

MINUTES OF A MEETING OF THE BOARD OF LEICESTER COLLEGE CORPORATION:

SEARCH AND GOVERNANCE COMMITTEE HELD ON 24 MAY 2022



Present:

Jonathan Kerry (Chair)
Chan Kataria (Vice Chair)
Shaun Curtis
Verity Hancock

In Attendance:

Louise Hazel, Director of Governance and Policy
Matt Widdowson, Governance and Policy Officer

1. DECLARATIONS OF INTEREST

- 1.1. The Chair declared an interest in items four and seven.

2. APOLOGIES FOR ABSENCE

- 2.1. Apologies were received from Danielle Gillett.

3. MINUTES AND MATTERS ARISING FROM THE LAST MEETING HELD ON 10 FEBRUARY 2022

- 3.1. The minutes of the meeting held on 10 February 2022 were agreed as an accurate record and approved.
- 3.2. As a matter arising it was explained that the Director of Governance and Policy would ask Louisa Poole if she would be able to take on the role of Vice-Chair of the Audit Committee when she re-joined after her period of absence.

4. SUCCESSION PLANNING

- 4.1. The Director of Governance and Policy presented a paper on succession planning. In addition to Paper B, the committee had received the details of two candidates who had been interviewed on 20 May 2022. The following points were highlighted.
- 4.1.1. The College had advertised the vacancies on the board with the aim of improving board diversity and attracting a wider pool of candidates. Five applications had

been received, with a further expression of interest through another route. Five of the six had been shortlisted for interview. Two candidates had been interviewed the previous week and both were recommended for appointment: Nicola Gonsalves and Amir Ahmed. The other three candidates were still to be interviewed.

4.1.2. Both appointments would improve the diversity of the board.

4.2. The Chair and Principal provided feedback from the interview process.

4.2.1. **Both candidates had been impressive who both showed an interest in the student experience, and they should be appointed.**

4.2.2. **Nicola Gonsalves had a background in human resources in both the private sector and the National Health Service. She was familiar with the work of boards and passionate about the place of the College in the community. She was an excellent Further Education role model as she was a former student who had advanced from secretarial work to a senior human resources position.**

4.2.3. **Amir Ahmed was a solicitor. He lived locally and his father had been a student. Although he had not been a governor before, he sat on an advisory board at De Montfort University and, as a lawyer, would be able to work with the details contained in board and committee papers. He appeared enthusiastic during the interview and as an employment lawyer, he would be able to bring new expertise to the board.**

4.2.4. **Both candidates had been questioned about commitment. Mr Ahmed had already spoken with his employer about take on the governor's role, and Ms Gonsalves' work commitments were flexible enough for her to accommodate the new commitment.**

4.3. The Committee agreed to appoint Nicola Gonsalves and Amir Ahmed as governors for three-year terms of office.

4.4. In response to **questions**, it was confirmed that there were three vacancies in total, although there was the option of co-opting members to Committees which could be expanded if necessary. There were three further candidates to interview on 1 July 2022. If recruited, these candidates could sit on Committees with a view joining the Board when new vacancies arose. A further Search and Governance Committee meeting would be called after 1 July 2022 to discuss the additional candidates.

4.5. Other issues covered in the paper were then covered.

4.5.1. There had not been much change to the Skills Matrix and Board diversity.

4.5.2. Changes to the recruitment of Student Governors had been made following discussion at the last meeting. The automatic link between the role of President of the Students' Union and Student Governor had been broken. This would make it easier for future candidates to manage the workload.

4.5.3. An additional step had been introduced into the Student Governor recruitment process which was an interview with the Director of Governance and Policy and a member of the SET team. The purpose for this was to ensure that candidates were fully aware of the role which they were interested in taking on.

4.5.4. Jonathan Kerry's term as governor would expire in October 2022, although his term as Chair would run until March 2023. The Director of Governance and Policy proposed that he should be asked to stay on until the end of March 2023.

4.6. Governors made the following comments.

4.6.1. **Consideration should be given to the new Chair as soon as possible. This was a critical role.** Agreed, discussions would start to take place with governors; the election process would conclude at the December 2022 Corporation meeting, which meant that expressions of interest would need to be submitted six weeks prior to this date.

4.6.2. **The Chair of Loughborough College was a paid position, which was becoming more common. This might be something that should be discussed.** This would be covered at the first meeting of 2022/23.

4.7. **The Committee agreed to an exceptional extension to Jonathan Kerry's term of office until the end of March 2022.**

Verity Hancock left the meeting

5. EXTERNAL BOARD REVIEW

5.1. The Director of Governance and Policy presented a draft scope for the external board review. The following points were highlighted.

5.1.1. The scope reflected discussion at the last meeting that the review should focus on the culture and impact of governance rather than on simply governance processes

5.1.2. The final DfE guidance had only been published in the week prior to the Committee meeting; this was largely the same as the draft guidance but now included requirements to consider the views of staff and other stakeholders as part of the process.

5.1.3. The next step was to take the proposed scope to the Corporation Away Day and a further Search and Governance Committee meeting was to be scheduled for 18 July 2022 to consider the proposals.

5.2. Governors made the following **comments**:

5.2.1. **This was new territory; it was important that this was complete it within the requirements of the law, and in a way that would be useful.**

5.2.2. **More than one consultancy should be approached to obtain an idea of what the College would be prepared to spend.** Several would be approached.

5.3 **Governors agreed to recommend the proposed scope for the external review to Corporation.**

Verity Hancock re-joined the meeting

6. FEEDBACK FROM CHAIR'S 1:1S WITH GOVERNORS

- 6.1. The Chair reported on feedback from his meetings with individual governors. The following points were highlighted.
- 6.1.1. Most of the feedback had been positive.
 - 6.1.2. The move to more in-person meetings was welcomed and the Away Day would be a further opportunity to develop relationships.
 - 6.1.3. There were suggestions around the format of meetings which would be picked up under item 8.
- 6.2. **Governors discussed the points raised about streamlining papers. It was suggested that the prospect of reading 300 pages could be daunting, especially for Student Governors.** There had always been an effort to streamline papers, and that presentations had been used to summarise papers. She added that the comments from the feedback were fair, and this would be kept under review.

- 6.3. **Governors noted the feedback.**

Shaun Curtis left the meeting

7. CHAIR'S PERFORMANCE REVIEW

- 7.1. The Director of Governance and Policy presented a report setting out the responses to the Chair's performance review. The following points were highlighted:
- 7.1.1. The responses had been overwhelmingly positive, and the strongest responses had been similar to previous years.
 - 7.1.2. There was a feeling among a small minority that there had not been enough opportunity for contact outside of meetings, although this had been difficult for the last two years. The Chair had been available to speak with governors outside of meetings.
 - 7.1.3. There had been some very positive and appreciative comments about the Chair's work and contribution to the College.
- 7.2. Governors made the following **comments**.
- 7.2.1. **There had been opportunities for Governors to take part in College activities outside meeting which had not been taken up.**
 - 7.2.2. **It was difficult to know objectively 'good' in respect of contact with the Chair would look like.** The Chair suggested that this may be a question which could be posed to anyone who wished to stand for election as the new Chair.

- 7.3 **Governors noted the responses to the Chair's Performance Review.**

8. AGENDA AND MEETING FORMAT FOR 2022/23

- 8.1. The Director of Governance and Policy presented a paper setting out two options for changes to the agenda meeting format for 2022/23, the following points were

highlighted.

- 8.1.1. The agendas for Corporation meetings have followed a similar format for some years. Recent comments from some governors, particularly newer governors, suggest that it is not always clear which are the most important items for discussion. While the current agendas were timed and indicated whether items were for decision, monitoring, or information, it was perhaps still not sufficiently evident where governors should dedicate most time and attention.
- 8.1.2. Making sure governors gave sufficient attention to teaching and learning was also particularly important. Monthly QA meetings which were intended to help with this had not worked as governors had been unable to attend.
- 8.1.3. Format One which would place core business at the top of the agenda; and Format Two which would prioritise items requiring a decision.

8.2. Governors made the following **comments**.

- 8.2.1. **It was not always clear why there was a need to repeat discussions at Corporation meetings which had taken place in Committees.** This had been requested by a governor and although it did not take up much time, it meant that the main discussion points at meetings were delayed.
- 8.2.2. **One of the problems faced by meetings in general was that there was a tendency for people to leave towards the end meaning that there was a danger of falling short of the quora so decision items needed to be placed higher on the agenda. However, the option which grouped items thematically was attractive. If feedback from the Committees was included in the part of the agenda they related to, it would ensure that this feedback is considered.** The Principal favoured the proposal which moved student-facing issues to near the beginning of the agenda. She suggested that agendas could be orchestrated to ensure that important business was not left until the end of the meeting.

8.3. **Governors agreed to go ahead with the changes to the agenda under format 1 and to welcome governors' feedback.**

9. **SELF-ASSESSMENT QUESTIONS FOR 2022/21**

9.1. The Director of Governance and Policy presented the suggested self-assessment questions for 2022/23. The following points were highlighted.

- 9.1.1. No changes were proposed.
- 9.1.2. The new governors' competencies were not yet available, so the self-assessment questions could be changed next year to reflect these.

9.2. **The governors approved the self-assessment questions for 2021/22.**

10. **FEEDBACK FROM GOVERNORS' COUNCIL**

10.1. The Chair gave feedback from the Governors' Council. The following points were highlighted.

- 10.1.1. There had been a meeting in March 2022 which he had been unable to attend. There would be another meeting on 7 June 2022.
- 10.1.2. One of the main workstreams was looking at the question of how independent the Governors' Council was from the AoC and how it could be more representative of governors.
- 10.1.3. Another workstream was looking at how the Council communicated with decision makers in government bodies.

10.2. **Governors noted feedback from the Governors' Council.**

11. WORKPLAN 2022/23

11.1. The Director of Governance and Policy presented the workplan for 2022/23. The following points were highlighted.

- 11.1.1. The work plan was similar to that of 2021/22 although it included the external board review.

11.2. **Governors approved the workplan for 2022/23.**

12. GOVERNANCE IMPROVEMENT ACTION PLAN

12.1. The Director of Governance and Policy presented the updated governance improvement action plan. The following points were highlighted.

- 12.1.1. There had not been many governor learning walks during the year, but a schedule of these was to be planned for 2022/23.

12.2. Governors made the following **comments**.

- 12.2.1. **Board diversity was flagged as red, but this might change following the latest round of recruitment.** It would.
- 12.2.2. **16-18 Achievement was in red.** the Principal explained that Claire Willis would be presenting on this at the next CSQI meeting although this would still be based on predictions. Exam attendance was slightly down and was at 90% for foundation. The governors asked for the reasons behind this, and the Principal explained that this may be due to students who also did not turn up for classes; Lisa Armitage would be looking into this. It was the first year of T-Levels and, as such, there was no previous year to compare it with. Vocational predictions appeared to be on track.

12.3. **Governors noted the update on the Governance Improvement Action Plan.**

13. DATES OF NEXT MEETINGS

- 1 July 2022 (1pm – 2pm)
- Late July 2022 – TBC
- 15 September 2022

- 9 February 2023
- 24 May 2023

14. ANY OTHER BUSINESS NOTIFIED TO CHAIR PRIOR TO THE MEETING

14.1. There were no items.