

EXETER COLLEGE FURTHER EDUCATION CORPORATION

SEARCH AND GOVERNANCE COMMITTEE

Minutes of the meeting held on Monday 25 March 2024 in SLT Meeting Room, Exeter College, Hele Road, Exeter

Present	Bindu Arjoon	Chair
	Glenn Woodcock	Vice Chair
	John Laramy	Principal/CEO
	Sue Clarke	
	Neil Hitchings	
	Carol McCormack	
Apologies	Patrick Tigwell	
In Attendance	Alison Layton-Hill	Head of Governance

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

The Chair welcomed colleagues to the meeting, apologies were received from Patrick Tigwell.

Carol McCormack declared an interest in item 4.1.

The Chair thanked everyone for their attendance and suggested that it would be beneficial for all future Search and Governance meetings to be held in person.

The committee agreed that all future Search and Governance Committee meetings would be held in person. **HofG**

2. **Minutes**

2.1 The minutes of the meeting held on 29 January 2024, as circulated, were agreed subject to a minor amendment.

2.2 The confidential minutes of the meeting held on 29 January 2024, as circulated, were agreed.

3. **Matters Arising**

There were no matter arising.

Carol McCormack left the meeting

4. **Governors**

4.1 Vacancies, appointments and Re-appointments

It was noted that Carol McCormack's first term of office would conclude on the 2 July 2024.

The Head of Governance advised that Carol had confirmed her agreement to continue as a governor. The Committee unanimously agreed that Carol has been an asset to the Board and would welcome her re-appointment.

The Committee agreed to recommend the re-appointment of Carol McCormack to the Board on 19 April 2024

HofG

Carol McCormack re-joined the meeting.

The Chair confirmed the Committee's approval and thanked Carol for her contribution to both the Board and as Chair of the Remuneration Committee.

4.2 Succession Planning

It was noted that Vicki Roberts' first term of office was due to conclude on 2 July 2024. The Chair confirmed that governors valued Vicki's contributions and the Head of Governance explained the process for staff governor appointments. The Committee questioned whether there was a need to encourage staff to express an interest in the role. The Head of Governance confirmed that the level of interest historically had been high and therefore did not deem it necessary to do anything further.

The Committee noted that Damion Norcombe and Antony Hart's appointments had been agreed at the last meeting for approval by the Board on 19 April 2024. The Chair commented that, subject to approval of these two new appointments, the Board would be at full complement.

The Committee considered succession planning for the current Corporation Chair and agreed to discuss further at the next meeting.

The committee agreed to receive a report to the next meeting to outline:

- a) current practice in the sector to appoint Chairs, both externally and internally**
- b) the emerging trend of renumerating Chairs**

HofG

HofG

4.3 Membership of Committees September 2024

The Committee received the proposed membership of all committees from September 2024.

The Committee agreed to recommend to the Board the committee structure and Chairs/Vice Chairs as proposed.

HofG

5. Governance Matters

5.1 External Review of Governance Report

The Committee received the report and the Head of Governance gave an overview of the content. Governors discussed the report and its recommendations extensively and suggested three key emerging issues of:

- governance and operational processes
- trust between governors and governors/SLT

- strength and connection between governors and the implementation of strategy

The Committee suggested that the break-out discussion groups at the Board meeting should be led by a Committee Chair.

The Committee agreed:

- | | |
|--|---------------------------------------|
| <ul style="list-style-type: none"> a) to request that the report is amended to separate the issues from the recommendations b) that the Head of Governance would arrange the break-out groups to be led by a Committee Chair | <p>HofG</p> <p>HofG</p> |
|--|---------------------------------------|

6. Self Evaluation

6.1 Governance QIP 2022/2023 outcomes

The Committee received the outcomes of the action plan following the governor reviews undertaken in 2022/2023 and noted that most actions had been completed.

The Committee noted its assurance that comments raised by governors are acted upon.

7. Reporting

7.1 Items to take to Board:

- Appointments and re-appointments
- Succession planning
- Committee membership 2024/2025
- External review of governance

7.2 Items for the next meeting

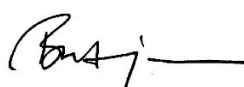
The Committee noted the cycle of business and suggested a more in-depth discussion related to succession planning for the Chair at the next meeting.

8. Resources for Information

- 8.1 Terms of Office
- 8.2 Skill Matrix
- 8.3 Board Diversity
- 8.4 Attendance
- 8.5 Written resolution

9. Dates of next meetings

- 7 October 2024
- 3 February 2025
- 17 March 2025

Signed by Chair: 

Date: 7th October 2024