was now able to engage more fully and had subsequently been appointed to the Audit Committee.	
S24.28	<u>Board of Governors – Vacancies/Forthcoming Vacancies/Committee Vacancies</u>	
28.1	<p>Discussion took place based on the Clerk to the Corporation's report detailing vacancies, forthcoming vacancies and committee vacancies which currently were:</p> <p>One Independent member vacancy existed on the Board for an Independent member following the resignation of Alison Cope due to work commitments.</p> <p>There were 2 Student Governor vacancies in the process of being recruited to.</p> <p>Five vacancies would arise during the academic year 2024/25:</p> <p>Neil Makin - 9 December 2024 - Chair of the Performance & Remuneration Committee, Interim Chair of LQCC</p> <p>John Tew - 10 March 2025 - Chair of Search & Governance Committee, member of</p>	

	<p>Audit, LQCC and Performance & Remuneration committees, Safeguarding Link Governor and Sustainability Link Governor</p> <p>Tony Sharma - 13 March 2025 - Chair of Audit Committee</p> <p>Nisha Anhu - 12 May 2025 - Staff Governor (Sandwell)</p> <p>Jalal Uddin - 31 July 2025</p> <p>Mr Makin would have served two terms of office, Mr Tew two terms of office, Mr Sharma and Ms Anhu one term of office and Mr Uddin 4 terms of office.</p> <p>Messrs Makin and Tew had indicated that they would be prepared, because of the current exceptional circumstances, to continue on short terms of office until 31 July 2025 to provide continuity and aid the transition to the new senior leadership team and to support the still relatively new Chair and Board members.</p> <p>Current committee vacancies were noted: Audit Committee x 1; Finance & Strategy x 1, LQCC x 2 Student members.</p> <p>Discussion took place. Governors were concerned that the departure of Messrs Makin and Tew would lead to a considerable loss of knowledge and experience so were conscious of the need to redouble efforts to identify suitable replacements. Governors were encouraged to explore their networks for potential candidates. Social media and marketing networks would also be explored.</p> <p>Governors recognised that early notification of the suggestion to reappoint Messrs Makin and Tew whilst also highlighting the need for serious consideration of succession planning to the roles they held, would be beneficial.</p>	
28.2	It was noted that the Finance & Strategy Committee needed to be strengthened with new members as it was an important committee.	
28.3	Governor, NEY, was currently on maternity leave from work but had confirmed her intention to be fully involved in her Governor role by the end of the year. She was a member of the Finance & Strategy Committee.	
28.4	<p>RESOLVED THAT:</p> <ul style="list-style-type: none"> Governors monitored and discussed Board membership and vacancies and action to be taken. Governors noted the need to be mindful of succession planning and equalities, diversity and inclusion in new appointments. The Committee would recommend to the Board that Messrs Makin and Tew be reappointed on terms of office until 31 July 2025. The Committee Chair would email early notification of this suggestion to Governors together with highlighting the need for serious consideration of succession planning to the roles they held to enable a timely handover. TS would be approached to determine his interest in serving a second term of office. A Staff Governor election process would be run for the Staff Governor (Sandwell) role. Ms Anhu would be entitled to be nominated for a second term of office should she so wish. The Committee Chair would approach a Governor about the Vice Chair role. An initial discussion had taken place but the Governor was not able to pursue his interest at that time. Update to be sought on his current position. Governors to be encouraged to explore their networks for potential candidates. Social media and marketing networks to also be explored. 	<p>Chair</p> <p>JT</p> <p>JT</p>
S24.29	Evaluation of Performance of the Board of Governors 2023/24	

29.1	<p>The Evaluation of Performance of the Board of Governors 2023/24 was considered in comparison to the previous year.</p> <p>Governors identified that the key issues were:</p> <ul style="list-style-type: none"> the balance of membership in terms of gender shifted but still remained a majority male representation (11M/6F compared to 11M/1F the previous year), the ethnicity balance stood at 8 White British; 2 Indian, 2 Bangladeshi, 3 Pakistani, 1 White & Black Caribbean and 1 White and Black African. At the end of 2023/24 there were no vacancies. four Board meetings exceeded their target length. This year's Annual Strategy Day was postponed because of upcoming management changes. overall attendance rates at meetings of the Board of Governors and its committees were below target for 8 meetings, attendance of 10 members was on target, compared to 6 the previous year, with the attendance of other Governors serving during the year being below target. overall attendance levels for Board meetings and all committee meetings dipped slightly compared to the previous year as per Annex B, at 75%, compared to the sector average of 82.19%. no meetings were inquorate due to the number of apologies received, compared to none the previous year. the outcome of the self-assessment questionnaire remains positive with the majority of responses being in the 'strongly agree' and 'agree' category. 9 of the 14 questionnaires issued were returned. There was a slight increase in the number of 'unsures' compared to the previous year but there were a number of new Governors who had joined during the year. There were just one response in the 'disagree' category and none in the 'strongly disagree' category. 	
29.2	Governors noted that Governor attendance and training levels had dipped. Individuals with attendance levels of concern would be followed up by the Chair. Governors to be reminded of the ETF Governance Development Programme and other avenues provided to keep their knowledge up to date, e.g. AoC and other circulars and college materials and training sessions.	
29.3	<p>RESOLVED THAT:</p> <ul style="list-style-type: none"> Governors received and monitored the Board evaluation report 2023/24. 	
S24.30	<u>Register of Members' Interests</u>	
	RESOLVED THAT: Governors noted the Register of Members' Interests.	
S24.31	<u>Skills and Knowledge Analysis – Autumn 2024</u>	
31.1	Governors noted that the Board was well served with a wide range of skills and experience. The skills needs which would be targeted in new Governor recruitment were: education, business, safeguarding, and governance. A mix of working and non-working Governors would also be useful as well as attracting interest from local contacts including both the Sandwell and Birmingham areas.	
31.2	RESOLVED THAT: Governors received the Skills and Knowledge Analysis.	
S24.32	<u>External Governance Review</u>	
32.1	An action plan had been drawn up following the final report on the External Governance Review (EGR) and was considered by the Committee.	
32.2	Governors thanked the Committee Chair and Clerk for all their work in this process and developing the action plan. Governors noted the overall report was complimentary and	

	areas identified for development would be addressed over time. The new Principal would also bring her own perspective. Discussion took place on engagement levels which had been identified as needing to be maximised but the Committee recognised that Governors were volunteers so the Board was dependent on the amount of time they were able to dedicate to the role.	
32.3	The action plan was a starting point and work in progress and would form part of the Board's continual process of self-assessment.	
32.4	RESOLVED THAT: Governors would recommend the External Governance Review action plan to the Board.	
S24.33	<u>AoC Code of Good Governance</u>	
33.1	The first draft of the compliance checklist on the AoC Code of Governance was presented which was work in progress.	
33.2	Governors considered the Board's compliance with the Code and were pleased with progress. Governors noted that the compliance checklist would link with some areas in the EGR action plan and would provide a useful platform to ensure robust governance.	
33.3	Governors' suggestions and contributions to the compliance checklist were welcomed.	
33.4	RESOLVED THAT: Governors would update the Board on the first draft and progress against the AoC Code of Good Governance compliance checklist.	
S24.34	<u>Any Other Business</u>	
	There was no other business.	
S24.35	<u>Determination of Confidential Items</u>	
	There were no confidential items	
S24.36	<u>Date and time of next meeting</u> Monday 3 February 2025, 1.00pm	

Meeting ended at 10.50am