

**EXETER COLLEGE FURTHER EDUCATION CORPORATION**

**SEARCH AND GOVERNANCE COMMITTEE**

**Minutes of meeting held on Monday 5 October 2020 at 5.30 p.m.  
Via Zoom**

**OPEN MINUTES**

**Present:**

David Allen	Chair
Bindu Arjoon	Vice Chair
John Laramy	Principal
Matt Roach	
Emma Webber	Co-opted

**Apologies:** Sarah Brampton

**In Attendance:** Alison Layton-Hill Clerk to the Corporation

Item		<b>Action</b>
1.	<p><b>WELCOME, APOLOGIES AND DECLARATIONS OF INTEREST</b></p> <p>The Chair welcomed members to the meeting. Apologies were noted from Sarah Brampton.</p> <p>David Allen expressed an interest in item 4.1 due to a professional acquaintance with Susie Hills.</p>	
2.	<p><b>MINUTES</b></p>	
2.1	The minutes of the meeting held on 16 March 2020, as circulated, were agreed.	
2.2	The confidential minutes of the meeting held on 16 March 2020, as circulated, were agreed.	
3.	<p><b>MATTERS ARISING</b></p>	
3.1	<p>Self-evaluation update</p> <p>The Committee reviewed the narrative prepared by the Clerk following the self-assessment discussion at the previous meeting.</p> <p><b>The Committee agreed the narrative and the proposed QIP</b></p>	<b>Clerk</b>
4.	<p><b>GOVERNORS</b></p>	
4.1	Vacancies/Appointments	
4.1.1	<p>Succession Planning</p> <p>The Committee noted that the Audit and Risk Assurance Committee will be very light on membership. An advertisement had been placed on LinkedIn and some governors had considered colleagues through their networks. It was suggested to approach the Chamber of Commerce and the Chair encouraged all governors to inform the Clerk if they are aware of anyone who may be interested in becoming a co-opted governor on the Audit and Risk Assurance Committee.</p>	<b>MR</b> <b>All</b>

## **The Committee agreed to continue efforts to populate the Audit and Risk Assurance Committee**

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

4.1.3 Health and Safety Lead Governor  
Dave Underwood is currently the lead governor for health and safety and his commitment to the role was gratefully acknowledged. The role is very important, especially in the current circumstances, and it was considered essential to replace Dave promptly. Emma Webber offered to undertake the role on an interim basis to cover the remaining academic year, which was wholeheartedly agreed by the Committee, given Emma's considerable experience. It was suggested that if another governor has an interest in health and safety they could be invited to work alongside Emma, with a view to taking the role over from September 2021.

### **The Committee agreed**

- a) to recommend to the Board that Emma Webber is appointed as interim Health and Safety Lead Governor from 11 October 2020 for the rest of the 2020/2021 academic year.**
- b) to offer another interested governor the opportunity to work alongside Emma, with a view to taking on the role from September 2021.**

4.1.4 Vice Chair of Audit and Risk Assurance Committee  
Since the previous committee meeting, Neil Hitchings had agreed to take on the role of Vice Chair of Audit and Risk Assurance Committee.

### **The Committee agreed to recommend Neil's appointment as Vice Chair of Audit and Risk Assurance Committee to the Board on 9 October 2020 to commence on 11 October 2020.**

4.1.5 Susie Hills  
The Committee considered Susie Hills' CV and was advised that the Chair, Vice Chair, Principal and Clerk had met with Susie and believed that her skill set would support her appointment to the Board.

### **The Committee agreed**

- a) to recommend the appointment of Susie Hills as a governor of Exeter College to the Board on 9 October 2020**
- b) to recommend that Susie serves on the Quality and Standards Committee**

## 4.2 **Staff Governor Resilience**

The Committee considered the potential to appoint a deputy staff governor to ensure the staff voice is always fully represented. Their attendance at Board would only be required if a staff governor was on

a period of long-term absence or pending the outcome of an election process if they had left the employment of the College.

It was suggested that for expediency the candidate with the second highest number of votes in the most recent business support staff governor elections is appointed. The Committee was cautious about disadvantaging a teaching member of staff who may wish to act as deputy staff governor. It was discussed that at the next teaching staff governor election the runner up could also be appointed deputy staff governor.

**The Committee agreed to recommend to the Board on 9 October 2020**

- a) that the standing orders are amended to reflect that in the circumstances where either staff governor requires a long-term absence or leaves the employment of the College a deputy staff governor may be appointed.**
- b) that the candidate with the second highest number of votes in the most recent business support staff governor election is appointed as deputy staff governor.**
- c) that the Clerk works to embed the process of appointing deputy staff governors in the future to ensure that neither teaching staff nor business support staff are disadvantaged.**

4.3

Associates

Due to their dedication as governors at the College, the Committee considered recommending that Dave Underwood and Chris Hoar are invited to become Associates of Exeter College for a term of four years. It was also discussed how communication with College Associates and Patrons might be improved to allow them to be better informed and therefore advocate for the College.

**Clerk**

**The Committee agreed**

- a) to recommend the appointment of Dave Underwood and Chris Hoar as Associates of Exeter College for a four year term to the Board on 9 October 2020**

**Clerk**

5.

**GOVERNANCE MATTERS**

5.1

Governor Attendance

The Committee was advised that overall governor attendance at Committees and Board has improved over the past year from 83.32% to 86.99%, against a national average across 78 colleges of 83.97%. It was suggested that holding virtual meetings may have contributed to the improved attendance rate, which will be monitored.

**The Committee noted the report**

5.2

Governor Appraisals

The Committee considered the governor appraisal programme for 2020/2021 and noted that they may need to be undertaken remotely. The Committee suggested that the appraisals of committee members are undertaken before those of the committee chairs, Vice Chair and Chair of the Corporation.

5.3	<p><b>The Committee agreed the governor appraisal programme for 2020/2021 and that they would be undertaken remotely and will take no longer than 30 minutes each.</b></p> <p>Governance SAR 2019/2020 and QIP 2020/2021 The Committee received the report and noted that the Audit and Risk Assurance Committee had appropriately improved its self-assessment rating to outstanding. The Quality Improvement Plan (QIP) for 2020/2021 was also reviewed.</p>	Clerk
6.	<p><b>The Committee agreed to recommend the Governance SAR and QIP to the Board on 9 October 2020 for approval and inclusion in the wider College SAR and QIP.</b></p>	Clerk
6.1	<p><b>Board Residential</b> Governors noted that the Committee would usually approve the Board Residential programme at this meeting. However, the Committee agreed to postpone approval until January 2021 when the future impact of Covid-19 may be clearer.</p> <p><b>The Committee noted the oral report.</b></p>	
7.	<p><b>Future Meetings</b></p>	
7.1	<p>Items to take to the Board The Committee agreed to refer the following items to the Board on 9 October 2020:</p> <ul style="list-style-type: none"> <li>• Appointments</li> <li>• Deputy Staff Governor</li> <li>• Associates</li> <li>• Governance SAR and QIP</li> <li>• Board Residential</li> </ul>	Clerk
7.2.	<p>Items for the Search and Governance Committee meeting on 25 January 2021 The Committee agreed the items to take to the next meeting as those set out in the Cycle of Business</p>	
7.3	<p>Dates of meetings for 2020/2021 Monday 25 January 2021 Monday 22 March 2021</p>	
8.	<p><b>Reports for Information</b></p>	
8.1	Skills Matrix	
8.2	Terms of Office	
8.3	Board Diversity	
8.4	Committee Structure	

Signed by the Chair:



Date: 25 January 2021