EXETER COLLEGE FURTHER EDUCATION CORPORATION

SEARCH AND GOVERNANCE COMMITTEE

Minutes of the meeting held on Monday 15ᵗʰ September 2014 in the Meetings Room, Hele Road, Exeter College

Present	Philip Bostock	Chair
	Ian McGregor	Vice Chair
	Richard Atkins	Principal
	David Allen	
	Tim Tamblyn	
	Emma Webber	
In Attendance	Barbara Sweeney	Clerk to the Corporation
Apologies		

1. **Welcome, apologies and declarations of interest**

    The Chair welcomed members to the meeting. He particularly welcomed David Allen to his first meeting of the Committee. There were no apologies.

    The Chair declared an interest in item 6.2 (part), relating to the reappointment of Governors for a second term.

2. **Minutes of the Meeting held on 12ᵗʰ May 2014**

    The minutes of the meeting held on 12ᵗʰ May 2014, as circulated, were agreed and signed by the Chair.

3. **Matters Arising**
    There were no matters arising that were not elsewhere on the agenda.

4. **Bicton Update and Implications for Governance.**
    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 Business Services Terms of Reference
    Revised Terms of Reference for the Business Services Committee were received. The Terms of Reference for all Committees had been reviewed and approved by the Board on 4ᵗʰ July 2014. Since that meeting the Local Government Pension Scheme (LPGS) Policy has been revised to take in changes to the Local Government Pension Scheme which came into effect

in April 2014. During the review it was identified that the Corporation had a role in approving the award of additional pension, given the potential significant cost implications. The Policy, based on the AoC model, stipulated that all additional pension benefits needed to come to the Board. Although such situations should be relatively rare they could have significant cost implications for the College. It was therefore necessary to amend the Terms of Reference of the Business Services Committee to reflect this. In exceptional circumstances, in order to provide a timely decision, a special meeting would be called. However it is anticipated that this was likely to be rare.

The Committee considered that where the pension related to a Senior Post Holder it was more appropriate that the award be considered by the Remuneration Committee   BHS

The Committee agreed

a) **To amend the Terms of Reference for the Remuneration Committee to include approval of the award of additional pension benefits for Senior Post Holders.**   BHS

b) **To recommend the revised Terms of Reference for the Business Services and Remuneration Committees to the Board at its meeting on 10th October 2014**.   BHS

   Vote: Unanimous

5.2   BIS report – College Governance

The report was received and the Chair confirmed that in August 2014, the Department for Business Innovation and Skills (BIS) had published a report, College Governance - A Guide, to clarify how and to whom FE Colleges were accountable, and to set out the means by which they were accountable to learners, employers and communities which they serve. It also set out how current accountability mechanisms were changing to reflect the evolving delivery landscape.

The Committee agreed that it was compliant and agreed to

Note the report

5.1   Cycles of Business

The report was received which detailed the annual cycles of business for the following Committees:
- Audit
- Business Services
- Board
- Quality and Standard
- Search and Governance
- Remuneration

Cycles of business were the mechanism to ensure that the Board was discharging its duty and comprehensively addressing the remit of each of the Committees. The Chairs and Senior Post Holders responsible for each of the Committees had been consulted in drafting the documents. Subject to an amendment to the Business Services Committee Cycle of Business to change student recruitment to an item for discussion, the Committee agreed to:

Approve the Cycles of Business.

Vote: Unanimous

5.4   Training Events
The report was received and noted.

6.   **Potential Governors**

6.1   Student Governors
The report was received and the Chair reminded the Committee that no-one had stood for election to the role of 19+ Student Governor by the end of the 2013/14 academic year on 31 July 2014.

Since the start of the new term, Student Services had been actively engaged in seeking nominations. A single nominee would automatically serve as Governor or in the event of there being more than one nominee, an election would be held. If this transpired, then the 19+ student Governor would be formally appointed at the beginning of the Board meeting and take their place on the Board on 10th October 2014.

Although the Instrument and articles of Government laid down that the Board was within its powers to have a single student Governor for the year, the Committee was mindful that the Learner Voice was better represented if there were two Student Governors, each representing a different constituency. Since it was important that the 19+ learner be represented, the Committee agreed that

There should be continued effort to secure a nominee for the role of 19+ student Governor.

SoS/
BHS

Vote: Unanimous

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

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

BHS

7.   **Committee Self-Assessment**

The report, including a draft self-assessment report (SAR) for the
Committee, was received. Given that the College and its Governance were
rated outstanding, the Committee challenged whether the term "Items for
Improvement" was appropriate and agreed that the terminology should
be more aspirational. After discussion the heading "Items for
Development and Improvement" was chosen to reflect continuous   BHS
improvement. It was also considered whether the process should be
refreshed. Following discussion the Committee agreed:

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

8.   **Resources for Information**

8.1   Terms of Office
      The report was received and noted. The Committee requested an
      additional column to indicate whether Governors were in their first or
      second term. The Clerk confirmed that terms of office were from the time   BHS
      the Board approved the appointment as a full Governor irrespective of the
      time served as a Co-opted Member

8.2   Skills Matrix
      The report was received and noted. The Committee acknowledged the
      strength of skills and expertise.

8.3   Diversity Statistics
      The report was received and noted. Whilst mindful of the need to
      address the gender balance, the Committee had no control over the
      diversity of the elected Staff and Student members.

8.4   Attendance 2013/14
      The report was received and noted. The Committee commended the
      outstanding attendance at Committee and Board meetings.

9.   **Dates of next meetings**
      26th January 2015
      11th May   2015