

SPARSHOLT COLLEGE HAMPSHIRE
MINUTES OF THE MEETING OF THE
GOVERNORS & SEARCH COMMITTEE
held on 1 July 2022 at 11:00
via online videoconference

¹PRESENT N Hopkins (E, Chair); M Lauder (E); J Milburn (P).

In attendance: S Willson (Head of Corporate Governance)

MEMBERSHIP & REMIT

43. This was the first meeting of the committee since the Board had agreed to expand its remit from Search to Governance & Search.
44. The Chair of Governors and Principal were already members of the Search Committee. Under the authority delegated in the Board's Standing Orders, the Chair of Governors had appointed M Lauder as the third member of the committee. There was a vacancy for a fourth member. The quoracy was three members.

DECLARATION OF INTERESTS

45. There were no interests to declare.

MINUTES AND MATTERS ARISING

46. **Resolved** – that the minutes of the Search Committee meeting held on 11 February 2022 be confirmed as a correct record.
47. The committee noted that the resolutions of the committee had been implemented and that there were no matters arising not covered elsewhere on the agenda.

GOVERNOR RECRUITMENT

48. The three committee members had shortlisted the applications for the two vacancies advertised for external governors. There had been two confirmed applications by the deadline and the panel had confirmed that both merited shortlisting for interview. The interviews had been held immediately proceeding the start of the meeting.
49. The members discussed their assessment of the two candidates and agreed that both applicants offered areas of strength and transferable skills and knowledge for college governance. Neither candidate, however, had the extensive education experience which the Board had prioritised as the selection criteria for one of the vacancies.
50. After careful consideration, the committee agreed that the skills and experience of one of the applicants had been demonstrated through the selection process to most closely meet the requirements of the Board at this time, as well as taking into account succession planning for a further forthcoming vacancy.
51. In addition, the committee noted that, although the Board had been keen to widen the diversity of background, gender and ethnicity of Board members and this had informed the

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

recruitment activities, there were no apparent major differences in this regard between the two candidates. It was agreed therefore that, given there were other potential vacancies available to continue to address equality and diversity objectives, the preferred candidate should be recommended for appointment.

52. **Resolved** – that, subject to the agreement of the individual, the Board of Governors be recommended to appoint Colin McCormack as a governor from 1 September 2022 for a term of office of four years, subject to satisfactory references, DBS and fit and proper person checks.
53. The committee agreed that the other candidate was considered also appointable, depending on the outcome of the search for an individual with more extensive education experience and a further review of the skills/diversity mix on the board once this outcome was known.
54. The Head of Corporate Governance undertook to explain these considerations to the candidate and to seek his consent to retaining his personal data and contacting him with an update in due course.

REVIEW OF BOARD AND COMMITTEE MEMBERSHIP

55. The committee had received a report from the Head of Corporate Governance on actions arising and new developments in relation to the membership of the Board and its committees.

External members

56. The committee noted that, in addition to the two vacancies advertised this term, a vacancy would arise at the end of December following M Lauder's decision to step down then to pursue other commitments. Succession planning was therefore required for the membership and post of Chair of the Audit Committee, the post of Co-Vice Chair and members of the Governance & Search and Remuneration committees.
57. The committee noted that, while the current gender mix on the Board had been retained by P Jordan joining the Board shortly after Z Carter left, gender, and diversity more broadly, remain a recruitment priority.
58. The Head of Corporate Governance shared some of the lessons learnt from the Summer term recruitment round in relation to the visibility of adverts on certain platforms and potential new routes for identifying and promoting the opportunity more widely. The Chair suggested communicating vacancies for external governors to students' parents as a way of reaching out more widely in the community.
59. The committee agreed that the Principal continue to pursue her contacts in schools and colleges, including one who had expressed an interest in principle to joining the Board and that next steps in terms of appointments and further recruitment activities then be reviewed.

Student Governors

60. The Head of Corporate Governance provided an update on the recruitment and nominations process for the FE Student Governor vacancies, confirming that two of the applicants from earlier in the year were continuing their studies in 2022-23 and had confirmed that they still wished to be appointed. The Student Councils had been updated.

61. **Resolved** – that it be noted that Board of Governors be asked to approve the appointments of:
 - a) George Morris as FE Student Governor Sparsholt from 7 July 2022 for the duration of his enrolment at the College and to appoint George as a member of CEMR.
 - b) Sujan Rai as FE Student Governor Andover from 1 September 2022 for the duration of his enrolment at the College and to appoint Sujan as a member of Q&S.
62. The committee noted that J Plenderleith had completed her term of office as HE Student Governor and that the nominations and selection process for a new HE Student Governor would be conducted with the HE Student Association in the Autumn term. Due to the timings of the start of term and meeting of the Student Association, the nominee would be unlikely to be confirmed by the time of the October Board meeting but it would be good to have the appointment confirmed in time for the student to take part in the Quality & Standards Committee meeting in November.
63. **Resolved** – that the Board of Governors be asked to delegate authority to the Chair of Governors to approve the appointment of the HE Student Governor in the Autumn term if the nominee was not available in time for the October Board meeting.
64. The committee noted that College management was rejuvenating forums for FE student engagement under the banner of ‘Student Government’, encouraging students to engage with the Student Councils (management matters) and FE Student Association (social matters) and become Student Governors. The committee welcomed these developments and discussed ways in which governors could have more contact with the ‘student voice’. It was suggested that a visit to participate in Student Council meetings could be included in the governors’ rolling Link Visit programmes and the Head of Corporate Governance undertook to follow this up for the 2022-23 programme.

Committee membership

65. The committee reviewed the membership of committees in light of the current Board membership and the vacancy to arise at the end of December and agreed a number of actions for the Head of Corporate Governance to consult members about in order to confirm proposals, including in relation to membership of the Quality & Standards Committee while the search for an educationalist was ongoing.
66. **Resolved** – that the Head of Corporate Governance consult N Moody in relation to his availability to join the Governance & Search Committee (N Moody having recently participated in the Search Committee) in order to confirm a recommendation to the Board or to consult with other governors.

[Addendum: N Moody confirmed that he would be willing to join the Governance & Search Committee and the Board of Governors was recommended to confirm his appointment from 7 July 2022.]
67. **Resolved** – that the Head of Corporate Governance highlight to M Coombes the approaching end of his term of office as a co-opted member of the Resources Committee and explain the current considerations in relation to membership and skills mix on the committee.
68. The committee also discussed the feedback from the Curriculum, Employers & Market Requirements Committee’s annual performance review about whether the committee

should seek an employer/employer body representative as a co-opted member. The Principal undertook to follow this up with a contact in the land-based sector.

Lead Governors

69. The committee discussed the update on Lead Governors, noting that the only formal appointment currently was the Safeguarding Lead Governor but that there was a possibility following the SEND Green Paper consultation of a requirement for a SEND Lead Governor to be introduced. Other 'lead' roles, such as careers guidance, were delivered through the expertise of specific committees and their members and through the programme of rolling Link visits.
70. It was noted that R Palmer had performed an informal lead governor role for HE, attending the HE Board of Studies, and agreed that attending the HE Board of Studies was a worthwhile HE governance activity to continue, even if the governor attending was not an HE specialist.

Co-Vice Chair

71. With M Lauder's forthcoming departure at the end of December, it was agreed that the process for seeking a new Co-Vice Chair would be undertaken later in the Autumn term.
72. M Lauder explained that she had found the role worthwhile and that she would be happy to talk to any governors about her experience of the role.

BOARD PERFORMANCE

73. The committee had received the report of the Head of Corporate Governance on training & development, Link visits and performance review activities, together with the new DfE guidance on external governance reviews for FE colleges and a feedback report on the May Governors' Seminar.
74. The committee noted the new requirement in the College Accounts Direction for 21-22 for colleges to report on training activity for governors (and the governance professional), as well as on Board performance review.
75. The committee noted good progress during 2021-22 across training & development activities: the in-person Link visits programme had restarted in the Spring term and there had been a high level of buy-in from external governors and College teams, with informative reports by governors circulated to the full Board; induction activities for new external governors were continuing and would be put in place for the new student governors; governors had undertaken a range of internal and external training activities, including a well-received presentation from Landex about the College's performance in relation to Ofsted's Education Inspection Framework at the May Seminar.
76. It was noted that the ETF Governance Development Programme was being relaunched on a new online platform and agreed that governors be asked to undertake the safeguarding module when available.
77. The committee noted that the Board was now required to have an external review between August 2021 and July 2024 (and every three years after that) and discussed feedback about pilot reviews undertaken in the sector and the emergence of new providers in the FE market.
78. **Resolved** – to plan for the external review to take place in the next 12-18 months, with an internal review to be undertaken in September 2022 in a similar format to previous years and designed to inform the scoping of the external review.

79. The Head of Corporate Governance undertook to develop proposals for the external review informed by the DfE guidance and the outcomes of the Board’s internal review for consideration by the committee at its November meeting.
80. The committee noted that the updated DfE FE & Sixth Form College Corporations Governance Guide had now been published and would be circulated to governors. More information was awaited about the competency framework for governors which the DfE planned to publish.
81. The meeting closed at 12:00.