

EXETER COLLEGE FURTHER EDUCATION CORPORATION

Search and Governance COMMITTEE

Minutes of the meeting held on Monday 26 January 2026 at 5.30pm at SLT Meetings Room, Tower Building, Hele Road, Exeter, EX4 4JS.

Present	Adam Watt	Chair
	John Laramy	Principal/CEO
	Neil Hitchings Sue Clarke	
	Jo Boardman Abbie Sawyer	(Minutes)
Apologies	Carol McCormack Rob Hutchins	

1. **Welcome, Apologies and Declarations of Interest** Action

The Chair welcomed colleagues to the meeting, apologies were noted from Rob Hutchins and Carol McCormack.

2. **Minutes**

2.1 The minutes of the meeting held on 06 October 2025, as circulated, were agreed as a true reflection of the meeting.

The Committee noted the importance of diversity of skill set for new Governors.

3. **Matters Arising**

Since the last Committee Meeting, the Vice Chair stepped away from the Board, there have been changes in chair for Business Services and Audit and Risk Assurance. The Board welcomed new Governors post-Merger; the Committee look forward to welcoming them to their new roles. The new committee membership lists were included in the papers for information.

The Chair has spoken to a member with low attendance; they have confirmed they are committed and will be fully present at Board Meetings and Events.

4. **Governors**

4.1 Vice Chair Appointment Process (to approve)

The Chair noted thanks to the HofG in advance for the process, it is proposed that this process will be open to all Governors not just Committee Chairs.

Expressions of interest to be received by the HofG. If one person expresses interest, there will be a vote at the Board Meeting; if more than one person expresses interest the vote will be by secret ballot. It is anticipated that the vote will take place at the Extraordinary Board Meeting on 25 February 2026.

The Committee discussed the voting process, noting difficulties if a single nomination did arise. The Committee were advised that in their capacity as individual Governors they are welcome to speak to other Governors about applying for the Vice Chair role, this would be informally so as to not disrupt the formal process. The Committee agreed that there could be a vote in advance, which is then ratified at Board.

The Chair stressed the importance of the Committee being comfortable with the process. Governors discussed safeguards in place throughout the process. The Committee agreed that any Governors who put themselves forward they will have an informal meeting with the Chair.

The Committee agreed the Vice Chair recruitment process, with the above amendments.

4.2 Governor Review Discussion Process (to agree)

The HofG confirmed that there will a 6-month check-in for new Governors as part of the new cycle of business. In order to manage the workload, the Committee approved that the HofG can commence the review if the Committee Chair is not available, providing notes are taken.

The Committee were informed that new Governors joining from North Devon have had a 45-minute induction with the Governance team, and they will have introductory meetings with their Chairs.

The Committee discussed consistency issues with the mentoring system, noting that it would be worthwhile checking role descriptors. The Committee noted the usefulness this would bring, whilst stressing the need to build in flexibility.

The Committee agree the Governor Review Process.

5. **Governance Matters**

5.1 Governance Matters

In light of the merger, and new Governors joining the Board, the Committee reviewed the paper submitted, prepared by the HofG. The Board is fairly balanced, with a lot of curriculum expertise, audit is the lowest area, this is common in FE.

The HofG will resend the skills matrix to all Governors, for them to be able to review / update, as necessary.

HofG

The Committee discussed the expenses form, this will be made more user friendly, whilst remaining compliant.

Virtual committee meetings

The Committee discussed the notion of moving Committee meetings to online. This would not apply to Board meetings. This proposal is due to geographical location / spread, having student and staff Governors based in North Devon, and the size of certain committees such as Quality and Standards.

The Committee discussed the importance of Governors being able to access to meetings, whilst maintaining a Governor presence on site / interaction with staff and students / to really understand the Colleges and the nuanced issues at each site. It was acknowledged that whilst governors appreciate being in person, it is more important to have geographical coverage and accessibility, and not to create a barrier to meetings. This also works well for staff who are required to present at certain Committee meetings and can be admitted virtually.

The Committee agreed to recommend to the Board to have Committee meetings virtually, with the option of holding the first meeting of the year in person; Board meetings and the Board residential will remain in person.

5.2

Meeting Dates 2026/27 (to recommend)

All dates have been matched to next year, with the exception of the Board residential. It is proposed that the Board Residential is moved to earlier in the year to avoid the exam period and facilitate student governor attendance/learner participation. If the residential was moved earlier, this would provide an opportunity to start looking ahead in relation to the new Group strategic plan.

The Extraordinary Board meeting on 25th February will focus on updates from North Devon College, workstream update and strategy update, this will then be discussed at the residential. The residential will also have a focus on Ofsted; this is due in Autumn 2028.

The Committee will recommend the 2026/7 dates to the Board and also recommend moving the residential to earlier in the academic year.

5.3 Lead Governor – Health and Safety

There is an obligation to have a lead governor in this space, assurance has been added through a third party. The role of a Health and Safety Lead Governor would be to meet with the third-party company and Health and Safety Officer, to discuss the Health and Safety report before it is presented to Board. It would also be expected that the governor would attend at the least the final Health and Safety Meeting of the year. Due to his background, it was suggested that Damion Norcombe’s skill set would fit well with this, HofG will update the role descriptor, and the Chair will speak to Damion about this.

**Chair
HofG**

5.4 External Review of Governance (to discuss)

An External Review should happen by July 2027, and the Committee discussed the previous review and the tender process. It was agreed that, if possible, the reviewer should be someone with experience of change processes. The Committee agreed that the review should be aspirational in its nature, the HofG will research companies with the relevant expertise.

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6. Policies (To recommend)

The Committee reviewed various policies, which have been updated in line with latest DfE guidance, and to reflect the merger (Complaints Against the Board, Conflicts of Interest Register of Interests, Governor Appointments and Removal, Attendance of Non-Committee Members at Committee Meetings, Governor Expenses and Taking Independent Advice).

6.1 Complaints Against the Board

The main changes are relating to the charity commission: some changes put more responsibility on the role of Chair of Audit and Risk. The Group were happy to recommend the policy to Board, provided that the complaints process has an end point. Also, the panel referred to in 4.4 should be clear that it is a panel of Governors. The HofG will make this clear in the policy.

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6.2 Conflicts of Interest and Register of Interests
No comments received.

6.3 Governor Appointments and Removal

1.5 ‘The Head of Governance shall act independently in matters relating to Board membership, conduct or removal,’ change from independently to impartially.

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- 6.4 Attendance of Non-Committee Members at Committee Meetings
The Committee recommended a definition / rewording to ensure non-committee member is clearly defined. HofG to reword this, prior to presenting to Board.
- 6.5 Governor Expenses
No comments received.
- 6.6 Taking Independent Advice
No comments received.

7. **Future Meetings (To Discuss and Note)**

- Virtual meetings
- Board residential
- Policies
- Skills matrix
- External review of governance

7.1 **Items to take to Board.**

- Complaints Against the Board Policy
- Conflicts of Interest Register of Interests Policy
- Governor Appointments and Removal Policy
- Attendance of Non-Committee Members at Committee Meetings Policy
- Governor Expenses
- Taking Independent Advice Policy

7.2 **Items for next meeting**

7.3 **Dates of meetings for 2025/2026**

- 16 March 2026

Items for the next Meeting

The Committee reviewed the cycle of business for the meeting on 2 March 2026.