

Colchester Institute Corporation

Minutes of a Virtual Meeting of the Remuneration and Search Committee
held on 30th September 2020**Present:**

Richard Wainwright, in the Chair
Lisa Clampin

Mark Davies
Kevin Prince

In Attendance:

Alison Andreas
Hazel Paton

Principal and Chief Executive
Clerk to the Governors

1. Apologies for Absence

Apologies for absence were received from Keith Moule.

2. Declaration of any Conflicts of Interest

None

3. Minutes

The Minutes of the meeting held on 23rd June 2020 (CIC/RS/20/3/1) were received and confirmed as a true record.

4. Matters arising from the minutes

None, other than on the agenda.

5. Membership / Succession Planning

The Committee received and considered CIC/RS/20/3/2, Membership Report.

- 5.1. The arrangements for the nomination and election of two Student Members (one FE and one HE) were noted. Nominations would open on Monday, 5th October 2020. If a position was contested, and online election would be held during week commencing Monday 19th October 2020.
- 5.2. The Committee noted with regret that Lizzy Ellam, Staff Governor nominated and elected by the teaching staff, had resigned for personal reasons. The vacancy was currently being advertised, with a deadline of 4.00pm that day for the receipt of nominations. Governors were disappointed to learn that at the time of the meeting no nominations had been received, and discussed the possible reasons for this and the next steps. The Clerk was asked to extend the nomination period until 9th October 2020.
- 5.3. The Principal reported that she had been passed the name and contact details of an individual who had indicated that they would be interested in becoming a Governor at a college such as Colchester Institute. It was noted that this potential new member has extensive experience at a very senior level in health and social care. Although there were currently no vacancies for an independent member it was agreed that, given the College's ambitions to expand its curriculum offer in the areas of health and care, it would be a missed opportunity not to follow this up. The Committee considered a number of options. It was noted that the Board could increase the membership to a maximum of 20, and that more flexibility in the determined membership would enable this Committee to be more responsive in addressing the skills mix on the Board. After discussion it was agreed to recommend to the Board that the determined membership is amended as follows:

	Current determined membership	Proposed determined membership
Independent Members	11	At least 11 and not more than 14
Student Members	2	2
Staff Members	2	2
Principal	1	1

The Principal was asked to follow up the potential new Board member.

- 5.4. The Principal reported that she continued to look for someone with relevant experience to join the Curriculum and Quality Committee either as a co-opted member or as a Governor. She had made approaches to two or three people with experience in FE inspection without success.
- 5.5. Noting the current media discussions on BAME and Black Lives Matter, members asked about the process for collecting ethnicity data. It was suggested that collecting this information should become part of the annual updating process to ensure the College has the management information that it needs to inform actions around equal opportunities.

6. Update on Ofsted 2020-21

The Principal reported that the College could potentially receive two Ofsted Inspections this academic year. Any providers that are graded 3 or 4 will receive an interim visit. The purpose of the visits, which will be non-judgemental but will result in a brief report, is to look at what colleges are doing at this time to continue the education and training of their students. The focus will be on curriculum design; curriculum delivery and building skills and knowledge; and safeguarding. Meetings, which may be held virtually, will be held with senior leaders, middle leaders, teachers and learners. The visit could take up to two days, with two inspectors, and the College will receive two days' notice.

Ofsted are planning to re-start their schedule of inspections in January 2020, although the Association of Colleges are putting pressure on Ofsted to delay this until September. Colchester Institute was probably six months away from an inspection when the programme was suspended in March so could be inspected this year or next. The College would prefer an early inspection as it is not able to deliver T levels or tender for some apprenticeship opportunities and bids until it improves its grade to at least Good.

7. Strategic Plan 2021-2024

The Principal opened discussions about what Governors would expect to see in a strategic plan for Colchester Institute for the next 3-4 years. The Principal had drafted a document which she had hoped to share with the Committee, but following feedback from College Executive colleagues earlier this week is now considering a slightly different direction. The Principal suggested a brief plan, built around types of provision (16-18 students, adults, apprenticeships and employer responsive activity), which translates into actions that people can recognise in their day to day work. Key areas could include: student experience, organisational stability, place in the community as an anchor institution, the College community (staff, staff wellbeing etc).

It was agreed that the plan should tie in with the Ney Report; the Government's overall strategy (£1.5b capital funding; lifetime skills guarantee; expanding apprenticeships; change to fund system) and to local strategies.

Governors noted that things have changed significantly over the last nine months. This is a time to think about what the college of the future looks like, whether Colchester Institute wants to be that college, what that means in terms of campuses, resources and skills and what investment might be needed in technology or digital to support a different or new way of working. Considerations include whether what has happened this year will have a lasting impact on the way courses are

delivered, and what are the implications for the estate of delivering courses more flexibly? It was noted that the Independent Commission on the College of the Future was due to report later this year, and that it would be useful to wait for that to be published.

It was noted that a lot of businesses are now building their strategy around ESG (Environmental, Social, and Governance) as a way of measuring performance and the impact of the business on society as a whole. The College needs to start thinking more holistically about sustainability and reallocating resources in a completely different way. For example, is there an economic benefit in offering students laptops rather than spending money on maintaining building?

The Principal thanked Governors for their input and will develop a discussion document for the Board meeting on 21st October.

8. College Self-Assessment Report 2019-20 – Governance

It had been hoped to share a draft of the Leadership and Management section of the College Self-Assessment Report, incorporating comments on Governance, with the Committee (identified on the agenda as paper CIC/RS/20/3/3). As the paper was not available in time for this meeting, it will be circulated for comment outside the meeting.

9. Review of Governance Risk Register

CIC/RS/20/3/4, Governance Risk Register, was received and discussed. It was agreed to appoint vice chairs for each Committee.

10. Independent Review of College Financial Oversight (Ney Review)

CIC/RS/20/3/5, Report on the Independent Review of College Financial Oversight (Ney Review), was received and discussed.

In respect of section 8 of the report (Governance) and recommendation 3 (greater clarity and higher expectations of good governance practices):

- The College's whistleblowing policy is published on the website;
- The College is committed to supporting the training and development of its Governors. Training opportunities are circulated to Members as they arise, and Governors are signposted to relevant documents as they are published.

Governors noted the examples of good practice in the report in respect of the external auditors attending all Audit Committee meetings and meeting with Audit Committee members without the executive present. The Chair of the Audit and Risk Committee confirmed that he had met with the external auditors shortly after taking on the role. The agenda for the autumn term meeting of the Committee includes a session with both the internal and the external auditors without the executive present. The Committee noted that the external auditors do not currently attend every meeting of the Audit Committee and discussed the benefits of inviting them to all meetings. A member with experience as an external auditor reported that attending meetings is helpful in terms of getting to know large and complex organisations and it can make a difference to way in which the organisation is audited.

11. Annual Leave Entitlement for Senior Post Holders

CIC/RS/20/3/6, Annual leave entitlement for senior post holders, was received and considered. As part of a collective agreement reached with the Unions in August 2020 staff with an annual leave entitlement of 35 days + are no longer required to deduct efficiency days from their annual leave entitlement. The Committee agreed to bring the annual leave entitlement of senior post holders in line with other staff and remove the clause in their contracts of employment requiring them to use holiday entitlement on days when the Corporation's activities are suspended in the interests of efficiency.

12. **Board Attendance Report 2019-20**
CIC/RS/20/3/7, Board Attendance Report 2019-20, was received and noted.
13. **Format of Board/Committee meetings during the continuing pandemic**
Governor considered the format of Board and Committee meetings during the continuing pandemic. It was agreed that meetings should continue to be held via Zoom for the autumn term. A member felt that asking people to email questions in advance helped meetings to run more smoothly. It was also suggested that papers could be structured to pull out the salient points and reduce the level of discussion required at meetings.
14. **Date of next Meeting**
Wednesday, 25th November 2020 at 3.00pm.
15. **Any other urgent Business**