

EXETER COLLEGE FURTHER EDUCATION CORPORATION

SEARCH AND GOVERNANCE COMMITTEE

**Meeting held on Monday 18 March 2019 at 5.30 p.m.
in the Boardroom, Tower Building, Hele Road Campus**

DRAFT OPEN MINUTES

Present:	David Allen	Chair
	Emma Webber	Vice Chair
	John Laramy	Principal
	Bindu Arjoon	
	Matt Roach	
	Chris Hoar	Co-opted
IN ATTENDANCE:	Alison Layton-Hill	Clerk to the Corporation

Item		Action
1.	<p>WELCOME, APOLOGIES AND DECLARATIONS OF INTEREST</p> <p>The Chair welcomed members to the meeting. Sarah Brampton was not in attendance and gave retrospective apologies.</p> <p>The Committee offered congratulations to Sarah Brampton in her new role as Finance Director for the Plymouth NHS Trust.</p> <p>The following interests were declared:</p> <ul style="list-style-type: none"> i. David Allen in respect of part of agenda item 4.1 ii. Emma Webber in respect of part of agenda item 4.1 	
2.	MINUTES	
2.1	The minutes of the meeting held on 21 January 2019 were agreed and signed by the Chair.	
2.2	The confidential minutes of the meeting held on 21 January 2019 were agreed, subject to a minor correction, and signed by the Chair.	
2.	MATTERS ARISING	
	<p>The meeting between the Chair of the Business Services Committee, the Chair of the Quality and Standards Committees and the Clerk to discuss the frequency of those committee meetings will be rearranged. This is to allow consideration to be given to how the new EIF inspection requirements will be monitored and the new Vice Principal coming into post.</p>	Clerk

4. GOVERNORS

4.1 Vacancies:

Governors referred to the report that had been circulated. There are now two vacancies on the Board. The Principal updated governors that he had not heard from the potential governor he had contacted from the construction industry.

Governors noted that when new governors are appointed priority will be given to them joining the Audit and Risk Assurance Committee.

This item was further discussed as a confidential item in accordance with the College's confidentiality policy and recorded in the Confidential Minutes

The Committee reviewed and agreed the draft advertisement for governors that was prepared by the Clerk. If approved by the Board consideration will be given to including this in the Alumni magazine and on social media, as well as the website.

The Committee agreed to recommend to the Board on 3 May 2019 that:

- a) **the reviewed advertisement is approved, uploaded to the website and used in College marketing material as appropriate.**

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

5. GOVERNANCE MATTERS

5.1 Review of Governor Attendance and Training:

The Committee noted that although attendance at Board and Committee level had dipped slightly to 82%, it continues to be above the College's target of 80%. The commitment and valuable contribution of governors was acknowledged. However, it is important to ensure that attendance remains high and it was noted that a few governors were not meeting the preferred standard. Using technology (such as Skype) to attend meetings remotely was discussed and agreed but not as a default option.

The Committee noted the training and events that governors had undertaken.

The Committee agreed to report the level of attendance during this academic year to the Board on 3 May 2019.

5.2 Governor Appraisals:
The Clerk updated the Committee in terms of progress with the Governor appraisals. The Chair, Vice Chair and the Committee Chairs had all been appraised and dates had been agreed for the remainder of governors' appraisals.

The Committee noted the update

5.3 Committee Terms of Reference:
The Clerk had reviewed the Terms of Reference for the Board and its Committees. The Committee considered whether, with the heightened profile of 'People', the HR Annual Report should be considered at Full Board as opposed to at Quality and Standards and Business Services separately.

The Committee agreed to recommend to the Board on 3 May 2019 that:

- a) the HR Annual Report will be added to the Board Cycle of Business as a discussion item and tabled at the Business Services Committee and Quality and Standards Committee for information only
- b) subject to agreement to a) above the Clerk to amend the Terms of Reference for the Board and its Committees

5.4 Review of Standing Orders:
The Committee reviewed the minor terminology amendments made to the Standing Orders by the Clerk.

The Committee agreed to approve the amendments

5.5 Committee Membership:
Governors considered the Board Committee membership table and noted that the Audit and Risk Assurance Committee remains light on membership. It was suggested that the Board consider prioritising this Committee when new appointments are made.

When the new Vice Chair is appointed, the Committee will need to give consideration to the fact that the Search and Governance Committee will be reduced in number should a current Committee Chair become Vice Chair.

The Committee agreed to recommend to the Board on 3 May 2019 that priority is given to the Audit and Risk Assurance Committee when new governors are appointed

6. SELF-EVALUATION

6.1 The Chair led a discussion on the Committee's effectiveness over the past year. Governors considered the following areas: Goals and

purpose, resource and support, time and location of meetings, quality of discussion and decision making, attendance and contribution.

The Clerk will produce a narrative for the Committee to consider at the autumn meeting. Clerk

7. BOARD RESIDENTIAL

7.1 The Committee shared their initial reflections on the success of the Board residential and considered the 90% satisfaction rating from the feedback forms to be pleasing.

The Committee agreed that the agenda prompted stimulating discussion about the quality of the College's provision now but also into the future and the opportunity to connect as a group was valued. It was agreed that a further Board discussion following the Residential would be beneficial, particularly for governors that were unable to attend.

It was noted that budgetary constraints for the following year may result in a condensed event, however governors felt the opportunity to have wider strategic discussions off site is essential.

8. ITEMS TO TAKE TO THE BOARD

The Committee agreed to refer the following items to the Board on 3 May 2019:

Clerk

- Appointments and reappointments
- Governor advertisement
- Appointment process for the Vice Chair
- Appointment of the Safeguarding governor
- Terms of Reference amendments
- Residential feedback and the Vice Principal's video

9. ITEMS FOR NEXT SEARCH AND GOVERNANCE COMMITTEE MEETING

The Committee agreed the items to take to the next meeting as those set out in the Cycle of Business

10. DATE OF MEETINGS

Monday 7 October 2019
Monday 20 January 2019
Monday 16 March 2019

The meeting ended at 18.38