

SPARSHOLT COLLEGE HAMPSHIRE
MINUTES OF THE MEETING OF THE
SEARCH COMMITTEE
held on 24 June 2020 at 2.30 pm.

¹PRESENT Z Carter (E); N Hopkins (E); T Jackson (P)

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

DECLARATION OF INTERESTS

12 The Chair noted that there were matters relating to the office of Chair of Governors where it would not be appropriate for him to make a recommendation to the Board.

13 There were no other interests to declare.

MINUTES

14 **Resolved** – that the minutes of the meeting held on 25 November 2019 (Parts 1 and 2) and 10 March 2020 be confirmed as a correct record and signed by the Chair.

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

BOARD AND COMMITTEE MEMBERSHIP

16 The Committee had received the report from the Clerk providing an update on matters under the Committee’s remit that required action ahead of, or during, 2020-21.

Board membership

17 The Committee received a summary of the terms of office of members and noted that T Floyd and A Owen were due to complete their first terms of office in July 2021 and that the Clerk would consult with them during the year.

18 The Committee also noted that N Hopkins and C Wilson were due to complete their second terms of office as governors in July 2021, although their four-year appointments as Chair of Governors and Vice Chair were until July 2022.

19 The Clerk had set out the Board’s policy on reappointments and the option for the Board to invite either or both N Hopkins and C Wilson to be reappointed for a term of office of between one and four years, on the basis of identifying exceptional circumstances for a third term. A one year ‘extension’ would enable the individuals to complete their current terms as Chair and Vice Chair.

20 Z Carter confirmed that she had excluded herself from being considered for appointment as Chair, Vice Chair or Committee Chair for the foreseeable future due to her other commitments and therefore had no conflict of interest in the discussions.

21 The Clerk reported that she had consulted the Vice Chair and that he had made known that, while be very willing to continue, he would be prepared to consider whatever was in

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

- the best interests of the College and to step down early as Vice Chair if necessary. The Clerk noted that, prior to being appointed Vice Chair, C Wilson had made known that he would not be in a position to take on the role of Chair in the future.
- 22 The Principal noted that the change to a new Principal after 22 years could be considered an exceptional circumstance and that the Board might want to consider extending the term of office of the Chair of Governors and/or Vice Chair at least until July 2022, and potentially for a full term of four years, to provide continuity of leadership, particularly in relation to knowledge of education.
- 23 In discussion, members agreed that a governor undertaking the role of Vice Chair was a useful way of enabling the governor to gain experience. It was suggested that one option was to appoint a second Vice Chair to work alongside the current Vice Chair for a time. (This would require a change to the College's Instrument & Articles and related procedures.)
- 24 The Board's succession-planning policy stipulated that the position of Vice Chair could be used in the context of succession planning but recognised that it would not always be the case or the intention that the Vice Chair succeeds the Chair. The procedure for Chair and/or Vice Chair was for nominations (proposed and seconded) to be invited prior to the final term before the vacancy/vacancies arose, although recent appointments had been made further in advance to provide stable leadership.
- 25 Asked whether he would consider being reappointed for a further term of office, the Chair of Governors confirmed that he was able and willing to continue, while also noting that this was a matter for the Board as a whole and that there might be other governors who wished to be considered.
- 26 **Resolved** – that the Board of Governors be invited to consider matters at its meeting in July in relation to the terms of office of N Hopkins and C Wilson and succession planning for the Chair and Vice Chair in order to inform actions to be undertaken during 2020-21.
- 27 The Clerk had also reported to the Committee the full outcomes of the surveys of the performance of the Chair of Governors and Vice Chair's performance in relation to the continuation of their appointments for the year 2020-21. The surveys had each been completed by 11 Board members and the results for both showed unanimous support for the continuation of the appointments for the next academic year.
- 28 **Resolved** – that the Board of Governors be invited to note the unanimous support for the Chair and Vice Chair and to reconfirm their current appointments for 2020-21 in line with the Procedure for the Appointment of the Chair and Vice Chair of the Board.

Student Governors

- 29 The Committee noted the previous decision to revise the College's current policy so that one of the student governors was always nominated by the HE Student Association and considered a range of options put forward by the Clerk, after consultation with the Principal and Principal Designate, as to future student membership of the Board and its committees.
- 30 Alongside the focus of the Office for Students (OfS) regulatory framework on governing bodies engaging with HE students, the Principal Designate highlighted the emphasis in Ofsted's Common Inspection Framework of having structures and processes in place to ensure an effective student voice at all levels.

- 31 Having discussed the options and considered alternative approaches, and taking into account the Principal Designate's feedback, the Committee concluded that there was merit in extending the membership of the Board from 16 to 17 in total, to include three student governors – one University Centre Sparsholt student, one Sparsholt College student and one Andover College student. This would require revision of the College's Instrument & Articles and the Board's appointment policy and consideration of committee membership.
- 32 The Committee endorsed the Clerk's suggestion that the revised Board composition be reviewed after two years to assess the impact of the changes on the operation of the Board and its committees.
- 33 The Committee discussed ways outside of Board membership which enabled the Board and its committees to hear from the Student Association/Councils and the student community more widely, noting that there were already a number of feedback mechanisms in place via management reports. The Principal Designate undertook to reflect on this further.
- 34 **Resolved** – that the Board of Governors be recommended to approve that the composition of the Board be amended to seventeen members, to include one HE and two FE student governors, that the Instrument and Articles be revised accordingly and that the impact of the change in Board composition be reviewed after two years.

Committee Chairs

- 35 The Committee reviewed the chairing of committees in order to recommend appointments to the Board for 2020-21.
- 36 It was noted that the Chair of Governors was chair of the Resources Committee and Search Committee on an ex-officio basis. Other committee chairs had each served two years in office, other than the Chair of the Audit Committee who had been in post for six years. The Clerk noted that rotating committee chairmanships between external Board members could have benefits in developing and engaging governors.
- 37 The Committee recognised the contribution of the individual governors in performing the role of committee chairs effectively and was satisfied that all of the committee chairs were worthy of reappointment. The Committee Clerk was asked to consult further and to report to the Chair of Governors ahead of the Board of Governors July meeting in order that appointments could be made for 2020-21.

Committee Membership

- 38 The Committee discussed the membership of CEMR with the Principal Designate after the attendance as guest of Mike Serridge, Head Teacher at Harrow Way Community School. On balance, it was agreed that it would be appropriate to co-opt M Serridge to the committee to bring an additional stakeholder perspective to the committee's considerations.
- 39 **Resolved** – that the Board be recommended to appoint Michael Serridge as a co-opted member of the Curriculum, Employers & Market Requirements Committee from 9 July 2020 for a term of office of four years.
- 40 The Committee discussed the vacancy arising on the Audit Committee in October 2020, acknowledging the valuable contribution and challenge that the retiring co-opted member, W. Fullbrook (Head of Financial Services at Test Valley Borough Council (TVBC)), had

brought to the committee over a number of years. It was recognised that TVBC was very supportive of the ambitions of Andover College and its role in the local community and economy and suggested that the Chief Executive might be approached to see if the new Head of Financial Services when appointed might be a suitable co-opted member in the future.

- 41 The Committee also noted that one of individuals who had been considered appointable as a governor were a suitable vacancy to arise had also been approached on behalf of the Board to ascertain his interest and availability in being co-opted to the Audit Committee or Resources Committee. The Committee agreed that he could make a valuable contribution to either committee, with knowledge that could be most useful on the Resources Committee. While the Resources Committee currently had two co-opted members, it was not known to what extent they were content to complete their current terms of office given their other commitments.
- 42 The Committee asked the Clerk to consult the individuals with a view to either making an appointment direct to the Resources Committee or to making an appointment to the Audit Committee, and subsequently potentially transferring to the Resources Committee at a future point.

Lead Governors

- 43 The Committee considered whether there was potential merit in introducing an Equality & Diversity Lead Governor as part of the Board's oversight of the College's activities. Such as an appointment would follow a similar model to the current Safeguarding Lead Governor (although it was a statutory requirement to have a Safeguarding Lead Governor), to supplement existing reporting by management and collective oversight by the Board of Equality & Diversity matters.
- 44 The Committee noted that the Single Equality Scheme 2020-24 was being presented to the Board in July and proposed that the question of whether to introduce an Equality & Diversity Lead Governor be discussed by the full Board, with some steers from the Principal Designate as to what such a role might encompass and how it could add value.

College President and Vice President

- 45 The Committee discussed the honorary roles of President and Vice President, in light of the retirement of the current post holders by the end of October 2020, considering what benefits the roles could bring to the College and the range of skills and experience which might be sought. Members and the Principal Designate reflected on a number of factors including whether to approach individuals from more traditional backgrounds who might have interest in supporting the College's ambitions or those who 'broke the mould' and offered a different kind of role model for students.
- 46 It was agreed that, in addition to the role of President, there was an opportunity to appoint one or more Vice Presidents and to invite other role models to take part in award ceremonies and connect with students in other ways.
- 47 The Committee agreed to consult further outside of the meeting and to bring any resulting recommendations to the Board at the July meeting.
- 48 Confidential matters discussed are recorded separately. The meeting closed at 3.50 pm.