

# EXETER COLLEGE FURTHER EDUCATION CORPORATION

## SEARCH AND GOVERNANCE COMMITTEE

Minutes of meeting held on Monday 7 October 2019 at 5.30 p.m. in the Boardroom, Tower Building, Hele Road Campus

<b>Present:</b>	David Allen	Chair
	Bindu Arjoon	Vice Chair
	John Laramy	Principal
	Emma Webber	
	Matt Roach	
	Sarah Brampton	
	Chris Hoar	Co-opted

### Apologies:

<b>In Attendance:</b>	Alison Layton-Hill	Clerk to the Corporation
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Item	Action
1.	<b>WELCOME, APOLOGIES AND DECLARATIONS OF INTEREST</b>
	The Chair welcomed members to the meeting. There were no apologies received and no declarations of interest to note.
2.	<b>MINUTES</b>
2.1	The minutes of the meeting held on 18 March 2019 were agreed and signed by the Chair.
2.2	The confidential minutes of the meeting held on 18 March 2019 were agreed and signed by the Chair.
3.	<b>MATTERS ARISING</b>
	<i>There were two matters arising that were dealt with as confidential items in accordance with the College's confidentiality policy and recorded in the Confidential Minutes.</i>
4.	<b>GOVERNORS</b>
4.1	<p>Vacancies:</p> <p>Governors referred to the report that had been circulated. The Committee noted that there are now two vacancies on the Board, however the appointment process is underway in terms of a representative from the University of Exeter. It is hoped that a recommendation will be made to the December 2019 Board meeting.</p> <p>Governors discussed potential candidates to approach to fill the remaining vacancy and noted that a governor with the skills to join the</p>

Audit and Risk Assurance Committee would be beneficial. The Chair encouraged the Committee to discuss the opportunity with professional services colleagues who might be interested in serving on the College Board.

4.2

#### Succession Planning:

The Committee noted that Ian McGregor's term as an Associate of the College ends on 31 October 2019 and Tim Tamblyn's term as an Associate of the College ends on 31 December 2019. The Committee requested that the Clerk write a letter of appreciation to both and invite them to the student awards ceremony in January 2020.

Clerk

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

5.

#### Appointment of Patrons

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

6.

#### GOVERNANCE MATTERS

6.1

##### Policies

The Committee noted that the governance policies are updated bi-annually and considered the Clerk's proposed amendments to the following policies:

- Associates Policy
- Attendance of Non-Committee Members
- Complaints against Board Members
- Conflicts of Interest
- Governor Appointments and Removal

**The Committee agreed to recommend the above reviewed policies to the Board for approval on 11 October 2019.**

Clerk

6.2

##### Governor Appraisal Action Plan

**The Committee agreed to defer this item to the next meeting as, due to timings, the data is incomplete.**

Clerk

6.3

##### Governor Attendance 2018/2019

The Committee noted the attendance for the year 2018/2019. Overall governor attendance, including the Board Residential, ended the year at 83.32%, which is above the target set by the Board of 80%. Attendance, excluding the Board Residential for 2018/2019 was also above the target at 83%, however it was noted that this was a drop on the previous year's achievement by 3%. It was agreed that both Board attendance including and excluding the residential should be reported.

The Committee noted that this academic year had commenced extremely well with 100% attendance at all committee meetings.

The Committee considered discontinuing the hard copy attendance sheets that attendees sign at all meetings. It was agreed that these are unnecessary and that the minutes are an accurate reflection of attendance.

**The Committee agreed to:**

- a) report the level of attendance both including and excluding the residential during the academic year 2018/2019 to the Board on 11 October 2019**
- b) discontinue the hard copy attendance sheet at meetings**

Clerk

Clerk

**7. SELF-EVALUATION**

7.1 The Committee reviewed the narrative prepared by the Clerk following the self-assessment discussion at the previous meeting.

**The Committee agreed the narrative and proposed QIP with minor amendments.**

Clerk

**8. BOARD RESIDENTIAL**

8.1 The Committee received the draft programme for the Board Residential to be held in March 2020. Governors were pleased to note that Sir Ian Diamond, chair of the Four Nations Commission and National Statistician had agreed to be a guest speaker. The Committee was also in agreement to extending an invitation to Donna Kehoe, Agent for the South West, Bank of England.

**The Committee agreed:**

- a) the draft Board Residential programme**
- b) to extend an invitation to Donna Kehoe**
- c) to take the programme to the Board on 11 October 2019 for information**

Clerk

**8. ITEMS TO TAKE TO THE BOARD**

The Committee agreed to refer the following items to the Board on 11 October 2019:

Clerk

- Appointment of Lead Governor for EDBV
- Appointment of a Patron of the College
- Governance policies for approval
- Board Residential programme
- Thank to retiring Associates

**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 20 January 2019  
Monday 16 March 2019