

CORPORATION

DATE: WEDNESDAY 6 JULY 2016

PLACE: 4th FLOOR EXECUTIVE SUITE

TIME: 5.00pm.

PRESENT: Godfrey Allen (Chair), Sue Rimmer (Principal), Daud Ilyas, Jonathan Hick, Lucy Ashman, Michael Helene, Andrew Brown, Katie Driver, Cllr Jim Maddan, Cllr Stuart Thom.

IN ATTENDANCE Chris Wright (Vice Principal Planning & Resources)
Ralph Moran (Director of Finance)
Jason Pemberton-Billing (Vice Principal Curriculum & Quality)
Bev Giarraputo (Vice Principal Curriculum & Student Services)
Sarah Horrell (Vice Principal Employer & Community Engagement)

Natalie Watt (Clerk to the Corporation)

1. **Apologies for Absence**

- Yvette Stanley, Kazi Hossain, Cllr Brenda Fraser, Yousef Al-Abdallah, Dillon Willis.
- The Chair informed Members that **Cllr Jim Maddan** was finishing his final term of office as a Governor. The Chair expressed his appreciation both personally and on behalf of the Corporation for the hard work, dedication and passion that Cllr Maddan had demonstrated over his 10 years of service to South Thames College Corporation.
- The Chair presented Cllr Maddan with a glass plaque and a gift as a small token on behalf of the Corporation for his contribution to the College.
- The Clerk informed Members that the Academic Staff Governor had resigned from the role. Noted.

2. **Declarations of Interest**

- Principal – Confidential Part 1.
- Andrew Brown Item 9i
- Lucy Ashman Item 9ii
- All Staff Item 16iv – Pay Award

6. **i) Minutes of the meeting held on 23 March 2016**– The minutes were received and approved as a true and fair reflection of the meeting and were signed by the Chair of the Corporation.
- ii) Confidential Minutes of the meeting held on the 23 March 2016** – The minutes were received and approved as a true and fair reflection of the meeting and were signed by the Chair of the Corporation.
7. **Matters arising from the minutes**
- **Analysis of VT Hours** – To be provided to the next meeting of the Finance & Resources Committee. Director of Finance
 - **Business Unit performance report** - Full year delivery to be provide to the next meeting of the Finance & Resources Committee. VP Planning & Resources & Director of Finance.
 - Members requested that this be provided as a standard appendix to the monthly management accounts. Agreed.
 - **Loan Re-structuring** – On Agenda.
 - **Risk Register** – Noted that the Director of Finance was undertaking a risk assurance mapping process with the Internal Auditors and this would be fed in to the report for the following term. Director of Finance
 - **Terms of Reference** – Audit Committee and Finance and Resources Committee Terms of Reference now adopted.
 - **Utilisation** – The Chair of Finance and Resources confirmed that the Committee was expecting to receive a report on this at the first meeting the following term. Noted. Director of Finance
8. **Chairs Action/External Meetings**
- The Chair attended the following meetings on behalf of the Corporation:
 - AoC Governors Council
 - Regional Meetings
 - Meetings with other College Chairs undertaken as needed
 - Strategic Area Review Meetings – Central
 - Strategic Area Review Meetings Pan London
9. **Governance**– Presented by the Clerk to the Corporation
Items discussed:
- i) Election of the Vice Chair of the Corporation.**
- The Clerk confirmed that as notified by email only one nomination for the role had been received. Members **APPROVED** unanimously the appointment of Andrew Brown as Vice Chair of the Corporation for a period of one year.
 - The Chair expressed his appreciation to Mr Brown for his willingness to undertake the role.
- Mr A Brown was APPROVED for appointment as Vice Chair of the Corporation.**
- ii) Re-Appointments, Constitution & Membership of Committees**
- The Clerk referred Members to the discussions that had taken place at the Committee and recorded in the minutes.
 - Members **APPROVED** the recommendation to re-appoint Lucy Ashman for a second term of office as a Governor.
 - Members **APPROVED** the recommendation to appoint Kazi Hossain for a second term of office as a Governor.

- Members discussed the proposals for the appointment of Student Governors and it was agreed that the changes identified in the report would be **APPROVED**. The Clerk confirmed that this would be taken forward via the Vice Principal's Curriculum in the Autumn Term. Noted.
- Members were also informed that a revised Student Union Constitution would be prepared for approval next term. Noted.
- Members discussed the proposals for self-assessment. The Chair informed Members that he would be undertaking one to one meetings throughout the summer.
- Discussion followed on the need for all Members to review their performance and to assess their level of involvement in the College with a view to strengthening succession planning for the future. Noted.

VP's Curriculum & Clerk

VP Curriculum

Chair

Recommendations APPROVED and report RECEIVED.

iii) Governance Update

- Members discussed the governance and the Clerk confirmed that further work was being undertaken in house to introduce the scheme from September onwards.

Clerk

Report RECEIVED.

iv) Annual Schedule

- The annual schedule was approved. Member's attention was drawn to the dates for the away day event and the Clerk stressed the need to confirm attendance for this asap.

Schedule RECEIVED.

10. Principals Report – Presented by the Principal

Items discussed:

- Ofsted – Members discussed the Ofsted Inspection in detail. The Principal confirmed that as communicated to Governors, a complaint had been submitted to Ofsted regarding the Inspection process and outcome.
- Members were informed that the outcome of the complaint and the published report would be circulated as soon as they were available. Noted.
- Members discussed the impact of the Ofsted report and draft outcome and emphasised the need for there to be a focus on what lessons could be learned and how the improvements could be made as soon as possible. Members noted the potential impact on students, staff and funding.
- The Principal confirmed that the Inspection would now result in the College entering into support and challenge the following term.
- Members noted that the College would be expected to demonstrate significant progress.
- Discussions followed on the end of year results and the need for an analysis to provide evidence of where improvements had been achieved.
- The Principal informed Members that results on maths and English were collapsing nationally so it was difficult to assess and predict where the benchmark level would be set at and that this would not be available until 2017.
- The Principal endorsed the view that more consistency was still

Principal

needed across the whole college.

- The Principal confirmed that Teaching, Learning and Assessment would continue to be a focus of efforts for the following year.
- Members asked if a Post Inspection Action Plan had been developed? The Principal confirmed that this would be developed once the report and complaint had been finalised and would be circulated to Governors the following term. Noted.
- Members discussed the feedback with the Senior Leadership Team and were informed that Ofsted had not fully recognised the progress which had been made in year and would not take account predicted success rates in their judgements.
- Members expressed their surprise that the introduction and widespread use of pro monitor in curriculum areas had also not been acknowledged in managing student achievement.
- The Chair informed the board that the College needed to look to the future and that the coming year would test the leadership team.
- The Chair stated that expectations from the Board of the Leadership Team remained high and accountability would be maintained.
- Members noted the update on Teaching and Learning. The VP Curriculum and Quality was asked for a verbal assessment of achievement and confirmed that the College was perhaps optimistic in its expectations of achievements at maths and English levels given the emerging national picture. Noted.
- Members noted the competition update and the Chair asked for the appreciation and acknowledgement of the Board to be fed back to the participants. The Principal confirmed that she would ensure that congratulations from the Board were passed to Students and Staff participating.
- Members noted the curriculum changes summarised at paragraphs 14 and 15.
- Members also noted the update on the Merton Adult Contract. The Principal confirmed that all remaining staff would transfer to the College on 1st August 2016.
- Members were advised that this was expected to be a total of 74 staff.
- The VP Planning and Resources confirmed that he was still negotiating final contract terms and conditions and that the contract would come to the Chair for signing in due course. Noted.
- Members noted that an open day for Merton Adult Staff was being held at the Merton Campus.
- Members discussed the employer and stakeholder update provided.
- A Member proposed that consideration be given to the re-structuring of the Principal's report to align it to the headings in the strategic plan so that activities could be easily grouped and monitored by Governors. The Principal agreed to consider this proposal.
- Members noted the update on applications and sales.
- The updates on Estates and Facilities, HR and Area Reviews were noted.

Principal

Principal

VP Planning & Resources

Principal

Report RECEIVED.

11. Teaching, Learning & Assessment Report – Presented by the VP Curriculum and Quality.

Items discussed:

- The VP Curriculum and Quality reminded Members that the report had been written pre Ofsted Inspection. Noted.
- Members discussed the verbal findings presented as part of the Inspection.
- The VP Curriculum and Quality confirmed that the inconsistency across areas remained a challenge.
- Members noted the challenge of presenting stretch and challenge lessons in a revision period in the delivery of the curriculum.
- Members debated the performance of curriculum areas and noted the key challenges for some areas. e.g staffing levels and reliance on agency staff.
- The Principal confirmed that many of these challenges had been addressed but due to the timing of the Inspection had not had time to produce results in year.
- Members were informed and assured that the College was in a much stronger position for the start of the new academic year than in previous years. Members discussed the logic behind the combination of some of the Curriculum areas and the need to continue to embed a campus based model.
- The VP Curriculum and Quality confirmed that the campus model delivery would be fully in place for the start of the following academic year. Members also noted the establishment of the Construction Training Centre.
- Members noted the spotlight focus that had been attached to the Principal's report and discussion followed on how to address any recurring concerns across differing curriculum areas.
- The Principal informed Members that the use of data would be important in identifying problems early enough. Curriculum
- Managers now had greater responsibility for the data and more data would be available in real time.
- Members noted that the development of the dashboard would be key and that this was considered an essential for them to monitor performance at a strategic level and were informed that it was anticipated that this would be available in 2016/17. Noted.

VP Planning & Resources

Report RECEIVED.

12 Self-Assessment Report (SAR) Process – Presented by the VP Curriculum and Quality.

Items discussed:

- The Principal informed Members that this item had been deferred to the first meeting the following term as Senior Leadership responsibilities were being redefined and the format reconsidered. Agreed and noted.

VP Curriculum

13. CPI's and Strategic Priorities 2015/16& Proposed CPI's for 2016/17. - Presented by the VP Planning & Resources.

Items discussed:

- Members were advised that this was the final year of the strategic plan and that the following term would focus on developing a new one.

- Members agreed with the need to set new priorities.
- Members were invited to submit any proposals/ideas etc. to the SLT over the summer period. Noted.
- Member's attention as drawn to appendix 1 of the report. Members noted the new direction of travel and that the proposed CPI's were a work in progress.
- It was agreed that the VP Planning and Resources would bring together final proposed CPI's and a draft strategic plan in a single narrative to the following terms meeting. For discussion and consideration. Noted.
- Members noted that maintaining an aspirational attendance CPI was important. Discussion followed on the merits of this.
- Members commented that they were re-assured that the strategic plan and CPI's would be significantly reviewed at this time.
- Members commented on the need for a step change. It was agreed that if Members had any specific input or suggestions that they could contact either the Clerk or the VP Planning and Resources over the summer.
- It was proposed that the final strategic plan would be the subject of focus at the latest by the away day event in February 2017. Agreed.
- Members proposed that the measures needed to engage and motivate the organisation and that this should be reflected in all agendas and papers which should be linked back to delivery of the plan.
- Members expressed the need for clarity in the CPI's for them to be clearly able to identify where stretch targets had been set in order to make judgements over delivery. Agreed.
- Members discussed delivery in key areas which has been identified for expansion such as hospitality.
- Discussion followed on achievements in this area and the Principal confirmed that the first Hospitality and Catering Academy graduates were now coming through with significant success.
- Members discussed growth potential in travel and tourism to build on this success.

VP Planning & Resources

Governors

VP Planning & Resources

Report RECEIVED.

14. Curriculum Plan 2016/17 – Presented by the VP Planning & Resources.

Items discussed:

- Members were informed that the Curriculum Plan had been considered in detail at both the Quality & Performance Committee and the Finance & Resources Committee.
- Member's attention was drawn to paragraph 9; Members noted the inclusion of the new school.
- Member's attention was also drawn to the changes identified for the Wandsworth Campus at paragraph 11 and the summary at paragraph 13.
- Members queried the removal of international provision and the VP Planning and Resources confirmed that all tier 4 provision had been removed.
- Members discussed the possibility of opening a Business School in Wimbledon in partnership with Merton Council.

- The Principal informed, Members that she was progressing this idea and would update the Board the following term on any developments.
- Following discussion it was agreed that the Principal would contact Katie Driver towards the end of the summer to discuss the current delivery in the area through her entrepreneur's contacts.

Principal

Principal

Report RECEIVED.

15. Risk Management Report 2015/16 – Presented by the Director of Finance.

Items discussed:

- The Director of Finance confirmed that the Risk Management process was currently under review. Mazars the Internal Auditors were shortly going to conduct an assurance mapping exercise.
- Following this it was anticipated that a report would come to the Board the following term identifying any proposals for change. Members welcomed the refreshed approach.
- Members queried what changes were proposed in respect of the risk posed by overspending on VT's.
- Members were assured that this was consistently monitored as part of the internal risk process. Members asked for an update on how this was done at the next meeting. Noted.
- Members discussed the movement of risk 147.
- Members discussed the need for consideration to be given to the capacity of the Senior Leadership Team to lead and participate in merger discussions and proposed that a review of what could be done to mitigate the risk of overloading the team in any future discussions take place. Agreed that this would be considered at the next JSG.

Director of Finance

Director of Finance

Principal

Report RECEIVED.

16. Finance & Resources Committee

i) Management Accounts 2015/16– Presented by the Director of Finance.

Items discussed:

- Member's attention was drawn to paragraphs 1.1 and 1.2 which summarised the current financial position.
- The Chair of the Finance and Resources Committee informed Members that the Committee had discussed in detail where the variances were.
- The Committee had requested several additional pieces of work which would allow them to drill down further to see if anything different could be done for the coming year. Noted.
- Discussion followed about Visiting Teacher costs and how these were monitored, controlled and forecast for the year.
- Members were informed that the Director of Finance was also providing the Committee with additional information at the extra meeting of the Committee which had been planned for the start of the Autumn Term.

Management Accounts RECEIVED.

ii) Budget 2016/17 and Financial Forecast for 2017-18 –

- Discussion followed on the on-going income pressures and the forthcoming apprenticeship levy. Members expressed their concern

at the level of income indicated and were assured that realistic income figures had been used when balancing the budget for the coming year.

- Members were advised that at the Committees request the contingency figure had been increased. Members were also advised that some over delivery of Adult Skills was expected for 2016/17.
- Members noted that the cash position had moved more positively following the disposal of the Tower Block.
- Members were informed that there was also an additional further release of £700k plus once the build had been completed. Noted.
- Discussion followed on the curriculum course file and the need to be realistic about class sizes and take definitive action as early as possible.
- Members also discussed the removal of costs in some areas and whether or not this was prudent and had been thought through in terms of ensuring that existing income levels could still be protected.
- Members were assured that consideration had been given to each reduction.
- Members were advised that more certainty would be available in November following enrolment.
- Members requested that the F&R Committee be provided with more detailed information on areas where VT expenditure had been identified. Noted.
- The Director of Finance also informed Members that the Internal Auditors would be auditing income levels and that no concern had been expressed to date on how income was monitored. Noted.
- Members emphasised the need for an effective control system for managing overspends within budget areas. Agreed

Budget APPROVED for 2016-17 as set out in the report provided and detailed at Annex A.

Director of
Finance

iv) Additional Item Pay Award – Presented by the Principal.

Items discussed:

- Detailed and lengthy discussion took place on the level of the deficit and the impact of any consolidated pay increase.
- Members noted that at mid-March 2017 there would be greater certainty but rejected a proposal that any assurances be given for future pay increases in light of the financial uncertainty in the sector.
- Discussion followed on staff morale and the number of years that the College had been unable to accommodate a pay increase.
- Members expressed concern at approving a pay increase when the financial forecast had not been met for the last 2 years.
- Members sought assurance that the forecast this year would be more accurate.
- Following further discussion it was agreed that no consolidated pay increase could be agreed at this time in light of the on-going financial challenges and the lack of delivery against previous budget forecasts.
- The Principal requested that Members considered making a one off payment non- consolidated.
- Following discussion about the financial impact and the amount, Members APPROVED the payment of £400 pro rata as a one off

bonus for all staff.

- The Chair confirmed that this would be applicable to all staff in the organisation.
- Members agreed to re-visit the issue of a consolidated pay award in the Spring once they had greater clarity over the financial position of the College.

Report RECEIVED, Bonus of £400 pro rata to all staff APPROVED

17. Audit Committee

i) Strategic Plan for the audit of the Financial Statements for 2015/16 -

Presented by the Director of Finance & the Chair of the Audit Committee.

Items discussed:

- Members noted the changes to the accounting framework and those in relation to FRS 102. Members noted that the cost of the audit has not increased.

Strategic Plan for the audit of the Financial Statements APPROVED.

ii) Internal Audit Strategic Plan – Presented by the Director of Finance.

Items discussed:

- The Chair of the Audit Committee confirmed that the plan had been scrutinised at the Committee.
- The Director of Finance confirmed that the risk management group would be reviewing the full risk register following the risk assurance mapping exercise.
- Member's attention was drawn to pages 14 and 15 for information. Noted.

Internal Audit Strategic Plan APPROVED.

18. Minutes of Meetings – Presented by the Chairs of Committees

i) Audit Committee Minutes – RECEIVED

ii) Quality & Performance Committee Minutes – RECEIVED

iii) Finance and Resources Committee Minutes – RECEIVED

iv) Search & Governance Committee Minutes – RECEIVED

v) Remuneration Committee Minutes – RECEIVED

vi) Health, Safety & Environment Committee Minutes – RECEIVED

19. Any Other Business

None

20. Date of the Next Corporation Meeting

- Tuesday 5th October 2016 at 5 pm at the Merton Campus
- Wednesday 14th December 2016 at 5pm at the Wandsworth Campus
- Away Day 9th and 10th February 2017 at the Burford Bridge Hotel in Dorking.
- Wednesday 23 March 2017 at 5pm at the Wandsworth Campus
- Wednesday 5 July 2017 at 5pm at the Wandsworth Campus.

Signed By: _____

Date: _____