



## College Oversight Board Meeting Minutes and Agenda

Meeting Date:	Thursday 03 December 2020	Time:	2.00 pm – 5.00 pm
Chair of the Meeting:	Graham Morrell	Venue:	BH/Online (GD Hangout)
Minutes Secretary	Maksim UI Alam	Signed off:	Yes

### Contents

<b>1. Attendance and Apologies .....</b>	<b>2</b>
<b>2. Introduction.....</b>	<b>2</b>
<b>3. Minutes of the Previous Meeting (20 July 2020) .....</b>	<b>2</b>
3.2. Matters Arising .....	3
3.3. Recommendations outstanding .....	3
<b>4. Principal’s Report.....</b>	<b>3</b>
<b>5. Director’s Report .....</b>	<b>4</b>
<b>6. Academic Direction and Policy .....</b>	<b>4</b>
6.1. Received and Noted.....	4
<b>7. Contributions from Student Representatives .....</b>	<b>5</b>
<b>8. Strategic Statement.....</b>	<b>5</b>
<b>9. Governance Arrangements and Regulatory Compliance: .....</b>	<b>5</b>
9.1. Receive and Noted.....	5
<b>10. Recommendations for BoD .....</b>	<b>7</b>
<b>11. Any Other Business .....</b>	<b>7</b>
<b>12. Date and Time of Next Meeting .....</b>	<b>7</b>



## 1. Attendance and Apologies

Membership	Role title
Graham Morrell (GM)	Non-Executive Member (Vice Chair)
Gerry Takamura (GT)	Non-Executive Member
Kaniz Fatemah (KF)	Student Representative
Md Kabirul Hasan Babu (KB)	Student Representative
Professor Frank Haddleton (FH)	Non-Executive Member
Stephen Hyde (SH)	Non-Executive Member
In Attendance	LCC Executives
Dr Nick Papé (NP)	Principal
Maksim Alam (MA)	Senior Quality Assurance Officer
MWI Oli (MO)	Chair, Board of Directors
Nazim Uddin (NU)	Company Secretary
Rahaman Hasan (RH)	Head of Programmes and Academic Monitoring / Interim Head of Student Engagement
<b>Apologies</b>	
Neil Pearce (NPe)	Non-Executive Member

## 2. Introduction

- 2.1. GM chaired the meeting and thanked members for their attendance via online GD Hangout and agreed the Agenda with membership;
- 2.2. GM led the Board's sincere appreciation of our Chair David Bonner, who very unexpectedly passed away on 27 October 2020. NP confirmed that the College is in touch with his family and has sent sincere condolences and will donate a portrait to David's family in his memory. The College will also include a tribute on its website. Members recorded sincere appreciation for David's work, who very politely and respectfully raised some constructive comments. He would be much missed throughout the College; we continue to remember him.
- 2.3. GM highlighted the BoD's appreciation and gratitude for the recent work undertaken for the BoD by the COB members, which is substantial wide ranging and insightful;

### 2.5 Special Item

GM invited nominations for the role of Chair of COB. GT volunteered her services and was unanimously elected as Chair from the next meeting. All members voiced their gratitude;

GT will meet with NP to discuss recruitment into the membership vacancy. Membership noted the need for diversity to be considered for any appointment.

## 3. Minutes of the Previous Meeting (20 July 2020)

- 3.1. The Minutes were approved as an accurate record.



**3.2. Matters Arising**

- 3.2.1. Revised COB Terms of Reference were noted (Paper 3.3.1); differentiation from ARRC ToR was explored and any duplication will be addressed;
- 3.2.2. Membership agreed to classify attendance into membership and non-membership attendance for meeting minutes to demonstrate clearly adherence to the requirement for 75% of members being non-executive..

**3.3. Recommendations outstanding**

#	Final Recommendations	Date Initiated	Status	BOD Response	Update 03/2/20
3.3.1.	New mechanisms for improving engagement between the BoD and the COB should be introduced including an annual workshop which is split to cover COB specific issues plus a separate session jointly with the BoD.	19 Nov 2020	Ongoing	Happy to participate	COB to propose a date for the workshop.
3.3.2.	The Board should define the role of a COB NEM to facilitate performance review.	19 Nov 2020	Ongoing	Matter is discussed in broad terms in the Non-Executive Handbook	Agreed to leave to the Chair to consider the approach
3.3.3.	There should be a response to COB from the BoD concerning the Academic Board Effectiveness review - specifically on items 7.8, 7.9, 7.10.	19 Nov 2020	Ongoing	Agreed	BoD to respond

**4. Principal’s Report**

- 4.1. Received and Noted written report (Paper 4.1);

FH commented on progression metrics and noted OfS sought minimum 90% continuation rates, NP confirmed the College maintained a dynamic Student Attendance & Retention action plan which fed into progression. The data was encouraging, currently showing 99% progression;

FH queried employment data being used to inform a KPI, RH confirmed alumni data was the source.

FH asked for an update on OfS registration application; NP and NU confirmed the College had supplied all requested information including data and would make available the data report from HoDIT to all COB members;

SH asked for definitions and criteria used in compiling student attendance and non-attendance data; NP will provide this for the next meeting; NU explained attendance figures are not include in quality benchmark figures but are provided for regulatory oversight. NP informed membership the College maintains student attendance data as a management tool to identify trends and further linked with results. Low attenders are the majority of those who drop out or fail. Membership would like to continue to see the attendance figures reported and understand better the college aspirations;



Members discussed financial viability needs of the College, NU confirmed we have positive surpluses as reserves, further confirmed by current audits.

## **5. Director's Report**

- 5.1. NU highlighted the BoD response to the Recommendations from the meeting held on 02 September 2020. (Paper 5.1)
  - 5.1.1. Workshop for COB and BoD can be schedule by the COB to cover Strategic matters and suggests this is an annual workshop;
  - 5.1.2. NU advised the survey instruments for measuring effectiveness checking of COB and other Boards' NEMs' performance, is a matter for the Chair to decide.
  - 5.1.3. BoD has requested Principal to submit a report listing suitable courses for blended and distance learning that address the strategic aim, which will be shared with COB;
  - 5.1.4. Principal confirmed the template for CAMR has been enhanced to take account of recommendations for introduction.

## **6. Academic Direction and Policy**

### **6.1. Received and Noted**

- 6.1.1. Report from the Head of Quality Assurance. (Paper 6.1.1, MA).
- 6.1.2. Report from the Head of Programmes and Academic Management. (Paper 6.1.2, RH);

GM enquired about how programme development is being addressed, RH responded the College considers the (potential) student demographic and popularity of distance learning.
- 6.1.3. Report on Human Resources. (Verbal, NP);

Noted the College staff continues to comprise full-time and fractional members and some sessional tutors, some furloughing and the College is not recruiting to any vacancy enabling staff level to be mapped against student numbers.
- 6.1.4. External and internal reports on academic matters including reports produced by awarding bodies and the QAA;

Noted that no report was submitted under this item, RH informed he forwarded the dates of reports' availability to GM and membership would decide when each report is to be submitted; after discussion by members, it was agreed that the Chair would decide when the reports should be submitted;
- 6.1.5. Minutes of the Academic Board Meeting (24 Nov 20, Draft) (Paper 6.1.5, NP)

The Minutes for the most recent meeting were not yet available. Principal confirmed to COB there were no instances of students with special needs during the April 2020 or September 2020 semesters but however some potential gaps in the processes had been identified. Principal advised of a review to be submitted to BoD and AB to ensure there is no under-reporting



and any gaps identified addressed. The COB requested a copy of the review report be submitted at the next meeting.

- 6.1.6. 201124 Standing AcB Agenda Final (Paper 6.1.6, NP)

Noted

- 6.1.7. Receive and consider all EE reports, external body reports, Pearson reports and Programme Annual Monitoring Reports (PAMRs)

No reports submitted; RH advised dates reports will be available

## **7. Contributions from Student Representatives**

- 7.1. GH invited Student Representatives' feedback;

KF reported students continue to participate and are motivated with the support of the Academic Department and in particular the tutors. Students prefer the on-line study method and the cohort WhatsApp's groups established by the College help students support each other. Although no social activities are planned at present due to Covid-19, all students are aware of the College's future plans. KS said there is excellent communication with the College staff and no areas need improvement;

- 7.2. Report from the Head of Student Engagement. (Paper 7.2, RH);

The College has currently 9 students needing support to gain work experience, who we are encouraging and supporting them to find it. GH asked about progression university visits, RH advised a new potential provider is interested in speaking to students for BA Level 6 (top up) and will attend in the January semester.

## **8. Strategic Statement**

*(Note: Carried forward from COB Meeting 02 September 2020)*

- 8.1. Implementation of the Strategic Statement (Paper 8.1, NP); update given, SH suggested changes are highlighted in the future and further linking of metrics and objectives;

## **9. Governance Arrangements and Regulatory Compliance:**

*(Note: Carried forward from COB Meeting 02 September 2020)*

### **9.1. Receive and Noted**

- 9.1.1. College Risk Management Framework (Paper 9.1, GM); GM requested this item to be moved to next meeting (18 February 2021);

- 9.1.2. College Risk Registers (Papers 9.2(a), 9.2(b), 9.2(c), 9.2(d), (GM); GM requested this item to be moved to next meeting (18 February 2021) and requested to be advised of any updates; NU advised of a Governance Conference planned by the College in summer 2021 at which all risk registers would be further reviewed;

- 9.1.3. Minutes of ARRC (Paper 9.3, GM);

GM confirmed Peter Bathmaker has been appointed Chair for the next three years.



The meeting had some discussion regarding the role and function of the ARRC considering the issues flagged by the COB and have asked the BoD for clarity about potential overlap;

- 9.1.4. Report from PEG on the College action plans (Papers 9.4, 9.4a NP);  
NP confirmed that the Academic Board ToR had been updated, to include COM recommendations and has been approved by BoD;  
NU advised BoD had reviewed the AB ToR and consulted Chair and External Members of the AB.
- 9.1.5. LCC Governance action plan (Paper 9.5, SH).  
SH presented his paper on College Governance shared in the public domain, which Membership found comprehensive with useful recommendations;  
NP responded thanking for the detailed content of the report and advised the BoD was working to build an action plan considering the recommendations made, adding the resource was also very helpful in helping the review of the governance requirements. The College will incorporate updates and changes after the OfS registration application review;
- 9.1.6. To advise the Board of Directors on:  
The management and governance arrangements to ensure regularity, propriety and value for money (Paper 9.6.1, SH);  
See 9.1.5 above  
The corporate risk management, operationally and financially sustainability (Paper 9.6.2, GM);  
See 9.3 below;
- 9.1.7. Terms of Reference of Audit, Remuneration & Risk Committee (Paper 9.9(a)); Academic Board (Paper 9.9(b)); College Oversight Board (Paper 9.9(c); NP/GM));  
GM commented on some duplication in ARRC and COB ToRs and the ARRC ToR now refers to External Audits only; NU explained that ToRs are limited by the College's Articles of Association;  
SH queried the function of the AB in terms of strategic oversight and operations; NP elucidated that the COB oversees the AB, which has hegemony for all academic matters under the responsibility of the BoD;  
Members accepted all ToRs noting these have been approved by the BoD
- 9.1.8. Academic Board Effectiveness Review Report and Action Plan (Paper 9.10, NP);  
See 9.1.4 above
- 9.1.9. Non-Executive Handbook, V3, (Paper 9.11, NP);  
The Board noted the updated Version 3 has been published on the College website;



9.1.10. SH asked for a new approach to signing off minutes to encourage speed of communication; NP confirmed new protocols have been established throughout the College to accomplish this (see 11.1 below).

## 10. Recommendations for BoD

No	Agenda	Recommendation	Date Initiated
10.1.	2.5	Chair of COB and Principal to meet regarding recruitment of NEMs to COB	03 Dec 2020
10.2.	3.2.2	In preparing COB Meeting Minutes classify attendance into membership and observer attendance according to their roles' definitions	03 Dec 2020
10.3.	4.1	Principal to share all Special Needs reports	03 Dec 2020
10.4.	4.1.3	COB members receive HoDIT report as submitted to OfS	03 Dec 2020
10.5.	4.1.4	Provide the COB with definitions and criteria used in compiling student attendance and non-attendance data	03 Dec 2020
10.6.	6.1.4	HoPAM to copy to the COB urgent actions identified in external reports	03 Dec 2020
10.7.	8.1	Review further the metrics in use to ensure their ling with the appropriate objectives in Strategic Statement	03 Dec 2020
10.8.	8.1	Where documents are presented to the COB, use track-changes or similar to identify or highlight changes to documents	03 Dec 2020
10.9.	9.1.3	BoD to review further the potential overlap in ARRC and COB ToRs	03 Dec 2020
10.10.	9.1.9	Non-Executive Handbook is produced as a .pdf version only without hard copy	03 Dec 2020

## 11. Any Other Business

(Previously notified to the Secretary)

11.1. 201125 BoD Meeting 20 Nov 20 Action Point 4.15 (Paper 11.1): Noted

## 12. Date and Time of Next Meeting

12.1. 2.00 pm, Thursday 18 February 2020

The Vice Chair closed the meeting at 5.10 pm, thanked all for their contributions and wished GT well in her new role as Chair.

**Signed**

*Graham Morrell*

**Graham Morrell**

**Vice Chair**

**College Oversight Board, London Churchill College**

**04 January 2021**