



AGENDA
REFERENCE

A1

CORPORATION/COMMITTEE PAPER

**Search and Governance Committee
11 February 2021**

<i>TITLE</i>	Minutes of the previous meeting held on 14 September 2020
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<i>PURPOSE</i>	To receive, agree and approve the minutes of the previous meeting held on 14 September 2020
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<i>RECOMMENDATION</i>	Governors are recommended to note the minutes and agree their accuracy
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<i>No. of pages in main paper</i>	6
<i>Appendices/Annexes</i>	None
<i>Financial Implications</i>	None
<i>Risk Implications</i>	Failure to follow agreed and proper practices
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MINUTES OF A MEETING OF THE BOARD OF LEICESTER COLLEGE CORPORATION:

SEARCH AND GOVERNANCE COMMITTEE HELD ON 14 SEPTEMBER 2020 VIA TEAMS.



Present: Jonathan Kerry (Chair)
Verity Hancock
Brigitte Heller

In Attendance: Louise Hazel Director of Governance and Policy
Fayaz Chana Governance and Policy Officer

1. DECLARATIONS OF INTEREST

1.1. Jonathan Kerry declared an interest in Item 7.

2. APOLOGIES FOR ABSENCE

2.1. Apologies for absence were received from Chan Kataria and Simon Meakin.

3. CONFIRMATION OF WRITTEN RESOLUTIONS FROM 21 MAY 2020

3.1. The Chair mentioned the meeting on 21 May 2020 had not been able to take place. The reappointments of John Allen, Chan Kataria, Caroline Tote and Tom Wilson had been approved through written resolutions for further three-year terms of office.

4. SUCCESSION PLANNING

4.1. The Director of Governance and Policy presented a paper on the current board membership. The following points were highlighted:

- 4.1.1. Current membership was 18 with vacancies for one independent and one staff (non-academic) governor. Two governors currently served as external members only.
- 4.1.2. Terms of offices for student governors had expired. The election for new governors had been disrupted due to the lockdown. This would take place during September with new governors appointed in October.
- 4.1.3. The election process for the non-academic staff governor position had been deferred and would take place when the academic staff governor's term of office was due to expire. Elections for both positions would take place at the end of October.
- 4.1.4. Mandeep Singh's term of office was due to expire on 29 October. This post was subject to election.

- 4.1.5. Andrew Hind's final term of office was due to expire on 30 March 2021. This would leave a vacancy for Chair of the Audit Committee and on the Corporation. Discussions would need to be held with possible candidates to take over as Chair of the Audit Committee.
- 4.1.6. The skills matrix was reviewed; this showed a good range of skills and experience across the Corporation with lowest coverage in healthcare and the manufacturing sectors. It would also be helpful to strengthen the curriculum expertise.
- 4.1.7. The terms of office for the Chair and Vice Chair positions would expire on 31 March 2021. An election process for both roles would be run during the second half of the autumn term, with confirmation of both positions at the December 2020 meeting.
- 4.1.8. Attendance for 2019/20 was 78% overall for Corporation and Committees, 71% for Corporation and 85% for Committees; the target expected level of attendance was 80%.
- 4.1.9. Tim Gray had struggled to attend meetings. He was aware of his poor attendance and had cited exceptional work circumstances. He was offered a sabbatical which would have allowed him to take a break from his governor role until the end of the calendar year but had declined this and had confirmed that a change in his work situation would enable him to achieve better attendance.
- 4.1.10. Corporation and committee meetings would be held via MS Teams, although the intention was to try to restart face to face meetings later in the term for those governors who were able and happy to come in to College; for those who were not able to, an option to join the meeting using Teams would continue. Attendance at online meetings would be recorded in the usual way.

- 4.2. **Governors noted the report and agreed that Tim Gray's attendance would be kept under review.**

5. GOVERNORS' ATTENDANCE AND ENGAGEMENT REPORT

- 5.1. The Director of Governance and Policy presented a report on governor attendance and engagement for 2019/20. The following points were highlighted:
 - 5.1.1. Overall attendance had risen to 78%. The increase was due to meetings being held virtually.
 - 5.1.2. Corporation attendance was at 71%. This was below the target.
 - 5.1.3. Individual governors' attendance was noted.
- 5.2. **Governors noted engagement would be difficult during lockdown and commented on the risk of governors losing touch whilst not being able to attend the College.** The College would try to substitute learning walks with online learning. Further dates to observe online lessons would be provided to keep governors engaged with the College.
- 5.3. **Governors noted the new online learning portal at the College and asked how many governors had completed the new refreshed training courses.**

Most of the governors had completed the courses, a few had faced issues accessing the courses and this was being looked into.

5.4. **Governors noted the report.**

6. COMMITTEE AND CORPORATION SELF-ASSESSMENT RESULTS

6.1. The Director of Governance and Policy presented the results of the self-assessment for the committee and the Corporation. The following points were highlighted:

- 6.1.1. The committee self-assessment was positive. Positive impacts included quality and strength of the board. The board was also praised for creating a timely and robust succession plan for Corporation.
- 6.1.2. Areas for improvement included EDI, recruitment and responding to the White Paper and other policy developments.
- 6.1.3. The Corporation self-assessment was again very positive. It would be taken to the next Corporation meeting in September. Positive impacts included clear decision making, high quality reports, good support for governors and good mix of governors.
- 6.1.4. Areas for improvement were around reducing time spent on routine reports, time spent by staff explaining reports and promoting better student engagement.

6.2. **Governors commented holding meetings virtually might affect engagement levels. People might refrain from speaking at the meetings in fear of interrupting due to the time lag on the video conference.** Best practice would be reinforced to governors to avoid issues.

6.3. **Governors noted the report.**

7. CHAIR OF CORPORATION PERFORMANCE REVIEW 2019/20

7.1. Brigitte Heller took the Chair for this item.

7.2. The Director of Governance and Policy presented the results of the Chair of Corporation performance review 2019/20. The following points were highlighted:

- 7.2.1. The survey performance review had been undertaken during the summer term of 2020.
- 7.2.2. The results were overwhelmingly very positive.
- 7.2.3. Suggestions for improvement included providing a short summary of notes for meetings held between the Chair and the Principal.

7.3. **Governors acknowledged the results were positive. Governors mentioned they felt the Chair had made sure everyone was heard and was fair.** It was mentioned the Chair would be holding a 1:1 with all governors at the beginning of 2021.

7.4. It was mentioned a report summarising meetings the Chair had undertaken for the year would be created and shown to all governors at a future Corporation meeting.

7.5. **Governors noted the report.**

8. COMMITTEE'S ANNUAL REPORT TO CORPORATION

8.1. The Director of Governance and Policy presented a draft annual report to be made to Corporation. The following points were highlighted:

8.1.1. The report summarised the work of the Committee including governor recruitment and succession planning, induction and training, reports on and monitoring of governance good practice and other work in line with the Committee's workplan.

8.1.2. Overall attendance at Corporation and Committees had increased. This was possibly due to meetings being held virtually.

8.2. **Governors approved the draft Annual Report for submission to the Corporation.**

9. ACTION RECORD 2019/20

9.1. The Director of Governance and Policy presented the action record for 2019/20. The following points were highlighted:

9.1.1. A large number of actions had been closed.

9.1.2. There were a few outstanding actions which were due to the lockdown; these would be revisited.

9.2. **Governors praised the amount of work that had been done in closing the actions and asked whether the action record would be taken to the Corporation meeting.** It was confirmed that the record would be on the agenda for the Corporation meeting.

9.3. **Governors noted the report**

10. FREEDOM OF INFORMATION/DATA PROTECTION REVIEW 2019/20

10.1. The Director of Governance and Policy presented a paper which informed governors of the requests for information received under the Data Protection Act and the Freedom of Information Act during 2019/20. The following points were raised:

10.1.1. 4 Subject Access Requests had been received; this was a decrease on the 11 received during 2018/19.

10.1.2. 19 requests for information had been received; the majority were from the police.

10.1.3. 16 Freedom of Information requests had been received; most of these were from commercial companies seeking commercial information.

10.1.4. All requests had been responded to within the statutory timescales.

10.2. **Governors acknowledged the amount of resource required to complete Subject Access Requests and asked if Freedom of Information requests were similar.** It was mentioned the majority of requests are easier as most were commercial requests. Occasionally complex requests were received and some requests where data could not be provided.

10.3. **Governors noted the report.**

11. REVIEW OF CONFIDENTIAL ITEMS FILED IN 2019/20

11.1. The Director of Governance and Policy presented a report on confidential items filed in 2019/20. The following points were highlighted:

11.1.1. Twelve documents within 2019/20 were classed as confidential.

11.1.2. Ten documents were not able to be released as they either contained sensitive personal data or they had to be kept confidential for 5 years due to the conditions of the non-disclosure agreements.

11.1.3. Two documents were able to be released.

11.2. **Governors asked how long legacy documents would be kept confidential and when they were reviewed.** It was confirmed the College would review all the confidential papers to check if any could now be released.

11.3. **Governors considered and approved the recommendations to retain the confidential items listed and release the two items discussed.**

12. USE OF COLLEGE SEAL 2019/20

12.1. The Director of Governance and Policy presented a report on the use of the College Seal during 2019/20. The Seal had not been used during the year.

12.2. **Governors noted that the College Seal had not been used.**

13. FEEDBACK FROM GOVERNOR'S COUNCIL

13.1. The Chair provided feedback from the Governor's Council. The Chair was unable to attend the last meeting but mentioned the Council had not been as active as usual due to the pandemic.

13.2. It was mentioned a review of the Code of Governance would take place in spring and a commission on climate change which affected FE and HE were being looked at. The commission would provide recommendations for Colleges on sustainability and green initiatives.

13.3. **Governors asked for a report to be taken to Corporation which would show how the College was reducing its negative footprint and carbon emissions.**

13.4. **Governors noted the update.**

14. GOVERNANCE IMPROVEMENT ACTION PLAN AND NEW WAYS OF WORKING

14.1. The Director of Governance and Policy presented the Governance Improvement Plan and the new ways of working report. The following points were highlighted:

- 14.1.1. All meetings had been held virtually during the lockdown. This had a positive impact on attendance and had worked well. Governors **agreed** the ideal approach would be to continue meeting virtually with a view to having a mixture of face to face and virtual meetings in the future. The ultimate aim was to get governors into the College.
- 14.1.2. A decision would be made soon on whether the special corporation meeting followed by the Christmas dinner would be able to go ahead. The restaurant was currently operating 6 people per table with social distancing and track and trace in place. In addition, a contingency for the annual governors' away day would need to be in place.
- 14.1.3. The Association of Colleges was running numerous online workshops and governors would be signposted to them. There would also be opportunities for governors to take part in online learning walks.
- 14.1.4. **In relation to cognitive diversity governors commented on having an external person undertake it would be beneficial as it would offer an independent view.** The Director of Governance and Policy would explore options and gather costs.
- 14.1.5. Recruitment of new governors would be taking place early next year. Previously the College had utilised an agency to find suitable governors but this had been costly. Governors mentioned using the same agency would be beneficial as recruitment through the College network had been difficult. Governors **asked** the Principal to speak to Denise Newsome about whether she would be interested in serving one more year.

14.2. **Governors noted the plan.**

15. DATES OF NEXT MEETING

- 11 February 2021
- 20 May 2021

16. ANY OTHER ITEMS

16.1. There were no items.