

## EALING, HAMMERSMITH, AND WEST LONDON COLLEGE FE CORPORATION

<b>Meeting</b>	<b>SEARCH AND GOVERNANCE COMMITTEE</b>		
<b>Date</b>	29 September 2020	<b>Time</b>	18.00
<b>Venue</b>	Virtual Meeting using 'Google Meet' <sup>1</sup>		
<b>Chair</b>	Ian Comfort		
<b>Members:</b> Ian Comfort; Phillip Kerle; Karen Redhead (CEO); Ross O'Garro; Vacancy			
<b>In attendance:</b> Ra Hamilton-Burns – Interim Governance Advisor			

No.	ITEM
1.	<p><b>Apologies for Absence</b> <i>The meeting began at 18.20.</i></p> <p>Ian Comfort had informed the Interim Governance Advisor that he would be late joining the meeting. Phillip Kerle had agreed to Chair the meeting.</p> <p>Yvonne Johnson had resigned from the Board on the 16 September due to work commitments. Ian Comfort had written, on behalf of the Board, to thank her for her contributions to the College. The vacancies for membership of this committee, Curriculum Quality and Performance and the role of Vice Chair will be discussed under item 6.</p> <p><i>Ian Comfort joined the meeting at 18.40. All matters for decision were reviewed and agreed after his arrival.</i></p>
2.	<p><b>Declarations of interest</b> Phillip Kerle declared that he is a Board member of Orbital South Colleges.</p>
3.	<p><b>Minutes of the meeting held on 14 May 2020</b> Members reviewed the minutes of the meeting held on 14 May 2020 and agreed that they were accurate.</p> <p><b>AGREED: THE SEARCH AND GOVERNANCE COMMITTEE AGREED THAT THE MINUTES OF THE MEETING HELD ON 14 MAY 2020 WERE A TRUE AND ACCURATE RECORD.</b></p>
4.	<p><b>Matters arising</b></p> <ul style="list-style-type: none"> <li>Becky Caldwell joined the Board on 21 May 2020 as a member for an initial two-year term of office until 20 May 2022.</li> <li>The terms of reference and cycle of business had been recommended to the Board and</li> </ul>

	approved on 23 July 2020.
5	<p><b>Governance review</b></p> <p>The IGA had undertaken a governance review both as part of her familiarisation with the Board business and to conduct a mini audit, draft a governance position paper and to map the Board's compliance against the AoC Code of Good Governance for English Colleges<sup>1</sup>. The Committee reviewed each of the papers and noted that:</p> <ul style="list-style-type: none"> <li>• The Governance position paper is a report of the Board and governance and will be updated regularly.</li> <li>• The audit verifies that all matters and actions to ensure compliance and best practice are in place.</li> <li>• The report mapping against the AoC Code of Good Governance for English Colleges is a requirement of its adoption and will inform the regularity audit and any external inspections.</li> </ul> <p><b>AGREED: THE SEARCH AND GOVERNANCE COMMITTEE AGREED THAT THE GOVERNANCE POSITION PAPER, AUDIT OF GOVERNANCE AND MAPPING OF THE COLLEGE AND BOARD ACTIVITIES AGAINST THE AOC CODE OF GOOD GOVERNANCE FOR ENGLISH COLLEGES SHOULD BE FURTHER DEVELOPED AND REPORTED AS OUTLINED TO THE NOVEMBER MEETING OF THE SEARCH AND GOVERNANCE COMMITTEE.</b></p>
6	<p><b>Membership review, terms of office and succession planning report</b></p> <p><b>Membership</b></p> <p><b>Governors with terms of office due to expire.</b></p> <p>The IGA had contacted all members whose term of office was due to expire and all had agreed to serve a further term. The Committee was pleased to hear this was the case and resolved to recommend that the following members are reappointed as follows:</p> <p><b>AGREED; TO RECOMMEND TO THE BOARD AT ITS OCTOBER 22 2020 MEETING THAT THE FOLLOWING MEMBERS BE REAPPOINTED FOR A FOUR-YEAR TERM FOR THE DATES SPECIFIED:</b></p> <ul style="list-style-type: none"> <li>• <b>PHILLIP KERLE TO 20 OCTOBER 2024</b></li> <li>• <b>PETER CHAPMAN TO 20 OCTOBER 2024</b></li> <li>• <b>CALLUM ANDERSON TO 20 OCTOBER 2024</b></li> <li>• <b>IAN COMFORT TO 20 OCTOBER 2024</b></li> </ul> <p><b>Staff governor election</b></p> <p>Roslyn O'Garro's term of office will end on the 21 March 2021. There will be an election for the new Teaching staff member, and she will be entitled to stand for re-election for a second term of office. The process for the election of staff members is clearly outlined in the Standing orders for the Corporation<sup>2</sup> in Item 2.4.</p>

<sup>1</sup> <https://www.aoc.co.uk/sites/default/files/Code%20of%20Good%20Governance%20-%20May%202019.pdf>

<sup>2</sup> [https://www.wlc.ac.uk/images/governors/WLC\\_Standing\\_Orders\\_approved\\_171019.pdf](https://www.wlc.ac.uk/images/governors/WLC_Standing_Orders_approved_171019.pdf)

## **Vacancies**

**Curriculum, Quality and Performance** – David Round had commissioned AoC Create to search for a suitably experienced member of the Committee. Karen Redhead and Ra Hamilton-Burns met with them on 18 September and they are now producing a microsite and have commenced the search for potential candidates. The Search Committee should discuss and agree a proposed interview panel. It is hoped that we will have a new member in place for the CQP committee on 24 November 2020.

**Yvonne Johnson resignation.** Yvonne Johnson resigned on 18 September and Ian Comfort has written to her to thank her for her contributions to the College and the Board. The resignation leaves the following vacancies to consider:

- Vice Chair of Board
- Chair of Curriculum, Quality and Performance
- Member of Search Committee
- Link Governor for Safeguarding

## **Membership and Chair for Curriculum, Quality and Performance Committee (CQP)**

Karen Redhead informed the Committee that, at the Stocktake Feedback meeting on 23 September 2020, the Deputy FE Commissioner offered to nominate West London College as a recipient of free recruitment support from Peridot services under a programme sponsored by the DfE. Ra Hamilton-Burns has contacted Drew Richardson-Walsh of Peridot to request this to be expedited.

If permanent appointments to the CQP Committee have not been made in time for the November 2020 meeting, Frances Wadsworth recommended that the College co-opts the necessary expertise onto the Committee in time for the November meeting to ensure sufficient scrutiny of the SAR.

The IGA has contacted some London Governance Professionals to ask if they have any suitable candidates they could recommend. Phillip Kerle will also discuss this with Sue Glover, Governance Director at Orbital South Colleges.

## **Safeguarding Link Governor**

The Committee discussed this role and agreed that it was important that it is filled, even if temporarily, as soon as possible to ensure sufficient support for the College. The IGA was asked to contact Becky Caldwell and Roslyn O'Garro to ask if either of them would be willing to take this role on for the interim period until new members for the CQP are appointed.

**Vice Chair roles** – The Committee discussed creating two Vice Chair roles which has become increasingly common in the FE sector to share the workload and to support succession planning. Ra Hamilton-Burns will contact more experienced members to see if they are interested to stand as Vice Chair and to seek interest in becoming the Chair of the CQP Committee.

**AGREED: THE SEARCH AND GOVERNANCE COMMITTEE AGREED TO RECOMMEND TO THE BOARD AT ITS MEETING ON 22 OCTOBER 2020 THAT IT CREATES TWO ROLES OF VICE CHAIR IN ORDER TO STRENGTHEN SUPPORT TO THE COLLEGE AND SUCCESSION PLANNING.**

7	<p><b>Attendance for 2019-20 and annual returns</b></p> <p><b>Board attendance</b> – RHB reported that for 2019-20 overall board attendance is pleasing at 86%. This compares favourably with the national return. Nationally there is a good level of attendance by governors. The interim figures for 2019/20 published by the Clerks’ network are:</p> <ul style="list-style-type: none"> <li>• Mean average attendance rate of 90 colleges – 83.77 %</li> <li>• Range of attendance rates: lowest - 63%; highest – 96%</li> </ul> <p>The Committee attendance was:</p> <ul style="list-style-type: none"> <li>• Audit – 86%</li> <li>• Finance and general purposes – 100%</li> <li>• Curriculum, quality, and performance – 75%</li> <li>• Remuneration Committee – 100%</li> <li>• Search and Governance – 100%</li> </ul> <p><b>Membership list and protected characteristics report.</b> The Committee noted the report and membership had been discussed in Item 6.</p> <p><b>Declarations of interest</b> The Interim Governance Advisor reported that all declarations of interest have been completed and returned for 2020-21. This will be reported in the Regularity Audit. The Committee discussed the fact that a large number of colleges are publishing a summary of the Board’s declarations of interests online. It was agreed that a summary of declarations on the website would be best practice and asked the IGA to ask members for their permission to publish their details.</p> <p><b>Template for GDPR, fit and proper person statement and eligibility return</b> To be compliant with OFS (Office for Students), GDPR and other requirements it is necessary to get the written permission of members to hold and use their data for the specific uses outlined on the template. Additionally, the OFS requires governors to make a fit and proper person declaration, so this is included in this template as well as the standard eligibility return.</p> <p><b>AGREED: THE SEARCH AND GOVERNANCE COMMITTEE AGREED THAT THIS TEMPLATE WOULD FORM ONE OF THE BOARD’S REQUIRED ANNUAL RETURNS.</b></p> <p><b>Eversheds’ Code of Conduct</b> – members should sign and return agreement to the code of conduct annually and membership to the Eversheds’ governance plus service provides updated versions of this each year. The Committee is asked to approve adoption of this and ask the IGA to circulate it for signature.</p> <p><b>AGREED: THE SEARCH AND GOVERNANCE COMMITTEE AGREED TO RECOMMEND THAT THE CORPORATION OF EALING, HAMMERSMITH AND WEST LONDON COLLEGE RESOLVES TO ADOPT THE EVERSLEDHS’ CODE OF CONDUCT FOR ITS MEMBERS AND REQUIRE THEM TO COMPLETE THE RETURN ANNUALLY.</b></p>
8	<p><b>Annual surveys</b></p> <p><b>1. Board Effectiveness review and Skills survey</b></p> <p>The IGA reminded Committee members that the two annual surveys have been circulated to Board members – about 50% of members have now completed these and reminders are being sent to those who have not. The IGA will present a written report to 26 November 2020</p>

	Search Committee of the outcomes of both surveys.
<b>9</b>	<p><b>Protocol for meetings in Autumn term 2020</b></p> <p>The paper presented outlined the pros and cons of physical versus remote Board meetings. This however has been superseded by the government advice that those who can work from home should.</p> <p>Karen Redhead said the College is continuing to conduct online meetings to reduce the infection rates wherever possible. She does not believe that staff and students would take the view that the Board should hold their meetings on site, not least because these are after standard College hours.</p> <p><b>AGREED: THE COMMITTEE ASKED THE IGA TO WRITE TO THE BOARD MEMBERS TO EXPLAIN THAT FOR THE FORESEEABLE FUTURE MEETINGS WILL TAKE PLACE REMOTELY.</b></p>
<b>10</b>	<p><b>Date of next meeting</b></p> <p>Thursday 26 November at 18.00</p> <p>The meeting ended at 19.10</p>

<sup>1</sup> In accordance with governmental social distancing guidelines owing to the Covid-19 public health crisis and under Instrument 1f of the Corporation Instrument and Articles of Government.

**Chair's signature:**

**Date:**
