

**Minutes of the Governance and Search Committee meeting GSC20.4 held on Wednesday 23 June 2021
Long Road Sixth Form College, Cambridge**

Present: Alison Miles (GSC Chair), Anne Adamson, Yolanda Botham, Charlie Brown, Karen Everitt, and Ian Wilson (Corporation Chair)

In attendance: Tinashe Chitakasha (Governance Assistant)

Clerk: Anne-Marie Diaper

Ref		Actions:
GSC20.4.1	Apologies for absence None	
GSC20.4.2	Declarations of Interest The Clerk and the Principal declared an interest in agenda item 6.	
GSC20.4.3	Minutes of Governance and Search Committee (GSC) meetings GSC20.3 held on 11 May 2021 With no suggested amendments, the committee agreed that the minutes of the GSC20.3 meeting was a true and accurate record of the meeting.	
GSC20.4.4	Matters arising from the minutes not covered elsewhere on the agenda <u>GSC20.2.5 Conflicts of Interest.</u> A Governor with legal expertise provided a brief verbal view/evaluation of the newly drafted Conflict Of Interest policy, work led by the Corporation Chair. Overall she concluded that the policy from her perspective was comprehensive and sound. The GSC agreed to put forward the newly drafted Conflict of Interest policy for Board approval	Board
	<u>GSC20.2.5 Update on changes to the Code of Good Governance for English Colleges (verbal).</u> The Clerk advised that the timeframe for the publication of the revised Code had shifted somewhat. The AoC Governors' Council were still being consulted on the new draft and its publication was not likely until towards the end of summer. The Clerk would bring forward during the next academic year for review.	Clerk
GSC20.4.5	Board composition and Governor vacancy review, including succession planning The GSC considered the paper written by the Clerk and discussed options for approaching the next stage of transition noting the apparent background/skills of those Governors who were approaching retirement at the end of 2020-21 and during the first term of 2021-22.	

Ref		Actions:
	<p>The Clerk reminded the committee that the annual skills audit would be carried out in the summer, this would help identify the skills lost in the departure of several long-standing governors. New Governors had strong backgrounds in education. The committee identified that business possibly an area for focus in recruitment.</p>	
	<p>The committee suggested the Clerk work with Corporation members at the start of the 2021-22 term approaching local businesses and organisations (including those on the biomedical campus), the Cambridge Network, etc, to recruit individuals with essential skills/backgrounds/expertise. The committee also recognised that whilst the skills audit would be useful, they wished to avoid a rigid approach to recruitment, preferring to ensure a wide scope to Governor recruitment.</p>	Clerk
	<p><u>Audit Committee (AC) Chair.</u> The GSC briefly discussed the post of AC Chair. Independent Governor, Tony Humphrey would be required to step down as AC Chair on 8 July when his appointment as Corporation Chair took effect.</p>	
	<p>The committee asked the Clerk to contact an Independent member of the AC who had contributed significantly at AC meetings with a view to making a recommendation to the AC Chair role at the July Board.</p>	Clerk
	<p><u>GSC Chair.</u> The meeting discussed the GSC Chair vacancy likely to follow Independent Governor Alison Miles' departure towards the end of the calendar year. The committee felt it would be best to increase the number of GSC members now, and discussed potential members for the committee. This would be raised for discussion at the next Board meeting, and the Corporation Chair and the Clerk would follow up directly with Governors.</p>	Board Corporation Chair Clerk
	<p><u>Vice Chair roles.</u> The committee was reminded that with the recent departure of some Corporation members and the appointment of a new Corporation Chair, there were now 2 Corporation Vice Chair vacancies. One Governor had stepped forward wishing to be considered for appointment.</p>	Board
	<p>The committee discussed the appointment, and agreed to recommend Gerry Bolton to the Board for approval as Corporation Vice Chair.</p>	Board
GSC20.4.6	<p>Senior Post Holder policies The Corporation Chair had prepared a paper for committee consideration for Board approval. He referred to draft Disciplinary and Grievance policies/procedures relevant to senior post holders (SPHs) and the Clerk to Corporation, as all were Corporation appointments. The template policies/procedures had been provided by the Association of Colleges (AoC) drafted by a well known firm of solicitors.</p>	
	<p>The committee concluded that the policies/procedures presented were legally and procedurally adequate, and complied with the updated ACAS Code. The committee did not deem it necessary to enter into drafting</p>	Board

Ref

Actions:

any further iterations of the policies/procedures and agreed to make a strong recommendation for their adoption to the July 2021 Board.

GSC20.4.7

Format of Corporation meetings in 2021-22

The Clerk produced a report on meeting attendance during the year, compared with previous years. Although attendance had always been good and considerably above the benchmark required, figures showed that Governor attendance at virtual (online) meetings in 2020-21 had further improved.

The committee discussed the possible format of meetings during 2021-22 and the drawbacks and benefits of options to put forward to Governors for consultation/consideration. With the transition affecting the Board composition, the GSC Governors were keen to follow a model that favoured a dynamic and in-depth discussion on the important matters brought for discussion at committees and the Board, not only to maintain strong relationships between Corporation members but also to preserve good governance. Matters such as papers/IT provision and rooming needed also to be considered when returning to physical meetings on the College site during 2021-22.

Governors also noted the need to remain flexible on format of meetings dependent upon the transmission of the coronavirus during the Autumn term.

Clerk

The Clerk would consult Corporation members before the start of the 2021-22 Autumn term.

GSC20.4.8

Date of next meeting

GSC21.1 Tuesday 2 November 2021