

CITY OF WOLVERHAMPTON COLLEGE

**Minutes of the meeting of the Search and Governance Committee held on**

**Monday 17 June 2024 at 5pm via Microsoft Teams**

**PRESENT**

Mr Mark Taylor (Chair)  
Mr Mal Cowgill  
Mrs Amanda Tomlinson  
Mr John Bradford

**IN ATTENDANCE**

Mrs Alison Buick, Head of Governance  
Mr Rob Lawson, External Governance Reviewer

**21/24 APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST (ITEM 1)**

Apologies were received and accepted from Mr Mike Hastings.

There were no declarations of interest.

Rob Lawson was attending as part of his ongoing external governance review work.

**22/24 MINUTES (ITEM 2)**

The minutes of the meeting held on 4 March 2024 were approved.

**23/24 MATTERS ARISING (ITEM 2)**

Governors considered the previously agreed actions and noted the following:

- The vacancy for the Apprenticeships Task and Finish Group had been taken by Mark Taylor
- The EDI questionnaire had been issued as agreed and an update would be discussed later in the agenda
- The Freedom of Information policy had been updated and subsequently approved at the May Board meeting
- Governors had been contacted again for views on their experiences of using Board portals. A progress update would be given later in the meeting.

**24/24 GOVERNANCE REPORT (ITEM 3)**

The Head of Governance referred to her written report and the following were discussed:

Board Membership, Vacancies and Terms of Office

Members were informed of the terms of office of four Governors that were due to end in the next 12 months. These included Ian Gardner, who had decided to resign with effect from 31 July 2024. There had been no contact to discuss intentions with Sam Duru or Hshaana Knight, so it was suggested that the Chair be asked to do this as part of one to one meetings over the summer period. Action: Chair. Sam's role as Chair of the Apprenticeships Task and Finish Group was noted.

The Principal commented on recent discussions with Scott Thompson, who may be looking for a different role to support the college but not with the time commitment needed for a full Governor. Mark Taylor had had similar discussions with Scott during his term as Chair. There were options available, including being part of

employer forums with the college or continuing to be a member of the Apprenticeships Task and Finish group as an Associate Governor. The timing of any change was to be agreed and the Principal had suggested that the Chair speak to Scott at the end of the academic year. Governors agreed that Scott made an excellent contribution when he was able to attend and that his continued input in some way would be welcomed.

Governors noted that three of the Governors that were due to end their terms were part of the Apprenticeships Task and Finish Group so membership for this would need to be considered, depending on the outcomes of the Chair's discussions.

Alison Shannon's term of office as an Associate Governor was also due to end. John Bradford, Audit Committee Chair, confirmed that he valued her contribution as a member and would like her to remain if she wished to do so. The Head of Governance would contact Alison for a discussion before the next meeting of this committee. Action: Head of Governance.

There was a discussion about the definition of an Associate Governor and whether this needed to be more clearly articulated. Action: Head of Governance.

There were currently two vacancies for Governors, plus a third at the end of July when Ian Gardner stepped down. Others may emerge from the Chair's discussions but this was not yet clear. The position was discussed and it was **agreed** to hold any specific action on recruitment until after the conclusion of the current external governance review. The Head of Governance commented that DfE still had funds available for colleges wishing to recruit Governors, subject to meeting the set criteria. It was agreed that an application for this should be submitted. Action: Head of Governance.

#### Equality and Diversity (EDI)

The EDI questionnaire had been issued as previously agreed. At the time of writing this report 8 of 15 responses had been received. A further one had been received after the papers had been issued.

Given that a full set of responses had not been received, it had been decided that a detailed analysis had limited use at this time, so this had not been done.

Governors noted that the college was required to submit a mandatory Governors return to ESFA annually and that the EDI information was needed for this.

Further targeted attempts would be made to obtain the information from the Governors that had not responded. Action: Head of Governance.

#### Committee Terms of Reference 2024/25

All terms of reference had been reviewed and approved by the Board in September 2023. They were being presented again for the Committee's annual review. No changes were being proposed.

A Governor commented that the Rail Task and Finish Group did not have its own terms of reference and questioned whether this needed to be considered now that it was apparent that it may have a longer life than originally expected. This was discussed. The recent meeting had indicated that there may be further rail developments, but that these depended on decisions that the WMCA was expected to make in July. It was agreed to wait until the WMCA decision was clear and then draft terms of reference if the Group was to continue. Action: Head of Governance.

No other changes to existing terms of reference were suggested.

**Resolved** – that the Committee recommended the terms of reference for Board approval at the meeting in September 2024.

Committee and Group Membership 2024/25

Some changes would be needed to reflect changes to Governors and also in management responsibilities for the new academic year.

The Principal was asked for his view on the management responsibilities and commented that Peter Merry should retain CTOG and Louise Fall take over Rail. This would need to be discussed with them both.

It was suggested and agreed that the staff attending each meeting should be added to the table for information. Action: Head of Governance.

The skills and knowledge that Ian Gardner brought to CTOG were noted, and needed to be considered in recruiting new Governors.

No changes to the Committee memberships were agreed at this time. There would be a further review early in the autumn term.

Governance Self-Assessment

There was no requirement for an internal governance self-assessment in the same year that a college had an external review.

This would be picked up again in summer 2025.

Link Governors

The Head of Governance referred to the written report and noted the options for reviewing link areas. Current links were in place for safeguarding, SEND and careers.

Governors agreed that this was an area that merited some further thought and suggested it be a topic for the next strategy session so there was a wider discussion with all Board members. Action: Head of Governance. It was noted that Governors already had options to attend curriculum and quality focused meetings to gain insights into college processes.

A Governor commented that some natural links between Governors and staff were happening organically. A link scheme needed to be voluntary and to be in line with Governors skills sets and interests.

College Finance Handbook

The new College Finance Handbook would be effective from 1 August 2024. It had been reviewed and the Director of Finance had given an update at the last Board meeting. The Head of Governance had attended an update session with Stone King solicitors so would share their presentation slides. Action: Head of Governance.

**The Committee noted the report.**

**25/24 EXTERNAL GOVERNANCE REVIEW (ITEM 4)**

The Committee noted the summary report, which showed the meetings held and documents provided to date. The review was in progress and there were some further meetings that Rob Lawson would be attending. Preliminary feedback was expected on 19 June with the final report being presented to the Board meeting in July.

**26/24 BOARD PORTALS (ITEM 5)**

The Head of Governance noted that there had been limited progress in looking at this area since the last meeting. Some demonstrations had been received and the next proposed stage was to discuss this further with the Executive Management Team.

Governors expressed some concerns about their ability to access systems due to security settings and also asked if the college would be providing them with devices to use. The Head of Governance stated that there had been no discussions with the management team about the provision of devices but that discussions with providers so far had indicated that all systems were cloud based and worked on all devices. Governors may prefer to use their own devices.

An update would be brought to the next meeting.

**27/24 CONFIDENTIALITY**

It was agreed that there were no items that needed to remain confidential.

**28/24 DATE AND TIME OF NEXT MEETING (ITEM 6)**

Monday 18 November 2024 at 5pm. However, it was agreed that a further meeting may be required in September 2024 to consider the outcome of the external governance review.

The meeting ended at 6pm