

CITY OF WOLVERHAMPTON COLLEGE

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

Monday 18 November 2024 at 5.25pm via Microsoft Teams

PRESENT

Mr Mike Hastings (Chair)
Mrs Amanda Tomlinson
Mr John Bradford

IN ATTENDANCE

Mrs Alison Buick, Head of Governance

08/25 APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST (ITEM 1)

Apologies were received from Mr Mark Taylor and Ms Louise Fall.

There were no declarations of interest.

09/25 MINUTES (ITEM 2)

The minutes of the meeting held on 3 October 2024 were approved.

10/25 MATTERS ARISING (ITEM 2)

Governors considered the previously agreed actions and noted the following:

- Membership matters would be considered later in the agenda.
- A role description for an Associate Governor had been created and would be covered at a later agenda item.
- The Student Governor had been asked for her views on having a second Student Governor for the Board. She had responded to say that she could see advantages but that she was equally happy to be the only one if that was the decision of the Board. It was agreed to keep one Student Governor but to review this periodically.
- A policy for non-attendance had been drafted and would be considered later in the agenda.

11/25 GOVERNANCE REPORT (ITEM 3)

The Head of Governance referred to her written report and the contents were discussed.

Board Membership, Vacancies and Terms of Office

There were currently four vacancies for independent Governors.

Members were reminded of the terms of office of three Governors that were due to end in the next 12 months.

It was agreed to invite Sam Duru to complete a further term of office. The Head of Governance would contact him to see if he was willing and able to agree.

Part of the discussion relating to this section of the report has been minuted separately.

Recruitment activities were continuing. A panel of Governors had met two of the three candidates shortlisted via Peridot in the previous week. A meeting with the third was planned later in the month. One of the first two was deemed suitable and

after discussion it was **agreed** to offer her the position and recommend her appointment to the Board in December. It was further agreed to consider appointing the remaining candidate if they were also deemed suitable after the interview. It was acknowledged that Peridot would charge for this and that the costs of this needed to be flagged to the Finance team. Action: Head of Governance.

Two further expressions of interest in governor positions had been received. Both had met with the Principal, Chair and Head of Governance but one had since withdrawn. The other was discussed and it was **agreed** that she be recommended for appointment at the Board meeting in December.

The Audit Committee Chair discussed membership of his committee. Alison Shannon, Associate Governor, would be leaving on 31 March 2025, and a replacement would be needed. After discussion it was agreed to approach another of the existing Governors. Action: Head of Governance.

Updated Committee Memberships

This had been provided for information.

Link Governors

This had been discussed at the Strategy Day in October. John Bradford expressed interest in the Health and Safety link role and this was **agreed**.

Governors' Attendance and Training 2023/24

This was noted for information.

EDI Update

An analysis had been provided from the 12 responses to the EDI questionnaire issued earlier in the year.

Governors noted and discussed the details. It was agreed that the analysis should be borne in mind when seeking to recruit new Governors but that recruitment needed to be based on a range of relevant factors not just EDI. The Board did not wish to have a tokenistic approach.

The Head of Governance stated that the information was also used for completing the DfE mandatory return on the FE governance workforce.

Annual Report – Use of the College Seal, Chair's Actions and Confidential Minutes.

The details in the written report were noted. There were no proposals to change the status of previously confidential minutes.

Associate Governor Role Description

It was **agreed** that the document be recommended to Board for approval.

The Committee noted the report.

12/25 EXTERNAL GOVERNANCE REVIEW – ACTION PLAN UPDATE (ITEM 4)

The action plan had been updated following the detailed discussion at the last meeting and then approved by the Board on 14 November 2024.

The final wording of the website statement needed to be agreed and shared with Rob Lawson, the reviewer. Governors reviewed the statement wording and agreed some

minor changes. Subject to Rob Lawson's agreement, this would be recommended for Board approval in December.

13/25 POLICY UPDATES (ITEM 5)

Regular attendance at meetings has been discussed at several recent Search and Governance Committee meetings and had been agreed as crucial for the proper governance and oversight of the institution, and to enable Governors to fulfil the expectations of their role both individually and as a collective Board. Attendance to Governor meetings had been a concern for several individuals in the last two years, some of whom have since left the Board and some of whom remain.

The policy was drafted to outline in more detail the steps to be taken when a Governor regularly fails to attend meetings without prior notification or falls below the expected level of attendance.

Governors discussed the content and wording in some detail. Some changes to wording were suggested and agreed, relating to descriptions of absences and actions to be taken. Following this, it was **agreed** to recommend the policy for Board approval in December.

14/25 GOVERNANCE UPDATES (ITEM 6)

Governors noted the updates provided by the Head of Governance, which related to:

- Budget November 2024
- AOC Annual Conference
- AOC Online Networks
- ETF Governance Development Programme

15/25 CONFIDENTIALITY

It was agreed that part of the discussion under Item 11/25 should be confidential.

16/25 DATE AND TIME OF NEXT MEETING

Monday 3 March 2025 at 5pm on Teams.

The meeting ended at 6.20pm