

## EALING, HAMMERSMITH AND WEST LONDON COLLEGE FE CORPORATION

<b>Meeting</b>	<b>SEARCH AND GOVERNANCE COMMITTEE</b>		
<b>Date</b>	22 May 2019	<b>Time</b>	5.00pm
<b>Venue</b>	Hammersmith and Fulham College, Room E351, Gliddon Road, London W14 9BL		
<b>Chair</b>	Julia Clements-Elliot		

**Present:** Julia Clements-Elliot; Phillip Kerle; Karen Redhead (CEO); Cllr Yvonne Johnson; Ian Comfort. **In attendance:** David Round (Clerk to the Corporation / Director of Governance)

*Attendance at meeting = 100%*

No.	ITEM
1.	<b>Apologies for Absence</b> None.
2.	<b>Declarations of interest</b> Cllr Yvonne Johnson is a Councillor for the Borough of Ealing.
3.	<b>Minutes</b> The minutes of the meeting held on 06 February 2019 were approved as a correct record.
4.	<b>Matters Arising</b> The matters arising report from the previous minutes and other items carried forward was received and noted.  The Chair advised the Committee of her intention to stand down from the Corporation at the end of the current academic year. Members expressed their considerable gratitude to Julia for her tremendous commitment and support to the College and generations of students over such a long period of time.
5.	<b>Governance Improvement Action Plan</b> It was noted that the Corporation had adopted the Code of Good Governance for English Colleges. The Clerk had undertaken a review of the Corporation's current practices against the Code and developed a work plan to ensure full compliance and best governance practice in the circulated governance improvement action plan. The action plan was RAG rated with clear milestones and responsibilities allocated. It was noted improvement actions were required in relation to all ten principles of the Code. There were 31 actions; 10 actions had been completed; 21 actions remained to be implemented by December 2019.

	<p><b>RESOLVED:</b> that the governance improvement action plan be approved and that the implementation of the action plan be monitored by the Committee on a regular basis with appropriate reporting to the Board.</p>
<p>6.</p>	<p><b>Governor Development</b> The Committee</p> <ul style="list-style-type: none"> <li>• reviewed and noted governor development activities since January 2019;</li> <li>• considered feedback from governors in a recent questionnaire about development priorities; and</li> <li>• noted the creation of the governor toolkit and training resources for the governing body.</li> </ul> <p>Based on feedback from governors, it was <b>AGREED</b> that the following areas were priorities for governor development over the next 12 months:-</p> <ol style="list-style-type: none"> <li>1. Strategic financial management and finance strategy development;</li> <li>2. Curriculum quality management and key performance datasets;</li> <li>3. The College curriculum, curriculum planning and strategy</li> <li>4. The FE policy landscape</li> </ol> <p>The Clerk was requested to make the necessary arrangements for scheduling in the remaining meetings of the current academic year and as part of the schedule of Corporation meetings in 2019/20.</p>
<p>7.</p>	<p><b>Governor link/participation scheme for 2019/20</b> Members of the Committee considered proposals to put in place a governor engagement strategy with effect from next year. This would include a governor learning walk scheme as follows: -</p> <ul style="list-style-type: none"> <li>• A visit by one or two governors to a teaching department (and where possible, also to a professional support area)</li> <li>• The visit is hosted by the head of the curriculum area</li> <li>• Discussion of curriculum performance, development plans and self-assessment report.</li> <li>• Discussion of areas of strength, achievements and development areas.</li> <li>• Visits to some classes to see teaching and learning in action.</li> <li>• Meetings with staff and students of the department.</li> <li>• Governor(s) to report back on their experience to the following meeting of the board<sup>1</sup></li> </ul> <p>The benefits of a learning walks scheme were:</p> <ul style="list-style-type: none"> <li>• greater awareness and understanding of the work of the College</li> </ul>

<sup>1</sup> A report template to be provided to standardise the feedback.

- an opportunity to hear and see ‘first-hand’ about the student learning experience and obtain relevant feedback information
- the triangulation of information received at Corporation meetings
- enhancing governors’ ability to provide appropriate scrutiny and challenge
- opportunities for governors to meet College staff and making governors generally more visible within the College

The risks of inappropriate ‘lobbying’ were noted and the risks of overstepping the governance/management line.

**RESOLVED:** that the Board approves the introduction of the pilot scheme and that the Clerk makes the appropriate practical arrangements.

**8. Membership Matters**

The Committee reviewed:

1. the membership of the Board taking into account vacancies arising from recent resignations and the skills priorities identified by the Committee;
2. the membership of Corporation committees; and
3. Governor attendance records

It was noted that at the February meeting skills priorities were identified for future governor recruitment as follows: Financial skills – including the recruitment of qualified accountants; audit skills and risk management; property management and development skills; information technology; legal matters; and management information. Subsequent appointments to the Board had now been made with the following skills

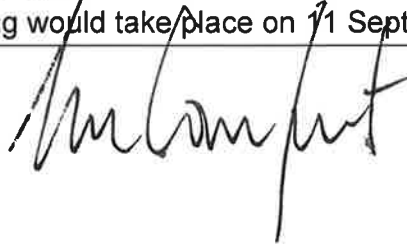
<b>New governor</b>	<b>Specialisms</b>
Ian Comfort	Education, Legal, Governance, Strategic Management, Finance, Risk Management
Phillip Kerle	Finance, Risk Management, Strategic Management, Legal
Peter Chapman	Property
Maria Vetrone	Finance (qualified accountant), Audit, Risk Management, Procurement, Quality Assurance

Since then the Clerk had been advised of a number of resignations from the Corporation. Mr Ray Hilditch stood down in March 2019 because of relocation to another part of the country; Cllr Binda Rai has also decided to step down because of the time demands of her work and elected councillor roles (May 2019). More recently Ms Sundeep Sangha had notified the Chair and Clerk that she was relocating internationally in July; Ms Julia Clements-Elliott had today also advised the Clerk of her intention to stand down at the end of the academic year. There were therefore a total of 3 current vacancies and two further vacancies arising at the end of the academic year. There would be therefore vacancies on the following Corporation committees: Audit (2 members); Finance (1 member); Curriculum, Quality and Performance Committee (1 member); Search and Governance Committee (1 member); Remuneration

	<p>Committee (1 member).</p> <p>An updated skills profile of the governing body was noted. There had been significant recent progress in recruiting governors with the required skills, knowledge and experience. Recent resignations from the Board meant that further strengthening of the membership is required. It was <b>AGREED</b> that the following skills priorities be confirmed for future recruitment to the governing body</p> <ol style="list-style-type: none"> <li>1. Financial skills – including the recruitment of qualified accountants</li> <li>2. Audit skills and risk management</li> <li>3. Property management and development skills</li> <li>4. Information technology</li> <li>5. Management information.</li> </ol> <p>It was also recommended that the following appointments to Corporation committees be made</p> <ol style="list-style-type: none"> <li>1. Maria Vetrone – be appointed as the new Chair of Audit Committee</li> <li>2. Cllr Yvonne Johnson – be appointed as a member of Audit Committee, at least until such time that new board appointments are made.</li> <li>3. Maria Vetrone – be appointed as a member of Remuneration Committee.</li> </ol> <p>The attendance records of individual governors were noted.</p>
<p><b>9.</b></p>	<p><b>Committee Terms of Reference and Cycle of Business</b></p> <p>The terms of reference and cycle of business for the Search and Governance Committee were approved for 2019/20 un-amended.</p>
<p><b>10.</b></p>	<p><b>Interview with Prospective New Governor</b></p> <p>Mr David Paine joined the meeting at this point.</p> <p>Mr Paine was an applicant to join the governing body having previously met the Clerk informally. The Committee was aware that the skills audit considered at the meeting of the Committee on 06 February 2019 identified the need to appoint governors with strong financial skills including governors who are qualified accountants. The FE Commissioner made this recommendation in his intervention report on the College; the FE Commissioner’s letter to the sector recommended that all College board count two qualified accountants amongst its membership.</p> <p>Members of the Committee were able to access Mr Paine’s CV and letter of application and discussed with him his interest in the position, his skills and other relevant matters. It was noted that Mr Paine was a qualified accountant (ACA, 2016). He had six years’ experience at PWC in finance-related roles and is currently completing an MBA at London Business School. He is an active volunteer in London schools.</p> <p>Mr Paine left the meeting at this point.</p>

	Following further consideration it was <b>RESOLVED</b> that the Search and Governance Committee wished to recommended to the Corporation that Mr David Paine be appointed to the governing body for an initial term of two years and, further, that he joins the Audit Committee.
11.	<b>Any other Business</b> There was no further business and the meeting ended at 17.40.
12.	<b>Date of Next meeting</b> The next meeting would take place on 11 September 2018 at 18.30 (subject to confirmation).

Chair's signature:



Date:

