

# EXETER COLLEGE FURTHER EDUCATION CORPORATION

## SEARCH AND GOVERNANCE COMMITTEE

### Minutes of the meeting held on Monday 7<sup>th</sup> October 2024 in the SLT meeting room, Hele Road, Exeter

<b>Present</b>	Bindu Arjoon John Laramy Sue Clarke Carol McCormack Neil Hitchings	Chair Principal/CEO
<b>Apologies</b>	Patrick Tigwell	Vice Chair
<b>In Attendance</b>	Alison Layton-Hill January Roberts	Head of Governance Minutes

- |     |   | <b>Action</b> |
|-----|---|---------------|
| 1.  | <b>Welcome, apologies and declarations of interest</b><br>The Chair welcomed colleagues to the meeting, apologies were received from Patrick Tigwell.<br><br>The Chair welcomed feedback regarding the recent apprenticeship conference arranged by the Department for Education and hosted by Exeter College at the Future Skills Centre. The Committee members who attended noted that it was well-structured and informative, offering a wealth of knowledge and experience to participants. Governors expressed their admiration for the staff and students involved, and particularly acknowledged Mike Blakeley's contribution.                       |               |
| 2.  | <b>Minutes</b>  |               |
| 2.1 | The minutes of the meeting held on 25 March 2024, as circulated, were agreed.   |               |
| 3.  | <b>Matters Arising</b>  |               |
| 3.1 | Online/In person meetings<br>The Committee discussed the effectiveness of online versus in-person committee meetings. It was noted that a hybrid model (50% online, 50% in-person) could enhance meeting quality and help newer members integrate better. However, it was noted that parking issues and personal commitments may cause barriers to in-person attendance.<br><br>The Committee proposed that meetings currently held in-person should continue to do so. Business Services Committee and Quality and Standards Committee meetings would be 50% in person and 50% online and Audit and Risk Assurance Committee meetings would remain online. |               |

**The Committee agreed:**

- a) that the Head of Governance would seek the views of governors ahead of the Board meeting on 18 October 2024**
- b) subject to feedback, to take the recommendation proposed above to the Board on 18 October 2024.**

**HofG**

**HofG**

**4. Governors**

**4.1 Vacancies and Appointments**

The Committee received and considered the CV of Wilf Hudson, who had been a Board member at Cornwall College for 8 years. Governors referred to the importance of considering the diversity of the Board and were reassured that the Board enjoys a wide range of diversity among its members. The Committee agreed to progress the application to the next stage.

The discussion highlighted succession planning for the Board and whether past members or associates could be considered for appointment.

**The Head of Governance to arrange an introductory conversation with the Wilf Hudson**

**HofG**

The Committee considered the re-appointment of Robert Hutchins as an External Board member and Adele Westcott as a co-opted Board member, both serving on the Audit and Risk Assurance Committee. The Chair of the Audit and Risk Assurance Committee advised that both participate well and provide useful insight to all meetings.

The Committee requested that the terms of office document is amended to clarify the maximum term each governor may serve with the corresponding end date.

**The Committee agreed:**

- a) amendments to the terms of office document**
- b) to recommend to the Board on 18 October 2024 the re-appointment of Rob Hutchins and Adele Westcott to a second term of office of four years.**

**HofG**

**HofG**

The Committee considered the appointment of Glenn Woodcock as an Associate to Exeter College. In recognition of Glenn's tenure as Vice Chair, as well as his tireless support and contributions, the Committee agreed that he would make a valuable Associate.

The Head of Governance clarified that the role of Associate serves to express gratitude to past board members, allows them to maintain connections with the College community and enables the College to continue to benefit from their valuable expertise. The Committee agreed that more formal criteria should be established for this role.

**The Committee agreed to:**

- a) recommend to the Board on 18 October 2024 the appointment of Glenn Woodcock as an Associate**

**HofG**

- b) discuss the Associates role at the next Committee meeting**
- c) to thank retiring Associates for their service**

**HofG**  
**HofG**

The Chair led the discussion around the re appointment of two valued patrons; Michael Caines and Sir Steve Smith. The Committee revisited the definition of being a Patron, with the Head of Governance clarifying it as an ambassadorial role. It was agreed that both parties have served as strong advocates for the College.

**The Committee agreed to recommend to the Board on 18 October 2024 the reappointment of Michael Caines and Sir Steve Smith to a further term as Patrons of the College.**

**HofG**

#### 4.2 Succession Planning (Chair)

The Chair led a comprehensive discussion related to succession planning for the Chair of the Board role. The Committee reviewed the role description and competency framework. There had been expressions of interest from current governors, however the Committee agreed, in line with best practice, to identify the skills and experience required and undertake a transparent and robust recruitment process that may also generate external interest. The Committee agreed to encourage internal governors to apply and to nominate others from their networks.

The Chair introduced the idea of a co-chair model or potentially two Vice Chairs to balance the differing needs of the role.

**The Committee agreed to commence the recruitment process for a new Chair of the Board**

**HofG**

#### 5. **Governance Matters**

##### 5.1 Governor Code of Conduct Review

The Committee considered the updated Code of Conduct and noted that all references to the funding agreement had been amended to the accountability agreement and the need to comply with Managing Public Money following reclassification. The Committee suggested including a reference to existing relevant policies.

**Subject to minor amendments, the Committee agreed to recommend to the Board on 18 October 2024 the Code of Conduct for approval.**

**HofG**

##### 5.2 AoC Code of Good Governance compliance

The proposed compliance report was considered, and governors actively engaged in discussion related to additional areas of compliance and those for development.

**The Committee agreed to recommend to the Board on 18 October 2024 that the Board confirms its compliance with the AoC Code of Good Governance**

**HofG**

- 5.3 External Review of Governance progress  
The Committee received, debated and contributed to the progress report against the recommendations of the External Review of Governance. Governors were pleased to note that most recommendations had been completed.

**The Committee noted the progress against the recommendations** HofG

6. Any Other Business  
The Committee considered the appointment of Ayomide Okesola as a co-opted Governor to serve on the Quality and Standards Committee. Governors were keen to have representation from the College's significant apprenticeship provision on the Board.

**The Committee agreed to recommend the appointment of Ayomide Okesola as a co-opted governor to the Board on 18 October 2024** HofG

7. **Future Meetings**

- 7.1 Items to take to the Board
- Appointments
  - Code of Conduct
  - Code of Good Governance Compliance
  - Online/In Person Meetings
- 7.2 Items for the next meeting  
The Committee noted the cycle of business
- 7.3 Dates of meetings for 2024/2024
- 3 February 2025
  - 17 March 2025

8. **Reports for Information**

- 8.1 Skills Matrix
- 8.2 Terms of Office
- 8.3 Board Diversity
- 8.4 Committee Membership
- 8.5 Governor Attendance 2023/2024
- 8.6 Governor Training/Events Record 2023/2024