

Minutes of the Governance and Search committee virtual meeting GSC23.2 held on Wednesday 2 February 2024, Long Road Sixth Form College, Cambridge

Present: Gemma Long (GSC Chair), Gerry Bolton and Yolanda Botham (Principal)

Clerk: Anne-Marie Diaper

Ref

GSC23.2.1 Apologies for absence
Apologies were received from Ishan Cader. The Clerk confirmed that the meeting was quorate.

GSC23.2.2 Declarations of Interest
None

GSC23.2.3 Request for any other business
None

GSC23.2.4 Minutes of the meeting GSC23.1 held on Tuesday 23 November 2023
With no suggested amendments, the minutes of the last meeting were agreed as a true and accurate record of the meeting.

GSC23.2.5 Matters arising from the minutes not covered elsewhere on the agenda
GSC22.4.6. The committee noted that this policy was scheduled for discussion at GSC23.3 in April 2024. For now, the committee agreed that robust mechanisms existed to expedite Corporation decision making outside of formal meetings.

Agenda

GSC23.2.6 Board composition and Governor vacancy review, including succession planning
The GSC noted that one vacancy remained for an Independent Governor. The committee had agreed at an earlier meeting that no action would be taken on this vacancy at the present time.

Independent Governor re-appointment. The committee had discussed this at the last meeting, and had agreed, subject to Governor willingness, to recommend a re-appointment of that Governor at the March Board.

Board

The GSC raised the matter of committee membership of the proposed MAT Board, and governance model. The MAT Trust Board would be smaller than the current Corporation and the numbers of committees would likely be smaller. The matter would be discussed at a future shadow Board including numbers of meetings and how they would be conducted (frequency and location).

Changes to committee membership. The paper included a proposal to swap over two staff Governors, at their request, on committees. Chris Cope and Gavin Sheffield propose to take each others' places, with Chris becoming a member of the Standards committee, and Gavin becoming a member of the Audit committee. The GSC had delegated responsibility

Ref	<p>for these changes, felt that the paper set out the rationale clearly and unanimously agreed with the proposal. The GSC Chair would report this to the Board in March.</p>	Board
GSC23.2.7	<p>Code of Conduct for Corporation members 18th edition The report, prepared by the Clerk, clearly set out changes to the code of conduct, in relation to the ONS reclassification of Colleges and other imposed matters, such as accountability agreements. Edition 17 had already been adopted by the Corporation.</p> <p>The GSC Chair proposed that the committee recommend adoption of the new version through the Board. Committee members agreed with this proposal.</p>	Board
GSC23.2.8	<p>Governor development <u>Feedback from 7 February 2024 training day.</u> Governors had reported very positive feedback from the Ofsted training on 7 February. The external guests (Ofsted inspector from College, and colleagues from another sixth form College) had provided very useful insights.</p> <p><u>Future training.</u> The paper set out some training sessions tailored to what Governors had identified as needs through their training forms in the summer/autumn. Governors were being encouraged to book onto those. The GSC Chair would mention this at the Board in March.</p> <p><u>Planning and ideas for 8 May training.</u> The GSC Chair was keen to consider what training was needed to prepare for academisation. Governors would be keen to understand the operating context/how the various roles are defined in a MAT. By May it would be possible to explain what the governance model is. Governors would be interested in knowing what the formal legal duties would be (member, Trustee, LGB member/Governor) at all levels for the new entity. The operating context would need to be clear at all levels of any new MAT.</p> <p>The GSC noted that the FE Codes of Governance would not apply in the MAT.</p> <p>The meeting agreed that many steps would need to be taken before then etc. due diligence, dissolution, consultation etc.#</p> <p><u>Governor visits.</u> As a change to usual protocol, the paper proposed a visits day/two half days for Governor visits, for the list of departments mentioned. The Principal suggested March/April and June. The Clerk would follow this up.</p> <p><u>SFCA webinars.</u> Governors were reminded about remaining webinars on the SFCA schedule. The paper provided a link to all recorded webinars that had already occurred. The GSC felt that training for Chairs could be extended/valuable to Chairs at different levels in a MAT.</p>	<p>GSC Chair/ Board</p> <p>Clerk</p>

GSC23.2.9 Governance

External governance review 2023. The final report had been received from the reviewer, following the review that took place from September to December 2023. The committee agreed that the report provided robust assurance about governance at the College. The meeting discussed some points in the report.

The GSC would ask the Board to *note* the report at the March Board, recommending, in view of the impending strategic change, that the Board report publicly when the review was carried out and by whom. The GSC Chair recommended that the April 2024 GSC meeting (GSC23.3) considered the recommendations set out in the review report and whether and how these might be taken forward, potentially for further discussion at Board later in the year.

**GSC Chair/
Board**

The committee thanked the Clerk for coordinating the review.

AoC Code of Good Governance for English Colleges. The paper included a report on the newly written Code 2023, which was now available for FE Colleges to adopt from 2024/25.

Should the College academise, this Code would not be relevant. The GSC would ask the Board to note at the March meeting.

**GSC Chair/
Board**

FE Governance guide. The paper included a link to the updated DfE guide for FE Colleges. The GSC noted this guidance (not new) was not for schools/academies, so the Board would be asked to note at the March meeting.

**GSC Chair/
Board**

GSC23.2.10 Review risks

The GSC was presented with the same data as at the last meeting, as the Audit committee had not met since the GSC had last met. The one risk assigned to the committee (risk 1.3, rated low). The one remaining vacancy was not, the GSC agreed, impacting governance at the College. Training would remain important for all as part of academisation.

GSC23.2.12 Any other business

None.

GSC23.2.11 Date of next meeting

GSC23.3 Tuesday 23 April 2024.