



**WEST NOTTINGHAMSHIRE COLLEGE
CORPORATION BOARD**

Minutes of the Search Committee meeting held at Create, Derby Road site on Thursday, 13 September 2012 at 6.20 pm

BOARD MEMBERS Tim Clarke
PRESENT: Jean Hardy
 Asha Khemka

ALSO IN Maxine Bagshaw, Clerk to the Corporation
ATTENDANCE:

		ACTION by whom	DATE by when
12.29	<u>APPOINTMENT OF THE COMMITTEE CHAIR 2012/13</u> Jean Hardy was nominated as Committee Chair, this nomination was seconded and approved. AGREED: to appoint Jean Hardy as the Search Committee Chair for the 2012/13 academic year.		
12.30	<u>DECLARATION OF INTERESTS IN ITEMS ON THE AGENDA</u> The Chair reminded those present to declare at the start of the meeting, interests in any matters to be considered. No interests were declared.		
12.31	<u>APOLOGIES FOR ABSENCE</u> Apologies were received from Diana Gilhespy. The meeting was confirmed to be quorate.	Clerk	13 Sept 2012
12.32	<u>MINUTES OF THE MEETING HELD ON 17 MAY 2012</u> AGREED: that the minutes of the meeting held on 17 May 2012 were a true and correct record and were signed by the Chair.	Chair	13 Sept 2012
12.33	<u>ACTIONS OUTSTANDING AND MATTERS ARISING</u> There were no matters arising that would not be dealt with through planned agenda items.		
12.34	<u>CORPORATION COMPOSITION & MEMBERSHIP</u> The Clerk to the Corporation introduced this item, she indicated that the Instruments & Articles Working Group had specifically debated		

Signed : _____ Chair

Date:

Corporation Composition and it had been their recommendation that arrangements should be unchanged. It was their view that should additional recruitment be recommended to the Board, each case can be taken on a specific basis. Members all felt that this was an eminently sensible approach. The current vacancies to the Board were noted.

AGREED: to note the update provided.

12.35 CURRENT AND ANTICIPATED VACANCIES

The Clerk to the Corporation introduced this item. She explained that the Board currently has two vacancies for Business Members and that, at the last meeting, it was agreed that a number of approaches would be made to identify interested individuals. In relation to the specific individuals identified, it was confirmed that enquiries had been made with very little success. The following was noted/discussed:

- There is the potential to recruit Ian Baggaley as a Governor. The Principal confirmed that she had had informal discussions with him, and that whilst supportive, he had indicated that the changes in the family company meant that he could not take on an extended role at this time. It was agreed that his potential recruitment would be reviewed again in December 2012.
- The Principal has approached Boots and unfortunately they have no one available with the skills required and capacity to take on the role of a Governor.
- The Principal has asked the 2020 Group to put forward proposed names for individuals with the requisite financial experience who may be potential candidates for appointment. To consider are:
 - a) The Chief Executive of Mansfield Building Society.
 - b) Financial Director for Mansfield Town Football Club.
 - c) Financial Director for Wilmott Dixon Construction Ltd.
 - d) A Member of the Financial Team at Linney Group – although the Principal did indicate that she was somewhat hesitant regarding approaching Linneys as they are quite reluctant to ask staff to take on external commitments.
 - e) BM Catalyst – the suggestion was made to approach Paul Fox, it was agreed that Tim Clarke would, in the first instance, give him a call to ascertain interest.
 - f) Alastair Cunningham, the Bank of England representative who replaced Chris Brown, may also be suitable. It was agreed that the Principal would approach him to discuss.

Committee Dec 2012

Tim Clarke Sept 2012

Principal Sept 2012

Tim Clarke indicated that, as requested, he had spoken to Mick Mumford of Handelsbanken at length, unfortunately because of personal circumstances, he is unable to take up a role on the Board at this time.

Members then reviewed the list of Governors who are due to complete their existing terms of office in the 2012/13 academic year. It was noted

Signed : _____ Chair

Date:

that Howard Baggaley had resigned on 14 July 2012. In the 2013 year Chris Winterton completes his term of office on 28 February 2013, and Kate Allsop completes her term of office on 31 July 2013. It was agreed that these two positions were to be reviewed at subsequent meetings.

The Clerk to the Corporation explained that Diana Gilhespy was due to complete her current term of office on 16 October 2012. Members reviewed the appointment and reappointment procedure and discussed her significant and valuable contribution to the Board. All members wished to recommend her reappointment.

AGREED to:

- a) Note the update provided.
- b) Recommend the reappointment of Diana Gilhespy as a Governor from 11 October 2012 to 11 October 2016.

12.36 GOVERNOR ATTENDANCE DATA

The Clerk to the Corporation introduced this item and confirmed that it was presented for information only and provides a full year position. Members agreed that they had, at a previous meeting, discussed any attendance concerns and that there were no matters at this time that required action.

AGREED: to note the update provided.

12.37 SUBSIDIARY COMPANY DIRECTOR APPOINTMENTS/VACANCIES

The Clerk to the Corporation introduced this item and drew the content of her report to members' attention. Members all felt that, on the whole, subsidiary company representation was balanced and effective. It was noted that Skilldrive is seeking to recruit an individual to provide consultancy/non-Executive Director guidance. Members felt that this was a really useful step for the Company to take.

Members felt that there was some benefit in asking Mike McNamara to join the Board of Vision Apprentices. It was felt that he would add a real commercial slant to the operations and strengthen Governor links with this developing subsidiary company. It was noted that Vision Apprentices meets on the same day as other subsidiary companies and therefore Mike McNamara would not be asked to attend meetings on an additional day other than when he was already scheduled to be on College premises.

It was agreed that the Clerk to the Corporation would contact Mike McNamara to ascertain if he would be willing to take on this additional role.

AGREED: to note the update provided.

Clerk Sept 2012

Signed : _____ Chair

Date:

12.38 **GOVERNOR TRAINING AND DEVELOPMENT**

The Clerk to the Corporation introduced this item and drew members` attention to the training and development opportunities provided and completed in 2011/12. Proposals in relation to 2012/13 were agreed.

Members took the opportunity to discuss the link between Governor training and development and succession planning, particularly for the roles of Chair and Vice Chair. It was felt that succession planning is a matter to be considered on an ongoing basis and that it should be transparent and open to all Governors. The Committee felt that there were some really strong Governors who are wholeheartedly committed to the success of the College and that the diversity of Governor links and knowledge was a real asset.

In terms of the AoC conference, it was agreed that, in future, invitations would not be limited to the Chair and Vice Chair and that invites would be opened up to all Governors, with places being allocated on a first come first served basis.

AGREED: to note the update provided.

12.39 **GOVERNOR LINKS 2012/13**

The Clerk to the Corporation circulated an updated document. She confirmed that the vast majority of Governors had now identified an area of interest/expertise. She confirmed that she had liaised with Patricia Harman regarding proposed Link Staff. Members reviewed the list and felt that, on the whole, the proposed staff were at too senior a level. The Principal indicated that she would review the list and make individual recommendations for staff to link with Governors in the area identified.

Principal Sept 2012

AGREED: to note the update provided and delegate authority to the Principal to identify staff links for governors in the areas identified.

12.40 **FOUNDATION CODE OF GOVERNANCE**

The Clerk to the Corporation introduced this item and indicated that for the vast majority of good practice standards set out, the College does and has always complied. One new element to consider is the possibility of peer review for the role of the Chair. The Clerk to the Corporation circulated a potential job description and LSIS questionnaire that other colleges in the sector use.

Members reviewed the documentation and felt that, on balance, the College`s own internal processes were sufficient to give confidence in the performance of the Chair. Of particular note is the fact that the role of the Chair is reviewed as part and parcel of the College wide self-assessment processes. In addition, regular election to the position of

Signed : _____Chair

Date:

Chair and Vice Chair is undertaken and that this, in itself, gives confidence of Governors view of the effectiveness of the Chair. On balance it was felt that a supplementary questionnaire would be of limited value and was not a necessary process to introduce.

AGREED: to note the update provided.

12.41 DATE OF NEXT MEETING

The Clerk to the Corporation reminded members that the next meeting was scheduled for 24 January 2013.

12.42 AOB

There were no items of additional business.

Meeting closed at 7.00 pm.

Signed : _____Chair

Date: