

SPARSHOLT COLLEGE HAMPSHIRE
MINUTES OF THE MEETING OF THE
GOVERNANCE & SEARCH COMMITTEE
held on 13 May 2025 at 13:00

¹PRESENT N Hopkins (E, Chair); P Jordan (E); J Milburn (P); N Moody (E).

In attendance: S Willson (Head of Corporate Governance (HCG))
 A Robertson (Governance Co-ordinator)

DECLARATION OF INTERESTS

42. There were no interests to declare.

MINUTES AND MATTERS ARISING

43. **Resolved** – that the minutes of the Governance & Search Committee meeting held on 12 February 2025 be approved as a correct record.
44. SEND Lead Governor (minute 8/25): A Rowley wished to continue in the role of SEND Lead Governor for the timing being, and further involvement from other governors would be encouraged.
45. Appointments (minutes 12 & 17/25): The Board had approved the reappointment of G Davies from 1 September 2025 for a term of office of four years and T Floyd as a co-opted member of the Curriculum, Skills & Stakeholders Committee from 1 September 2025 for a term of office of one year.
46. Subsidiary companies (minute 27/25): N Wall had been appointed as a director of Westley Enterprises Ltd from 1 May 2025.
47. AoC Code of Governance (min 36/25): The HCG advised that the governance internal audit had concluded, and no actions have been identified.
48. It was noted that an additional meeting of the Governance & Search Committee may be required before the July Board of Governors meeting to make recommendation on annual appointments to the Board.
49. The committee noted that the other resolutions of the committee had been implemented and that there were no other matters arising not covered elsewhere on the agenda.

SUCCESSION PLANNING & RECRUITMENT

50. The committee had received and reviewed the report of the HCG on Board succession planning and recruitment planning actions in relation to Board and committee members.

Succession Planning

51. The committee considered the membership review and succession planning actions and updates in relation to governors reaching the ends of their terms of office in the next 12-18 months.

52. The committee received a summary of the individual meetings held with governors, conducted with the Chair and HCG, to ascertain the key attributes and governors identified for a future Chair, as well as to explore any individual interest in the role and other areas of governor development. The committee also received a summary of feedback from SLT members.
53. Members carefully considered the feedback and explored a range of options in relation to succession planning. Most governors had some level of preference for appointing an internal candidate with whom governors and the Principal had an established, constructive relationship, although recognising that recruiting externally may be necessary. Moreover, the committee agreed that the recruitment campaign should seek to attract new governors to expand the pool of potential future nominees for Chair.
54. Education and finance were reconfirmed as priority areas of experience for the governor recruitment given the skills analysis and succession plan priorities and the committee also agreed sustainability (potentially, but not necessarily, linked to estates/property) as a third search criteria.
55. The decision not to advertise directly for a Chair of Governors or use external recruitment consultants at this point would be reviewed by the committee in light of the expression of interests and applications received from the governor recruitment campaign.
56. The committee discussed an example of a college currently seeking to appoint a new Chair as a remunerated position (for one year only) following previous recruitment campaigns failing to result in an appointment. It was noted that it remained rare for the role to be remunerated and required approval of the Charity Commission that there were exceptional reasons which met the criteria for paying fees to charity trustees. The committee reconfirmed its view that this was not an appropriate route to pursue at this time.
57. The committee reviewed the proposed updates to the governor role description and agreed that the context sections include a nuanced approach to encouraging those with a potential interest in chairing roles to apply.
58. The HCG summarised the range of recruitment mechanisms and networks that would be used for advertising and promoting the vacancies and the committee agreed that the additional option of advertising in FE Week and repurposing the staff onboarding video for use in the governor recruitment campaign be explored.
59. The committee also discussed the development of a recruitment brochure, including student case studies and an overview of the college's activities, and the offer of a visit/campus tour for interested potential applicants. Members also discussed potential network contacts and current/former education leaders who could be approached about the vacancies.

GOVERNANCE

60. The Chair highlighted the FE Commissioner's intervention assessment summary report on governance and financial control failings at Weston College and noted that the FE Commissioner's findings would be considered by the Remuneration Committee and reported to the Board for assurance about the college's policies and practices.
61. The meeting closed at 14:00.

Approved: Governance & Search Committee Meeting 2 July 2025