



## Module 13

### Governor Recruitment and Succession

For suggestions on how to get the most out of these self-study materials, see the booklet on 'Using the Materials'.

# Contents

Introduction .....	1
Section 1. Why have a search committee?.....	3
Section 2. Membership of the corporation and governance models.....	7
Section 3. Seeking new members.....	10
Section 4. Encouraging potential new members.....	22
Section 5. Interviewing potential new members.....	26
Module review .....	30
Further reading .....	32

# Introduction

Welcome to Module 13, which looks at governor recruitment and succession strategies and issues, including the role and responsibilities of any nomination committee or panel (search committee) that a corporation may have chosen to have in place, and the role of clerk in supporting the committee.

Until the introduction of the Education Act 2011, the corporation was legally required to have a search committee to advise it on the appointment of members (other than parent, staff or student members) and such other matters relating to membership and appointment that the corporation decided the search committee should deal with. Many corporations at the time of writing will still have a search committee in place and/or will have taken the decision to retain a search committee. Search committees are seen as an effective way to search for new governors and senior post holders.

The current [UK Corporate Governance Code](#) states under code provision B.2.1: *“There should be a nomination committee which should lead the process for board appointments and make recommendations to the board”*, and goes on to make further recommendations in this regard.

The [English Colleges’ Foundation Code of Governance](#), whilst it does not refer to the process for recruitment, does set out under 2.2 that the governing body: *“should ensure that governors have, between them, the necessary skills and experience to enable the governing body to undertake its role effectively on a sustainable basis”*. The current review of this code is considering whether to include the search committee and its role in the updated version.

This module has therefore retained its references to having a nomination or search committee, explaining what the committee does, why it is important, how it can do its job effectively and its relationship with the corporation as a whole.

## Aims

By the end of this module on the search committee you should be able to:

- explain why the corporation has a search committee and what it does;
- outline the terms of reference of your own college’s search committee;
- describe the membership of a search committee;
- describe how governors are recruited and appointed;
- describe the search committee’s relationship with the corporation;
- evaluate the practice and effectiveness of your college’s search committee; and
- describe the clerk’s role.

## Contents

Mark the sections you want to study and tick them off as you complete them.

To do	Done		
		Section 1	Why have a search committee?
		Section 2	Membership of the corporation
		Section 3	Seeking new members
		Section 4	Encouraging potential new members
		Section 5	Interviewing potential new members

## **Working on the self-study activities**

These materials have been designed to be used flexibly (e.g. dip in and out for reference; complete in one sitting; work through alone or with others).

Where you need to make notes in response to activity questions, we suggest you do this in a notebook or on separate sheets of loose-leaf paper, and store the information you compile along with the module for future reference. References listed in the Further Reading section may also be helpful.

## **What you will need**

To complete the activities in this module you will need to get hold of the following documents:

- your corporation's search committee terms of reference. If you are operating policy governance and do not have a search committee as such, you will need the last paper to the board on recruiting governors;
- documents that outline your corporation's current, and possibly previous, recruitment strategies;
- paperwork that supports your corporation's governor recruitment, e.g. application forms, governor role description, skills' audit;
- information detailing your corporation's membership, i.e. the number of members in each category, their current period of office, how many years they have served on the corporation;
- documentation that outlines the experience profile of your corporation;
- documentation that outlines the diversity profile of your corporation, the college (by campus or site, if appropriate) and the community it serves; and
- any governor succession plans or strategies currently being used by your corporation.

# Section 1. Why have a search committee?

## Statutory responsibilities

The corporation, until the introduction of the Education Act 2011, had a statutory responsibility to establish a search committee, as set out in clause 5 of the Articles of Government of further education colleges:

*“(1) The corporation shall establish a committee to be known as the ‘search committee’ to advise on: a) the appointment of members (other than as a parent, staff or student member); and b) such other matters relating to membership and appointments as the corporation may ask it to.  
(2) Corporations should not appoint any person as a member (other than as a parent, staff or student member, which have their own separate election processes) without first consulting and considering the advice of the search committee.”*

From this starting point, corporations were free to make their own rules that outlined how their search committee would conduct its business. Any rules, often outlined in the committee terms of reference, were to be published on the college’s website and made available at the college for any person to inspect them during normal office hours.

To maintain the transparency and robustness of how the corporation conducts its affairs, continuing to have a search committee has much to commend it. If a board decides not to have a committee then they will still have to work through the issues and activities described below, but will have to do it at the full board and will be looking to the clerk to steer them through a streamlined process.

The terms of reference of the search committee need not be a long document; it could be captured in the following sentences:

*“The search committee shall be responsible for advising and making recommendations to the corporation on the appointment and reappointment of members of the corporation other than the principal and chief executive and any elected members. Any advice that the committee gives to the corporation, other than advice that the corporation is satisfied should be dealt with on a confidential basis, should also be published on the website and available for public inspection”.*

Colleges may wish to expand the terms of reference to enforce the importance and robustness of the committee’s work and practices. As set out below, this might include identifying the skills and diversity gaps on the board and taking appropriate action to recruit governors with those skills and characteristics; and monitoring the terms of office of governors and taking actions to address issues of recruitment and succession, along with making recommendations to the board on the reappointment of existing governors.

## Further responsibilities

Looking beyond compliance, the importance of the role of the search committee cannot be overstated. [A Review of Governance and Strategic Leadership in English Further Education](#) commissioned by AoC (Association of Colleges) and LSIS (Learning and Skills Improvement Service) in 2009 stated that:

*“Ensuring an appropriate board membership is probably the most crucial aspect of creating the basis for effective governance.”*

To ensure that the corporation is given the highest quality and most effective advice on the appointment of governors and succession planning, an important function of the search committee is to

monitor the skills base of the corporation to ensure that it is balanced in terms of expertise, as well as reflecting the gender, ethnicity, cultural, age and disability balance of the community served by the college.

### **Succession Planning**

Search committees in some colleges are also given responsibility for succession planning, for both committee and corporation roles, such as chairs of committees and vice chair and chair of the corporation. It is certainly beneficial for search committees to be aware of the skills and experience of their members in chairing committees and wider groups, and to ensure adequate training is planned for those who seek to progress to different roles and responsibilities.

To ensure that succession planning is effective there is certain information that search committees will want to be aware of and questions they will want to ask of themselves:

- What are the key governance roles on the corporation?
- What are the key elements of each role?
- If there is a role description, does it accurately reflect how the role is currently being performed and what is currently expected of it? Should it be reviewed?
- If there is not a role description, should one be created to enhance succession planning and monitoring of performance?
- What is the individual's time commitment for each role? Would that be a barrier for some governors and what can be done about that? E.g. can some responsibilities be transferred to another role, such as chair to vice chair or chair to committee chair?
- Does the skills audit include chairmanship skills?
- Do the recruitment criteria include chairmanship skills?
- Are funds in place to enable governor training for identified skills gaps?
- When do the terms of office of the current key post holders expire? Have they reached the end of an eight-year term of office?
- Is the effectiveness of each current post holder discussed as part of their performance review with the chair? Does the committee act on this when issues or training needs are identified?
- How do we know of governors' willingness or ambitions to succeed to key governance roles?
- What actions must we take to ensure effective succession planning to all key governance roles?

To enable succession planning to be an embedded part of governance, it should be a regular topic at search committee meetings, and succession-related issues should be included in key recruitment, appointment/re-appointment and performance review materials used by the board. Processes that identify potential training needs and resources in place to address these will help to ensure that succession is effectively achieved.

Good succession planning relies on boards being proactive, rather than reactive, in this regard. Following the varied recruitment strategies outlined in this module will bring boards into contact with a wider variety of skilled individuals, with the capacity, expertise and the talent to take on board roles.

### **Governor Performance**

In some colleges, individual governor performance is reviewed annually, often by the chair, and these conversations can identify further training needs for governors. The search committee and clerk should be made aware of these training needs, in order to inform planning. As an example, a performance review process might involve a governor completing a performance review form that is then passed to the chair; this then forms the basis of an ensuing conversation. This is not necessarily a stiff or formal process; for many colleges this has turned into a useful opportunity for the chair and governors to have a conversation that reflects on both the governors' and the corporation's performance, providing useful

ideas and outcomes that are then taken forward to improve governance, such as changes to governance frameworks, committee structures, improved induction and training sessions for governors.

These conversations often identify governors who would like to be considered for specific governance roles and any training needs that they may have before succeeding to these positions. Opportunities for shadowing or mentoring can be identified and taken forward as part of this process. When no successors can be identified for governance roles, actions to address this can then be incorporated into the recruitment activities planned by the search committee.

As with any other training and development in a college, the training and development of governors should be evaluated, often by the completion of an evaluation form. The evaluation analysis is in some colleges taken to the search committee, to ensure that improvements can be made to governor and clerk induction and any other training undertaken.

To fulfil their functions, search committees will need to receive information on the diversity of the college's community, which in some cases can vary from campus to campus or site to site. The actual student body diversity profile may not reflect the community in which the college's sites are situated, and search committees and corporations should make a judgement against which diversity profile they should monitor their membership profile.

The corporation should undertake a skills audit of governors to identify the areas of expertise and interest of existing members, with a view to filling any skills gaps when appointing new members. Potential members should be asked to complete the skills audit to assist the committee when considering their application.

The skills assessed in the skills audit should themselves be reviewed periodically to ensure they continue to reflect the skills required to deliver effective governance, and that match the college's needs and circumstances. The skills audit is an essential tool of the search committee.

Corporations also have the scope to determine the size and composition of their membership provided they remain within the overall statutory framework as laid down in the Instrument and Articles of Government. Further information is detailed later in this module.

## **Activity**

### **Thinking beyond statutory compliance, what is the value of having a search committee?**

Note down your thoughts and identify what you consider to be the three most important outcomes of having an effective search committee.

Are they confined to the core purpose of providing advice on appointing new members, or are they broader? Would there be benefits in changing or widening the scope of the terms of reference?

Where appropriate, note down improvements for the corporation to consider. Note down what else you consider might improve the work of the search committee, and the ensuing advice it gives to the corporation, and which would lead to improvements in governance practice.

What additional value could you give to the search committee that you are not currently being required to give? Do you have the time and resources necessary to support the search committee?

## **Viewpoint**

Governors' and clerks' experience of the work of search committees can vary widely. Some corporations restrict the committee's work to the statutory responsibilities. Other search committees have been given wider responsibilities such as:

- monitoring the induction and training of governors, including the development of corporation and individual member training plans;
- succession planning for specific governance roles; and
- governance self-assessment and the monitoring of an ensuing improvement action plan.

The advantages of broader terms of reference are to bring together in one committee a number of related activities. The disadvantages are that without strong committee leadership it might deflect attention from the committee's core purpose of providing advice to the corporation on the appointment of new members.

In addition, some delegated issues may properly be the responsibility of the corporation as a whole, or more effectively handled by the corporation as a whole. The corporation should take a view on those issues for which it wishes to retain responsibility and those which it would like the search committee to look at in more depth and then advise the corporation.

## Section 2. Membership of the corporation and governance models

There are variations in categories of members for different types of college. Clerks should ensure they are aware of the applicable limitations in place for their college.

### Notes

\*The principal (chief executive) is normally a member of the corporation but can choose not to be.

\*\* Following enactment of the Education Act 2011 the previous right of the funding agency to appoint members has been withdrawn. The Secretary of State has however reserved the power to intervene in the event of inadequate performance as identified by Ofsted or the funding agency. The [role of FE Commissioner](#) has been established to respond on behalf of the Minister where the situation requires intervention.

Within the category of 'member' the corporation should be mindful, through the work of the search committee, that its membership includes people from a range of backgrounds reflecting the community that the college serves. While it will never be possible in a group to reflect all walks of life and circumstances, there should be a balance of members that is appropriate to the college in terms of knowledge, skills and experience; and in terms of diversity, such as gender, ethnic origin, disability and age.

Quorums for each body should be established by the college. The corporation is the appointing body, but if a corporation cannot replace members because the number of members falls below the number needed for a quorum, the Secretary of State becomes the appointing authority until a quorum is established.

### Activity

#### Review the current membership of your corporation

In the table below, make a note of the current membership determined by your corporation and when vacancies are expected.

Category	Number of members	Dates of expected vacancies*
Members		
Staff		
Students		
Parents		
Principal		

### Note

\*Dates of expected vacancies will provide a useful indication of when to plan recruitment and succession planning activities and strategies. For example, if a number of governors' terms of office are due to expire in a short time period, this should be a key focus of activity for the search committee, including planning for the future to ensure wherever possible a good spread of members' terms of office expiry dates.

In your view:

- should changes be considered, e.g. increasing the number of staff or student members, or introducing parent members? When considering change, be clear as to how would this enhance effective governance.
- would it be appropriate for your corporation to make a new determination of membership, e.g. increase or decrease the total membership? What advantages would this bring to effective governance in your corporation?
- what other issues might your corporation address with a view to achieving a membership fully representative of the community served by the college?

## Governance Models

Consideration of board membership, skills audits and succession planning can give rise to further questions and may lead a board or its search committee to consider whether the current model of governance is 'fit for purpose'.

[Creating Excellence in College Governance](#) looked at how colleges now have the freedom to consider changes to their board structures, in order "*for it to be as effective as possible in pursuit of the college's mission*". The report includes information on how some colleges are looking at new models and processes, and looking beyond the sector for such models. This may be as simple as reviewing the size of the board, or going further into a completely different model of governance. The report illustrates some examples of boards who have undertaken such reviews.

The sector continues to look at such questions, and AoC has also published some case studies in its [Governance Library](#) to assist boards whose thinking is going along such lines.

Questions that may give rise to further debate on this issue might include:

- does the current model of governance meet the needs of our college?
- does it fit with the college's relationships with its partners and stakeholders?
- what other models might serve us better?
- have other colleges taken action to change their models, and how successful have they been?

Such questions may be taken forward at board level. Alternatively, as this has the potential to be a substantive piece of work, boards may choose to delegate the research and arising recommendations to a sub-group. This might be a specifically formed working group for this purpose with a specific brief, or in some cases this is delegated to the search committee. Some colleges have broadened the scope of the search committee in this regard to take on other more general governance issues such as this, retitling the committee as 'search & governance committee'.

## Viewpoint

Although they are not representatives of their nominating bodies, elected staff, student and (where appointed) parent governors add a unique perspective to the corporation's work.

Corporations do not have to appoint to four-year terms and many corporations choose to offer anything from one up to four-year terms of office, depending on the experience they expect to gain from an individual, to enable a good spread of term of office expiry dates, and often to accommodate the wishes

and plans of the incoming governor.

Many corporations err towards a maximum in terms of their composition. For some, this may be to ensure a broad range of skills around the table. For others with a high number of committees, it may be to spread the workload of committee membership. It may also be to increase the opportunities for wider diversity and experience, benefiting governor input into strategic decision-making. All are worthy reasons and can bring real benefit to effective governance.

A note of caution would be to consider the ability and skills that would be required of the chair in managing a large meeting that included senior managers of the college in addition to a large number of governors. Would all governors have the opportunity to voice their thoughts and to contribute effectively in such a large group? Would it impact on the length of meetings? Would all governors have the time to make a worthwhile contribution to discussion? The pitfall that chairs have to manage and avoid is that the views of the more vocal do not swamp the equally valuable views of the less vocal.

Equality and diversity is of critical importance to the strategic and monitoring responsibilities of corporations. It is not simply a 'numbers game'; Lord Davies of Abersoch CBE, in the foreword to his report [Women on Boards](#) published in February 2011, noted that: *"Corporate boards perform better when they include the best people who come from a range of perspectives and backgrounds"*. While noting that "appointments must always be made on merit" he questioned whether: *"board recruitment is in practice based on skills, experience and performance"*, and offered up practical steps to address the identified imbalances on boards.

Ensuring and improving the diversity of corporations has been a focus within the sector for many years. When there is a vacancy in your corporation it is important that the search committee, and ultimately the corporation, consider and address issues such as gender, race, age and disability, alongside the skills and expertise they are seeking. As Lord Davies and others have noted, it is in the best interests of the college and the performance of the board to do so. This requires governors to know the diversity profile of the communities they serve, their college's profile (which may vary from community profiles) and their own membership profile. These data should be given full consideration on each appointment to enable governors to redress any diversity profile imbalance they may have.

Many clerks are charged with collecting members' diversity data and producing a membership diversity analysis for the search committee. In response to the BIS review of governance and the AoC Governors' Council, AoC commissioned a national survey of college boards in Autumn 2013 which included diversity data. It is intended that these data be captured and published regularly to enable the monitoring of trends in this area, to aid the identification of barriers to improving board diversity, and to ensure that actions are taken to redress this and improve the rate of change.

## Section 3. Seeking new members

Corporations seek new members for various reasons – for example, when the search committee identifies an area on the skills audit in which there is less experience than desired, or when a member steps down at the end of a period of office. This section discusses tools to help this process:

- role description;
- person specification; and
- skills audit of existing members.

There are similarities between appointing members of staff and seeking members of the corporation. For a position in a college you would agree a job description and person specification at the beginning of the recruitment process. A similar approach should be used for appointing members of the corporation.

### Role description

‘Job description’ is not really an appropriate term for governors, as they are volunteers. We suggest the term ‘role description’ as an alternative. Members of corporations have collective responsibility for their actions and therefore it is possible to identify a common role. This applies to all members of the corporation regardless of their category of membership or whether they are appointed or elected.

Role descriptions in the sector vary; yours should match the particular needs of your corporation. A good role description should also include certain core elements and reflect good governance practice. Examples of responsibilities are given below to either assist as a starting point for a search committee to create a role description, or against which they could review their current description:

- to comply with the provisions of the following documents as they apply to the role of members of the corporation:
  - Instrument and Articles of Government;
  - Financial Memorandum;
  - Corporation Code of Conduct (likely to incorporate [Nolan’s seven principles of public life](#)); and
  - the college’s financial regulations and financial procedures.
- to act in the best interests of the corporation (and therefore the college);
- to support the decisions of the corporation and its committees once they have been reached, on the basis of collective responsibility, even though you may have spoken against a proposal during the debate at a meeting;
- to attend the college’s events (such as student awards, presentations and open evenings/days) to gain an appreciation of the work of the college, and to meet students, parents, employers and staff;
- to participate in training events, in order to enhance contribution to the corporation;
- to understand that individual governors have no specific powers, e.g. that statements may only be made on behalf of the corporation by those authorised to do so; and
- to give due priority to attending meetings of the corporation and the appropriate committees.

### Attendance

Some corporations set a performance indicator for attendance which is monitored on their behalf by the clerk (for example, ‘all members should attend at least 75 per cent of meetings in one year.’). A 70 per cent indicator is widely regarded as ‘average’, over 80 per cent as ‘good’. However, when considering

attendance, governors need to balance the value of an individual's contribution against their attendance record.

Too high a priority on attendance can lead boards to focus on that, over the value the governor adds to the governance of the college, and lead them to a preference to appoint or re-appoint those with greater time on their hands, e.g. the retired, over those currently in employment. Not only can this affect the age range of the board, it can affect the relevance of the experience around the board table and the board's diversity.

It is helpful if a corporation sets out how the board will deal with low governor attendance, for example within their standing orders. Some corporations expect this to be a standing item that their search committees monitor, making any necessary recommendations for action. Other corporations may delegate this to the clerk and chair to monitor and action on its behalf. Such statements give members a clear expectation and understanding of the actions that can be taken in the event of low attendance.

It is always worth checking in the first instance with the chair to see if they are aware of or have been advised by a member of any issues, business or personal, which may be affecting an individual member's attendance. For example, a member may be about to undergo medical treatment that may preclude their attendance at meetings for a period of time. They might not wish this information to be widely known throughout the corporation, but have privately advised the chair of their circumstances.

Actions that can be taken include contact by the chair or clerk to ensure there are no circumstances affecting attendance of which they are unaware; more formal action, i.e. a letter to the member by the clerk on the corporation's behalf (which can include a reminder of the expected attendance and their current attendance record, seeking advice on any mitigating circumstances and/or an assurance that their attendance will improve); or, as a last resort, action taken to dismiss the member. Prior to the Education Act 2011 The Instrument of Government clause 10 (as per the modification order of 31 March 2010) stated with regard to termination of membership that:

*"10 (2) If at any time the corporation is satisfied that any member (a) is unfit or unable to discharge the functions of a member; or (b) has been absent from meetings of the corporation for a period longer than six consecutive months without the permission of the corporation, the corporation may by notice in writing to that member remove the member from office and the office shall then be vacant."*

Colleges that have not changed their Instrument and Articles will continue to conform to this rule, however it should be noted that governors now have significant freedom to write new articles subject to requirements of the Education Act 2011.

## **Other requirements**

Other requirements for consideration when seeking or judging the performance of a member might include their willingness to:

- undertake a fair share of the work of the corporation;
- undertake activities and make connections that contribute to the strategic direction of the college;
- liaise on behalf of the corporation with appropriate external colleges; and
- be a member of at least one committee.

The ultimate judgement of a member is the value he or she adds, at a strategic level, to the work of the corporation and its committees. Identifying this value not only assists the work of the search committee

when considering a member's re-appointment, but also identifies what the corporation would lose at the end of their term of office, thus enabling effective recruitment and succession planning strategies.

### **Activity**

If you have a role description for members of your corporation, compare it with the example above.

- tick the statements that are similar to those in the example;
- underline any major differences; and
- put a question mark beside any statements that are unclear.

If your corporation or search committee doesn't have a role description, decide which elements of the example you might want to adopt or adapt, and what other elements you would like to add in order to develop one. It may be useful to have your college's code of conduct to hand when undertaking this activity.

### **Viewpoint**

This activity may have helped you identify ways in which your college's governor role description could be clarified or improved. If so, decide how you will follow this up. An alternative approach is to recognise the overlap with the code of conduct, which some corporations require governors to sign at the outset of their period of office.

If no role description exists, consider whether you wish to propose one. Note this as a query to raise with your chair and principal. Your corporation might also consider adding sections relating to specific roles of the chair and vice chair, or have separate role descriptions for these roles – check to see if these are in place.

For all of the above, consider who the audience is for the role description, e.g. potential governors, current governors, referees on appointment, to ensure it meets all of their needs.

## **Personal specifications**

A person specification complements a role description by identifying the sort of person that will be able to carry out the responsibilities of a member of your corporation. It is likely to include several general characteristics which apply to all members and one or two specific characteristics which apply to the particular vacancy that the search committee is dealing with.

### **General characteristics**

These could include:

- to be committed to lifelong learning and the role of the college in improving the nation's skills base (such a statement is likely to be based around the college's mission statement with which governors should be conversant);
- to be willing and able to promote the safeguarding and equal opportunities policies adopted by the corporation; and

- to be able to attend meetings of the corporation and appropriate committees given that these usually start at a particular time.

### **Specific characteristics**

These will vary according to the corporation's needs, for example:

- to be an accountant and willing to serve on the corporation's audit committee;
- to have detailed knowledge of the African-Caribbean community served by the college;
- to have educational experience; or
- to have capital project management experience.

### **Activity**

#### **What should the person specification include?**

The examples above are by no means an exhaustive list of characteristics that might be desirable in a governor. What characteristics, both general and specific, need to be included in the person specification for a member of your corporation?

Compare your college's person specification to our example. What improvements would you suggest to your colleges governor specification?

If you do not have a person specification, use the example as a starter to help you draft the key characteristics you would expect to see in a person specification for your corporation.

### **Viewpoint**

In the example above, the first general characteristic is adapted from the college's mission statement. As clerk, you should be conversant with the college's vision, mission and values statement. Your search committee could incorporate your college's mission statement within any role description or person specification it produces.

If you ask for a commitment to attend meetings, it is likely that you will expect your search committee to monitor governor attendance and take action, or seek the support of the chair, if attendance drops. But when was the last time that your corporation reviewed the start times of meetings? Is this question part of your self-assessment process? It could be that a different time may be more convenient for members, and improve attendance and therefore governor input to strategic decision-making. It may also assist recruitment and diversity of applications as some start times can prohibit some potential applicants from applying e.g. early start times can prohibit applications from those with childcare arrangements; meetings during the day may prohibit those who are self-employed from applying.

The phrasing of statements, such as 'to have legal training', needs careful thought. If it has been agreed that the corporation would benefit from a member with a legal background, the search committee needs to be clear whether this specifically means solicitor or barrister, or whether people with other experience in dealing with legal matters – such as a company secretary – would also be suitable. It may be that a specific need in a particular area of the law has been identified as lacking.

Corporations' members should also be clear, and make it clear to applicants, that governors are not expected to act as professional consultants to the college. Arrangements should be in place to ensure

that you as clerk can access legal advice on behalf of the corporation as required; a governor with legal experience is not a replacement for the availability of sound current professional advice.

## **Skills audit of members of the corporation**

A regular skills audit of existing members can help the search committee to:

- identify potential new members whose skills and experience complement those of the existing membership;
- assist in considerations on whether a member should be re-appointed for a further term of office.

Members are likely to gain new areas of interest or expertise (e.g. from changing jobs or becoming involved in a voluntary organisation) so the skills audit should be updated at least once a year.

There is no right or wrong time to carry out the audit; for some, an opportune time is during the annual self-assessment of governance, for others it is over the summer holiday period in readiness for the start of the academic year. Once governors are satisfied with the process of the skills audit, the annual update need not take long to complete. It is then made readily available to the search committee, often as a standing item at their meetings.

As part of an application to become a governor, it is helpful if applicants are asked to complete the skills audit. This provides greater information to the search committee when considering an applicant as to how they will complement the existing membership and enable their assessment of a candidate prior to recommendation to the corporation.

Your corporation may already have in place satisfactory arrangements for carrying out the annual skills audit of members. It can be very helpful for the governing body to review the formats used within other colleges, and indeed other sectors, when considering the format currently being used. You can assist in this by accessing other skills audit formats via the NCN clerks' email network and more widely via the internet.

The skills audit format itself should also be regularly reviewed, to ensure that the skills being audited still reflect the needs of both the college and the board. College circumstances can, and will, change and the skills audit should reflect those changing circumstances, priorities and strategic objectives of the college. A check of the skills audit against the most recent version of the college's strategic plan is a good place to start.

For those who have not yet adopted a structure or wish to review the existing arrangements, two very differing approaches are shown as examples below.

### Example skills' audit analysis (1)

In this example, members have indicated the primary areas of expertise which for many individual's cover more than one area. It has been collated into an analysis by the clerk.

Skills, experience, interest	Principal members (1)	Staff members (1)	Student members (2)	Parent members (1)	Other (10)	Total (15)
Arising from background /profession						
Number of members						
Accountancy					✓✓✓	3
Audit					✓✓	2
Health and safety						0
Education - management	✓				✓	2
Education - support	✓	✓				2
Education - teaching	✓	✓				2
Information and communication technology (ITC)					✓✓	2
Law					✓✓	2
Local authority					✓	1
Management - operations	✓				✓✓✓✓✓✓✓	9
Management's strategic	✓				✓✓✓✓✓	6
Manufacturing				✓		1
Marketing					✓	1
Media/Arts		✓				1
Personnel		✓				1
Property/Estates' development					✓✓	2
Retail					✓	1
Schools - primary						0
Schools - secondary					✓	1
Small business sector					✓✓✓	3
Voluntary sector					✓	1
Other public sector					✓	1
Other			✓✓		✓	3

### Example skills' audit (2)

*This example illustrates a skills' audit analysis grouped under key Corporation responsibilities and generic governance skills. Again, the information is collated by the clerk. A grading system has been used; members are not required to make a judgement on their abilities by comparing themselves to someone who would be considered an 'expert' in the field but simply by their sufficiency to fulfil the role of governor. Members grade themselves against the following criteria: 1 = High level knowledge/ experience 2 = Good knowledge/ experience 3 = Working knowledge/ experience 4 = Minimal or no knowledge/experience*

*The clerk highlights scores of 3 or below and advises the Search Committee in an accompanying report as to areas where identified skills lie with only 1 or 2 people.*

The determination and periodic review of the educational character and mission of the institution and the oversight of its activities		Average grade
Do you have knowledge and experience of:		
Strategic planning at board level or equivalent		1.5
Working in a commercial environment at a level which included planning responsibilities		1.8
Working in collaborative partnerships		1.4
Working with local community organisations		2.3
Knowledge and understanding of minority communities		2.6
Knowledge and understanding of local, regional or national authorities at management level or as an elected member		2.8
Working with young people between the ages of 14 and 19		2.5
Working with learners over the age of 19, either in an educational or commercial training environment		3.5
Implementing equality and diversity policies and good practice		2.1
The law or working as a magistrate (also see below)		2.1
Please indicate below any particular field of legal expertise you have: Employment law, estates and buildings, equal opportunities, education, child protection, social care		
<b>Ensuring quality of college performance</b>		
Do you have knowledge and experience of:		Average grade
Developing a quality strategy		1.9
Monitoring performance and the achievement of planned outcomes		1.6

<b>Approving annual estimates of income and expenditure</b>	
<b>The effective and efficient use of resources, the solvency of the organization and the Corporation and safeguarding its assets</b>	<b>Average grade</b>
<b>Do you have knowledge and experience of:</b>	
Accountancy and financial matters	1.9
Developing financial and strategic planning for an educational or commercial institution	2.0
Educational and public funding	2.7
Audit matters	2.3
Estates and property matters	2.6
Capital building projects	2.5
Risk management	2.0
<b>Employment at middle or senior management level in local authorities</b>	<b>3.3</b>
<b>Senior staff or senior post holder appointments and dismissal, and staffing matters</b>	
<b>Do you have knowledge and experience of:</b>	<b>Average grade</b>
Working with human resource issues at senior management level	1.9
Working with trade unions or staff organisations	2.3
<b>Generic skills</b>	
<b>Do you have knowledge and experience of:</b>	<b>Average grade</b>
Chairing a board	3.1
Chairing a committee	2.1
Change management	1.8

As the examples illustrate, there is no 'one-size fits all' solution; there are many formats to choose from in terms of the areas to be judged and how they should be assessed. What is important is that the skills judged are those that are needed by your corporation to best serve your college, and that the outcomes are of benefit to the work of the search committee. For a skills audit to add value, each corporation should come to its own view about the skills that it feels are essential for it to fulfil its functions effectively and meet its responsibilities, and how best it should record and analyse the skills audit.

## **Activity**

### **Learning from the examples**

Look at each of the examples given.

- If you were a member of a search committee using these examples, would they be effective and enable you to do your job?
- What does each of them immediately tell you about the make-up of the board and the issues that the search committee should be addressing?
- What questions do you have that the audit analyses do not answer?

Completion of this exercise should give you a much clearer understanding of what you would want a skills audit to deliver in your college.

### **Creating your own skills audit**

As a starting point:

- set out the skills that you consider essential for your corporation on one side of A4, with categories of membership or a list of names on one axis and the skills, experience and interests on the other;
- decide whether you simply need 'yes' or 'no' answers, or would prefer grading that gives some idea of members' level of knowledge, e.g. 1 = expert to 4 = little knowledge, or using descriptors such as 'expertise' and 'interest' to enable deeper analysis.

If your corporation or search committee has carried out a recent skills audit, did it reveal any gaps in expertise? How have the results of the audit been acted upon?

On a separate sheet, make a note of the areas of expertise and interest that you think should be taken into account next time there is a vacancy on the corporation. Your review of the format of skills audits will assist you in this.

## **Monitoring and review**

The format and areas of knowledge questioned should be regularly reviewed, to ensure that the format is effectively providing the necessary information to the search committee and that changes in the college's circumstances are reflected in the areas of knowledge and skills being sought. For example, the start of a major capital project or the introduction of a new area of curriculum provision may mean that the corporation would wish to appoint a member with a matching skill set to enhance its monitoring of progress and quality.

If the skills audit identifies deficiencies in particular areas, the corporation may need to consider whether it operates in ways which tend to discourage members with the qualities or diversity it seeks.

For example, the times of meetings may make it difficult for certain groups of people to attend, such as those in employment, small business owners, and those with young children or currently in education.

Different recruiting strategies may be necessary to reach people working in specific sectors, or from your college's communities. The search committee should be aware of the different recruitment strategies that have been successfully used by the wider FE sector to attract people from diverse backgrounds and skill sets, and consider developing recruitment strategies to meet their own needs. Has the corporation carried out a skills audit?

## **Viewpoint**

Your responses to the activity will depend on your college's current approach to the skills audit, and your corporation's specific membership. A more general viewpoint is therefore made.

When asking members to self-assess their expertise or skills, be clear on the audit form, or in covering guidance, as to the context within which they should make their judgement. For example, a skills heading of 'knowledge of secondary education' with a scoring system of 1= 'highly knowledgeable' and 4= 'little or no knowledge', with no context given to how to assess themselves, often leads to governors scoring themselves as 3 or 4 unless they work in the education sector. However, their life experiences, for example as students, as part-time students, as parents, as employers working with apprentices or offering work-based learning, are of value. So governors should score themselves in the context of the value and input they can bring to the governance of the college. A statement to this effect should be included on the audit form or in the guidance.

## **Nolan committee recommendations**

The Committee on Standards in Public Life (originally the Nolan committee and subsequently the Neill committee) published a report in May 1996 ([Second Report: Local Public Spending Bodies](#), Committee on Standards in Public Life, 1996) that addressed a number of issues for further education, including the appointment of corporation members.

The Nolan committee noted the arrangements already in place for the appointment and reappointment of members, including search committees. The search committee was a statutory requirement for colleges until the Education Act 2011, and a nomination panel remains part of the principles of the UK Corporate Governance Code. Many colleges have chosen to retain a search committee (or similar group) to focus on recruitment and succession to their corporations. This approach enables an appropriate amount of time and focus to be given to the important issue of ensuring that the corporation has the highest possible calibre and diversity of governors on board; that recruitment strategies are varied, targeted and accessible to the communities the college serves; and that the corporation robustly manages both the refreshment of board membership and succession planning.

The Nolan committee further noted that, in Scotland, a limit of 12 years in office was laid down for members of governing bodies, but that in England and Wales there was no such time limit. It therefore recommended that appointments to further education governing bodies in England and Wales for a third or subsequent term should become the exception rather than the rule – in other words, eight years or two four-year terms should become the 'normal' limit.

The search committee and corporation should bear in mind this recommendation when considering whether to reappoint a member for a third or subsequent period of office.

Corporations have the power to rule on the maximum number of years that a member can serve; any such rule should be stated in the corporation's standing orders.

All reappointments should be considered ultimately by the board, through the search committee, even if it is only a second term that is being sought. The same rigorous approach should be adopted for the reappointment of a member as to the original appointment. Given the search committee's knowledge of existing members, they can arguably be scrutinised more closely than a potential new member. Key issues to take into account may be:

- attendance records (of corporation and committees);
- demonstrable commitment to the college, over and above attendance at formal meetings (e.g. attendance at student awards, events, open evenings/days, etc.);
- attendance at training events, sector conferences, network meetings;
- quality of contribution to discussions at meetings; and
- the value of the member's expertise/interests to the work of the corporation.

## Activity

### Will the search committee reappoint for a third term?

Does your search committee consider reappointments for a third term of office or beyond eight years? If so, are you satisfied that the committee can demonstrate sound reasons for doing this?

Are you assured that your corporation has not become a closed or inward-looking college? How do you know? If not, what should be done to change this?

Are members resistant to moving on after two or three terms and making way for new members? What steps should be taken to changing the culture in your corporation and members' expectations?

## Viewpoint

There can be good reasons that justify the appointment of a person to serve on the corporation beyond eight years, into a third term of office. These include:

- the work of the corporation at the time of reappointment;
- the expertise required by the corporation at the time of reappointment; or
- difficulty in finding other suitable people to serve who have the same skill set.

For example: a college is in the middle of a major capital build project and the member in question has served on the monitoring committee from the outset. If the project is at a critical phase, or if other resignations have depleted the monitoring committee membership or skillsset, that member's knowledge of the project and its intended outcomes and the skills they bring to the committee may be considered as justifying an extension to their term of office.

It would not necessarily have to be a further four-year term; it could be shortened to a length more linked to the conclusion of the project, or for a shorter term to enable recruitment of a new member. In such circumstances the search committee might consider it justifiable to extend their term of office and put in place recruitment strategies aimed at replacing that member's skills and expertise. Their recommendation should be recorded in the meeting minutes and reflect the reasons being put forward

for proposing a third term of office beyond 8 years.

In all cases, the reasons for reappointment need to be carefully considered to ensure that the decision is justified. Difficulty in finding skilled governors when set alongside a failure to put in place a variety of effective recruitment strategies is unlikely to be regarded as justifiable.

The approach of corporations in the sector to regenerating their board membership is still varied. It is now widely recognised as good governance practice that boards should continually seek to bring new ideas and fresh impetus to the table by adopting a culture and policies that clearly set out the maximum number of terms of office or years it would expect a governor to serve, e.g. two four-year terms.

When such a statement is in place, and the corporation is committed to that ideal, the work of the search committee is made easier – there is a clear objective to reach and parameters within which to work. Equally, governors should question how robust they are when deciding whether or not to renew the term of office of a governor. A search committee that is working with a clear set of expectations of governors (for example, code of conduct, role description, minimum expected attendance) and that has an effective skills audit in place, has baselines upon which to judge whether to advise the corporation to renew membership.

The decision to renew is not necessarily based on performance; very effective members can and have been advised that their term of office is coming to an end if it is identified that there is over-skilling in one area and under-skilling in another, and that it is for the good of the corporation and the college if a new member is sought to address a new need or area when further expertise is needed. There should never be a culture in which being a governor is considered a role for life.

## Section 4. Encouraging potential new members

You now have a role description, person specification and the outcome of the skills audit for members. What comes next? This depends on the category of membership. Apart from the principal (who is automatically a member of the corporation unless they choose not to be) the categories of governor can be divided into two groups:

- governors nominated by others (staff, student, parent, and any other body your corporation has decided may nominate a member); and
- governors directly selected by the corporation.

### **Nominated governors**

The Instrument of Government sets out the rules for the appointment of members to the corporation, including the rules on nominated governors (staff, student and parent). The corporation is the appointing authority for its members. The Instrument of Government should also set out the rules for both eligibility to the corporation and for declining an appointment, including that of staff, student or parent members. This may include:

- they have been removed as a member of a further education corporation in the previous ten years;
- their appointment would contravene any provision the corporation has agreed in its standing orders for the number of terms of office a person may serve; or
- they fall into the statutory reasons that preclude a person from being a governor, as outlined below under 'Ineligibility'.

This is a complex area that crosses into charity law and you might need to seek legal advice in order to be able to advise on an appointment or action.

The search committee in some colleges has, as part of its terms of reference, the role of monitoring the nominating process of elected governors, receiving assurance reports on the election materials and processes utilised for staff, student and parent governor appointments, with an eye towards the inclusivity and accessibility of the process and materials used.

### **Ineligibility**

The Instrument should also outline the reasons which would preclude persons from being a governor, which might include:

- age (no-one under 18 years of age may be a member, except as a student member);
- the clerk;
- a member of staff, except as staff member or principal (or a student employed in connection with their role as an officer of a students' union);
- reasons related to bankruptcy and creditor arrangements (detailed in the Instrument of Government); or
- reasons related to criminal offences, convictions and imprisonment (again detailed in the Instrument).

Again, this is a complex area and the governors might seek your advice (and where necessary legal advice) before:

- recommending any appointment to the corporation; or

- considering whether there are sufficient grounds for the dismissal of a member.

## Encouraging potential new members

The corporation has full discretion in appointments other than nominated governors, and the search committee has more scope for action here when seeking potential members. Over the years, colleges have successfully used a number of strategies to source new members from their communities, and just some of these are described below.

You may find it useful to read [Governor Recruitment Strategies - Brief guide for governors and clerks in further education colleges](#) (LSIS, 2010), which focuses on ideas and strategies that corporations may wish to consider in the recruitment of their governors, and develops many of the themes and ideas explored in this module. You may also find it useful to look at recently published case studies on the [AoC Governance Library](#) that illustrate how three college clerks have engaged in a variety of strategies to improve the skills and diversity of their governing bodies.

**Contacts** within the local community are important and can provide an effective source for potential governors. Over the years many governors have been identified through the college's and the governors' network of contacts. While valuable, this approach should not be the only strategy used by a corporation to seek new members, as it could lead to a perception in the wider community that the only way to become a governor of the college is to 'know the right people'. Nevertheless if a board identifies a specific skill set is required, and then uses the college's network of partnerships and stakeholders, as well as that of its own board members, to put itself in touch with potential applicants, this can be a productive way of recruiting governors from its communities.

**Advertisements** in the local press, community group news sheets, targeted mail-shots and website advertising to specific sectors are valuable not only in terms of the number of responses they can attract but also in making contact with a wider range of people who believe that they can make a contribution to their local college by becoming a governor. Targeted recruitment can be particularly effective when seeking people with specific skills that have been identified by the search committee from the skills audit. It can be equally effective in targeting specific groups of the community that the committee has identified are not well represented on the corporation. The clerk can assist in this by researching community publications, employer networks and sector and community websites that could be used; many offer a very cost-effective way of reaching a targeted group.

Advertisements, mail shots and any other recruitment materials used should be carefully worded to explain briefly the role of the corporation, make it clear that members do not receive payment and to be generally accessible to all. College and other sector colleges' marketing departments can offer invaluable assistance in creating professional and effective materials for governor recruitment.

**College and other sector college websites** are highly likely to have a section within them for the corporation, providing a useful platform to outline the work of the corporation and its members and to publish statutory and other governance material. But the college's own website also provides an excellent opportunity to seek new governors. Materials can be included on the website that encourage new applicants to apply and provide them with information about the role and expectations of a governor.

In some colleges, the clerk produces a brief information pack which is sent out with targeted mail-shots (for example, to all accountancy firms in the area if that is an identified need) or in response to enquiries. Again, the college or other sector college's marketing department can be of assistance here to produce professional and accessible materials.

An information pack for potential new governors might consist of three or four sides of A4 paper with brief information on:

- the role and responsibilities of the corporation (this could expand information included in the advertisement);
- the time commitment required of governors;
- the travel, childcare and expenses policy;
- arrangements for induction and ongoing training;
- insurance and personal liability position for members (responsibility for the solvency of the institution may put off some potential members and is a question frequently asked by those who apply);
- the composition of the corporation;
- your name and contact details; and
- inviting potential members to ask for further information or a discussion if they wish.

When creating or reviewing an information pack, consider the potential of an electronic information pack, which can offer greater scope in terms of design and cost effectiveness.

Colleges have also produced short recruitment films for their websites. This is not necessarily as expensive as it might sound; many colleges have a wealth of electronic footage of their sites and students that can be cut into new footage on governance, for example by adding an interview or voice-overs from the chair, other governors, clerk, or principal. A governor meeting could also be filmed to provide footage to include in the presentation. Creation of the film could be a project that is undertaken by media students, providing them with an excellent opportunity of working to a brief to produce a promotional film, or by the college's staff. A film can often dispel some of the myths that may surround governance for some people, putting a human face to governors and governance that words cannot provide.

While aimed primarily at the school sector, [SGOSS \(Governors for Schools\)](#) has also proved to be a valuable source of new governors for FE colleges. Clerks can contact SGOSS and advise them of the particular skill set they are seeking, as well as giving background information on governance at their college, including the regularity and timing of meetings, the time expectations on governors and potential committee commitments. SGOSS in turn will seek suitable governors from their database that meet those criteria and make the initial contact with them, before passing their details to the college in question.

**Volunteer centres** also offer an excellent opportunity to recruit new governors. By making contact with your local centre, you can place your recruitment materials within their local offices and can be included on their websites, at volunteer fairs and other activities they organise. This is an effective way of reaching those in your local communities who are considering a voluntary role, and is highly efficient in terms of cost. Note that in some centres no charge is made.

**Collaboration** with other colleges should be considered, particularly when taking the decision to advertise in the local press. Advertisements can be expensive if they are going to have impact and contain essential information. Some colleges have successfully collaborated to produce a generic advertisement for governors across several local papers in their area, using one point of initial contact to distribute enquiries to the college of the applicant's choice.

**Sharing** of governors is also effectively used by some colleges. If a governor has completed their term of office, and still wishes to be a governor in education, their information can be passed to other colleges and schools, who then have the benefit of accessing a highly skilled governor from the outset.

Once the search committee has received nominations or applications, it is likely that it or some of its members will interview potential members before discussing them at a search committee meeting and making a subsequent recommendation to the corporation.

## **Activity**

### **How does your search committee encourage potential new members?**

- How do most of your governors learn of a vacancy?
- What weaknesses are there in the appointment process and what improvements would you suggest?

Note down any action that your search committee takes to prepare the ground and reach out to potential new members when advertising, seeking nominations or inviting applications for a vacancy. Add any new ideas that you would like to take forward in your college that have occurred to you from reading this section.

## **Viewpoint**

If you think there are steps your search committee could take to develop or broaden their approach to seeking new governors, note what ideas or action you would propose and raise these the chair and principal in first instance.

As clerk, you can very effectively enhance the recruitment process, including by:

- having an initial informal meeting with potential applicants, to enable them to find out more about governance and the college before applying;
- making contact with specific community groups or sectors of employment that are currently under-represented or with specific required skill sets;
- taking forward collaborative arrangements with other sector colleges; and
- making contact with SGOSS, volunteer centres, sector websites.

## Section 5. Interviewing potential new members

This section outlines approaches to interviewing potential corporation members. Bear in mind that equal opportunities and anti-discrimination laws apply to the process of appointing a governor in the same way that they apply to the recruitment and selection of employees. If a person applied to be a governor but was not appointed they could seek redress in the courts if they thought that the decision was discriminatory, for example based on race, sex, age or disability.

### Good practice in interviewing arrangements

Staff, parent and student members who are nominated following an election process within the college often issue some sort of personal statement as part of the election process. It is helpful if all other potential governors complete a standard application form or submit a CV. This provides a useful platform of information upon which to judge their application and to explore in an interview or meeting with the potential governor.

Interviews may be with the some or all of the search committee, with the chair of the committee and other governors, or with the chair of the corporation and the principal. The make-up of those called upon to conduct interviews is for corporations and/or for search committees to decide.

It should also be decided if all those who apply will be interviewed, and what the process will be for 'shortlisting' to ensure that it is fair, open and transparent. This is likely to start with how well the applicant matches the current and identified skills and diversity requirements of the board. In some colleges the clerk meets with the applicants in the first instance to give them more information about governance at the college and to gain a greater understanding of the skills set the applicant would bring to the board. The clerk's assessment can assist the shortlisting process.

Following a review of the applications and any accompanying paperwork such as completed skills audit forms, it may be decided not to interview all applicants. It should also be clear who will make that decision, e.g. the search committee, the chair of the search committee and the chair of the corporation together, or some other agreed combination.

An interview or meeting has clear benefits:

- there is an opportunity to check that the person really does understand the level of commitment and time needed to make a worthwhile contribution to the corporation (although this can be offset by an informal pre-meeting with the clerk at the outset of the application);
- the role of the governor can be fully explored, emphasising where necessary that members of the corporation cannot accept a mandate from other organisations;
- the skills and experience of the person can be explored to gain greater understanding of their potential contribution and the value they will add to the corporation;
- the character and style of the person can also be judged against the corporation's governance model, e.g. whether they will focus on strategic matters or want to stray into operational day-to-day management,
- whether they are someone who will work well in a team (questions should be included that test this out e.g. asking for examples of where they have experienced conflict in the workplace and how they resolved this);
- the interview can give further information or an opportunity to explore any potential conflicts of interest, not always initially apparent from an application form; and
- the person who is invited to serve on the corporation will then know at least some of the people present at their first meeting.

In many respects the search committee should prepare for interviews in the same way as they would if they were involved in a selection panel that was appointing a senior member of staff. A role description, person specification and skills audit of the corporation and the individual, as previously outlined, will be central to this process.

To get the most out of the interview, it is useful to consider the material that should be given to prospective members beforehand. This could include:

- a briefing paper on the role and responsibilities of the corporation;
- a copy of the code of conduct;
- the college's prospectus; and
- a summary of the strategic plan.

## **Activity**

### **Asking appropriate questions**

Many corporations adopt a standard set of questions asked at interviews that enable them to explore the application and ensure an equal experience and opportunity for all applicants. This also enables those conducting the interview to have a platform on which to base the interview and ensure that all necessary aspects are explored before making a recommendation on appointment.

The checklist below sets out examples of questions that are sometimes asked during an interview. Working through the questions, and noting that some may not be appropriate for your college: tick those which you think are useful, or could usefully be adapted by your search committee; put a cross beside questions which you feel are not appropriate.

#### **Motivation**

- Why do you want to join this college's corporation?
- How would you describe your commitment and interest in education and training?

#### **Skills**

- You work for xyz company. Could you tell us about your role and the qualifications you hold?
- What relevant personal skills do you think you bring to the role of governor?

#### **Experience**

- What do you think have been the key experiences you have had that will assist you in the role?
- Your CV states that you serve on the governing body of xyz secondary school. Could this lead to any conflict of interest if you were to join the corporation? What do you think might be the potential benefits?
- You say in your CV that you are the secretary of xyz voluntary organisation. Can you tell us about this group?
- The corporation has adopted a code of conduct which includes a commitment to enhancing equality of opportunity for students. What experience do you have of promoting equal opportunities?

#### **USP/Added Value**

- What contribution would you make to the work of the corporation?
- The college is committed to increasing the number of higher education courses. Are you a graduate?

### **Knowledge of governance**

- How would you describe the difference between governance and management?
- Can you give an example of a model of governance you have worked with, whether it worked well and why?
- Do you understand the information you have received? Do you accept that corporation members cannot act as representative of any groups or bodies on the corporation?

### **Time commitment**

- Are you able to commit to X corporation meetings a year and membership of one committee?
- The corporation and the committees meet in the evenings, usually starting at 5pm. Would this cause you any difficulties?
- Would you be available from time to time to attend the college's events?
- You mention that you have young children. Will you be able to arrange childcare to get to meetings?
- Will you want to claim travel costs for attending meetings?

### **Knowledge of the sector**

- What would you consider to be the purpose of the further education sector?
- Could you describe how you think the sector is funded?
- Are you willing and available to undertake induction and training as required?

## **Viewpoint**

Some of these questions could be useful or could be adapted, depending on the circumstances and the needs of the search committee. However, some questions are problematic.

The apparent logic in the question about higher education is flawed. If the college planned to build a new canteen, would the corporation look for a new member who was a builder or a cook? Areas of expertise can be legitimately explored but care should be taken to ensure questions are not asked that could be considered to disadvantage individuals or groups of the community.

The question about travel costs should not influence the interviewers' decision. To be genuinely inclusive, the corporation should be prepared to pay travel expenses (and meet other costs such as childcare) to members who cannot afford to pay their own. Most corporations clearly set out their policy and it is therefore considered beneficial to include this in the introduction pack. To reject a potential member because they will cost more is excluding people on low incomes from participating. Equally, staff and student members should be able to claim reimbursement of reasonable costs if they incur them as a result of corporation membership.

The question about childcare arrangements is not appropriate if it is put to one group of applicants but not others, e.g. to women but not to men. To ensure equal opportunities, all prospective members should be asked the same questions. This question would be seen as discriminatory if it made the assumption that women with young children cannot do the work of a governor as well as men with young children. It could also be seen as potentially discriminatory towards anyone in a carer role with young children.

Avoid making pre-judgments and assumptions about potential members; for example, that a woman with young children or someone caring for an elderly relative cannot give enough time; that a blind person cannot contribute as much to the corporation as a sighted person (they may have more experience and a better grasp of anti-discrimination issues than existing members); that a person

employed by a local firm of accountants is necessarily an accountant or has financial expertise (they may be the IT technician or office manager). If in doubt, check it out, but make sure that questions are framed in a way that avoids actual or perceived discrimination.

Asking someone to talk about their own past experience in a particular area (as in the sample question about promoting equal opportunities) is a useful way of checking whether their experience and understanding is superficial or more substantial. Some questions should be directed around the skills, expertise or other qualities that the interviewee could bring to the corporation. You could also try to find out if the person has any other skills not covered in their CV.

And never forget to give candidates the opportunity to ask questions. Apart from anything else, it can provide useful feedback on what else could be included in the information pack sent to potential governors.

## **Post-interview evaluations**

Those conducting the interview can find it beneficial to complete an interview evaluation form. Individually, following the interview, the interviewers should complete a candidate evaluation form, possibly with a scoring system against the particular skills, knowledge, expertise and individual characteristics the corporation is seeking. These then form part of the material that is taken to the search committee in order for them to consider the advice they will give to the corporation on appointment.

The ability of the person to work within the governance framework should be considered for inclusion in an evaluation. Many governors involved in interviews recall times when they have interviewed a person with strong skills and experiences but will nevertheless have come to the conclusion that this person would not be right for corporation membership; for example they have displayed a tendency to think and act operationally rather than strategically. Including this ability within an evaluation framework can enable this sometimes intangible conclusion to be quantified.

## Module review

This module has looked at governor recruitment and succession, the role of the search committee and the practical tasks it performs and the supporting role clerks play. If you have worked through the whole module you should be confident that you can:

- review the terms of reference of a search committee and, where appropriate, suggest improvements for the consideration of the corporation;
- outline the categories of members set out in the Instrument of Government and what discretion the corporation has to determine the composition of its membership;
- explain the recommendations of the Committee on Standards in Public Life on reappointing existing members, and the implications for your corporation;
- describe useful approaches to seeking new members; and
- identify good practice in interviewing potential members, including key questions to ask and questions to avoid, in order to make recommendations to the corporation.

If you are not sure that you have achieved a particular goal, look back at the contents list in the introduction to the module. You may find it useful to reread the relevant section.

### Summary of key learning points

- College governance adds value to the strategic leadership of a college. To ensure that this can be effectively achieved, time, resources and consideration should be given to the appointment, re-appointment and succession of governors.
- Whilst the search committee is not a statutory committee, a group of governors focused on the recruitment and nomination process, supported by a well-trained clerk, can ensure that the recruitment and succession within boards is open, transparent and robust. Focused on the needs of the college and the board, the committee adds value by ensuring the highest calibre of skills and experience.
- The categories of membership for different types of college are set out in a college's Instrument and Articles of Government. Corporations can determine the total numbers of members and vary the numbers in each category in the way that best meets the college's and corporation's needs.
- Search committees can use role descriptions, person specifications and skills audits of existing members to help them identify the most appropriate person to fill a vacancy on the corporation. Corporations must work within regulations, including those set out in charity law and the Instrument of Government, on persons who are ineligible to be a governor.
- Careful preparation such as clear advice to potential governors or their nominating groups, use of websites, press advertisements, targeted mail-shots and other recruitment strategies, and an information pack, can help to attract potential new members with the qualities needed. Interviewing potential members of the corporation benefits both parties. Care must be taken to ensure equal opportunities in this process, and to frame appropriate interview questions.

### Where next?

You have now completed work on Module 13: Governor Recruitment and Succession. If there are areas in which you need more guidance or information, they may be covered in other modules. Turn to 'Check your current knowledge and skills' in 'Using the Materials'. This self-assessment questionnaire will help you to decide which modules or sections of modules may help to fill these gaps. Tick the useful sections for further study.

If you cannot find the information you need within these materials, turn to the 'Action Planner' in 'Using the Materials'. Note down what further information, support or guidance you would like. The 'Action Planner' gives advice on who may be able to help. Follow up the web links in the modules to support your general knowledge of relevant FE issues.

### **Putting it into action**

We hope that working through this module has raised useful questions, increased your knowledge and awareness of issues and given you ideas for practical action that you would like to follow up. The 'Action Planner' contains a section where you can note down any questions or action points that you want to follow up within your own college.

## Further reading

There is a wealth of reading material both online and in other publications on the recruitment of governors, the role of committees involved in governor recruitment, succession planning and on diversity and governance, in FE and beyond. As a starting point you may wish to read or refer to:

Recruitment Case Studies - published on the [AoC Governance Library](#) website (May 2014)

[Governor Recruitment Strategies - Brief guide for Governors and Clerks in Further Education Colleges](#) (LSIS, 2010). The guide focuses on ideas and strategies that corporations may wish to consider in the recruitment of their governors, and develops many of the themes of this module.

[Succession Planning - Brief Guide for Clerks and Governors in Further Education Colleges](#) (LSIS, 2011)

[Equality Diversity and Governance - Brief Guide for Governors and Clerks in Further Education Colleges](#) (LSIS, 2009, updated February 2011)

[The Role of the Student Governor as a Member of a College Governing Body - Brief Guide for Governors and Clerks in Further Education Colleges](#) (LSIS, 2009)

[The Role of the Staff Governor - Brief Guide for Governors and Clerks of Further Education Colleges](#) (LSIS, 2009)

[Research on Diversity and Governance in the FE Sector – Recommendations and Action Plan](#) (DIUS/CEL, 2008)

A full list of publications supporting governors and clerks is on this [link](#).

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