

Colchester Institute Corporation

Minutes of a Meeting of the Remuneration and Search Committee  
held on 12<sup>th</sup> July 2018  
at the Sheepen Road Campus

**Present:**

Christopher Bridge, in the Chair  
Alison Andreas  
David Gask

Kevin Prince  
Richard Wainwright

**In Attendance:**

Hazel Paton Clerk to the Governors

Apologies for absence were received from Sue Thompson-Arnold.

**Part I**

1. **Declaration of any Conflicts of Interest**

None.

2. **Minutes**

The Minutes of the meeting held on 13<sup>th</sup> December 2017 (CIC/RS/18/1/1) were received and confirmed. The Chair signed the minute book.

3. **Matters Arising from the minutes**

None, other than on the agenda.

4. **Membership / Succession Planning**

CIC/RS/18/1/2, Membership Matters report, was received and discussed.

4.1. It was noted that Christopher-Alan Churley and Summer Mace completed their term of office as Student members on 30<sup>th</sup> June 2018. The Board will be asked to confirm the appointment of the new SU President, Scott Piper, as a Student member with effect from 25<sup>th</sup> July 2018. The Student Union had nominated the new Student Union Vice President of Higher Education as the second Student member, but the role holder has subsequently resigned.

4.2. It was noted that David Kerridge, Staff Governor nominated and elected by the business support staff, retires from the College in August 2018, terminating his appointment as a staff Governor. Following an election, Liz Goodall, Teaching and Learning Improvement Manager, has been elected as the new Staff Governor. The Board will be asked to confirm her appointment for a four year term of office with effect from 1<sup>st</sup> August 2018. To avoid any potential conflict given her role in the College, it was agreed to recommend to the Board that Liz is appointed to the Resources Committee.

4.3. It was reported that the Chair, Vice-Chair, Principal and Clerk had met with a potential new Governor following the Board meeting on 25<sup>th</sup> April. The Chair reported on the meeting, and after consideration of his CV it was AGREED to recommend to the Board that Terry Smyth is appointed for a four year term office with effect from 25<sup>th</sup> July 2018. It was further agreed that Mr Smyth should join the Curriculum and Quality Committee.

4.4. It was reported that the Chair, Vice-Chair and Principal believe that the Board would benefit from a member with a background in further education, and the College website, the Inspiring FE Governance website, and the Governors for Schools website are currently being used to try and attract suitably qualified candidates. The Principal has asked FEDEC (Federation of Essex Colleges)

colleagues if they are able to nominate suitable candidates. No nominations have been received to date.

- 4.5. Members were reminded that Christopher Bridge will complete his current term of office on 31<sup>st</sup> December 2018 and is not seeking re-election. This will create a vacancy for a Board member and for the role of Chairman.

Members considered the skills that would be lost (health and legal background) against those of current Board members. The appointment of Mr Smyth will bring extensive experience in health to the Board. It was agreed that the Board would be strengthened by the appointment of someone with a legal background. The Committee will look for suitable candidates.

After discussion it was agreed that an early appointment of a Chair Elect would assist with the smooth transition by allowing for a period of shadowing during the autumn term. It was AGREED that the Chair would write to all Independent Members, asking them to let the Clerk know by the 25<sup>th</sup> July if they wish to be considered for the role of Chair. The appointment of a Chair Elect will be discussed at the next Board meeting.

- 4.6. The Committee membership was considered. The Audit and Compliance Committee would be strengthened by the appointment of another member. There will potentially be two new people joining the Board in the new academic year who may be suitable to join this Committee. In the meantime it was agreed to ask Board members if any wished to join a second committee. The recommended Committee membership with effect from 1 August 2018 was agreed as:

**Curriculum and Quality Committee**

David Gask, Chair  
Alison Andreas (ex officio)  
Christopher Bridge (ex officio)  
Martin Fordham  
David Gronland  
Scott Piper  
Kevin Prince  
Terry Smyth  
*Student Member*

**Resources Committee**

Richard Wainwright, Chair  
Alison Andreas (ex officio)  
Brenda Baker  
Christopher Bridge (ex officio)  
Mark Davies  
Liz Goodall  
Ian Thurgood

**Audit and Compliance Committee**

Kevin Prince, Chair  
Pam Donnelly (co-opted)  
David Gronland  
Sue Thompson-Arnold

**Remuneration and Search Committee**

Christopher Bridge, Chair (ex officio)  
Alison Andreas (ex officio)  
David Gask  
Kevin Prince  
Sue Thompson-Arnold  
Richard Wainwright

**5. Revised Instrument and Articles of Government**

CIC/RS/18/1/3, proposed amendments to the Instrument and Articles of Government, was received and considered. The Clerk outlined the rationale for the proposed changes, some of which had previously been requested by the Board; others reflected changes in government bodies and charity law. After discussion it was AGREED to recommend the proposed changes to the Instrument and Articles of Government to the Board for approval.

**6. Revised Standing Orders**

CIC/RS/18/1/4, proposed revisions to the Standings Orders, was received and considered. The Clerk highlighted the rationale for the proposed changes, which largely reflected the changes to the

Instrument and Articles of Government. After discussion, it was AGREED to recommend the proposed changes to the Standing Orders to the Board for approval.

7. **Revised Code of Conduct**

CIC/RS/18/1/5, proposed amendments to the Code of Conduct were received and presented by the Clerk. After discussion it was AGREED to recommend the proposed changes to the Code of Conduct to the Board for approval.

8. **Revised Committee Terms of Reference**

CIC/RS/18/1/6, proposed amendments to the Term of Reference for the Remuneration and Search Committee, were received, considered and accepted for recommendation to the Board.

9. **Date of Next Meeting**

It was noted that a meeting of the Committee has been scheduled for Tuesday, 2<sup>nd</sup> October 2018. This meeting will only go ahead if there are sufficient items of business to be discussed.

10. **Any other urgent business**

There were no items.

**PART II** – These minutes are not confidential but the supporting papers are confidential

10. **Part II Minutes**

The Part II Minutes of the meeting held on 13th December 2017 (CIC/RS/18/1/7) were received and confirmed. The Chair signed the minute book.