

SPARSHOLT COLLEGE HAMPSHIRE
MINUTES OF THE MEETING OF THE
GOVERNANCE & SEARCH COMMITTEE

held on 6 November 2025 at 10:00
at Sparsholt College Campus

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

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

APOLOGIES

101. Apologies were received from N Moody.

DECLARATION OF INTERESTS

102. There were no interests to declare. Individual members did not take part in decisions relating to themselves.

MINUTES AND MATTERS ARISING

103. **Resolved** – that the minutes of the Governance & Search Committee meeting held on 2 July 2025 be approved as a correct record.

104. Governors’ training, development and Link visits (min 74/25): Brief Bite training sessions on contribution analysis, cyber security, skills passports and SEND & EHCPs have been well attended by governors. The annual mandatory safeguarding refresher training took place on 23 and 29 September 2025 and was completed by all governors. Co-opted committee members were also invited to join on an optional basis, and one member attended the training.

105. Governor performance & development reviews (min 79/25): Two of the ‘end of first year’ performance review meetings for governors appointed in May/July 2024 took place in October, with the remaining two being scheduled. All meetings are informed by feedback provided by Board members via a survey.

106. Board performance review (min 83/25): The Board Effectiveness Action Plan for 2025/26 approved as part of the Board’s annual performance review included an action to update the Board’s Standing Orders in relation to online/hybrid participation and minimum attendance requirements and proposals would be presented to the Board in due course.

107. Co-opted members (min 90/25): Carl Whatley has been appointed to the co-opted vacancy on Audit Committee on a standard four-year term of office from 1 September 2025.

108. 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.

BOARD AND COMMITTEE MEMBERSHIP

External Governors

109. The committee noted that there is currently one vacancy for an external governor. Two additional vacancies will arise in December, when A Neal completes his second term of office and following N Moody’s decision to step down due to new external commitments.

110. The committee reviewed the forthcoming turnover of members and expiry of terms of office within the next 12-18 months. It was noted that P Jordan will complete her four-year term in April 2026 and has indicated her willingness to be considered for re-appointment. It was confirmed that the reappointment criteria will be reviewed and a survey of governors' feedback undertaken in the Spring term and that P Jordan would re-appoint herself.
111. C McCormack completes his four-year term in August 2026. It was noted that he had previously indicated that he was uncertain whether he would be in a position to be considered for a second term of office. The Head of Corporate Governance confirmed she would consult with C McCormack in the Spring term.
112. The committee also noted that the Board of Governors previously agreed to a one year re-appointment of the Chair of Governors until July 2026, with the potential for a further one year's extension if necessary to support succession activity.

Student Governors

113. The HCG confirmed that the vacancies for FE Student Governors for Sparsholt and Andover have been filled with students in their final year of enrolment. First year students have been appointed on both campuses to take over in the summer, with the opportunity to shadow the current Student Governors in their final meetings.
114. The vacancy for a HE Student Governor remains, and recruitment activities are ongoing with the HE team.

Staff Governors

115. The committee noted that H Perry completes her maximum service as Staff Governor of two terms of office in May 2026. The committee commended the time H Perry has given to the Board of Governors and as a Director of Andover Town Football Club Limited and noted that her contribution would be missed.
116. The HCG confirmed that the forthcoming vacancy would be promoted in the College Group staff newsletter and nominations would be sought from staff employed by college in academic related roles in the Spring term.
117. The committee discussed the proposal to introduce further eligibility criteria to the policy for the selection and appointment of staff governors to help ensure the appointee can be effective in the role. The HCG reported legal advice from Eversheds Sutherland had not identified any statutory or constitutional issues with introducing the criteria.
118. **Resolved** – that the Board be recommended that the Appointment and Selection Policy be updated with the following eligibility criteria, subject to finalising the part-time hours thresholds with the Principal and Interim Head of HR and to seeking feedback from the Informing & Consulting Employees (ICE) Group:

To be nominated and appointed as a staff governor, the member of staff must normally:

- a. Have a contract of employment of minimum [to be confirmed*]
- b. Have successfully completed their probation period or appointment support period
- c. Not be undergoing a staff disciplinary process at the time of nomination and/or appointment

- d. Not be a senior post holder or other member of the SLT (SLT members generally attend governor meetings and have an opportunity to input as part of normal business)

**Addendum: after the meeting, ICE was consulted on the requirement to have a contract of employment of minimum 0.6 FTE. Part year and hourly paid workers should be engaged for an annualised total of a minimum of 900hrs per year.*

119. The committee agreed to retain the current policy for staff to be nominated and a ballot to be held if there is more than one nomination (college employees for academic staff governor or Sparsholt College Services (SCS) employees for the business support staff governor).

Committee Membership update

120. The committee noted the known and potential vacancies arising across the committees and that related skill sets had informed the governor recruitment campaign and will be taken into account during the shortlisting and interview stages.
121. The committee discussed the four co-opted committee members whose terms of office will conclude between April and August 2026, the opportunities for extending some appointments, and the impact on the range of skills and experience on the committees when members step down. A number of actions were discussed, and it was agreed to re-visit the review of committee membership in the Spring term after any new appointments to the Board had been confirmed
122. The committee also noted that the Chair of Governors expressed a willingness to be co-opted to the Quality and Standards Committee following the conclusion of his term of office as a governor.

Subsidiary Company Directors

123. The committee noted a vacancy will arise for a governor on the SCS Ltd board of directors in December 2025. The SCS board is made up of two external governors (one of whom is the Chair of Governors and SCS Board Chair), the Principal (who is SCS CEO), the CFO (currently a SCS employee), and two external non-executive directors. The committee meets three times a year and two of the meetings are held online.
124. It was agreed that the Head of Corporate Governance will draw up a role description for a SCS director so that this can be circulated to the Board to seek a volunteer to fulfil the role.
125. The committee noted a vacancy will also arise for a governor on the Andover Town Football Club Ltd board in May 2026.

Governor recruitment

126. The HCG provided a status report on the governor recruitment campaign, following applications closing on 5 November. The opportunity to join the Board had been promoted widely, including through a new candidate information pack, website landing page and visual LinkedIn posts supported by the Marketing team. Some applicants had taken up the opportunity for an informal conversation with the HCG before applying.
127. An exceptional number of applications had been received which would be reviewed by the selection panel and shortlisted applicants invited to interview. It was noted that the Board has approved N Shorter, Co-Vice Chair joining the selection and interview panel, to replace N Moody who is unavailable.

128. The committee discussed and agreed the parameters for scheduling the interviews and the format of the interviews. The committee agreed that all shortlisted applicants be offered the opportunity of an informal discussion with the HCG..

BOARD PERFORMANCE, DEVELOPMENT & SUPPORT

Governors' training, development & Link visits

129. The committee had received and reviewed the report of the Head of Corporate Governance on progress with the training plan and related activities and priorities for 2025-26 and the progress report on the Board effectiveness action plan for 2025-26.
130. The committee noted and agreed that the key activities proposed for 25-26 are:
- a. January Governors' Seminar – (i) education and related Government policy developments (including the Post-16 white paper), (ii) HE overview
 - b. May Governors' Seminar – risk appetite
 - c. Brief Bite sessions – to be confirmed, for example cybersecurity (business interruption), EHCP case studies, overview of curriculum areas with Assistant Principals, apprenticeships, careers education
 - d. Invitation to mid-year FE SAR curriculum reviews (January)
131. The committee noted the progress to date this year arranging Link visits for governors, including the Safeguarding Lead Governor visit, accompanied by the Chair of Governors, early in Term 1 which included a visit to residential halls. A visit related to the college's FE teacher training will be added to the Links programme from January 2026.
132. The HCG reported a new governance development programme launched by FE Associates and confirmed that the AoC and ETF continued to offer governance training. The committee was satisfied by the current training and development plan arrangements and to keep under review whether the FE Associates offer could be of value in the future.

Board performance review

133. The committee reviewed the progress report on the Board effectiveness action plan 2025-26, noting that most actions were underway, and agreed to add to the plan an action to have regard to risk appetite considerations in risk management and strategic planning following approval of the Risk Management Policy in October.
134. The Principal reported that the college had been invited to deliver a session on what governors looked for from managers and leaders as part of the Landex Middle Managers programme and that A Rowley, as Co-Vice Chair and Chair of Quality & Standards, had agreed to share her experience.
135. The meeting closed at 11:20.

Approved: 12 February 2026 Governance & Search Committee Meeting