



## THE CORPORATION OF WALTHAM FOREST COLLEGE

### SEARCH, GOVERNANCE AND REMUNERATION COMMITTEE

#### MINUTES OF THE MEETING HELD ON 9 March 2022

#### **MEMBERS OF THE COMMITTEE**

Youness Abidou (Chair)	present
Alison Morris	present
Paul Butler	present
Renatta Nzomono	present
Gary Davies	present
Michael Eichhorn	present

#### **CLERK TO THE COMMITTEE**

Naomi Shoffman	present	Director of Governance
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#### **IN ATTENDANCE**

Janet Gardner	present	Principal & Chief Executive
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#### **11. APOLOGIES FOR ABSENCE**

The Chair welcomed everyone to the meeting.

#### **12. DECLARATION OF INTERESTS**

Mr Davies advised that he knows the applicant for the Governor appointment in a personal capacity – it was agreed Mr Davies would withdraw from the interview and decision process.

Mr Eichhorn advised that although he and the applicant work for the same company, he has never met him – it was agreed Mr Eichhorn may participate in the interview and decision process.

The Members of the Committee confirmed that there were no other items on the agenda for the meeting in which they had a personal interest.

#### **13. MINUTES OF THE SEARCH COMMITTEE MEETING HELD ON 30 NOVEMBER 2021**

The Minutes of the meeting held on 30 November 2021 were approved by the Committee as a true record.

#### **14. MATTERS ARISING:**

None.



## 15. CORPORATION MEMBERSHIP – UPDATE

### I. Membership report

The Director of Governance spoke to the report and highlighted the following:

- the appointment dates, length of term of office and dates membership will cease for all Corporation members.
- The current determination of Corporation membership numbers is up to 20. Following the recent resignation of Ms Ahmed, the current composition of Corporation membership numbers is 17 Governors. This number includes the Principal, 2 Staff Governors and 2 Student Governors.
- In order for a Corporation meeting to be to be quorate, the number of members present must be at least 40% (rounded up) of the total number of members (including vacancies). Therefore, to be quorate there must be a minimum of 8 Members present at the meeting.
- The Corporation has agreed that there should be an appropriate balance amongst its membership in terms of gender and ethnic origin in particular.
- The Corporation further believes that the diversity of its membership is important in helping the College meet the needs of a diverse student population within a multicultural society.

### ii. Appointment of New Governor

The Principal and Director of Governance advised that they had met with Mr Seyyad at the beginning of January and agreed that he had suitable skills to be put forward to the Committee for interview to consider him for appointment to the Corporation and the Finance and Resources Committee.

Mr Seyyad then joined the meeting for a formal interview with members of the Committee.

Following the interview, the Committee discussed and agreed, that Mr Seyyad would be a good fit for the Corporation as he will bring a skills set which will plug the identified financial and accountancy skills gaps. However, there is still a need for Property and Capital Builds expertise which should be the focus of recruitment going forward.

The Committee also discussed the current membership profile in terms of age, gender, and ethnicity. The Committee was satisfied that the new appointment, if approved, will add to the good balance of skills, experience and diversity representation.

### iii. Succession Planning

The Committee discussed the succession planning arrangements for when the Chair stepped down. It had been previously agreed that the Chair would step down in July 2022 and the Chair designate would shadow him for the six months leading up to then. Due to work commitments of both members this arrangement has not been possible.

It was agreed therefore to delay the whole process by a year to allow a smooth handover from September 2022 and to ensure the continuity and stability of the College in view of there being a very new SLT in place. Mr Butler agreed he would be happy to stay on for an extra year to support the College, SLT and the handover process.

### The Committee agreed to

- **Recommend to the Corporation that Amir Seyyad is appointed as a Governor with effect from 15 March 2022, for an initial one-year term, and to appoint him to the membership of the Finance and Resources Committee**
- **Recommend to the Corporation that that the proposed updated succession plan is approved**
- **Recommend to the Corporation that Mr Butler's appointment as Governor and Chair of the Corporation be extended to 31 July 2023 to accommodate the updated succession plan.**
- **Note the current membership composition**



## 16. GOVERNANCE ISSUES

The Director of Governance spoke to the report and highlighted the following:

- Progress against the actions in the Board review action plan is in line with deadlines with two outstanding actions that will be completed by the end of the academic year.
- One of the actions will need to be updated to reflect the succession plan discussion.
- All planned training is currently up to date.

**The Committee Agreed**

- **To note the Good progress being made with the Board Review Action Plan**
- **Note the list of Induction and Training events attended by Governors since the last report**

**These minutes have been approved by the Committee and signed by the Chair as a correct record.**