

London Academy for Applied Technology

‘Fit and Proper Persons’ Policy



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1. Introduction

London Academy for Applied Technology (LAAT) is committed to maintaining the highest standards of governance, integrity, and transparency. This policy ensures compliance with the Office for Students (OfS) Condition E9 (Fit and Proper Persons), the OfS Public Interest Governance Principles, and the Committee of University Chairs (CUC) Higher Education Code of Governance.

2. Why is there a ‘Fit and Proper Persons’ test?

All providers registered with the OfS must ensure that individuals in key roles are fit and proper persons.

Scope of Relevant Individuals

This policy applies to all “relevant individuals” as defined by OfS Condition E9, including:

- Members of the Board of Governors
- The Accountable Officer
- Senior Leadership Team (SLT) members
- All company directors of LAAT
- The Company Secretary
- Any individual holding more than 25% of shares in LAAT or its parent undertaking
- Any individual with significant responsibility for ensuring LAAT’s compliance with OfS conditions.

2.1 Definition of ‘Fit and Proper Persons’:

A ‘fit and proper person’ is someone who:

- is of good character.
- has the qualifications, competence, skills and experience that are necessary for their role.
- is able by reason of their health, after reasonable adjustments are made, to properly perform the tasks of the office or position for which they are appointed.
- has not been responsible for, been privy to, contributed to, or facilitated any serious misconduct or mismanagement (whether unlawful or not) in their employment or in the conduct of any entity with which they are or have been associated.

Indicators of NOT being a Fit and Proper Person

In addition to existing criteria, the following indicators apply:

- disqualification from acting as a company director, or from acting as a charity trustee, as set out in the company directors disqualification act 1986 or the charities act 2011.

- conviction of a criminal offence anywhere in the world or subject of any adverse finding in civil proceedings, where relevant, including, but not limited to bankruptcy or equivalent proceedings (in the last three years).
- subject of any adverse findings in any disciplinary proceedings by any regulatory authorities or professional bodies.
- involvement in any abuse of the tax systems.
- involvement with any entity that has been refused registration to carry out a trade or has had that registration terminated.
- involvement in a business that has gone into insolvency, liquidation or administration while the person has been connected with that organisation or within one year of that connection.
- dismissal from a position of trust or similar.
- Involvement in an organisation convicted under Section 199 of the Economic Crime and Corporate Transparency Act 2023 (failure to prevent fraud)
- Involvement in an organisation convicted of criminal offences relating to tax matters
- Refusal, revocation, or termination of a licence, authorisation, or registration to carry out a trade or profession.

2.2 Structure of OfS Condition E9

LAAT complies with the two-part structure of OfS Condition E9:

Part 1 – Knowledge and Expertise

LAAT ensures key individuals have the required qualifications, skills, and experience to perform their roles.

Part 2 – Fit and Proper Persons Assessment

LAAT ensures all relevant individuals meet the integrity and suitability requirements. The OfS may interview key individuals as part of registration or ongoing monitoring.

3. Process for Appointment of Board of Governors

All governor appointments are made by the Board of Governors on the recommendation of the Nominations and Remunerations Committee. In all cases, members are appointed following a shortlisting based on qualifications, experience and alignment with LAAT's needs and then interviewed by the Nominations and Remunerations Committee. Recommendations from the Nominations and Remunerations Committee are made to the Board of Governors.

Appointment to Board of Governors is conditional upon satisfactory fit and proper checks. For the appointment of a governor, the Secretary is responsible for carrying out due diligence on OfS 'Fit and Proper Person' requirements. The Secretary will assess and document whether the appointee:

- Is of good character.
- Has the qualifications, competence, skills and experience that are necessary for their role.

- Is able by reason of their health, after reasonable adjustments are made, to properly perform the tasks of the office or position for which they are appointed.
- Has completed the fit and proper self-declaration and any negative responses have been reviewed by the Secretary.

Due diligence will be conducted for all Board of Governor members as part of the appointment process. The preferred candidate will be notified that their appointment is contingent upon references and due diligence checks, and they will be informed of the specific checks to be carried out.

If no concerns regarding the candidate's fit and proper status arise, this will be reported to the Nominations and Remunerations Committee as part of their recommendation to Board of Governors for the appointment.

However, if the due diligence checks raise concerns about the candidate's suitability as a 'Fit and Proper Person', additional information will be requested and reviewed by the Secretary, with a report submitted to the Nominations and Remunerations Committee as part of their final recommendation to the Board of Governors.

Due diligence will also include documenting:

- The result of the company director search (listing all companies, including ones no longer trading).
- The result of a search of the Charity Commission's website of other trusteeships if the individual has identified a position as a charity trustee.
- Assessing any negative indicators following an internet search on the individual.

4. Reference Checks

Two references are required for Board appointments and other relevant individuals where appropriate.

5. Annual Review: Board of Governor

Board of Governor members are required to complete an annual self-declaration, confirming they meet the OfS definition of a 'Fit and Proper Person'. This self-declaration will be distributed by the Secretary each year, and members must promptly inform the Secretary of any changes in their circumstances that could affect their fit and proper status. This process supports LAAT's ongoing compliance with OfS Condition E9.

If a Governor answers 'yes' to any questions on the self-declaration, they are required to provide additional details. The Nominations and Remunerations Committee will review this information and record the final decision in the individual's fit and proper confirmation form.

If a Governor is under review due to the findings of the 'Fit and Proper Persons' check and is part of the Nominations and Remunerations Committee, they will be excluded from participating in the review process.

In the event that

- the annual self-declaration and any subsequent review by the Secretary and the Nominations and Remunerations Committee indicate that a Governor is no longer a 'Fit and Proper Person'.
- Or where it comes to light that a Governor has failed to disclose material information, the matter will be reviewed by the Nominations and Remunerations Committee.
- Where the criteria are not met, a recommendation may be made to the Board of Governors for removal from the governing body, and where appropriate, a reportable event may be submitted to the OfS.

6. Annual Review – Relevant Individuals (including SLT)

Annual self-declarations apply to all relevant individuals (not limited to SLT) and will be circulated by the Secretary, who is responsible for monitoring the returns. All declarations will be reviewed by the Secretary and, where appropriate, by the Nominations and Remunerations Committee.

If an individual answers 'yes' to any of the questions in the self-declaration, they are required to provide additional details. The declaration will be referred to the Nominations and Remunerations Committee, which will review the information received, document the outcome, and determine whether further investigation is required.

If an individual is under review due to the findings of the 'Fit and Proper Persons' check and is a member of the Nominations and Remunerations Committee, they will be excluded from participating in the review process.

Where concerns are identified, these will be investigated appropriately, and suitable action will be taken where required. If the annual self-declaration and subsequent review indicate that an individual is no longer a 'fit and proper person', the relevant disciplinary or governance process will be followed to determine an appropriate course of action.

7. Due Diligence Review

LAAT conducts comprehensive due diligence in line with OfS Condition E9.9.

Checks include:

- Disclosure and Barring Service (DBS) checks (where appropriate)
- Companies House checks, including disqualified directors register
- Insolvency Register checks
- Credit reference checks (where appropriate)
- Regulatory body sanctions and non-compliance lists

- Verification of qualifications and employment history
- Open-source and media background checks

Timing of checks:

- At appointment
- Every three years
- When concerns arise

8. Data Protection

All data collected is handled confidentially and in accordance with UK GDPR and LAAT Data Protection Policy.