

**SfE Governance Review: report of findings and recommendations**

Professor Karen Chapman

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**Executive summary**

* A formal governance review process was agreed by Council in July 2020. This member led review comprised of a working party, chaired by Professor Karen Chapman, and supported by an external specialist and the SfE Office. The review commenced in autumn 2020 and the consultation process included 22 interviews, discussion groups and a member survey.
* Four main themes emerged from these consultations that would go on to shape the recommendations: better representation of members and their interests; more inclusive election processes to foster better member engagement and diversity with the governance of the Society at all levels; focusing on the future generation; and a focus on education and training
* Recommendations have been mapped against the seven areas of the Charity Governance Code: Organisational purpose; Leadership; Integrity; Decision making, risk and control; Board effectiveness; Equality, diversity and inclusion; and Openness and accountability.
* Following the extraordinary meeting on Council in May to present these recommendation, there will be a month long consultation with the wider membership to gain their feedback. The recommendations will then be put back to Council in July for discussion and agreement.

**Background**

In July 2020, the Society agreed to conduct a review of its governance including the structure of our Council and Committees and other decision-making groups, the breadth of expertise represented and the underpinning processes.

Importantly, this review was not commissioned to address a particular problem or set of issues, but rather to hold ourselves up against markers of best practice to ensure our Society is fit and well-equipped to serve its members and champion the field of endocrinology in the most impactful way. The field of endocrinology is incredibly broad and our Society must represent a diverse community that spans the scientific-clinical spectrum. We must therefore continually work hard to meet the challenge of representing the voices of all the members that we serve if we are to meet our charitable aims:

* To advance scientific and clinical education and research in endocrinology for the public benefit
* To attract high quality scientists, doctors and nurses into endocrinology and support their professional development to advance science and medicine
* To engage the public with endocrinology and its impact
* To raise the profile and be the voice of endocrinology in the UK
* To promote and support the global endocrine community through collaboration.

**Methods**

*Member-led working group*

Following the appointment by Council of a Chair for the review (Professor Karen Chapman), an open call was put to the membership to recruit a working group to oversee the review process. The participants in the group were chosen based on their interests and experience in governance and, as far as possible, to represent the breadth of the members. Only two members of the group are currently serving on any of the Society’s committees, though several have done so in the past. The group has been supported by the Society’s office team with administration and provision of background information. Three sub groups were set up to explore particular areas in more detail – leadership, decision making and EDI, with their outputs brought back to the working group for discussion and agreement.

Governance review working group members

* Professor Karen Chapman (Chair, Scientist, Edinburgh)
* Professor Tim Cole (Scientist, Melbourne, Australia)
* Professor Hilary Critchley (Clinical Academic, Edinburgh)
* Ms Chona Feliciano (Nurse, Birmingham)
* Dr Anneke Graf (Early Career Clinician, London)
* Dr Steve Orme (Clinician, Leeds)
* Dr Jessica Piasecki (Early Career Scientist, Nottingham)
* Dr Doug Robertson (Clinician, Cheshire)
* Professor Claire Stewart (Scientist, Liverpool)
* Professor Jeremy Tomlinson (Clinical Academic, Oxford)

The review process has also benefited from the expertise of an external consultant who specialises in governance for learned societies and charities (Lucy Devine, [Wellspring Consulting](http://www.wellspringconsulting.co/)). This has helped ensure we approach the review objectively based on sound governance principles and best practice.

*Framework for decision-making*

The working group were advised to use the Charity Governance Code as a framework for the review and considered the Society’s performance against its seven areas listed below, as well as the Trustees legal duties which are:

* Ensure your charity is carrying out its purposes for the public benefit;
* Comply with your charity's governing document and the law;
* Act in your charity's best interests;
* Manage your charity's resources responsibly;
* Act with reasonable care and skill, and;
* Ensure your charity is accountable.

The seven areas of the Charity Governance Code are:

* Organisational purpose: the purpose is clear and relevant, with a clear, well-communicated strategy
* Leadership: the Board takes collective responsibility, there is clarity over roles, and it provides challenge and support to staff
* Integrity: Articles are followed and reviewed as necessary. People are kept safe and conflicts are managed
* Decision-making, Risk & Control: duties and strategic objectives are delegated appropriately to effective committees, policies are kept up to date.
* Board Effectiveness: The Board has the right skills, training and time to conduct its business with robust transparent election processes that encourage diversity.
* Equality, Diversity & Inclusion: EDI values run through the governance structure and organisation more widely and are regularly used by the organisation to evaluate its approach
* Openness & Accountability: members are consulted and communicated with appropriately and encouraged to use their right to vote.
* The recommendations of the group were reviewed by our governance consultant and refined with the benefit of her expertise.



*Information gathering*

Society members were made aware of the governance review through all the Society’s regular communications since autumn 2020 and invited to contact the office, or Karen Chapman directly, to put forward any general comments or specific areas for consideration.

To inform the conversations of the working group, a total of 22 interviews were held between Karen Chapman and members who were currently serving in (or had previously held positions) within the Society’s governance structure, and who represented a range of member categories and backgrounds.

In addition, a survey was distributed to all committee members, over a two-week period, to gather views on committee effectiveness. 49 responses were collated. A number of quotes have been included within the report summary. Please see the appendices for the questions used and the complete list of detailed responses/results.

**Emerging themes:**

From the interviews, survey and working group discussions, there was much positive feedback about the Society as a whole. Many individuals acknowledged that the Society was well-organised and effectively run, and provided a warm welcoming community for its members – which was reflected within its governance structure. There is a strong general feeling that the Society’s committees are effective, well chaired, with appropriate, clearly understood remits and there is excellent support from the Executive (office) team. Several commented on the admirable dedication, drive and skills of many Council and Committee members who had the best interests of the Society and discipline at heart.

*“The Society as a whole seems well governed, both Council and the committees. It follows due process.”*

*“The Society runs well, though right to look at governance periodically.”*

*“Overall, experience of committee/Council is very positive. Membership is always at the heart of things. The membership is supported in the best way possible.”*

In addition to the positive feedback, there was a strong sense that the Society could, and should, do more to embed equality, diversity and inclusion (EDI) practices across its governance structure and processes which would enable the organisation to best fulfil its mission. EDI was a cross-cutting theme across all of the recommendations.

Several areas were highlighted where the Society could introduce beneficial changes to strengthen its governance structure and processes.

*“Particular views can dominate at committees and/or Council. There isn't enough diversity of thought/views on Council or on some committees, so they become an echo chamber. There needs to be diversity of thought, not just diversity of people.”*

*“Apart from gender, Council is not representative of the membership. However, there needs to be more data collected on the diversity of the membership so that representation can be addressed.”*

1. *Better representation of members and their interests*

There was a strong feeling that the Society should ensure that the profile of the membership is better represented within the governance structure, thus ensuring that the Society is discussing and addressing the diversity of its members’ needs. The Society’s charitable aims clearly refer to all areas of practice, both clinical and scientific as well as meeting societal needs. There was frequent mention of over-represented institutions (e.g. those associated with teaching hospitals) and under-represented groups, notably clinicians in practice who work with District General Hospitals (DGHs), nurses and early career members. As examples, Clinicians-in-Practice represent 56% of our membership, yet there are only two currently serving on Council. Clinicians working within DGHs account for over 20% of our members (42% of Clinicians and 20% of Nurse members), yet there are only currently three individuals from DGHs serving within the Society’s governance structure (of a total of 110 individuals). There has never been a Nurse member who has served as a Trustee, nor an early career member.

*“Greater diversity of the membership - perhaps 2 of each group represented, including people in DGH (clinician in practice/clinician scientist; nurse from teaching hospital/DGH) might increase the usefulness of committee/group contributions to Council.”*

*“Council would benefit from greater representation of members in DGH. Otherwise it has an appropriate representation and skill set. Perhaps more could be done to represent the scientist community? The Scientist members seem to be well-established PIs. It seems hard to have a good group discussion at Council.”*

*“Minority groups (black/overseas trained/women) have to prove themselves more than others. This is particularly true of members who trained overseas. There is not enough support at the lower levels to develop.”*

There was also strong feedback that the Endocrine Networks should be better connected and integrated into the governance structure, to improve their effectiveness and ensure they contributed to the future direction of the Society.

*“Not clear where the Networks fit. Are they committees? What is their remit and purpose? They don't cover the whole range of endocrinology, certain areas are covered but there are plenty of gaps. They seem to set their own agenda resulting in a bit of an unwieldy mess. How they interact with committees isn't clear. Each network may touch on the remit/scope of the clinical, science and public engagement committees and contributes to POC work too. Not clear how the governance works.”*

1. *More inclusive election processes to foster better member engagement and diversity with the governance of the Society at all levels*

Linked to the above, it was felt that there was currently an air of elitism around Council and some committees e.g. nominations committee, which came from a lack of transparency about duties and how individuals were elected into key positions.

Although there was much admiration for individuals who held, and had previously held, leadership positions within the Society there is a perception that certain positions were reserved for a certain type of individual who were within the ‘inner circle’ and recruited through personal networks. Even within Council there was a lack of clarity about the remit of the Officers group and the duties of individual Officers, particularly that of the President and General Secretary and a perceived lack of engagement of some Council members. There was also a lack of transparency around decisions that are delegated to Officers. This generates a substantial risk given that all Trustees have equal responsibilities according to Charity and Company Law.

The lack of clarity over responsibilities and election processes is also very likely to be off-putting to many types of members who may be well suited to serve in these positions yet haven’t been traditionally seen in them, reducing engagement when these positions are advertised.

Making election processes evidence-based ‘applications’, rather than ‘nominations’, with a clear statement of responsibilities and required skills could present a big opportunity to bring additional experience and perspectives to the Society’s governance. This would encourage a wider selection of members to put themselves forward for governance positions, dispel the view that people were appointed into roles based on their connections, enrich discussion and debate for more robust decision making, and provide opportunities for individual member career development.

*“There is a perception that Council is an elite group, representing the great and good. The rank and file may feel alienated and poorly represented. There is a need to recognise excellence and inspire the next generation but SfE has to be relatable to members.”*

*“There should be a healthy turnover of Officers, with perhaps a limited total term in Officer roles. This could be helpful in countering perceptions that an elite group occupy the senior positions within the Society for an extended period of time ("recycling" of roles) and might be helpful in maintaining the right balance between being supportive of, and challenging, the Executive.”*

*“There needs to be more transparency. Very often nominations take the form of the tap on the shoulder. The root cause of this is insufficient engagement from the membership who rarely submit nominations. How often are nominations (from the general membership) successful? There shouldn't be a need for the tap on the shoulder. People should engage.”*

*“The President is almost always a clinician scientist and usually from Oxbridge/Imperial. There should be a pathway for others to become President. A majority of the membership are clinicians, most working in DGH. Under current systems, they are pretty much excluded from becoming President. To a lesser extent, this is also true for Scientists who usually have narrow fields of expertise so are less well known to the membership.”*

1. *Focusing on the future generation*

The importance of firmly embedding Early Career members within the Society’s governance was frequently cited in feedback and discussed at length by the working group. It was strongly felt that this was important not simply to better reflect the Society’s membership profile, but to ensure the Society’s focus remains on supporting future generations of endocrinologists across the scientific-clinical spectrum, in line with the charitable objectives.

It was strongly and unanimously felt that the Society’s most important work was securing the future health of our discipline. To do this effectively the Society must focus on recruiting and supporting the development of early career endocrinologists, which **must** be guided by the experiences of those currently navigating these pathways.

By increasing the representation of Early Career members within the governance structure, giving the Early Career Steering Group a more integrated role and responsibility for communicating with the wider Early Career membership, together with a dedicated Education and Training committee (see below), the Society will be in a stronger position to support the future of the discipline.

*“Numbers choosing endocrinology as their specialty has fallen over recent years. How to promote Endocrinology as a specialty is an important question for SfE leadership.”*

*“The ECR group Chair is asked to do a lot (attending multiple committees/reporting to Council) without having the power to say or do much (e.g. vote on Council). This is burdensome and time-consuming. The ECR Chair attends Council essentially to read the report and feels at the periphery of discussions, rather than being embedded. This is largely by virtue of the way the ECR group is represented at Council by the Chair, rather than the ECR person being there in their own right. The rest of the ECR group has little interaction with SfE committees or with Council.”*

1. *A greater focus on education and training*

As well as the importance of focusing on the next generation, the Society sets education and training at the heart of its aims both in ”advancing scientific education and research in endocrinology” and “supporting the professional development” of the high quality scientists, doctors and nurses the Society aims to attract into the field. Given its central importance to the Society’s aims it was strongly felt that education and training be given more focus within the governance structure.

To enable this, it was proposed that all activities in this area be brought into the remit of a new Education and Training Committee. This would in effect be a transformation of the Programme Committee, representing all member categories and endocrine networks. This committee should be led by two co-Chairs who would both be part of the Officers’ group.

This would allow a single view point of all education and training activities, enabling more strategic decisions to be made about direction and allowing the committee to identify areas for further development.

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| *“There is a "missing remit" for education, certain aspects of education that should be included are not included in the remits of the SfE committees.”* |
| *“Probably sensible to have a unification of committees - all structured by what they do or all by membership category. By activity makes it clear what the committee is for – e.g. Clinical Practice, Training and Education. Perhaps consider unpicking remits of committees and resorting.”* |

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| *“The networks struggle for a role, similar to the SIGs previously. The view from “on high” regarding what the networks should do doesn’t really work (much like the SIGs). The remedy could be to tie in more to ECR/training. Perhaps the networks could be more involved in training and education.* |

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| *Having senior people on (for e.g.) a Training and Education committee would be a mechanism to make something happen.”* |
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| *“A training and education committee might be useful, perhaps incorporating a mentorship scheme (which could be geared towards membership category). [Structuring Committees by activity]”* |
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**Recommendations**

1. *Organisational purpose*
* Council should develop and then review Society strategy every 3-5 years to ensure the Society has clear, SMART objectives which are cascaded to committees and proactively communicated to the membership.
	+ Society strategy should consider and set out what international reach and influence the Society is aiming for and how international members should be represented, in line with the Society’s charitable purpose.
* Council should develop a clear statement of values that is publically available
* A "plain English" version of the Memorandum and Articles and the Byelaws should be produced and provided (with a summary version) to Trustees and committee members as part of the induction process.
1. *Leadership*
* Responsibilities and required skills for all Council positions should be more clearly identified and communicated
	+ The job descriptions of all Trustees of the Society should be updated to reflect responsibilities and required skillsets.
	+ Additional clarity on duties, particularly the roles of President, Treasurer and General Secretary, should be provided
	+ All Trustee roles and Committee Chair roles should be openly advertised together with job descriptions, required skillsets and future strategic direction of the Society/committee.
* The Society should encourage evidence-based ‘applications’ from members - rather than ‘nominations’ - for all key roles, to make the election process more inclusive and transparent
	+ Members should be openly encouraged to ‘apply’ for each of these roles (not nominated nor requiring a proposer) in a timely way, and provide evidence of how they demonstrate the required skills and how their interests and experience align with the Society’s values and priorities.
	+ A member vote should usually be held for election of all Trustee and Committee Chair positions (see ‘Openness and Integrity'). Candidates should be given feedback where possible and encouraged to reapply if not successful.

Additional expertise should be introduced into the Officers subgroup to be more representative of the membership, ease individual workloads and mitigate any perception that Officer positions are restricted to a small group of eligible individuals

* All Officers (including role of Treasurer) should have a two year term, plus a two year ‘elect’ period, to widen the pool of expertise and spread duties. All Officer-elect roles should have a formal job description with assigned duties e.g. a role communicating Council activities to the membership plus the number of meetings annually that they are required to attend in person and virtually. A skills-based, application process for these roles should encourage applications from members who have not traditionally filled these roles, thus enhancing diversity. The number of elected Trustee positions could potentially be reduced to prevent the overall size of Council becoming too large.
	+ The total term of four years for each Officer position (including Treasurer which is currently five) is equivalent to the four-year Trustee term of office, emphasising that all Trustees have equal responsibility according to Charity Law. Individuals in Officer roles should not be elected to another Officer position in consecutive terms to provide more opportunities for other members.
1. *Integrity*
* The Conflict of Interest policy should be reviewed and updated to define common conflicts across the Society and how these should be effectively managed.
* The Society’s Articles should be reviewed by Council every 5 years. The first review should be done in conjunction with the creation of the plain English version, now, to ensure the recommendations being made comply with the Articles.
1. *Decision making, risk and control*
* Committees should ensure they are meeting their remits and are monitoring effectiveness
	+ Council should agree Key Performance Indicators for the Society (alongside other measures of success aligned with strategic objectives) to effectively monitor performance
	+ Council and Committees should continue to use smaller, time-bound, working groups to address specific issues
* Committees should define the skills they require from committee members and strive for increased diversity to maximise effectiveness
	+ A similar ‘application’ process as described above (see Leadership) should be used for committee vacancies, with the committee required to vote on candidates. Positive action should be used to recruit underrepresented groups into shortlists e.g. geography, member type, type of institution, particular skills.
	+ Each committee should consider whether there are benefits to including lay people on committees, e.g. teacher to sit on Public Engagement Committee
	+ A shadowing/observer scheme should be introduced for members interested in committee and Council positions to attend meetings and have informal chats with existing committee members and trustees, to promote interest in applying for committee/trustee vacancies.
	+ An additional, optional, Trustee place should be reserved for underrepresented groups e.g. Nurse or Clinician-in-Practice (depending on Council composition at any given time).
* Early Career and Endocrine Network members should be formally embedded within committees to ensure their voices are heard and feed into decision making.
	+ Up to two places on each committee, including at least one at Trustee level, should be reserved for Early Career members.
	+ The Early Career members who sit within each committee should collectively form the Early Career Steering Group (ECSG). This group should communicate committee business to all Early Career members within the Society, through virtual meetings (e.g. Town Hall style) or other communications, gathering feedback and other suggestions that will inform committee decision making.
	+ The Chair of ECSG should be an Ex-Officio member of Council (i.e. at the same level as other committee chairs).
	+ Endocrine Network representative members should sit on most of the Society's committees, with Network Convenors sat on the Programme/Education committee. This should be formalised within the committee remits.
	+ The Network representatives from each committee should regroup and collectively communicate Society business to the wider Network once or twice a year through a virtual (e.g. Town Hall style) meeting and invite feedback and other suggestions to take back to committees (parallel to recommended Early Career model).
* Education and training needs to be given more focus within the governance structure, given its central importance to the Society’s mission.
	+ A new Education and Training committee should be formed representing all member categories and endocrine networks, which should report back to other relevant committees and Council. Programme Committee could be transformed into this new committee expanding their remit beyond setting the SfE BES programme and formalising organisation of the training events within the remit of the committee. Clinical and non-clinical expertise of committee members should be considered as well as other aspects of diversity, e.g. teaching experience, DGH vs academic environment. This committee should be led by two co-Chairs who would both be part of the Officers group. The two co-Chairs should also be drawn from different parts of the membership.
* Grants, Awards and Prizes should be given a more ‘joined up’ oversight to ensure that they are developed strategically to cater for each member type and in line with the changing external landscape.
	+ Nominations Committee should be transformed into a Grants, Prizes and Awards committee, representing all member categories, reporting to Council.
	+ Society grants should be marked separately by a dedicated grants panel (who are given appropriate training) that feeds into the Grants, Prizes and Awards committee
	+ The Leadership and Development Awards selection panel should also report into this main committee
	+ Medals and other Prizes should be judged by a third selection panel that also reports into this main committee.
	+ The Grants, Prizes and Awards Committees and all subpanels will need clear terms of reference to provide clarity and avoid duplication.
* As a consequence of creating a new ‘Education and Training’ committee and ‘Grants, Awards and Prizes’ committee, the remit of other Committees should be reviewed.
	+ The Science Committee could be transformed into a ‘Research’ committee, drawing in Clinical Research
	+ The Clinical and Nurse Committees could retain and expand their focus on clinical practice
* A formal review of the Remuneration Group should be undertaken to ensure that conflicts of interest are avoided.
1. *Board effectiveness*
* Induction processes for all Council roles should provide specific skills training and further clarity on roles and responsibilities
	+ All Trustees should undertake Society-specific training in finance, EDI and Trustee responsibilities with additional training in leadership offered to Trustees and Committee Chairs. All Council members (Trustees, Ex-Officio and Observer members) should be made aware of the other roles on Council, as well as their own, and given specific information on the role of Council and Society strategy during induction.
	+ The equal responsibilities to the Society of ALL Trustees should be particularly highlighted during induction. Any decision-making powers delegated to the Officers group should be clearly documented and communicated to all Trustees and other Council members.
	+ Time should be given annually to a reflective review process when Council looks back at its performance over the last year. Additionally each Trustee could have an annual one-to-one review with the President.
* Council should dedicate more time to discussing strategic issues
	+ Two meetings per year should be held for Trustees only, to address finances (and other Trustee-specific business). A further two meetings per year should be held for strategic discussion and decision making to involve all of Council (Trustees plus Committee Chairs + Observers). Consideration should be given to a mix of physical and online meetings.
	+ More time should be freed up within Council meetings by deferring some Council business to email
	+ Council should seek professional advice when it needs to, for example advice on legal issues, income generation, governance or EDI
* To increase engagement with Trustees and Committee Chairs SfE should consider offering free or reduced rate registration to SfE BES in recognition of the time given by Trustees and Committee Chairs to the Society. There may also be an opportunity to schedule one of the Trustee meetings to take place at SfE BES as a result.
1. *Equality Diversity and Inclusion*  *(EDI)*
* An EDI taskforce/working group should be set up to review the Society’s current approach to EDI, identify how EDI can be better embedded in governance and applications/nominations processes and how EDI can be embedded with Council and Committee remits and be periodically reviewed. Considerations should include:
	+ Introduction of EDI ‘champions’
	+ Performing [equality impact assessments (EIAs)](https://bbsrc.ukri.org/documents/equality-impact-assessment-guidance-template-pdf/) on all of SfE policies and processes and committees
	+ Reviewing membership pricing and processes to determine if these may be barriers to joining the Society
	+ Investigating if the Society should collect – and if so, how it would use - ‘protected characteristics’ data
* EDI training should be provided to every new committee member as part of induction, with short refresher training provided annually. Individuals should be directed to the Society’s website for further resources for those interested to know more.
* The Medals process should be made more objective and transparent
	+ Criteria for each of the Society Medals should be revised by the Grants, Prizes and Awards committee. The nominations form should require evidence of the impact of the publications so the ranking is made on merit rather than where research is published, following DORA Principles. A 'narrative' type of CV, in line with [Royal Society](https://royalsociety.org/topics-policy/projects/research-culture/tools-for-support/resume-for-researchers/) and [UKRI](https://www.ukri.org/apply-for-funding/how-were-improving-your-funding-experience/introducing-a-better-way-for-you-to-evidence-your-contributions/) guidelines, could be considered.
	+ The forms should be explicit of the measurable criteria used for ranking, to provide further objectivity and transparency to the decision-making process.

* EDI data should be more effectively captured and monitored
	+ A yearly report on the Diversity of Committee members, Medallists and Awardees should be presented to Council to include member type, career stage, gender and location as minimum.
	+ Membership joining forms should include additional fields, for example to capture geographical region, type of institution so that representation can be better monitored.
	+ At each renewal cycle, members should be required to review their information (and membership category) and update as necessary.
* The membership joining process should be changed to remove the requirement for a proposer to make it easier for those who do not have a personal network within the discipline e.g. clinicians working on endocrinology based with District General Hospitals. These types of individuals potentially have the most to gain from joining the Society, so it is important we remove any barriers.
* The process should be reviewed for members taking career breaks, e.g. for caring responsibilities or maternity leave, to encourage them to stay part of the Society during that time.
1. *Openness and accountability*
* Council should communicate more directly to the membership
	+ Council should communicate and consult more frequently with the membership e.g. through dedicated communications, such as ‘from the President’ emails, or via ‘meet and greet’ virtual or in-person events.
	+ Additionally, to ensure new members are made aware of the opportunities to become involved in the Society’s governance, the President should hold a welcome session for new members as part of their induction at BES and potentially virtually at another point in the calendar. This could include a pre-recorded video for example.
	+ The full minutes or a summary of the minutes of Council and committee meetings for previous two years should be published in the Members’ Area of the Society’s website.
* Processes for appointment to Trustee/Committee Chair positions should be more transparent and elections contested. Members should be provided with the job description and required skillset for each role and evidence of how each candidate meets those skills. Every effort should be made to ensure a minimum of two candidates for each position, requiring members to vote. However, in the event where there is only one applicant, a confirmation vote should be held.