

MINUTES

Directorate:	Corporation	
Minutes of:	Search Committee	
Date:	26 November 2020	Time: 6.50pm
Venue:	Remote access via Zoom	
Present:	Nicholas Davies Steve Cochran Darrell DeSouza	Governor (<i>Chair of Committee & Corporation</i>) Governor Governor (<i>CEO/ Principal Uxbridge</i>)
In attendance:	Tracy Reeve	Clerk to the Corporation

1. Apologies for Absence

No apologies had been received.

2. Notification of interests Members may wish to declare relating to any item

None.

3. Minutes of the previous Search Committee meetings

The minutes of the meetings of 28 October 2020 were agreed and would be signed by the Chair.

4. Matters arising from the minutes of 28 October 2020

There were no matters arising that were not already covered by the agenda

5. Current Membership of HCUC Governing Body

The Search Committee considered the current membership of the Governing Body at HCUC. It was noted that the Corporation currently had one formal vacancy for a qualified accountant to fill the vacancy on Audit Committee. The Clerk (TR) suggested that it would be sensible to refrain from recruiting any additional governors at HCUC as the College was currently exploring merger with Richmond Upon Thames College (RuTC). TR confirmed that in her discussions with the Governance Adviser at RuTC it was apparent that there were several well qualified 'finance governors' currently on the RuTC Corporation who might join any post-merger Governing Body. TR highlighted that it would also be prudent for HCUC to have a vacancy during the pre-merger period so that the promise of 5 or 6 seats on any post-merger Corporation for RuTC governors could be more easily accommodated without losing any of the current HCUC Corporation members. TR reminded the meeting that the offer of 5 or 6 seats for RuTC governors would include a Staff Governor from the new College. The roles and number of student governors on the post-merger Corporation would be reviewed by the Joint Steering Group. The meeting agreed that this strategy made sense and that no new governors should be sought while merger discussions with RuTC were ongoing.

TR highlighted the ongoing issue of the vacancy on Audit Committee, she felt that this did need a resolution as quickly as possible. The Vice-Chair Steve Cochran offered to join the Audit Committee for the remainder of the 2020/21 academic year to bolster the membership. The committee agreed that this would be an excellent solution and that the Audit Committee membership for 2021/22 would be reviewed during any ongoing merger discussions.

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The Search Committee AGREED that:

- a. **The Corporation at HCUC should not seek any additions to the membership during the merger exploration/ due diligence period 2020/21.**
- b. **Steven Cochran should join the Audit Committee for the remainder of the 2020/21 academic year.**

6. Terms of Reference for Joint Steering Group

The Clerk (TR) presented draft Terms of Reference for a Joint Steering Group to take forward the merger discussions and due diligence process between HCUC and RuTC. The meeting was reminded that the HCUC Corporation had resolved to set up such a Joint Steering Group at their meeting on 13 November 2020. TR confirmed that this draft was based on the one used during the previous merger which had worked well. Colleagues at RuTC had commented on this suggested Terms of Reference. The Chair of Governors at RuTC had asked for the membership to be extended to include a staff governor from each College as well as 3 additional governors from each college (nominally the Committee chairs of Audit, Resources and QCS). TR highlighted that the HCUC Chair of the Quality Curriculum and Student Committee (MRW) did not have the capacity to commit to this additional committee so she was seeking alternative representation from the Quality Committee. TR informed the meeting that this document would need to be approved by both the separate college Corporations, HCUC and RuTC. The meeting was reminded that the first meeting of the JSG would be held on Monday 30 November; the HCUC Chair would be leading this first meeting.

The Search Committee approved the draft Terms of Reference which would be RECOMMENDED for approval to the HCUC Corporation in December 2020.

7. Any other business

There was no other business. The meeting closed at 7.20pm.

8. Date of next meeting

Spring 2021 to fit in with the JSG timetable and merger discussions.