



AGENDA
REFERENCE

A

CORPORATION/COMMITTEE PAPER

Student Liaison Committee
20 May 2021

<i>TITLE</i>	Minutes of the previous meeting held on 11 February 2021
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<i>PURPOSE</i>	To receive, agree and approve the minutes of the previous meeting held on 11 February 2021
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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>	7
<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 11 FEBRUARY 2021 VIA TEAMS.



Present: Jonathan Kerry (Chair)
Verity Hancock
Simon Meakin
Chan Kataria
Shaun Curtis
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 4 and item 7.
- 1.2. Simon Meakin, Shaun Curtis and Brigitte Heller declared an interest in item 4.

2. **APOLOGIES FOR ABSENCE**

- 2.1. There were no apologies. Verity Hancock would join the meeting later.

3. **MINUTES AND MATTERS ARISING FROM THE LAST MEETING HELD ON 10 SEPTEMBER 2020**

- 3.1. The minutes of the meeting held on 10 September 2020 were **received** and **agreed**.
- 3.2. As a matter arising from the previous meeting the Director of Governance and Policy presented a report on previous confidential items filed. The report accounted for all confidential documents since 2016/17 and checked whether any documents could be released. The majority of the documents were to be retained due to containing commercial sensitive data and personal information. A further review on earlier years would be carried out when the College was reopened and would be brought back to the Committee.
- 3.3. Governors **noted** the outcome of the review and **confirmed** the papers should remain confidential.

4. **SUCCESSION PLANNING INCLUDING REVIEW OF INTERVIEWS AND APPOINTMENT OF NEW GOVERNORS**

- 4.1. The Director of Governance and Policy presented a paper on the current board membership. The following points were highlighted:
- 4.1.1. There were currently four vacancies for governors. One governor was serving as a co-opted external member.
 - 4.1.2. Changes to the board since the last meeting included two new student governors being appointed in the Autumn term. Trisha Spencer had resigned in her role as the Student Union President and therefore as a governor. A new Student Union President had been appointed and was currently going through the induction process. Lisa Armitage and Shaun Curtis had been elected as staff governors to serve three-year terms of office.
 - 4.1.3. Andrew Hind's final term of office was due to end on 30 March 2021. Andrew was serving an exceptional final year and therefore his term of office could not be extended beyond this point. This would leave a vacancy for Chair of the Audit Committee and a vacancy on the Corporation. Zubair Limbada had confirmed he would be content on becoming Chair of the Audit Committee and Simon Meakin the Vice Chair of the Audit Committee.
 - 4.1.4. Roger Merchant's term of office was due to expire on 22 May 2021. This could be extended as he had only served one term of office.
 - 4.1.5. Zubair Limbada's term of office was due to expire on 31 July 2021. This could be extended as he had served two terms of office.
 - 4.1.6. Attendance had remained good with all meetings held virtually. A governor had recently undertaken a virtual learning walk and further learning walks were being arranged.
- 4.2. Governors **commented** it would be beneficial if Roger Merchant was able to serve another term as he had been an invaluable external member of the Audit Committee. Roger's attendance had been excellent and he had participated well in all meetings. He also had the capacity and ability to be further involved in the Audit Committee.
- 4.3. Governors also **mentioned** Andrew would be a substantial loss to the Audit Committee. Zubair had vast amounts of experience and would excel in the role as Chair of the Audit Committee. He would also be able to support the Vice Chair of the Audit Committee.
- 4.4. **Governors noted the current membership of the Corporation and committees.**
- 4.5. **Governors approved the appointment of Zubair Limbada for a third term of office until 31 July 2024.**
- 4.6. **Governors approved the appointment of Roger Merchant as a co-opted (external) member of the Audit Committee for a second term of office until 22 May 2024.**
- 4.7. **Governors approved the appointment of Zubair Limbada as Chair of the Audit Committee and Simon Meakin as Vice Chair of the Audit Committee.**

- 4.8. The Director of Governance presented a second paper which provided an update on interviews for governor vacancies. The following points were highlighted:
- 4.8.1. The College wanted to recruit a number of governors with curriculum education and quality background to fill vacancies on CSQI and across the board.
 - 4.8.2. Peridot Partners had been used to recruit new governors. They had received many applications and after shortlisting five people had been interviewed.
 - 4.8.3. The interview panel consisted of Chair, Vice Chair, Chair of CSQI, Principal and the Director of Governance and Policy.
 - 4.8.4. Following the interviews, three candidates were being recommended to the committee. These were Jai Sharda, Anne Frost and Ed Marsh. A meeting had also been held with another potential governor, Zoe Allman in January. Panel members felt she would be a great asset to the College as she possessed a HE background and had a quality and audit focussed approach.
- 4.9. Governors **commented** that all candidates had excellent CVs and they were impressed with the quality of the candidates. The different backgrounds and expertise would make strong additions to the board.
- 4.10. Governors **discussed** which the committees the new governors should join. It was mentioned there was an additional vacancy on the Student Liaison Committee as Brigitte Heller would be stepping down from that Committee.
- 4.11. Governors expressed their gratitude to Peridot partners for the successful recruitment.
- 4.12. **Governors approved the following appointments for the new governors on three-year terms of office and their membership of Committees:**
- 4.12.1. **Zoe Allman: 1 March 2021-29 February 2024. CSQI and Audit Committee**
 - 4.12.2. **Anne Frost: 1 March 2021-29 February 2024. Audit Committee and Student Liaison Committee**
 - 4.12.3. **Ed Marsh: 1 March 2021-29 February 2024. F&GP and Student Liaison Committee**
 - 4.12.4. **Jai Sharda: 1 April 2021-31 March 2024. CSQI and Student Liaison Committee.**

5. GOVERNANCE CODE REVISIONS: CHARITY GOVERNANCE CODE

- 5.1. The Director of Governance and Policy presented a report on the Charity Governance Code. The following changes to the code were highlighted:
- 5.1.1. The former Diversity principle had been renamed the Equality, Diversity and Inclusion principle to reflect the importance of promoting diversity and in helping to secure equality of opportunity.

- 5.1.2. The Integrity principle included new recommended practice on the right to feel safe, which built on the Charity Commission's regulatory guidance setting out trustees' safeguarding duties.
- 5.2. The Director of Governance and Policy raised the following areas for improvement:
 - 5.2.1. Whether the board checked for power imbalance, this could be built into the self-assessment questions and evaluated accordingly. Governors **agreed** it would be beneficial to carry out board observations when physical meetings commenced. Observations carried out by an external party would be ideal. Governors also **mentioned** it would be good for new governors to meet with the chair early when they start to identify any power imbalance. Governors **commented** that the Leicester College board was run very well and everybody had the chance to express and question accordingly.
 - 5.2.2. It was mentioned there were various ways in which Colleges calculated terms of offices. Some Colleges had two terms of four years however the current approach for the College was to provide three terms of three years. **Governors agreed that the approach taken by the College was preferable and there was no compulsion to change it.**
 - 5.2.3. The College had recently held a special session on the Black Lives Matter movement for the Corporation which was well received by board members. The College could provide further sessions focussing solely on equality, diversity and inclusion which would consider its application within the College and potentially a training/development session specifically for governors. Governors were content for this to be worked into the current workplan for this calendar year. This would also be reviewed when setting out the strategic plan and the EDI action plan.
 - 5.2.4. The Annual Report and Financial Statements would include a breakdown of the diversity of the board (age bands, gender, ethnicity, disability) and action or plans to address any inequalities or gaps at board level, and at organisational level.
- 5.3. **Governors agreed that additional information be included in the Annual Report and Financial Statements and that further discussion and development on EDI would be helpful.**
- 5.4. Governors asked the following questions:
 - 5.4.1. **The College was following two codes, did one take precedence over the other?** The College's contract with the ESFA required it to sign up to a code and the Code of Good Governance for English Colleges was the main Code to which the College adhered. The Code was being reviewed and a revised version was expected in April.
- 5.5. The Chair mentioned a revised code would be issued in the near future and the EDI section was currently being worked on. In addition, a survey was being created on governing body practice which focussed on diversity in every aspect and not just ethnicity. Governance professionals would also be asked to

complete the survey. The results from the survey would provide the baseline data and would be used to as a benchmark.

5.6. **Governors noted the updated Charity Governance Code.**

6. BOARD PERFORMANCE AND REVIEW

6.1. The Director of Governance and Policy presented a report on board performance and review. The following points were highlighted:

- 6.1.1. The Corporation and its committees currently reviewed their work in various ways which included annual self-assessments, review of compliance against governance codes, board membership and succession planning reviewed at every Search and Governance meeting and annual review of governance by the internal auditors.
- 6.1.2. Training and development was also available to governors to provide opportunities for continuous development.
- 6.1.3. The Committee and Corporation had already indicated a wish to review the cognitive diversity of the board. The aim of this review was to conduct an analysis of the leadership and communication styles of the board members and SLT to identify the range of these, any gaps or areas of particular strength, and then consider what the implications may be for the board as a whole and for individuals and how they contribute as part of the leadership team.
- 6.1.4. Depending on what was commissioned, the main outputs would be, individual reports for each governor/SLT, a report on the diversity of the board ,a presentation and discussion with a small group on the findings of the report, if required, a half-day session to explore the findings of the report in more detail. This would provide an external and objective review of the composition of the board and the SLT.
- 6.1.5. The White Paper also included increased expectations around Board review and self-assessment. The Chair and Director of Governance and Policy gave feedback from a recent meeting with a representative from the Department for Education. There would be further consultation followed by guidance on how boards would be expected to undertake review and self-assessment. This would be brought back to the Committee one more detail was available.

6.2. **Governors indicated it would be good to review the cognitive diversity of the board and asked a number of questions including:**

- 6.2.1. **How effective and beneficial would it be to complete the review virtually?** The facilitator of the review had mentioned it had been done remotely with other boards and it had worked really well. It allowed everyone to see how people were working together and what improvements could be made. The value of the review was mainly from the half day discussion which was a group interaction session going through the results.

6.3. **Governors agreed it would be beneficial to allow the new governors to complete their induction and get to know the College before carrying out**

this review which would be better done face to face. This would be revisited later in the year.

- 6.4. **Governors noted the report and requested this item be further reviewed at the next meeting.**

7. CHAIR'S PERFORMANCE REVIEW: SURVEY QUESTIONS FOR 2020/21

- 7.1. The Director of Governance and Policy presented the survey questions for the Chair of Corporation performance review 2020/21. It was mentioned the questions were the same as those used last year.
- 7.2. Comments from governors included the survey provided plenty of opportunity to comment and this was one of the better surveys they had seen.
- 7.3. **Governors approved the questions.**

8. FEEDBACK FROM GOVERNORS' COUNCIL

- 8.1. The Chair provided a verbal update from the last Governor's Council meeting. The key theme of the meeting had been equality, diversity and inclusion and the response to the white paper. The following points were mentioned:
- 8.1.1. A number of changes were going to be made to enable board effectiveness and to strengthen accountability and assurance.
 - 8.1.2. Changes included improving board diversity and skills, ensuring an independent person was always present on a panel when recruiting principals/CEOs, introduction of a board competency framework as another means of appraising governors and investment in governors' development programmes. There would also be new requirements for qualifications/experience for governance professionals.
 - 8.1.3. The governors' guidance was due to be refreshed in the future. There were also more explicit requirements for annual assessments and three-yearly external reviews. Also changes to new reporting requirements would mean annual reports would include statement on governors and governance professionals' development.

- 8.2. **Governors noted the verbal update.**

9. GOVERNANCE IMPROVEMENT ACTION PLAN

- 9.1. The Director of Governance and Policy presented the Governance Improvement Action Plan for 2020/21. The following points were highlighted:
- 9.1.1. There had been a good uptake in training, most of the training had been completed by the staff and student governors. Applicable training sessions would continue to be regularly sent to all governors
 - 9.1.2. One governor had completed a virtual learning walk, a new schedule of learning walks had been sent to all governors. Governors were also able to request any area they would like to virtually visit and this would

be arranged. Face to face learning walks would commence when the College was re-opened.

- 9.2. **Governors noted the report and commented on how comprehensive the action plan was.**

10. GOVERNORS' AWAY DAY 2021

- 10.1. The Director of Governance and Policy provided a verbal update on the Governors' Away Day 2021. The following points were raised:

10.1.1. Previous away days had been held face to face and included an overnight stay at an external venue. This would not be the most comfortable experience this year due to the pandemic and so it was likely that a virtual session would need to be held instead.

10.1.2. The away day would focus on the main strands of the strategic plan. A comprehensive strategic session could be held virtually online with making use of the facilities such as breakout rooms to increase engagement.

- 10.2. **Governors agreed a virtual session was the best solution. Governors commented due to diminishing productivity and concentration a half day session would be ideal and a further session could be held face to face later in the year. This would also allow the new governors and other governors who have not attended an away day previously take part.**

- 10.3. The Director of Governance and Policy confirmed an invitation for a half day session would be sent to all governors and a further date later in the year would also be arranged.

11. DATES OF NEXT MEETING

- 20 May 2021

12. ANY OTHER ITEMS

- 12.1. There were no items.