



**WEST NOTTINGHAMSHIRE COLLEGE  
SEARCH COMMITTEE**

**Minutes of the Search Committee meeting held in the Board Room, Derby Road site on Thursday 22<sup>nd</sup> May 2014 at 6.50pm**

**GOVERNORS** Tim Clarke  
**PRESENT:** Nevil Croston, Chair  
Dame Asha Khemka

**ALSO IN ATTENDANCE:** Maxine Bagshaw, Clerk to the Corporation

ACTION by whom	DATE by when

**14.01 APPOINTMENT OF THE COMMITTEE CHAIR**

Nevil Croston was nominated to act as the Committee Chair for the remainder of the 2013/14 academic year and the 2014/15 academic year. This nomination was seconded and approved.

AGREED: to appoint Nevil Croston as the Committee Chair.

**14.02 DECLARATION OF INTEREST**

The Chair reminded those present to declare at the start of the meeting any interests in matters to be considered. No interests were declared.

**14.03 APOLOGIES FOR ABSENCE**

Apologies for absence were received from Diana Meale. The meeting was confirmed to be quorate with three Members of the Committee present.

**14.04 MINUTES OF THE MEETING HELD ON 12<sup>th</sup> SEPTEMBER 2013**

There was one typographical error noted in paragraph 13.26, Tim Clarke should be spelt with an 'e' on the end of Clarke. Subject to this minor change requested, the minutes were approved as an accurate record.

AGREED: that the minutes of the meeting held on 12<sup>th</sup> September 2013 were a true and correct record and were signed by the Chair.

There were no matters arising from the minutes.

**14.05 ACTIONS OUTSTANDING AND MATTERS ARISING**

It was agreed that any matters arising would be dealt with under the scheduled agenda items for this meeting.

Signed : \_\_\_\_\_ Chair

Date:

**14.06 CORPORATION COMPOSITION & MEMBERSHIP**

The Clerk introduced this item and drew Members attention to the schedule of current Membership at page 7. It was confirmed that for a considerable period of time now Membership has operated at 20 full Governors with external co-optees being recruited as and when required and appropriate. The Clerk reminded the Committee that the Instrument & Articles working group that had formed in the prior academic year had debated corporation composition and the view, at the time, was that Membership numbers should remain as they are, but it was acknowledged that they could be varied at Board level if the circumstances required it at any given time.

In discussion, Members all agreed that they would not want a Board that was too small or too big and that a number around the 20 mark seemed to work as evidenced in prior years. In terms of the length of the service for Governors, it was felt that there was a good mix of individuals who were in their first term of office, their second term of office and a small number of longer standing Governors. The Principal indicated that the FE Commissioners review seems to be that many Boards seem to retain status quo and whilst this could be perceived as a lack of progression, in her view, if a Board constitution is effective, then there wouldn't be a need to change it just to respond to sector comments.

On balance, Members were happy to recommend that Corporation Composition and Membership remain 'as is' for the current time.

AGREED: to recommend that Corporation Composition and Membership continue unchanged for the foreseeable future.

**14.07 CURRENT AND ANTICIPATED VACANCIES**

The Clerk to the Corporation introduced this item and confirmed that the purpose of her report was to invite the Committee to discuss the current and anticipated vacancies for the remainder of the 2013/14 academic year and early 2014/15 academic year.

She reminded the Committee that there is currently one vacancy for an independent Governor on the Board, following the resignation of Jean Hardy in December 2013. In addition, the two Student Governors complete their current terms of office on 31<sup>st</sup> July 2014, Declan Searson, who is an 'acting' Student Governor to replace Marie Oakton on a temporary basis, and Amy Kendall-Smith. She confirmed that in relation to the Student Union President, Declan Searson who is currently acting, will be replaced by a permanent appointee on 1<sup>st</sup> July 2014. For the second Student Governor position, the usual election process will be followed to secure an appointment in the new 2014/15 academic year.

She then went on to indicate that in the 2014/15 academic year, a

Signed : \_\_\_\_\_ Chair

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number of Governors complete their terms of office in the early part of the year, a) Mike McNamara on 16<sup>th</sup> September 2014, and David Overton on 31<sup>st</sup> January 2015. In relation to Mike McNamara, it was noted that he will cease to be a Governor at the end of this academic year (31<sup>st</sup> July 2014), and therefore, a second vacancy will exist.

In relation to David Overton, all Members of the committee agreed that he made a very good contribution to Board discussions and the overall skills mix. Subject to his agreement to continue, the committee unanimously made the recommendation to invite him to serve for a further term of office from 31<sup>st</sup> January 2015 to 31<sup>st</sup> January 2019. It was agreed that as an initial step, the Clerk to the Corporation would have an informal discussion with him regarding whether he would be willing to sit for another term on the Board.

Clerk June 2014

In relation to the current and anticipated vacancy, Members considered the skills mix on the Board and all agreed that a recruitment focus should be on finance, audit, IT and social media. It was noted that both the Finance and the Audit Committees have asked the Search Committee to look at external co-optee recruitment to strengthen Membership.

In discussion a number of suggestions were made;

- 1) Trevor Luker, VWS Director,
- 2) Martyn Price, VWS Director,
- 3) Nick McDonald, although it was acknowledged that he has already joined the NCN Board and that this therefore may not be the best time to approach him,
- 4) Nigel Carnell – he has strong financial skills and is part of the 2020 Group,
- 5) Chief Executive of Mansfield Building Society,
- 6) a representative from Kingsmill,
- 7) a suggestion was made that Clare Kenny may be able to recommend someone,
- 8) a representative from KPMG, Eversheds, Barclays, Mansfield Building Society or Handels Bank may be appropriate.

It was agreed that the Principal would do a letter to the Chief Executives of these organisations to see if any progress can be made. It was also agreed that Tim Clarke would speak to Darryn Evans at Handels Bank to see if he would be willing to join the Board as a full Governor, or one of the Committees as an external co-optee.

Principal June 2014

TC May 2014

The Principal indicated that for the next meeting in the new academic year, she would wish the Committee to undertake an assessment of AoC best practice recommendations in relation to the make up of Governing bodies, particularly in relation to diversity, gender, age, representation etc. It was agreed that the Clerk, over the summer, would issue a survey questionnaire so that the Colleges' current position can be compared to sector recommendations and benchmark.

Clerk July/Aug 2014

One other issue was raised by the Principal and this was in relation to

Signed : \_\_\_\_\_ Chair

Date:

how well Governors feel informed about the core business. She indicated that she was very secure regarding Board knowledge of reporting on finance, property, strategy etc, but she would like an opportunity at the June residential for Governors to give some consideration to their knowledge, understanding and reporting in relation to KPI's, Staff appraisals, teaching and learning, success rates, retention, value added etc. She indicated that she would welcome the opportunity of or Governors to give practical solutions and guidance for improvement in this area so that both the Senior Team and the Board could be sure that effective mechanisms are in place to update on quality and standards matters.

Going into the new academic year the Principal indicated that she would like to see presentation from the Heads of School reintroduced. The Chair of the Board of Governors indicated that he would also like to see Governor training at alternate Board meetings reintroduced.

AGREED: to note the update provided.

**14.08 GOVERNOR ATTENDANCE DATA 2013/14**

The Clerk to the Corporation introduced this item and presented a summary of percentage statistics. It was noted that a number of Governors have had health and personal issues this year, which have impacted significantly upon previously exceptional performance. All acknowledged that this would happen from time to time.

AGREED: to note the update provided.

**14.09 COMMITTEE MEMBERSHIP 2014/15**

The Clerk to the Corporation introduced the summary at page 13, Members all agreed that they would wish to see Membership continue in relation to core Governors, with additions made at both Audit & Finance Committee meetings through external co-option or targeted skills recruitment.

In relation to VWS it was noted that Mike McNamara will now stay on the Board to ensure integration of operations into College activity. It was noted that over a period of time Ian Baggaley, Graham Howe, Trevor Luker, Martyn Price and Andrew Martin will resign.

In relation to BKS B it was noted that John Saunders has tendered his resignation. To replace him and to ensure continuity Tim Clarke has agreed to rejoin the Board of Directors. Tim Clarke indicated that he was more than happy to support the College subsidiary company in this way, although, to be transparent he is mindful that he may not be able to attend all of the meetings due to pressures of time at work. The Principal confirmed that it would be her recommendation to the BKS B Board of Directors to appoint Tim Clarke as the Chair of the Board of Directors at

Signed : \_\_\_\_\_Chair

Date:

its next meeting.

**14.10 COMMITTEE SELF-ASSESSMENT**

The Committee took the opportunity to review its performance for the year and felt confident that it had responded effectively to recruitment requirements. It was agreed that the steps agreed today in terms of targeted recruitment of vacancies would be reported to the Board in July if suitable candidates with the skills required could be secured.

AGREED: to note the update provided.

**14.11 COMMITTEE TERMS OF REFERENCE 2014/15**

Members reviewed the terms of reference in place for the 2013/14 year and felt that on the whole they should continue unchanged. They were happy that the Committee should comprise of four persons appointed by the Corporation Board, consisting of the Chair of the Corporation, the Principal & Chief Executive and two members of the Corporation.

One minor change requested was that the Committee shall meet at least twice (rather than three times) per year as it was felt that this was sufficient to proactively plan for any vacancies and deal with any issues that may arise.

AGREED: to recommend the minor change to the current Terms of Reference for Board approval for the 2014/15 academic year.

**14.12 SECTOR REPORTS**

The Clerk presented, for information, a copy of the AoC Governance survey and a copy of Susan Pembers report.

AGREED: to note the content of the publications provided.

**14.13 DATE OF NEXT MEETING**

The Clerk to the Corporation confirmed that the next scheduled meeting was Wednesday 17<sup>th</sup> September 2014 at 6.30pm.

**14.14 AOB**

There were no items of additional business.

Meeting closed at 7.30pm.

Signed : \_\_\_\_\_ Chair

Date: