

**North Nottinghamshire College Corporation  
Minutes of the Search Committee held  
31 March 2009**

**09.01 Membership**

Ap Mr J Sephton  
Mr S Darby  
Mr J Connolly  
Ms A Neilson

In attendance

Ap Mr M E Murphy (Clerk to the Corporation)  
Ms A J Oaks (Deputy Clerk)  
Mrs J Chambers – observing

Mrs Chambers term of office had ended on 19 March 2009. Due to Mrs Chambers' valued expertise in HR it had been agreed that she should be invited to the meeting to contribute to the discussion regarding the expressions of interest received.

Apologies were received from the Clerk and Mr Darby.

**09.03 Declarations of interest**

Mrs Chambers declared an interest in Item 09.07 in terms of consideration of her reappointment.

**09.04 Minutes of the meeting held on 16 September 2008**

The Minutes were agreed as a true and accurate record and were signed by the Chair.

**09.05 Matters Arising**

There were no matters arising.

**09.06 Review of Attendance**

The Deputy Clerk introduced the report, which highlighted levels of attendance to the end of February 2009. The Deputy Clerk commented that the Corporation was falling short of its attendance targets and advised that Governors should consider ways in which to address this before the end of the year. Based on the meetings held to date, the data indicated that average attendance was below the corporate target by 12%. In respect of individual attendance, based on the current data a third of members would fall short of the target at the end of the year.

Following discussion the Chairman proposed that Governors be informed of the issue prior to the next meeting, to enable them to consider their individual

performance against targets in the context of potential reappointment. It was further proposed that performance against targets for attendance be discussed at the Away Day.

Governors expressed concern that since her appointment to the Corporation in June 2008, Cllr Bosnjak had been unable to attend the majority of meetings. The Deputy Clerk advised members on ways in which the Corporation might address this issue. The Principal reported that he had recently met with Cllr Bosnjak, who was aware that her various commitments in her role as Councillor had impacted on her availability to attend meetings on a regular basis. Cllr Bosnjak anticipated that her availability for meetings would improve following County Council elections that were due to take place in early June. Governors discussed the issues relating to the Councillor's attendance in terms of her contribution to the Board and acknowledged that her work with children and young people strengthened the balance of expertise amongst members. It was noted that her term of office was due to end on 11 June and that consideration would need to be given to her reappointment to the Board. It was therefore proposed to review attendance again at the end of the academic year and consider the matter further at that time.

**RESOLVED 09.06.1**                    **To circulate the attendance data to Governors with a view to discussing performance against targets at the Away Day;**

**RESOLVED 09.06.2**                    **To review attendance for the whole year at the end of the academic year.**

**RESOLVED 09.06.3**                    **To consider the reappointment of Cllr Bosnjak at the end of the academic year.**

#### **09.07 Vacancies on the Corporation and expressions of interest received**

Mrs Chambers' interest was noted. The Deputy Clerk had advised Mrs Chambers may withdraw whilst her reappointment was being considered. It was agreed that Mrs Chambers' expertise and views in terms of the expressions of interest received were essential to the discussion and it was therefore agreed that she should remain present to enable a full and frank debate to take place. Mrs Chambers had indicated earlier that she was prepared to consider a reappointment of a further two years, if the Board were able to recruit another individual with HR expertise.

The Clerk had circulated an updated paper to Governors setting out the current position with regard to number of vacancies and expressions of interest in order that members could make an informed decision. The Deputy Clerk reported that further to the vacancy created by Mr Newstead's retirement in September 2008, Mrs Chambers and Mr Lloyd's term of office had come to an end on 19 and 26 March respectively. Both Mrs Chambers and Mr Lloyd had indicated they were willing to be considered for reappointment.

The vacancy on the Audit Committee and on the Retford Post 16 Centre Governing Committee were noted.

Extensive efforts had been made to generate expressions of interest for the vacancy on the Corporation by advertising in the local media, distributing flyers and posters in East and West Bassetlaw, and by approaching local branches of several professional bodies. EMDA Business Champions had also been approached

and following circulation of details of the vacancy to their members, five expressions of interest had come forward, details of which had been included in the papers for the 3 February meeting.

Since that time two of the individuals had withdrawn their interest due to other commitments. A meeting was then arranged for Mr Ndlovu, Mr Garside and Mr Stott to meet with the Principal, Chairman and Clerk on 24 February 2009. Following the meeting, detailed and updated CV's had been circulated to Governors for consideration.

The Principal and Chair informed members that all three had excellent profiles, with skills and expertise in the areas the Corporation were seeking to strengthen. Following the meeting on 24 February, Mr Ndlovu withdrew his interest due to the level of his existing commitments.

The Principal provided feedback from the meeting, sharing his views with members in terms of the personal qualities of each of the candidates, which were reiterated by the Chairman. The CV's of the two remaining individuals were scrutinised in detail and considerable debate took place in respect of the skills and qualities each could bring to the Board. Governors shared the Principal's view that it was crucial to preserve the effectiveness of the Governing body which was enabled by the trust and relationships that currently existed. Mrs Chambers' observations in this regard were acknowledged.

In terms of succession planning, Mrs Chambers had indicated previously that she was keen for an individual to be appointed who had a background in HR and who was ideally a CIPD member. Further to her observations in respect of the individuals' background, she believed it was essential for the nominee to have a good professional relationship with the HR Director, and the ability to provide support to that postholder when necessary. Members recognised that this was important and considered carefully the attributes presented by each individual when making their decisions. After much discussion, it was proposed to recommend Mr Stott for appointment to the Board.

Mrs Chambers' loyalty and contribution to the Board had been significant and her expertise and background in HR highly valued over the years. Her wish to be considered for reappointment was considered carefully in the context of the expressions of interest received, and her wish to limit her term of office to two years if reappointed.

Mr Lloyd's contribution to the Board was also notably significant, his professional skills and background in auditing and accountancy being highly valued. His commitment to the work of the Corporation and participation in property matters was considered essential to the Board and members had no hesitation in recommending him for reappointment.

The vacancy on Audit was considered and in view of Mr Stott's business acumen it was proposed he be appointed to join the Audit Committee.

The vacancy on the Retford Post 16 Centre was considered. The Principal expressed concerns that the College was currently under-represented and that due to the issues reported at the recent Corporation meeting, it was essential the College was strongly represented at these meetings. In order to progress this it was proposed Mr Darby be approached to move to the Retford Governing Committee and that his place on the Worksop Post 16 Governing Committee be taken by another member of the Corporation as soon as possible.

The Deputy Clerk had thanked the individuals who had withdrawn for the interest they had shown in the College and they had subsequently confirmed their willingness to remain on the database in terms of any future vacancies.

Following full and considered debate it was:

- RESOLVED 09.07.1** to recommend Mr Lloyd be reappointed for a further term of four years and that he continue as Chair of Audit Committee and Remuneration Committee;
- RESOLVED 09.07.2** to recommend Mrs Chambers be reappointed for a further term of office of two years;
- RESOLVED 09.07.3** to recommend Mr Atholl Stott be appointed to the Corporation for an initial term of office of one year;
- RESOLVED 09.07.4** to recommend Mr Atholl Stott be appointed as a member of the Audit Committee of the Corporation;
- RESOLVED 09.07.5** to recommend Mr Darby be appointed to the Retford Post 16 Governing Committee with immediate effect;
- RESOLVED 09.07.6** that the Clerk approach other Governors with a view to being appointed to the Worksop Post 16 Governing Committee.
- RESOLVED 09.07.7** That the personal details of the individuals who had withdrawn their interest be retained on the database for reference in terms of future vacancies.

#### **09.08 Reappointment of Councillor Joyce Bosnjak**

It was agreed that consideration to reappoint Cllr Bosnjak for a further term of office should be deferred to the end of the summer term when her attendance record for the year was available. In accordance with Nolan principles this would enable Governors to make an appropriate recommendation to the Corporation in terms of reappointment. The Deputy Clerk advised that it would be necessary for a further Search Committee to be convened in order to deal with this matter before the end of term.

#### **09.09 Recommendation made by the Provider Financial Assurance team**

The Deputy Clerk informed members that the PFA, during its review of financial management and governance arrangements that had taken place in parallel with the Ofsted inspection, had recommended the Corporation consider the appropriateness of Mr Savage's membership on the Audit Committee due to his role as Director of the NFPC and responsibility for a significant budget.

The Deputy Clerk confirmed that, in accordance with the Instrument and Articles of Government and the Audit Code of Practice, the only members of staff who were excluded from membership of the Audit Committee were those in senior posts. The Principal explained that the auditors perceived there could be

potential for Mr Savage to influence the scope of internal audit work being undertaken by the Internal Audit Service in his capacity as Director of the NFPC.

The recommendation had been accepted on the understanding that it would be considered by the Search Committee to allow members the opportunity to make an appropriate recommendation to the Corporation.

The Principal informed members that Mr Savage had responsibility for a budget of £70,000 within the College budget of £16m. Furthermore, Mr Savage was not a member of the senior management team and the scope of internal audit work was overseen by the Director of Finance & Resources in negotiation with the Committee. Following discussion it was agreed that Mr Savage's position on the Committee was not compromised and that he should continue to the end of his term of office.

**RESOLVED 09.09                      To recommend Mr Savage continue as a member of the Audit Committee until the end of his term of office.**

#### **09.10 Equality and Diversity impact**

Inspectors at the recent Ofsted inspection had endorsed the positive impact on equality and diversity in terms of Corporation's success in recruiting individuals from ethnic minority groups.

Governors noted the continuing geographic and gender imbalance and the need to continue to address this within the search and recruitment process.

#### **09.11 Governance Risk**

Under-achievement of attendance targets was recognised as a risk to the effectiveness and performance of the Board. This was being monitored and targets would continue to be used effectively when considering re-appointment of members.

#### **09.12 Confidentiality**

It was agreed that the CV's presented by the individuals who had expressed an interest in the vacancy should remain permanently confidential in accordance with the Data Protection Act 1998.

#### **09.13 Date and time of next meeting**

The next meeting would be arranged to take place immediately prior to the Full Corporation meeting in either June or July 2009.

Signed \_\_\_\_\_ Chairman

Date \_\_\_\_\_