

**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



**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.*