

SPARSHOLT COLLEGE HAMPSHIRE
MINUTES OF THE MEETING OF THE
SEARCH COMMITTEE
held on 25 November 2019 at 11.00 am

¹PRESENT N Hopkins (E); T Jackson (P); M Lauder (E)

In attendance: J Milburn (Deputy Principal – Curriculum)
S Willson (Clerk to the Corporation)

DECLARATION OF INTERESTS

47 There were no interests to declare.

48 It was noted that J Milburn had been invited to attend in her capacity as Principal Designate and had not received the confidential minutes of the last meeting.

MINUTES

49 **Resolved** – that the minutes of the meeting held on 7 March 2019 (Parts 1 and 2) be confirmed as a correct record and signed by the Chair.

50 There were no matters arising not covered elsewhere on the agenda.

ANNUAL REPORT

51 The Committee agreed that the minutes of this meeting provide its annual report to the Board on the matters within its remit.

SELECTION AND APPOINTMENT POLICY

52 The Committee had received the revised Policy on the Selection and Appointment of Governors and Committee Members, which had been updated by the Clerk following the change to the composition of the Board from October 2019 (as defined in the Instruments & Articles) in relation to the appointment of a Sparsholt College Services Limited (SCS) employee as a governor of the College. These changes had been reviewed and endorsed by the SCS Board of Directors.

53 The Clerk had also proposed the inclusion of additional information in relation to the reappointment of co-opted committee members and with regard to the eligibility and due diligence checks required to ensure that new governors were fit and proper persons.

54 Members proposed that consideration be given to undertaking a Section 128 check as a condition of appointment of external governors, in addition to the Standard DBS check, to identify whether the individual had been disqualified from holding office as a school governor. The Clerk undertook to confirm the availability of this check and update the policy accordingly.

55 **Resolved** – that the revised Policy on the Selection and Appointment of Governors and Committee Members be recommended to the Board for approval.

¹ (E) = External; (P) = Principal; (S) = Staff; (St) = Student; (C) = Co-opted Committee Member

BOARD MEMBERSHIP

- 56 The Committee had received the report from the Clerk providing a review of membership of the Board of Governors, including the summary of forthcoming expiry of terms of office, the skills analysis of Members, equality and diversity information and an updated Governor Role Description.

External Governor Recruitment

- 57 The Committee noted the resignation of Debbie Beaven on 8 November 2019 due to a significant increase in her work commitments and discussed options for filling the vacancy for an external governor with reference to the skills analysis and equality and diversity information.
- 58 As previously discussed by the Committee and Board, it was noted that the DfE's guidance regarding the insolvency regime included advice for governing bodies to include a qualified accountant on their board and the FE Commissioner had written to colleges in May 2019 to state that governing bodies must include two financially qualified members who are able to support and challenge the Principal and FD. The Committee noted that the Board continued to have one external member with an accountancy qualification, in addition to co-opted members of the Audit and Resources committees. Nonetheless, applicants with accountancy qualification would be welcomed to further enhance the financial oversight of the College.
- 59 In discussion, Members also agreed that applicants would be particularly welcomed who were female and/or from BAME backgrounds and that, in addition to reflecting this in the wording of the recruitment advertisements, the advert should also be forwarded to relevant communities/societies/contacts in the local areas.
- 60 Members stressed that the overall priority was to maintain a Board with the skills and experience to ensure effective leadership and governance of the College for the benefit of its current and future learners/students.
- 61 The Committee agreed the proposed updates to the Role Description for Board Members, including highlighting financial and accountancy expertise as a priority but also inviting applications from individuals from a range of backgrounds with an interest in the College and that a letter from the Chair of Governors be included with the recruitment materials.

External Governor Reappointments

- 62 The Committee noted that Z Carter would complete her first term of office as a governor on 31 December and the results of a re-appointment survey of Board Members which had been issued and summarised by the Clerk. The Clerk reported that Z Carter had confirmed that she was willing to be reappointed.
- 63 The Committee agreed to recommend that Z Carter be reappointed on the basis of her contribution and commitment to the Board's work and the continuing relevance of her skills and experience.
- 64 **Resolved** – that the Board of Governors be recommend to reappoint Z Carter for a term of office of four years from 1 January 2020.
- 65 The Committee noted that S Morgan would complete his second term of office as a governor on 8 March 2020 and that careful consideration was required to be given to any recommendation to reappoint as the Board's policy was that governors should not service

for more than two periods of four years other than if there are exceptional reasons for a governor to be reappointed for a third term.

- 66 Members discussed the criteria for recommending a reappointment to the Board, recognising that S Morgan brought a particularly relevant set of skills and experience to the Board in relation to the Sparsholt College land-based offer and that continuity of knowledge could be considered particularly helpful at this time either as a full Board member or co-opted committee member. Members also noted that it might be possible to bring to the Board different, but also relevant, skills and experience from the wider land-based and agriculture sectors. On balance, the Committee veered towards considering that there were exceptional reasons to extend for a third term, noting that the length of term could be between one to four years, but agreed that views should be sought from other Board Members.
- 67 **Resolved** – that a reappointment survey, adapted to cover the policy for a third term of office, be undertaken and the results reported to Search Committee members to inform a recommendation to the Board.

Staff and SCS Governors

- 68 The Committee noted that recruitment was taking place for the vacancy for a governor from amongst Sparsholt College Service Ltd (SCS) employees and that a nomination would be presented to the Board in December.

Student Governor

- 69 The Committee noted that vacancies would arrive for Student Governors from the Andover College campus and Sparsholt College campus at the end of the 2019-20 academic year.
- 70 The Deputy Principal – Curriculum questioned whether the policy to appoint two student governors, one based at Sparsholt College and one based at Andover College, required review to ensure that there would continue to be a HE student governor on the Board in circumstances where an FE student was successful in winning the nomination by the Sparsholt College FE Student Council and HE Student Association members.
- 71 It was noted that the Office for Student's (OfS's) public interest principle on student engagement expected governing bodies to ensure that all HE students had opportunities to engage with the governance of the provider and Members agreed that membership of the Board (and a committee) was one way of supporting this.
- 72 Members discussed changing the composition of the Board to enable the inclusion of a minimum of two and up to three student governors (one HE and two FE, one each from Sparsholt College and Andover College respectively), noting that this would require a change to the Instruments & Articles which defined the composition of the Board as sixteen members, including two student governors. This would also require amendment of the Selection and Appointment policy.
- 73 The Deputy Principal – Curriculum concurred with the Committee's views, confirming that if an HE Student Governor was elected for the Sparsholt College campus, it would not also be necessary to have an FE Student Governor for the Sparsholt College campus (there would continue to be an FE Student Governor for the Andover College campus).

- 74 **Resolved** – that the Clerk be asked to review and propose amendments to the Instruments & Articles and Selection and Appointment Policy to include a HE Student Governor on the Board prior to the recruitment of new student governors.

President and Vice-President

- 75 The Committee noted that the terms of office of the current post-holders expired in February 2020 and agreed that there could continue to be a benefit to the College of maintaining these honorary positions.
- 76 It was recognised that the current incumbents might not be in a position to extend their commitment for a further term of office and Members discussed some individuals from the region who would be appointable should they be interested in the roles. It was noted that other governors might also have suggestions.
- 77 **Resolved** – that the Principal write to the President and Vice President in turn to express gratitude for their time and support for the College and an understanding that one or both might not wish to be considered for reappointment and report the outcomes to the Chair of Governors.
- 78 Confidential matters discussed are recorded separately. The meeting closed at 12.30 pm.