

**Minutes of the Search and Governance Committee held 25<sup>th</sup> September 2019, 09:00am  
in the Principal's Room, Science Park Campus, Cambridge Regional College**

**MINUTES**

**Present**

Nichola Harrison [Chair]  
Mark Robertson  
Vernice Key

**In attendance**

Emily Baldwin [Clerk]

<b>1</b>	Apologies for absence	There were no apologies for absence.
<b>2</b>	Declaration of interest	There were no declarations of interest.
<b>3</b>	Minutes of the meeting held on 16 <sup>th</sup> May 2019	<p>The Minutes of the meeting of 16<sup>th</sup> May 2019 were agreed to be a true record and signed by the Chair.</p> <p>Members noted that all outstanding actions would be covered under the items on the agenda for the meeting.</p>
<b>4</b>	Corporation and committee membership	<p>The Clerk introduced the paper on Corporation and Committee membership. Members noted that the Corporation comprised 17-20 members, of which 12-15 were reserved for external members. Corporation currently had 13 external members.</p> <p>It was noted that [confidential] had decided not to join the Corporation.</p> <p>The Clerk circulated a CV from a potential new Governor from the Royal Society of Chemistry. It was agreed that N Harrison and M Robertson would interview D Gibney regarding a possible position on the Governing body, and in particular on the L&amp;Q Committee.</p> <p>Committee members discussed Committee membership. It was noted that there would need to be some changes to the membership after December 2019 due to a change in the Chair position. The Clerk agreed to email affected Governors to ask of their preference for committees.</p> <p>It was noted that there may be a need for a further Audit and Risk Committee member in the future. The Clerk advised that the latest guidance was that staff members should not sit on the Audit and Risk Committee due to potential</p>

		<p>conflicts of interest. It was suggested that a co-opted member be sought, and that Committee members would use their contacts at the County Council and elsewhere to see if a volunteer was forthcoming.</p> <p>N Harrison volunteered to move from the Commercial Strategy to the L&amp;Q Committee if an additional Governor was needed.</p> <p>It was agreed that the membership of F&amp;R Committee would remain after December 2019, with the new Chair replacing V Key.</p> <p>Committee members assessed the skills makeup of the governing body using a skills matrix. There was a potential gap in representation from the voluntary/charitable sector. Committee members agreed to use their contacts to seek a new governor from the sector in the future.</p> <p>The Committee <b>recommended</b> to Corporation</p> <ul style="list-style-type: none"> <li>• Committee membership which would remain unchanged until December 2019; changes after December 2019 would be subject to new governor recruitment and discussions with affected governors</li> </ul> <p>It was noted that:</p> <ul style="list-style-type: none"> <li>• an interview would be held with D Gibney from the Royal Society of Chemistry</li> <li>• Corporation members would be asked about any contacts they had from the voluntary sector and/or who may be interested in joining the Audit and Risk Committee as a co-opted member</li> </ul>
5	Code of Conduct	<p>Committee members noted the Eversheds Code of Conduct and agreed that an update to the Code be sought in the following academic year.</p> <p>Committee members noted the Clerk's self-assessment against AOC's Code of Good Governance.</p>
6	Governance Annual Performance Report	<p>The Clerk introduced the Governance Annual Performance Report.</p> <p>Committee members noted the improvement in Governor attendance which was now at 83%. It was noted that where individual attendance had slipped, this was largely due to work commitments. Some flexibility was needed in planning meetings where members were working.</p> <p>The Clerk reported that governors also had strong attendance at events outside of formal meetings. Governors agreed that the rating for the Governor Link scheme should be green.</p> <p>Committee members discussed the Annual Governor Survey in some detail. They noted:</p> <ul style="list-style-type: none"> <li>- positive response for way in which Governors set strategic direction and level of challenge to management</li> <li>- positive response to chairing of Corporation and Committees, and for level of clerking support</li> <li>- the fact that Committees felt to be fulfilling their terms of reference</li> </ul> <p>Committee members discussed a number of suggestions that had been made</p>

		<p>for 2019/2020 including formulating a longer-term vision and the need to ensure expectations of management were clear, particularly in light of Ofsted. It was agreed that this should be an area of discussion at the next Corporation meeting.</p> <p>The Clerk agreed to ensure Chairs were aware of the suggestions for areas of focus for Committees in 2019/20</p> <p>The Clerk agreed to investigate ways in which governors could interact more meaningfully with students. This could involve more formal student governor presentations, inviting other students to Corporation meetings, running student focus groups, learner walks and student shadowing. It was particularly useful to capture student feedback from their start at the College.</p> <p>It was agreed that Corporation would be asked to consider a rating for governance to be included in the Financial Statements. This would need to be linked to the SAR process.</p>
7	Governance improvement plan	<p>The Clerk introduced the Governance improvement plan for 2019/2020. It was noted that most of the governance KPIs were still relevant. Additional actions had been added around the Governor Link scheme</p> <p>Governors welcomed the updated guidance on the Governor Link Scheme which would be further updated to take into account comments from C Hoyes. They agreed that the guidance on Ofsted should not be included within the document, as this needed to be expanded upon in a separate briefing paper at a later stage.</p> <p>All Governors should be given the updated Governor Link guidance at the next Corporation meeting.</p> <p>The Committee <b><u>recommended</u></b> the Governance Improvement Plan 2019/2020 to Corporation.</p>
8	Terms of Reference	<p>The Clerk introduced the updated Terms of Reference. The Committee agreed that the membership should be a minimum of 3 members, but that additional attendees would be encouraged.</p> <p>The Committee <b><u>recommended</u></b> the updated Terms of Reference to Corporation</p>
9	Self assessment of meeting  Any other business	<p>There was no other business.</p>

The meeting finished at 11:00am

Signed ..... Chair  
Date.....