



MINUTES OF THE GOVERNANCE PANEL MEETING
HELD ON MONDAY 4 OCTOBER 2021
IN UNIVERSITY CENTRE BOARD ROOM (UC006) / VIA MICROSOFT TEAMS

PRESENT:

Lillian Croston	Chair
Dr Fazal Dad	Principal and Chief Executive
Paul Levet	Vice Chair of the Corporation Board
Mark Allanson	Member
Ian Brown	Co-opted Member

IN ATTENDANCE:

Jean Tracy	Clerk to the Corporation
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The Chair welcomed everyone to the meeting and thanked them for their time.

1. APOLOGIES FOR ABSENCE

There were no apologies.

2. DECLARATION OF CONFLICTS OF INTEREST

The Chair advised those in attendance that should members of the Governance Panel become aware of any potential conflicts of interest, they should be disclosed at the earliest opportunity during the meeting. None was made.

3. MINUTES OF THE GOVERNANCE PANEL MEETING HELD ON MONDAY 24 JUNE 2021

The minutes of the Governance Panel meeting held on Monday 24 June 2021 were accepted as a true and accurate record and were duly signed by the Chair.

4. MATTERS ARISING

The Panel noted the update on actions from previous meetings.

Governance Panel also noted that since the last meeting, Professor Waqar Ahmed had tendered his resignation from the Board because of increased work commitments. Professor Ahmed had met with the Principal and Chief Executive and had indicated his willingness to assist the College and Board in the future.

The Vice Chair of the Corporation Board had not yet spoken with xx to thank him for his commitment to the work of the Board and to inform him that, having completed over the maximum number of years as a Governor, his re-appointment would not be taken forward. It was agreed that an appointment with legal expertise was required but that informal contact with local solicitors would not be made until after the Principal and Chief Executive had spoken with xx. The Vice Chair of the Corporation Board offered to assist the Principal and Chief Executive in the general enquiry to local legal firms.

Action: Principal and Chief Executive/Vice Chair of the Corporation Board

5. **SUCCESSION PLANNING**

The Clerk to the Corporation presented a Report which provided a further update on the current position relating to Board and Committee vacancies and expressions of interest received for Board/Audit Committee membership. Information on Governor attendance was included in the Report.

(i) **Board/Committee Vacancies**

As per the Succession Planning Policy, the Clerk had alerted Governance Panel to the vacancies which would arise on 1 April 2022. At its meeting on 1 February 2021, the Panel had agreed to recommend the re-appointment of xx, xx and xx would be recommended to the Board at its meeting in March 2022, noting that the Panel would, however, consider its recommendations again at its meeting on 31 January 2022.

The Governance Panel was updated on the meetings which had taken place with Sharjeel Salahuddin and Dr Zubair Iqbal. The Clerk also updated the Panel on the proposal to introduce the position of Associate Member, this being as per the following item.

Governance Panel **AGREED** that:

- i. The appointment of Sharjeel Salahuddin as a co-opted member of Audit Committee be recommended to the Corporation Board for approval at its meeting on 15 October 2021.
- ii. The appointment of Dr Zubair Iqbal as an Associate Member for a period of 12 months be recommended to the Corporation Board for approval at its meeting on 15 October 2021, noting that this would be subject to the Board approving the required amendment to its Standing Orders to allow for such a position.

(ii) **Associate Governor**

Governance Panel considered the proposal to introduce Associate Governors to support succession planning for future Board vacancies. Governance Panel **AGREED** to recommend to the Board the introduction of Associate Governors and the amendment to the Board's Standing Orders, the wording being as per the paper.

6. **CONFIDENTIAL**

7. (i) **GOVERNOR SELF ASSESSMENT REPORT**

The Board Self-Assessment Report had been produced in the format previously requested by the Governance Panel.

The Board's role in monitoring and challenging in order that the improvements in quality and the financial position continued was noted. The Report included an update on progress to date on the previous year's actions. The introduction of Curriculum Link Governors to supplement the Governor Champion roles had been delayed because of Covid, the Chair commenting that she would now wish this to be progressed. The Principal and Chief Executive advised the Committee that some Governors would struggle because of work commitments and that Teams meetings could be used.

Information on the action plan for 2021/22 was considered, it being noted that the actual agreed targets for 2021/22 in relation to HE would be included in the Report to be presented to the Corporation Board.

The Panel **AGREED** to recommend the Governor Self-Assessment Report to the Board for discussion and approval.

(i) **SELF-EVALUATION AND APPRAISAL OF THE CHAIR**
(Inc. Updates to Governor Development/Training Plan)

The Panel considered the Report which provided an update on the current position relation to the Governor Self-Assessment and Appraisal of the Chair. Training/Development needs had been collated and would be included in the Board Training/Development Plan as necessary. The Panel noted the increased response rate to that of the previous year. A summary of the key themes from the Self-Assessment was considered and the Panel was updated on the actions already being taken to ensure both the reports and their presentation by College staff were succinct, and that the Chair and/or Committee Chair was aware of the key items for discussion.

The Vice Chair congratulated the Chair on the positive responses received in the appraisal of her role as Chair.

The Panel discussed the comments made in relation to the cohesion of the Board and it was agreed that when meetings were held face-to-face, time would be given to allow members to get to know each other. An informal dinner for Governors and partners was also suggested and would be taken forward. Both would provide an opportunity to further explore each Governor's area of expertise and how this could be used to be benefit of the Board and the College.

Action: Principal and Chief Executive/Clerk to the Corporation

8. ANY OTHER BUSINESS

The Chair thanked everyone for their attendance and contribution to the meeting, and thanked the Clerk for her reports.

There were no other items of any other business.

9. REVIEW OF MEETING

The Chair thanked the Clerk for the high quality of the reports presented. Members were thanked for their attendance and contribution at the meeting.

8. DATE AND TIME OF NEXT MEETING

The next meeting of Governance Panel would take place on Monday 8 November 2021 at 4.30pm.

18:10pm The meeting closed.

Signed:

Date: