

# WOKING COLLEGE

## MINUTES OF THE TRUSTEE SUCCESSION PLANNING / GOVERNANCE WORKING PARTY MEETING HELD ON MONDAY 23 APRIL 2018

**Mrs G. Mather\***                             -             **Chair**  
**Mr. B. Freeman \***  
**Mr. J.Miles \***  
**Mr. J. Moffat\***  
  \* Present  
**In Attendance:**  
**Mrs H. Meredith**                         -             **Clerk to the Trustees**

1	ELECTION OF CHAIR and DECLARATION OF INTEREST	ACTION
1.1	Mrs. Mather was elected as Chair of the Working Party.	
1.2	There were no declarations of interest.	
2.	<b>REVIEW OF MEMBERSHIP OF BOARD OF TRUSTEES AND TRUSTEES' SKILLS AUDIT</b>	
2.1	In reviewing the analysis from the recent Skills Audit completed by Trustees the working party also considered the Woking College Role Description and Person Specification for Trustees and the DfE Competency Framework for Governance which were included in the meeting papers.	
	<b><u>Report on Trustees' Skills Audit</u></b>	
2.1.1	Members discussed a paper from the Clerk analysing the results which had also been reviewed in advance of the meeting by Mr Miles. Members felt that the strengths of the Trustee Board are well balanced and that Trustees have a good range of strengths. The analysis identified the following areas either for development for existing Board members or for comprising a skills set for recruitment of new members for the Board : <ul style="list-style-type: none"> <li>• risk management in the academy sector;</li> <li>• expertise in curriculum development, college assessment and progress/attainment;</li> <li>• understanding of special education needs and disabilities (SEND) along with the previously identified need for a Lead Trustee for Safeguarding;</li> <li>• experience of college Human Resources policy and processes;</li> <li>• experience of inspection and oversight for the college.</li> </ul>	
2.1.2	Members agreed with the recommendation that these skills gaps might best be addressed by recruiting an educationalist from a senior teaching/administrative role in an academy or college, provided that they are suited to a governance rather than operational role. Members felt it sufficiently important to have another educationalist on the Board ( in addition to Dr Mulheron from Higher Education) that the Board should consider holding a place for one even if the Principal's discussion with local schools was not immediately successful	
2.1.3	Members agreed to use the identified skills gaps for recruitment to the Board and as the basis for training for the current Board of Trustees/ Directors.	
2.2	<b><u>Report on Trustee vacancies</u></b>	
2.2.1	The paper reported on current vacancies for two Trustee / Directors. Members noted that a further vacancy would arise from 1 September 2018 on the end of the term of office of Mr Volo. Members discussed the need to address the age profile, ethnicity and gender	

	mix of the Board to try to match this more closely to that of the student population.	<b>ACTION</b>
<b>2.3</b>	<b><u>Report on Trustee succession planning</u></b>	
2.3.1	Members noted that the end of term of office of 4 Trustees takes place in 2019. It was <b>agreed</b> that the Clerk should write to these Trustees asking for an early indication of whether they intend to stand for re-appointment for a second term for succession planning purposes and if so to invite some to consider reappointment for a term of 1, 2 or 3 years so as to help the transition following conversion to an academy.	<b>Clerk</b>
2.3.2	It was also noted that the start date of all Trustees should be changed to 2017; on the conversion to an Academy.	<b>Clerk</b>
<b>2.4</b>	<b><u>Report on Number of terms of office for Trustees to include in Standing Orders</u></b>	
2.4.1	The working party had been tasked by the Board to consider whether to include in the Standing Orders any limit on the number of terms of office that a Trustee can serve.	
2.4.2	Members noted that it is considered good practice that Academy Trustees should serve no more than two terms of office (eight years) in any one school / college to allow the Board to be renewed and refreshed. Prior to conversion to an Academy the Corporation at Woking College allowed some flexibility in the application of this rule, particularly where a governor then went on to become vice –chair and Chair.	
2.4.3	After discussion it was agreed to recommend to the Board that the new Standing Orders should follow the provisions applied prior to conversion to an Academy:  “Subject to them remaining eligible to be a particular type of trustee, Trustees reaching the end of their term of office will be eligible for re-appointment for a second term. This will be reviewed by the Trustee Succession Planning / Governance Working Party which will make a recommendation to the Board. Trustees will generally not be considered for a third term unless there is a particular skills shortage or there are other circumstances why their continuation in office is needed.”	
<b>3.</b>	<b>SHORTLISTING OF PROSPECTIVE TRUSTEES FOR INTERVIEW</b>	
3.1	Members considered the CVs of a number of candidates and <b>agreed</b> the following recommendations: <ul style="list-style-type: none"> <li>• That four candidates should be invited to interview;</li> <li>• If more of the candidates are suitable for appointment to the Board than the number of current vacancies the extra candidates should be invited to join a Committee as a co-opted member until the next vacancy arises on the Board;</li> <li>• That in future prospective Trustees should be asked to submit a statement indicating why they wish to become a Trustee of Woking College.</li> </ul>	<b>Clerk</b>  <b>Clerk</b>
<b>4.</b>	<b>RECRUITMENT OF TRUSTEES</b>	
4.1	Members noted that the Clerk had contacted a number of individuals who have previously expressed interest in a future vacancy on the Board and advertised the Trustee vacancy on a number of websites including : <ul style="list-style-type: none"> <li>• Inspiring Governance</li> <li>• Woking Borough Council's Contact Centre</li> <li>• Governors for schools ( formerly SGOSS)</li> </ul>	
4.2	After considering the skills audit findings it was <b>agreed</b> that the Principal should contact local secondary schools to see if one of their senior leadership team would be interested in applying to join the Board of Woking College.	<b>Principal</b>
<b>5.</b>	<b>ELECTION OF CHAIR / VICE CHAIR OF TRUSTEES</b>	
5.1	The election for Chair and Vice-Chair will take place at the July Board meeting with	

	nominations invited in advance by the Clerk.	<b>ACTION</b>
5.2	The term of office of the current Chair, Mr Volo, ends in August 2018 and he had confirmed that he will not be seeking re-appointment as a Trustee. The Vice-Chair, Mrs Mather, confirmed her willingness to stand for election as Chair.	
5.3	Members suggested extending the term of office of Chair and agreed to recommend to extend the term of office of Chair to two years.  <i>However subsequent to the meeting the Clerk advised that under Article 82 of the Articles of Association the Trustees are required to elect a Chair and Vice-Chair "each school year" and so this must remain as an annually elected appointment although there is nothing to prevent the outgoing Chair and Vice-chair from being re-elected.</i>	
5.4	The Clerk should let all Board Members know about the forthcoming vacancy for Vice-Chair and invite those interested in becoming a future Chair to express an interest in standing for election to this role	Clerk
<b>6.</b>	<b>TRUSTEE TRAINING and REVIEW OF GOVERNANCE SAR</b>	
6.1.1	Since conversion to an Academy training for board members has been provided online and as part of some Board meetings including <ul style="list-style-type: none"> <li>• Governance Update Conference - September 2017;</li> <li>• On-line training ( Edubase) on Prevent and Safeguarding;</li> <li>• Induction Training for new Parent Trustees;</li> <li>• Trustee briefing within Board meeting on Roles and responsibilities of Academy Trustees and Directors ;</li> <li>• Trustee training session within Board meeting (Feb 2018) on Developing the Role of the Board in monitoring 16-18 Accountability Measures;</li> <li>• Themed learning walks on Pastoral provision and Student Engagement / Stretch and Challenge</li> </ul>	
6.1.2	In addition some Trustees had attended external courses/ briefing sessions on Charity Law and personal development, behaviour and welfare, and OFSTED short inspections and the Clerk has continued to circulate relevant briefings and papers.	
6.1.3	The Working Party <b>agreed</b> that two additional training sessions for the Board should be included in the next schedule of meetings to include training needs as identified by the skills gaps in the recent skills audit. The areas needing most training were : <ul style="list-style-type: none"> <li>• Ofsted – what Trustees need to know including :</li> <li>• Outcomes for learners college assessment and progress/attainment;</li> <li>• Personal development , behaviour and welfare- what Trustees need to know</li> <li>• Effectiveness of leadership and management - what Trustees need to know</li> <li>• Quality of teaching, learning and assessment - what Trustees need to know</li> <li>• Risk management;</li> <li>• Curriculum development</li> <li>• special education needs and disabilities (SEND) – this could be a specialist course for the Lead Trustee re Safeguarding once appointed ;</li> </ul>	
6.1.4	<u>Governor Autumn Term Conference.</u> Members <b>agreed</b> that the Annual Governance Conference should follow a similar format to last year and that this should take place in late September (possible date 26 <sup>th</sup> September 2018) starting at 4:15pm including short introductions from each Head of Department in addition to year end outturn presentations on achievement and finance.	
6.2.1	Members reviewed the Development Plan in the SAR on Governance from 2017 and <b>agreed</b> that good progress has already been made on all aspects of the development plan.	
6.2.2	The main areas to address currently are to fill Trustee vacancies on the Board and to	

	<p>continue to increase engagement between the Board and Students. A Student Focus Group is being planned to be held by the Chair and Vice-Chair during the next half term.</p>	<b>ACTION</b>
6.2.3	<p>Members discussed the appraisal of individual board members and of the Chair and whether the Chair should be asked to carry out one to one reviews with each board member. It was <b>agreed</b> that it might be helpful for the Chair to send an email to each board member to ask whether there is anything that can be done to help them to perform their role better. One to one meetings might be helpful where a discussion is needed in relation to attendance issues or to discuss development of their role, such as by taking up a committee chair position.</p>	<b>Chair of Trustees</b>
6.2.4	<p>A Performance Review checklist in relation to the Chair was included as part of the recent self-assessment of governance completed by Trustees and the responses will be presented to the next Board meeting as part of the first year Review of Governance following conversion to an academy.</p>	<b>Clerk</b>
<b>7.</b>	<b>NEXT MEETING</b>	
7.1	<p>The next meeting will be interviews for Prospective Trustee/ Directors which will take place at College on Thursday 3<sup>rd</sup> May at 6:30pm. The interview panel was agreed as the Principal, Mrs Mather and Mr Miles.</p>	
7.2	<p>The meeting closed at 7: 30pm.</p>	
	<p>Signed: .....Date: .....</p>	

#### Matters arising Action Log from meeting 23 April 2018

	<b>ACTION REQUIRED</b>	<b>BY WHEN</b>	<b>BY WHOM</b>	<b>STATUS</b>
1	Members noted that the end of term of office of 4 Trustees takes place in 2019. It was <b>agreed</b> that the Clerk should write to these Trustees asking for an early indication of whether they intend to stand for re-appointment for a second term for succession planning purposes and if so to invite some to consider reappointment for a term of 1, 2 or 3 years so as to help the transition following conversion to an academy.	April 2018	Clerk	
2	The start date of all Trustees should be changed to 2017	April 2018	Clerk	
3	Four candidates should be invited to interview.	April /May 2018	Clerk	
4	In future prospective Trustees should be asked to submit a statement indicating why they wish to become a Trustee of Woking College.	On-going	Clerk	
5	Standing Orders should follow the provisions applied prior to conversion to an Academy about number of terms that Trustees can serve	July 2018	Clerk	
6	Principal should contact local secondary schools to see if one of their senior leadership team would be interested in applying to join the Board of Woking College.	April 2018	Principal	
7	The Clerk should let all Board Members know about the forthcoming vacancy for Vice-Chair and invite those interested in becoming a future Chair to express an interest in standing for election to this role	April 2018	Clerk / Trustees	
8	The Chair should be asked to carry out short one to one reviews with each board member on their individual performance and to find out whether there is anything that can be done to help them to perform their role better.	End July 2018	Chair of Trustees	
9	Review of Governance following conversion to an academy to be presented to the next Board meeting	July 2018	Clerk	