

CORPORATION

DATE: WEDNESDAY 29 MARCH 2016

PLACE: 4th FLOOR EXECUTIVE SUITE

TIME: 6.00pm.

PRESENT: Godfrey Allen (Chair), Sue Rimmer (Principal), Andrew Brown, Daud Ilyas, Lucy Ashman, Michael Helene, Kazi Hossain, Katie Driver, Nanda Ratnavel, Jennie Hall, Yvette Stanley, Cllr Brenda Fraser.

IN ATTENDANCE Ralph Moran (Director of Finance)
Jason Pemberton-Billing (Vice Principal Curriculum & Quality)
Bev Giarraputo (Vice Principal Curriculum and Learner Services)
Natalie Watt (Clerk to the Corporation)

1. Apologies for Absence

Cllr Stuart Thom.

2. Declarations of Interest

Principal Item 5.

3. Approval of Minutes

i) Minutes and confidential minutes of the meeting held on the 14th December 2016 were **APPROVED** and signed by the Chair.

ii) Confidential minutes of the meeting held on the 1st March 2017 were **APPROVED** and signed by the Chair.

4. Matters Arising

- **Dashboard** - The Deputy CEO confirmed that the system was working within the College but that there had been some issues with remote access. Members were assured that external access would be available shortly. It was agreed that an email alerting Governors with passwords and logins would be sent to the Clerk for circulation after Easter. Noted.
- **E Governance** – All dispatches are loaded on to the share point systems and a link emailed on the day of dispatch. Take up is mixed and hard copy dispatches are still being issued. It is not known what platform the new board will want to use so it is intended to maintain soft and hard copy dispatches until the 31st July 2017.
- **Development Options** – The Chair and the Principal will consider what topics they may suggest for the next development event and if in the light of merger developments, it will proceed. Members are invited to email in suggestions for topics.

Deputy CEO

All

- **Mental Health and Wellbeing Group** – The Principal is attending a Borough mental health group in Merton. Wandsworth Council declined the College’s request to attend.
- **Organisational Health and Safety Chart** – This item is outstanding, the Director of Finance agreed to circulate the chart to the Clerk following the meeting.
- **New Strategic Plan** – The Deputy CEO confirmed that this would be developed post-merger.
- **Visiting Teacher Usage** – The Director of Finance confirmed that the detailed breakdown on VT usage was still outstanding and would be provided in the next Finance & Resources Committee meeting. Agreed.
- **Traffic Light Reporting** – The VP Curriculum Wandsworth confirmed that red amber green ratings had been applied to all schools and included in the reports to the Quality & Performance Committee.
- **Repayment of Lloyds Loan** – The Deputy CEO confirmed that this had been repaid and that they College was still in discussions with Lloyds legal advisors over the break payment. Members queried what action was left open to Lloyds and discussed the financial impact. The Director of Finance confirmed that a contingent liability was being held in the accounts.
- **Risk Assurance Mapping** – The Director of Finance confirmed that this item was on the agenda.
- **Management Accounts** – The Director of Finance confirmed that one set of accounts had been circulated. The Clerk informed Members that the timetable for the production to the monthly accounts had not been provided as yet. Noted.
- **Cash Flow Statement** – Noted that this had been reinstated and attached to the management accounts.
- **CPI outcome** – On Agenda.
- **Utilisation Update** – Noted that this would be reported through to the Finance and Resources Committee at the next meeting.
- **Pay Award** – The Principal confirmed that the College’s financial position was too challenging to advocate a pay rise. However, Members were advised that the College was increasingly at risk of falling behind pay for other London Colleges. It was noted that this would be reviewed post-merger.
- **Outcomes curriculum report** – This report is on the agenda and has been circulated as recommended by the Quality and Performance Committee.

Director of Finance

Deputy CEO

Director of Finance

PART ONE

5. **Remuneration Committee** – Presented by the Chair of the Corporation. The Principal & CEO and the Clerk to the Corporation left the meeting for discussion on this item.
Subject to a separate confidential minute.
6. **Senior Post Holder Update** – Presented by the Principal & CEO.
Subject to a separate confidential minute.

7. **Management of Change** – Presented by the Principal & CEO.
Subject to a separate confidential minute.
8. **Confidential Merger Update** – Presented by the Principal and CEO.
Subject to a separate confidential minute.

PART TWO

9. **Chairs Action**
- The Deputy CEO confirmed that collateral warranties had been signed under seal by the Chair of the Corporation and the Principal and CEO. These related to the land sold as part of the new development at the Wandsworth site.
 - The Clerk confirmed to the Corporation that the Chair had undertaken considerable additional work outside of the meetings to progress key personal issues arising from the merger. Noted.
- Update RECEIVED.**
10. **Constitution & Membership of Committees** – Presented by the Clerk to the Corporation.
Items discussed:
- The Clerk drew to Members attention that the two student Governor vacancies were on hold pending the completion of the merger.
 - Members were reminded that changes to STC Instrument and Articles had paved the way for a new process for appointment, however, the Clerk confirmed that underpinning arrangements with regard to the student union still needed to be completed.
 - The Clerk confirmed that due to the time of year it was proposed that no elections be held. Members agreed that the timing for exams, combined with the schedule for merger, would place an unnecessary burden on students who may only be able to attend one meeting.
 - The Clerk confirmed that the Instrument and Articles for Kingston College Corporation detailed a different approach to the process of electing a Student Governor and that any further appointments would be dealt with by the new college.
 - The Clerk informed Members that the matter had been drawn to the attention of the internal auditors when they were completing the Corporate Governance Audit. Noted.
- Report RECEIVED.**
11. **Teaching, Learning and Assessment Report** – Presented by the VP Curriculum and Wandsworth.
Items discussed:
- The VP Curriculum and Wandsworth discussed the progress that had been made in year.
 - Members attention was drawn to paragraph 9 on page 2 of the report and the predicted results for maths and English.
 - Members discussed the performance in this area and what the target was for the year.
- Report RECEIVED.**

12. Progress Against College Performance Indicators (2016/17) – Presented by the Deputy CEO.

Items discussed:

- Members received the report and queried the staff utilisation levels reported.
- Discussion followed on the reasons why this was down against the plan. Members queried the level of staff utilisation at Kingston and Carshalton and the Deputy CEO informed Members that these were not known at this time.
- Members were informed that utilisation was being strongly tracked in year. Members discussed the destination percentage reported and queried when the information was collected. The Deputy CEO confirmed that this would not be available until the following year as it would always be lagged.

Report RECEIVED.

13. Quality & Performance Committee

i) Quality Improvement Mid-Year Update – Presented by the VP Curriculum Wandsworth.

Items discussed:

- The VP Curriculum Wandsworth confirmed that the quality improvement plan had been shared with the support and challenge Inspector who had completed his first visit to the College since Inspection.
- Members requested more specific reporting to understand what success meant in each of the areas reported upon, i.e. what does good progress actually mean in measureable terms. Agreed.
- Members noted that generally external consultants had a less favourable view than internal reviewers.
- The VP Curriculum acknowledged that at times a natural bias came through, hence the commitment to external advisors and consultants.
- The Chair of the Quality and Performance Committee confirmed that the Committee had undertaken a forensic view from a Governors' perspective and were confident that the Senior Leadership Team had strengthened performance monitoring and intervention processes during the year.
- Members discussed at what level the performance should be in maths and English and how the College was performing in the context of similar institutions.
- Members discussed the challenges of ensuring that targets were stretching but also achievable.

Report RECEIVED.

ii) Safeguarding – Presented by the VP Curriculum Merton.

Items discussed:

- Members queried whether the level of safeguarding issues reported were on a par with Kingston and Carshalton Colleges? The VP Curriculum Merton said this information as not currently known.
- The Chair of the Quality and Performance Committee noted that there needed to be clear information and communication going forward to ensure that the new college fully understood the complexity and scope of the safeguarding issues currently dealt with by South Thames College and the Boroughs of Merton and Wandsworth. Agreed.

VP Curriculum
Wandsworth

14. Finance & Resources Committee

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

Items discussed:

- The Chair of the Finance and Resources Committee confirmed that the Management Accounts had been scrutinised in detail by the Committee.
- Members had expressed their concerns about the worsening position and actions had been identified that would be reported back to the Committee at the next meeting.

Management Accounts RECEIVED.

ii) Construction of the Budget 2017/18 – Presented by the Director of Finance.

Items discussed:

- The Director of Finance confirmed that the principles for the construction of the budget had been discussed and were recommended by the Finance and Resources Committee.
- Members were assured that the underlying assumption as that any budget would maintain a financial health of good.
- Members also confirmed that the F&R Committee has required additional provisions to be made for contingencies for unknown expenditure. Noted.

Report APPROVED.

iii) STC Fees Policy – Presented by the Director of Finance.

Items discussed:

- Members noted that the changes proposed had been highlighted in the policy as requested by the F&R Committee.

Report and Fees Policy APPROVED.

15. Audit Committee

Risk Management - Presented by the Director of Finance.

Items discussed:

- Members noted that under priority 5 risk number 49 needed to be updated in light of discussions and concerns flagged up at the Finance and Resources Committee.
- The Director of Finance confirmed that this would be updated.

Report RECEIVED.

Director of
Finance

16. Minutes of Meetings

- i) Audit Committee - RECEIVED**
- ii) Quality & Performance Committee - RECEIVED**
- iii) Finance & Resources Committee – RECEIVED**
- iv) Remuneration Committee – CONFIDENTIAL – RECEIVED**
- v) Health and Safety Committee – RECEIVED**
- vi) Shadow Board – CONFIDENTIAL – RECEIVED**

17. Any Other Business

- The Chair sought an update on the email relating to the student who has recently passed away. The Principal confirmed that the student had appeared unwell and the parents had been advised to seek

medical attention, unfortunately, the student had subsequently died and an inquest had been called. The Chair asked to be kept apprised of any further information. Noted.

18. Date of the Next Corporation Meeting

- Special Corporation 7th June 2017 at 7pm at the Wandsworth Campus (subsequently amended to the Merton Campus
- Corporation Wednesday 5th July 2017 at 5pm at the Wandsworth Campus.

Signed By: _____

Date: _____