

Approved

EXETER COLLEGE FURTHER EDUCATION CORPORATION

SEARCH AND GOVERNANCE COMMITTEE

Minutes of the meeting held on Monday 14th September 2014 in the Meetings Room, Hele Road, Exeter College

Present

Philip Bostock	Chair
Emma Webber	Vice Chair
Richard Atkins	Principal
David Allen	
Chris Hoar	
Dave Underwood	

In Attendance

Barbara Sweeney	Clerk to the Corporation
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Apologies

1. Welcome, apologies and declarations of interest

The Chair welcomed members to the meeting. He particularly welcomed Chris Hoar and Dave Underwood to their first meeting of the Committee.

There were no apologies.

Emma Webber and Dave Underwood declared an interest in item 5.1 Vacancies, as candidates for the roles of Equality and Diversity, Health and Safety Governor and Sustainability Governors.

2. Minutes of the Meeting held on 11th May 2015

2.1 The minutes of the meeting held on 11th May 2015, as circulated, were agreed and signed by the Chair.

2.2 The confidential minutes of the meeting held on 11th May 2015, as circulated, were agreed and signed by the Chair.

3. Matters Arising

Board Residential and Autumn Twilight Training

The Clerk confirmed that following a review of other potential venues, and with particular consideration for value for money, the annual Board Residential would be held once again at High Bullen on the 18th and 19th

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March 2016. The Autumn Twilight Seminar would be held on 19th October 2015 at Falcon House.

There were no other matters arising that were not elsewhere on the agenda.

4. Governance Matters.

4.1 Terms of Reference

Revised Terms of Reference for all Committees were received and considered. Key changes were highlighted. Given the dynamic changes within the sector and potential for organisational restructure, a section on assurance has been added to each. Other changes included a more extensive revision of the Audit Committee's TORs, (and endorsed by the Internal Auditors), following the publication of a new Joint Audit Code of Practice (JACOP) by the funding agencies in August 2015. The Clerk confirmed that the responsibility for Fraud had always rested with the Audit Committee.

The Committee agreed to recommend to the Board on 9th October 2015 revised Terms of Reference for the following committees: BHS

- a) Appeals Committee**
- b) Audit Committee**
- c) Business Services Committee**
- d) Quality and Standards Committee**
- e) Remuneration Committee**
- f) Search and Governance Committee**
- g) Selection Committee**
- h) Special Committee**

Vote: Unanimous

4.2 Appraisal Action Plan

The report was received and provided an update on progress against actions emanating from the Governor appraisals, held in spring 2015. The Committee agreed to remove action 3.3, use of college email accounts as means of communication, as it was felt that the current process using personal email accounts worked well.

The Committee agreed to

- a) note the update**
- b) remove action 3.3 from the Action Plan**

4.3 Chair and Committee Chair Role Descriptions

The Role Descriptions, updated to include the responsibility for conducting appraisals, were received. The Committee considered the time commitment of Chairs and Committee Chairs and agreed that it varied by committee. It was also agreed that for completion, a role description

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should be created for the Vice Chair of the Board. The Committee agreed to

a) Recommend the revised Chair and Committee Chair Role Descriptions to the Board on the 9th October 2015 subject to the agreed change.

b) Receive a role description for the Vice Chair of the Board at the next meeting of the Committee BHS

Vote: Unanimous

5. **Potential Governors**

5.1 Vacancies

This item was dealt with as a confidential item in accordance with the College's confidentiality policy and recorded in the confidential minutes.

5.2 Associates

The report was received and the Committee considered the proposal to recommend to the Board that the two senior Governors retiring this term after completing their second term of office should be invited to be Associates, given their long and distinguished contributions to the Board.

The Committee agreed to recommend that

a) Ian McGregor be invited to serve as an Associate of the College for a term of four years from 1st November 2015 to 30th October 2019

b) Tim Tamblyn be invited to serve as an Associate of the College for a term of four years from 1st January 2016 to 31st December 2020

Vote: Unanimous

6. **Committee Self-Assessment**

The report, including a draft self-assessment report (SAR) for the Committee was received. The document was aggregated from responses to questionnaires sent to individual members of the 2014-15 Committee. The Clerk confirmed that the questionnaire would be distilled into a SAR of agreed strengths and areas for improvement.

The Committee agreed to

Recommend that the SAR be incorporated into the Board's SAR and presented to the Quality and Standards Committee for subsequent recommendation to the Board.

Vote: Unanimous

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7. **Resources for Information**

The following reports were **received and noted** and used in the discussion for item 5.1, Vacancies and item 5.2, Associates.

7.1 Terms of Office

7.2 Skills Matrix

7.3 Diversity Statistics

7.4 Attendance 2014/15

8. **Dates of next meetings**

25th January 2016

16th May 2016