

Approved

EXETER COLLEGE FURTHER EDUCATION CORPORATION

SEARCH AND GOVERNANCE COMMITTEE

Minutes of the meeting held on Monday 22nd January 2018 in the Board Room, Hele Road, Exeter College

Present	David Allen	Chair
	Emma Webber	Vice Chair
	John Laramy	Principal
<i>From item 4.1(part)</i>	Sarah Brampton	
<i>Bar item 4.1 (part)</i>	Matt Roach	
	Chris Hoar	Co-optee
Apologies	Bindu Arjoon	
	Dave Underwood	
In Attendance	Barbara Sweeney	Clerk to the Corporation

1. Welcome, apologies and declarations of interest Action

The Chair welcomed members to the meeting.

Apologies were received. In the absence of the Chair of Quality and Standards, the Vice Chair had been invited to deputise, as per the approved Terms of Reference, but had also sent apologies due to short notice.

Matt Roach, Chair of Business Services, declared an interest in item 4.2 as the subject of the discussion.

2. Minutes

2.1 The minutes of the meeting held on 2nd October 2017, as circulated, were agreed and signed by the Chair.

2.2 The confidential minutes of the meeting held on 2nd October 2017, as circulated, were agreed and signed by the Chair

3. Matters Arising

3.1 Board starting time

The Chair updated the Committee on proposals to revise the start time of Board meetings to commence at 9.30am. This would help with Governors' travel arrangements and, given the current style of agendas, still provide adequate time to complete business.

Following consideration the Committee agreed

To revise the start time of the next Board meeting to 9.30 am and review following the meeting.

BHS

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Vote: unanimous

4. **Governors**

4.1 Vacancies and Reappointments

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

4.2 Succession Planning

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

4.3 Clerk's appointment

The update was received and the Chair confirmed that the current Clerk would be retiring on 31 July 2018 and that, as a Board appointment, the recruitment and selection of a successor was the responsibility of the Board, with delegated authority to the Selection Committee.

Terms of Reference of the Selection Committee stated that the composition of that Committee was the same as the Search and Governance Committee. The Selection Committee therefore convened and a record of business recorded in the minutes for that Committee.

The Committee noted the update

5. **Governance Matters**

5.1 Policies

The report and outstanding Governance Policies for routine biennial review were received and considered. This cohort completed the full complement, with the others having been scrutinised and recommended for Board ratification at the last meeting. The Committee noted the highlighted changes to the previous version.

The Committee agreed to recommend the following Governance Policies to the Board at its meeting on 9th February 2018.

f) Expenses Policy

g) Induction and Training Policy

h) Publication of Minutes Policy

i) Scheme of Delegation Policy

j) Policy for Taking Independent Advice

Vote: unanimous

BHS

5.2 Delegated Authority

The report was received and considered. The Code of Good Governance for English Colleges (March 2015) included a standard of best practice for boards to formally approve a schedule of collective decisions of the board and delegated authority for decisions, as per the Instrument and Articles of Government. To that end the documents were scrutinised and the

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Committee agreed to

Recommend to the Board at its meeting on 9th February 2018

- a) The Formal Schedule of Matters for Collective Decisions.**
- b) Delegated authority for decisions**

Vote: unanimous

5.3 Code of Conduct

The report was received and considered. The provenance of the document was Eversheds' Code of Conduct 15th Edition. Changes were minor, reflecting changes to the machinery of Government. The Committee agreed to:

Recommend to the Board the Code of Conduct Further Education College's Version, Fifteenth Edition.

(Vote: unanimous)

5.4 Governor Appraisals

The report was received and considered. The Board had agreed an appraisal process, with all Governors receiving an appraisal biennially and 1:1 meetings only for those in their first year of office and Committee Chairs and the Chair of the Board in the intervening year. This was the year for the abridged process. Only those in their first year of office would be invited to complete the self-evaluation form. The next full review of all Governors would next take place in spring 2019.

The Committee considered the draft schedule and questionnaires and agreed

- a) To approve the process**
- b) That only those in their first year of office would have a full appraisal and that only they would be invited to complete the self-assessment questionnaire.**
- c) That Committee Chairs and the Chair and Vice Chair of the Board to have a less formal 1:1 meetings**
- d) That the full appraisal process be undertaken in 2018-19**

Vote: unanimous

5.5 Board Residential

The draft programme was received and discussed. There had been a late withdrawal from a key note speaker and an alternative would be sought.

The Committee agreed to:

Note the Board Residential programme.

- 5.6 Proposed dates for meetings 2018-19
Two versions of draft schedules were received and considered. Version one was a mirror of this year's schedule with adjustments for the Easter holidays. The second version reduced the number of meetings by one, the rationale for which was considered and debated.

Following discussion the Committee agreed to recommend:

- a) That the schedule for meetings, bar those of the Quality and Standards Committee, be recommended to the Board.**
- b) That the Quality and Standards Committee be invited to consider versions 1 and 2 and recommend its preferred option to the Board.**

Vote: unanimous

- 5.7 Action Plans
The report was received and the Committee scrutinised progress against actions in the Appraisals Action Plan and the Governance Quality Improvement Plan (QIP). All actions were completed on the Appraisal Action Plan and there was good progress toward actions in the QIP.

The Committee noted the report.

6. **Resources for Information**
The following items were received and noted and used to inform decision making during the rest of the meeting.
- 6.1 Skills Matrix
6.2 Terms of Office
6.3 Diversity Statistics
6.4 Attendance 2017/18

7. **Dates of next meetings**
16th April 2018