

COLCHESTER INSTITUTE CORPORATION

GOVERNANCE, REMUNERATION AND SEARCH COMMITTEE

held virtually on

Wednesday 22 January 2025

at 4.30pm

Present:

Caroline Williams – CQC Chair

Richard Block – FRC Chair

Lisa Blake – Board Chair

Stephanie Bettinson – ARC Chair

Sanjeev Arya - Governor

In attendance:

Alison Andreas – Principal and CEO

Alison Bennett – Head of Governance

Minutes - Part I

1. Apologies for Absence

None.

2. Declaration of any conflicts of interest

None.

3. Minutes of meeting held on 2 July 2024

Minutes of the meeting held on 2 July 2024 (CIC/GRS/25/1/1) were received and agreed as a true and accurate record.

4. Action Sheet and Matters Arising from the Minutes

CIC/GRS/25/1/2, Governance, Remuneration and Search Committee action sheet, was received and noted.

2.7.24 item 6 - Principal to reach out to health service for interest in becoming a Governor.

The Principal explained that there is no progress on this yet.

5. Membership

The Committee received and considered CIC/GRS/25/1/3, Membership Report.

The Head of Governance took the meeting through the membership report outlining the key recommendations.

- Consideration be given to the appointment of another member to the Audit & Risk committee to provide resilience. Discussion took place around the make-up of each committee and whether there would be potential to move a member from another committee until the governor on a leave of absence returns. Following discussion, the meeting agreed that to increase the membership on the audit committee external recruitment may need to take place for a co-opted member.
- Consideration be given to the appointment of another member to the Finance and Resources Committee following Stephanie Bettison's move to the Audit & Risk Committee.

Chair of the Finance and Resources Committee said that with the attendance of the Corporation Chair at the meeting he is happy with the current number of members.

- Consideration be given to any additional board recruitment. The meeting agreed that they are comfortable with current numbers of Governors on the Board, however this will remain under review.

6. **Board Attendance Report 2023-4**

CIC/GRS/25/1/4, Board Attendance Report 2023-24, was received and discussed. A Governor expressed disappointment at the student Governors' attendance at meetings, as the Chair of CQC had taken time to try and make them feel comfortable in their role on both the Committee and the Board. Chair of the Curriculum & Quality Committee commented on the need to increase learner voice and therefore ensure student governors' attendance at meetings. The Head of Governance said that a space has been booked on the EFT new governor induction session in February ahead of the HE student governor election taking place. Discussion took place around building on Student governor induction sessions to build their confidence. It was recognised that this may take time. It was questioned whether it was possible to extend the FE Student Governor term of office for a further year when it ends in July 2025. The Head of Governance said that she would check whether the I&As would allow it but the likelihood is that it would need to go to advert. Head of Governance said that the 2025-26 meeting calendar will be drafted in March to give governors as much notice as possible of dates.

7. **Code of Good Governance**

7.1 CIC/GRS/25/1/5, New Code of Good Governance was received and noted.

7.2 CIC/GRS/25/1/6, Code of Good Governance template. During discussion on the best approach to completion of the template so as not to create additional work for the Head of Governance, it was suggested that Governors have input to the review at the annual planning day. The Committee **ASKED** whether a Governor Survey will take place. It was suggested that this take place ahead of the governor planning day to gauge how much governors know and identify areas for further learning and development. It was explained that the purpose of the planning day will be for Governors to increase their knowledge of what is currently happening nationally, and at the college, have the opportunity to review and contribute to forward planning and have a forward look including, it is hoped, an input on AI and the opportunities it presents

8. **Review of Meeting**

The Committee reviewed the meeting.

11. **Date of Next Meeting**

23 April 2025

2 July 2025

All meetings to be held virtually at 4:30pm

12. **Any Other Urgent Business**

None.

Part II – CONFIDENTIAL

Circulation restricted to Independent Governors and the Principal