

Colchester Institute Corporation

Minutes of a Virtual Meeting of the Governance, Remuneration and Search Committee
held on 26 January 2022**Present:**

Richard Wainwright, in the Chair
Lisa Blake
Mark Davies

Kevin Prince
Terry Smyth

In Attendance:

Alison Andreas
Hazel Paton

Principal and Chief Executive
Clerk to the Governors

1. Apologies for Absence

There were no apologies for absence.

2. Declaration of any Conflicts of Interest

None

3. Agreement to Starred Agenda Items

Members were invited to indicate any items which they wished to star for discussion or question. No additional items were starred. Items that had not been starred were noted and/or approved without discussion.

4. Minutes

The Minutes of the meeting held on 18 November 2021 (CIC/GRS/22/1/1) were received and confirmed as an accurate record.

5. Matters arising from the minutes**5.1. Governor Self-Assessment**

It was reported that a short follow up survey of specific aspects of the governor self-assessment was still to be carried out.

6. Membership / Succession Planning

The Committee received and considered CIC/GRS/22/1/2, Membership / Succession Planning.

6.1. Vacancies for Independent Members

The Principal and the Corporation Chair updated the Committee on the search for two new members to fill the current vacancies for Independent members. The Corporation Chair was following up two points of contact, and the new Chief Executive at Colchester Borough Council had been approached to see if they had anyone at a senior level who might be interested in a governance opportunity at the College. Arising from the discussion it was suggested that someone with a background in arts and culture might make a valuable addition the Board.

Noting that Richard Wainwright would be stepping down when his current term ends in October 2023, it agreed to start the search for a new member with a financial background and potentially take over as Chair of the Finance and Resources Committee. The Committee was reminded that although it had two vacancies for Independent members which needed to be filled, there was flexibility to appoint additional Independent members.

A Member reported that he had recently been contacted by the Board level recruitment service Nurole and outlined the service that Nurole provides to organisations looking to fill non-executive

positions. Nurole works with all types of organisations and may help the College connect with stronger and more diverse volunteers. It was agreed to explore this option further. **ACTION:** Mark Davies to provide further information to the Committee Chair.

6.2. **Committee Membership**

Committee membership was discussed. A request from Peter Cook to move to the Curriculum and Quality Committee, where his knowledge of local and employer need and background in apprenticeships will be of value, was agreed.

7. **Review of Board Agendas**

CIC/GRS/22/1/3, Review of Board Agendas, was received and considered. The Principal reported that in response to feedback from Governors on the balance of discussion at Board meetings, the College Executive were proposing a new written Curriculum and Quality Report which would be a standing agenda item for the Curriculum and Quality Committee (replacing the updates by provision type introduced two years ago) and Board meetings. The report template was received and agreed in principle. The Chair of the Curriculum and Quality Committee asked what else could be provided to give Governors a better sense and understanding of the student experience. **ACTION:** The Principal agreed to consider this further.

8. **External Governance Reviews**

CIC/GRS/22/1/4, External Governance Reviews, was received and noted. The Committee considered the most appropriate timing for the first three-yearly review, which falls due between 2021-2022 and 2023-2024. The following views were put forward and debated:

- Delaying the review until 2023-2024 would enable a period of stability following the disruption of the pandemic.
- Undergoing the review towards the end of the tenure of the current Corporation Chair would provide a catalyst for change for the new Chair.
- The importance of showing that the College's governance arrangements are robust in the wake of disruption.

The Committee started to consider the process for selecting a reviewer, which would need to be open and transparent and in line with the College's tender process. The next stage, once the final guidance document has been published, will be to develop a tender.

9. **Review of Meeting**

The Committee considered and agreed:

- Items/papers to be reported to the Board: new Curriculum and Quality Report; external governance reviews
- Items to be treated confidentially: none

10. **Date of next Meeting**

Wednesday, 16 March 2022 at 4.30pm via Zoom.

11. **Any other Urgent Business**

There were no items of other urgent business.