

EALING, HAMMERSMITH, AND WEST LONDON COLLEGE FE CORPORATION

Meeting	SEARCH AND GOVERNANCE COMMITTEE		
Date	10 May 2021	Time	18.00
Venue	Virtual Meeting using zoom		
Chair	Ian Comfort		
Members: Ian Comfort; Callum Anderson (Chair); Phillip Kerle; vacancy; Karen Redhead. In attendance: Ra Hamilton-Burns – Interim Governance Advisor			

No.	ITEM
1.	Apologies for Absence There were none.
2.	Declarations of interest There were none.
3.	Minutes of the meeting held on 29 September 2020 AGREED: THE SEARCH AND GOVERNANCE COMMITTEE AGREED THAT THE MINUTES OF THE MEETING HELD ON 26 January 2021 WERE A TRUE AND ACCURATE RECORD.
4	Matters arising Ra Hamilton-Burns reported that she had contacted the AoC who have added Ian Comfort to their email list for Chair's events. The Committee noted that all actions had been completed.
5.	Membership Terms of office The Committee discussed ensuring parity of length of terms of office for external members and agreed that this would be appropriate and practical. AGREED. THE COMMITTEE AGREED TO RECOMMEND TO THE BOARD MEETING OF 27 MAY 2021 THAT THE TERM OF OFFICE FOR ALL EXTERNAL MEMBERS BE FOUR YEARS. Committee member vacancies There was a discussion about membership that needed to be refreshed on committees. It was agreed that a holistic review would take place once the recruitment to the two recent vacancies had taken place. The Finance and General Purposes Committee requires additional members sooner than a recruitment campaign can be finalised. It was agreed that the Interim Governance Advisor will ask Debbie Stephenson to sit on the Committee on an interim basis for one year ACTION: KR and RHB to discuss recruitment process for both vacancies. ACTION: RHB to contact Debbie Stephenson and Joanne Germani to seek their agreement to

join FGP

AGREED: THE COMMITTEE AGREED TO RECOMMEND THAT DEBBIE STEPHENSON AND JOANNE GERMANI JOIN THE FGP COMMITTEE FOR A ONE YEAR PERIOD TO MAY 2022

AGREED: THE COMMITTEE AGREED THAT THE STAFF MEMBER YET TO BE APPOINTED TO START IN SEPTEMBER 2021 WILL BE ASKED TO JOIN THE SEARCH AND C AND Q COMMITTEES

Link Governors

The Committee recognised that the Board has Christopher Saul as its EDI Governor and Debbie Stephenson as its Safeguarding Governor. There was a discussion about the opportunity and potential need to create other link governor roles such as Health and Safety or HE. Karen Redhead advised that this would provide no additional benefits to the College as the two current link governors have specific and unique roles. Governors commented that creation of these additional roles might lead members to become too operational and that it is appropriate that they focus on strategic issues. The Committee agreed that the current set up of link governors is sufficient and there is no desire to add to the Board's workload. IC said it is too operational and the Board should stay strategic.

6. Board and Committee matters:

There was a discussion about the most appropriate method for appointment of Chairs and Vice Chairs and Vice Chairs of Committees. The College's current documents are conflicted about this with the options being elected by the Committee themselves or nominated by the Search and Governance Committee. Whilst the democratic advantage of the Committees electing the Chairs was recognised, it was considered against the requirement to ensure that all members are considered for Chair roles and a holistic view is essential to the effective running of the Board.

AGREED: THE COMMITTEE AGREED THAT THE ROLES OF CHAIR AND VICE CHAIR SHOULD BE NOMINATED BY THE SEARCH AND GOVERNANCE COMMITTEE

AGREED: THE SEARCH AND GOVERNANCE COMMITTEE NOMINATED THE FOLLOWING CHAIRS AND VICE CHAIRS FOR COMMITTEES IN 21/22:

- **AUDIT COMMITTEE**
CHAIR – MARIA VETRONE, VICE CHAIR DAVID PAINE
- **CURRICULUM AND QUALITY**
CHAIR - ROBIN GHURBHURUN
- **FINANCE AND GENERAL PURPOSES**
CHAIR: PHILLIP KERLE, VICE CHAIR VACANCY *AWAITING GOVERNOR RECRUITMENT*
- **SEARCH AND GOVERNANCE**
CHAIR: IAN COMFORT VICE CHAIRS: CALLUM ANDERSON, PHILLIP KERLE
- **REMUNERATION**
CHAIR: CALLUM ANDERSON

I. Review of effectiveness for 2020-21

The Committee considered two template surveys for reviews of effectiveness for the whole Board and Committees which are recommended by the Governance4FE¹ service. It was agreed that, with the exception of the removal of questions pertaining to the Chair and Clerk (as they have already been appraised) the surveys will be issued at the end of the academic year and a report will come to the Search Committee in October 2021.

¹ <https://governance4fe.co.uk/>

II. Review of terms of reference

AGREED: THE SEARCH AND GOVERNANCE COMMITTEE RECOMMENDS THAT THE TERMS OF REFERENCE ARE REVIEWED AND APPROVED AS ONE PROCESS BY THE S&G COMMITTEE ANNUALLY IN THE AUTUMN TERM

ACTION: Committee members will be invited to offer feedback and suggestions to terms of reference when being reviewed.

Search Committee terms of reference update

The terms of reference have been amended into three main parts:

- Recruitment
- Self-assessment
- Governance improvement

Page 2 - Delegated authority – read ‘The Committee shall have authority to engage the services of such external advisors as they deem necessary up to a value of £100 in any one year’.

There was a discussion about the amount of money stipulated as it did not seem to have any practical application. The Committee agreed with Karen Redhead’s suggestion that the value be increased to £1000 and higher value items would go through the usual requisition process.

AGREED: THE COMMITTEE REVIEWED THE SEARCH AND GOVERNANCE TERMS OF REFERENCE WILL RECOMMEND THEM TO THE BOARD.

III. Cycle of business for the Search and Governance Committee for 2021-22

AGREED: THE COMMITTEE AGREED TO RECOMMEND THE SEARCH AND GOVERNANCE COMMITTEE’S CYCLE OF BUSINESS TO THE BOARD.

7. Self-Assessment

- Board Self-Assessment matrix** - The Committee reviewed the current performance against the 2020/21 Board Self-Assessment Matrix and commented that progress has been considerable and positive. The activities now offered a thorough self-assessment throughout the year which enabled governors to monitor activity and put in place improvements where required.
- The Committee reviewed **the outcomes of the Chair appraisal** for 2020-21
 - 9 Governors responded to the survey
 - The survey was anonymous
 - A copy of the responses is in graphical format as appendix 7.ii
 - All respondents indicated that they strongly agreed or agreed that the Chair was delivering on the 9 KPIs contained in the questions

The Committee is asked to **review the outcomes of the Clerk appraisal** for 2020-21

- 8 Governors responded to the survey
- A copy of the responses is in graphical format as appendix 7.iii
- All respondents indicated that they strongly agreed or agreed that the Clerk was delivering on the 7 KPIs contained in the questions

iii. One to one Governor appraisal meetings with the Chairs

Many of these meetings have taken place already with only a few left to complete. Much of the discussion was informal and offered time for governors to reflect on the year with their colleagues and make suggestions for improvement outside the Board meetings. To capture the feedback and suggestions, the Interim Governance Advisor had drafted a 'you said, we did' record. The Committee reviewed the draft one-to-one governor meeting reports and feedback into the 'you said, we did' actions table. It was noted that a few interviews still had to take place and that the document would be updated at this point. The Committee discussed suggestions and provided feedback to these in a 'we did' style. The completed document will be circulated to the Committee for responses to additional suggestions from the outstanding interviews and the final draft will be shared in a monthly briefing.

The Committee discussed the pros and cons of a dedicated Board Pack software. Ian said that he has had good experiences with Diligent in other organisations. Karen Redhead explained that the reticence to introduce one was not cost driven but the caution about introducing another software package that the IT team would have to support. It was agreed that the options, costings and support implications would be investigated further:

Action: RHB/KR to investigate board pack solutions and costs

iv. DfE/ETF external Board review

The Committee agreed that the survey should be shared with governors. Members welcomed the opportunity to benefit from an external and professional review which would inform their Governance Improvement plan for 2021/22 and beyond.

8 Good Governance

- i. **The AoC Code of good governance update and consultation** An updated version of the code had been circulated for consultation and feedback. The most significant change is the addition of a section on climate and sustainability (with some minor changes). The Interim Governance Advisor had fed back but invited any further comments which she would offer to the AoC. A more significantly revised version of the Code is expected by the middle of 21/22.

Karen Redhead noted that sustainability is becoming a significant focus for the College and that many of the requirements and recommendations are already in hand.

Action: Once the final version of the Code is published the Director of Governance will amend the Cycle of Business in September 2021 to ensure the requirements are included.

ii. Governance improvement plan

The Committee noted this updated version of the Governance Improvement Plan and that it would be further revised once the external governance review is completed and the report received.

iii. Website review of compliance against DfE requirements

The Committee noted that this was a work in progress and updates will come to the Autumn Search Committee.

	<p>iv. Updated WLC Board overview The Committee noted the Governance overview updated for May 2021.</p>
9	<p>Governor training and development programme The Committee noted the training record for the current year and the planned training. It was pleasing to note that so many training events had been offered by the College and that they were well attended by Board members.</p> <p>The College has subscribed to the ETF's Governance Development Programme and the online training modules for access by all Governors and the Senior team. Members are reminded how to access this in each monthly Board briefing</p> <p>Members reported that the overall picture is extremely positive.</p>
10	<p>Policies</p> <p>I. Standing orders AGREED: THE COMMITTEE AGREED TO DELEGATE APPROVAL OF THE STANDING ORDERS TO IAN COMFORT FOR RECOMMENDATION TO THE BOARD IN JULY 2021.</p> <p>II. Governor recruitment and succession planning policy AGREED: THE SEARCH AND GOVERNANCE COMMITTEE AGREED TO RECOMMEND THE GOVERNOR RECRUITMENT AND SUCCESSION PLANNING POLICY TO THE BOARD</p> <p>III. Role description for EDI link Governor This had already been reviewed by Chris Saul the Link Governor for EDI. AGREED: THE SEARCH AND GOVERNANCE COMMITTEE AGREED TO RECOMMEND THE GOVERNOR RECRUITMENT AND SUCCESSION PLANNING POLICY TO THE BOARD</p> <p>IV. Role description for Safeguarding Governor AGREED: THE SEARCH AND GOVERNANCE COMMITTEE AGREED TO RECOMMEND THE ROLE DESCRIPTION FOR THE SAFEGUARDING LINK GOVERNOR TO THE BOARD</p>
11	<p>Any other business</p> <p>I. Panel for the Director of Governance Interviews The role of Director of Governance is a Senior Post Holder and as such the appointment is the responsibility of the Board.</p> <p>“12.(1) Where there is a vacancy or expected vacancy in a senior post, the Corporation shall: (a) advertise the vacancy nationally; and (b) determine the arrangements for the selection and appointment to that post (2) A recommendation shall be made to the Corporation “</p> <p>The interviews for the post will take place on 16 June and the process is being managed by FEA Associates² on the College's behalf. FEA conducts pre-interviews with candidates and provides videos for the College in advance. Ian Comfort will meet with each of the candidates prior to the interview day and offer feedback to the panel. The Committee agreed that the</p>

² <https://www.fea.co.uk/jobs/>

	<p>interview panel will comprise Karen Redhead, Callum Anderson, Phillip Kerle and Ra Hamilton-Burns.</p> <p>ii. Meetings for next year recommendation on location. The Committee discussed that it would be good to meet in person as soon as possible. The pros and cons of each location were discussed. The risk of smaller or larger groups in terms of transmission were debated. The Clerk will ask the Committee chairs re their decision. KR reminded the Committee that hybrid committees are technically challenging and will require some installation of equipment.</p> <p>AGREED: MEETINGS FOR COMMITTEES WILL TAKE PLACE VIRTUALLY UNLESS THE CHAIR OF THAT COMMITTEE WISHES OTHERWISE AGREED: MEETINGS OF THE BOARD WILL TAKE PLACE IN PERSON AGREED: GOVERNORS WILL BE ENCOURAGED TO TAKE LATERAL FLOW TESTS PRIOR TO ATTENDING THE COLLEGE IN PERSON.</p> <p>ACTION: KR to consider the technology for hybrid meetings. ACTION: RHB to contact Committee chairs to ascertain their preference for meetings remote or in person.</p>
12	<p>Date of next meeting The next Search and Governance meeting will be held on Tuesday 28 September 2021</p> <p>The meeting ended at 19.50</p>

Chair's signature:

Date:

Approved by