

## Colchester Institute Corporation

Minutes of a Virtual Meeting of the Remuneration and Search Committee  
held on 16<sup>th</sup> June 2021**Present:**

Keith Moule , in the Chair  
Mark Davies

Kevin Prince

**In Attendance:**

Alison Andreas  
Hazel Paton

Principal and Chief Executive  
Clerk to the Governors

**1. Election of Acting Chair**

Keith Moule was elected Acting Chair for this meeting.

**2. Apologies for Absence**

Apologies for absence were received from Lisa Blake and Richard Wainwright.

**3. Declaration of any Conflicts of Interest**

None

**4. 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.

**5. Minutes**

The Minutes of the meeting held on 24<sup>th</sup> March 2021 (CIC/RS/21/4/1) were received and confirmed as an accurate record.

**6. Matters arising from the minutes**

None, other than on the agenda.

**7. Membership / Succession Planning**

The Committee received and noted CIC/RS/21/4/2, Membership / Succession Planning.

**7.1. Student Governors**

The Clerk reported that the FE student Governor had resigned from the Board earlier that day. Given the continued Covid-19 restrictions Governors asked if the College would be able to facilitate an election process. It was reported that the election would be an online process and given the end of term was on 22 June this would be organised for early in the new academic year.

**7.2. Succession Planning of the role of Corporation Chair**

Governors discussed succession planning for the role of Corporation Chair.

It was noted that although Kevin Prince is the longest serving member of the Board (12+ years), he is in his first term of office as Corporation Chair. Governors questioned if there was flexibility for Kevin Prince to serve a further term as Chair if that was the wish of the Board and he was willing to continue. It was reported that terms of office for Board members should normally be limited to a maximum of three terms of three years or two terms of four years, and the Office for Students (the regulator for the College's higher education provision) in particular may have concerns if the College does not uphold this public interest governance principle.

To help this Committee explore all options it was agreed that the next steps should include:

- Asking the current Chair what his aspirations are;
- Asking the Governing Body what they would like to see from the next chair (academic / educationalists / commercial etc)
- Asking the College Executive what they would like to see from the next chair
- Asking the Governing Body if they want to explore with members of the Board who might be interested in taking on the role, subject to having the skills base that the Board and Executive would like to see in the next Chair.
- If it is decided that there is no one suitable for the role within the current membership, drawing up a skills list for the role
- Exploring practice in other colleges
- Establishing the timeframe for triggering a potential replacement of the Chair

**ACTION:**

- **The Principal** agreed to canvass other FEDEC (Federation of Essex Colleges) institutions with regard to alternative practices
- **The Committee Chair and Clerk** to agree the questions to be addressed as part of the succession planning process.

**7.3. Governor Skills Audit**

The Committee considered the skills audit. It was agreed that there was currently good representation in most areas, the main exception being information technology. The Committee **AGREED** that this was a skills gap that the Board should look to fill in future appointments.

**7.4. Committee Title**

A member questioned whether the title Remuneration and Search Committee accurately reflected the main responsibilities of this Committee. The Clerk reported that as part of a restructuring of committees under the previous Corporation Chair, this committee had been formed by merging the Senior Staff Remuneration Committee and Search and Governance.

**ACTION: the Clerk** was asked to review committee structures in other colleges.

**8. Governance Risk Register**

The Committee received and considered CIC/RS/21/4/3, Governance Risk Register. The Committee discussed whether a 'probability x risk' evaluation similar to that used for the Corporate Risk Register might be more appropriate for ranking each risk than the current RAG rating. There was general agreement that the current risk register does what is needed in terms of managing and recording governance risks.

The Committee considered the individual risks. It was agreed that risks 3 and 5 were well controlled and that the residual risk rank was now green.

It was agreed that going forward the governance risk register only needed to be formally reviewed by this committee once each year.

**ACTION: the Principal and Clerk** were asked to keep the governance risk register under review

**9. Board Meeting schedule 2021-22**

The Committee received and noted CIC/RS/21/4/4, Survey of future format of Board/Committee meetings.

The Committee received and considered CIC/RS/21/4/5, draft Board meeting schedule 2021-22. Members noted that the majority of Governors supported moving to a mixed model of meetings, and discussed what would be an appropriate balance of online to face-to-face meetings. Governors

also noted support for hybrid meetings (Members joining face-to-face meetings using virtual meeting systems). The Principal expressed concerns that the meeting rooms traditionally used for Board meeting were not well suited for hybrid meetings, but accepted the need to trial hybrid meetings. Governors were also mindful that attendance and engagement at Board meetings had been very high following the move to Zoom, and that a hybrid model might work better for those Members who would otherwise struggle to attend because of work commitments. Holding meetings remotely might also help in the recruitment of new members.

The draft Board meeting schedule 2021-22 was accepted, subject to

- The meeting type (on campus or virtual) being added. As far as possible, the balance of on campus to virtual meetings to align with the feedback from the survey of Governors.
- A mid-year review.

#### 10. **Review of Meeting**

The Committee considered and agreed:

- Items/papers to be reported to the Board: Succession planning for the role of the Corporation Chair; Board meeting schedule 2021/22
- Items to be treated confidentially: - none
- Effectiveness of meeting and potential areas for improvement: the quality of discussion would have been enhanced had two members not been absent.
- Feedback on papers: none

#### 11. **Date of next Meeting**

Wednesday, 22<sup>nd</sup> September 2021 at 4.30 pm via Zoom.

The Principal left the meeting

#### 12. **Any other urgent Business**

##### 12.1. **Exceptional Staff Pay Award 2020/21**

The Corporation Chair referred Members to the Special Board meeting scheduled for 18<sup>th</sup> June, which had been convened to consider a proposal from the College Executive (CE) in respect of staff pay. The recommendation of the CE is that the Board approves, on an exceptional basis, a cost of living pay award to all staff of 2% of base salary, backdated to 31/05/2021. The decision of the Board would apply to all staff other than senior post holders; decisions in respect of senior post holders have been delegated to this Committee.

The Committee **AGREED** that the decision of the Board in respect of an exceptional staff pay award 2020/21 would be implemented on the same terms for the four senior post holders.