

THE CORPORATION

EALING, HAMMERSMITH AND WEST LONDON COLLEGE

Minutes of the Meeting of the Corporation held on Thursday 18 December 2014 at the Hammersmith Campus

Meeting began 6.00pm

Chair: Tony Alderman

Item 1

ATTENDANCE AND APOLOGIES FOR ABSENCE

1.1 Present

Heather Clay	x	Andrew Mackay (Teaching Staff Governor)	√
Richard De St Croix (Support Staff Governor)	√	Ismail Qawasmeh	√
Julia Clements-Elliott	√	Garry Phillips (Principal and Chief Executive)	√
Jim Conybeare-Cross	x	Nick Ratcliffe	√
Hilary Cowell	√		
Sarah Dhandra	√		
Lisa Huggins-Chan	√		

The meeting was quorate throughout.

1.2 **Apologies for Absence** were RECEIVED from: Jim Conybeare-Cross, Heather Clay.

1.3 **In attendance:** Pat Hayes – Executive Director of Regeneration and Housing (Ealing Council) for part of the meeting.

Sean Headley – Managing Director Business and Commercial Development

Phil Hockey – Director of Quality and Performance

John Humphreys – Assistant Principal Human Resources and Change Management

Chris McCutcheon – Finance Director

Keith Scribbins – Clerk to the Corporation

Ala Uddin – Vice Principal Curriculum and Student Services

John Tomlinson/Derrick Jones – KPMG (for part of the meeting).

1.4 **Declarations of Interests:** There were no new declarations of interests.

1.5 Chair's Announcements

1.5.1 The Chair welcomed all members and attendees and a particular welcome was extended to Ismail Qawasmah, the new student governor, on his arrival.

1.5.2 The Chair announced that Christine Whatford had resigned for personal reasons. The College had written to her and sent flowers. This information was NOTED and good wishes were extended to Christine.

1.6 Clerk's Announcements

1.6.1 The Clerk announced that the two candidates the Search and Development Committee had recommended for appointment had withdrawn their applications. The Committee would continue its search for new members. This was NOTED.

1.6.2 The Clerk drew attention to the fact that all papers had been despatched in a timely manner and there had not been the need to resort to a courier service. He also drew attention to the action document – an innovation which hopefully clarified the separation between minuted decisions and actions taken. This was NOTED as a useful innovation.

1.6.3 The Clerk announced that the seminar for recently appointed members would be held on 20 January 2015 and the Corporation Strategic Planning Seminar on 30/31 January 2015. These announcements were NOTED.

Item 2

COR 14.50 and 14.51

MINUTES OF THE MEETING OF THE CORPORATION HELD ON 23 SEPTEMBER 2014 AND 23 OCTOBER 2014 (SPECIAL)

2.1 The Minutes were APPROVED as a correct record and signed by the Chair.

2.2. There were no matters arising which were not covered elsewhere on the agenda.

2.3 Minute 6 (concerning Brian Vines) of the meeting held on 23 September 2014 was deemed confidential.

Item 3

PRESENTATION BY PAT HAYES

3.1 Pat Hayes conveyed fraternal greetings from the Council and gave a brief presentation on the need to provide more secondary school places. Acton was the potential site being considered. Mixed use was possible. He was keen to see collaborative arrangements made with the College and in discussion members expressed support for mixed use, collaboration and a continuing presence for the College there.

3.2 This report was NOTED and the ideas outlined were remitted to the Principal and Chief Executive for further development.

Item 4

KPMG STRATEGIC OPTIONS REVIEW

PRESENTATION BY JOHN TOMLINSON AND DERRICK JONES

4.1 The KPMG representatives gave their interim report on the Strategic Options Review they had been commissioned to carry out. The report method covered:

- The analysis of the external environment
 - Political and economic context
 - Learner Demand
 - Travel to Learn
 - Competitor analysis
 - Stakeholder interviews

- Vision for the Future

- Current state
 - Documenting the vision for the future
 - Stakeholder feedback
 - Future curriculum requirements.
- Considerations supporting achievement of the vision
 - Identify delivery models
 - Critically appraise success criteria
 - Recommendations
 - Preferred option
 - Next steps.

4.2 The interim report concentrated on the external environment, the College's socio-economic profile, the Economy, Stakeholder Interviews, Vision for the Future, the College's Curriculum, Quality and Recommendations being Developed.

4.3 The emerging recommendations were;

- Curriculum – realign and relocations
- Alignment of provision to local initiatives and LEP priorities.
- Rationalise estate
- Strategic partnerships – Federations, mergers, acquisitions
- Relevance of 157 Group membership (punch its weight)
- Future proofing via financial priorities
- Ofsted agenda.

4.4 A large number of items were raised in discussion. These included the next steps and timetable (a final report would go to the development seminar); the role and possible expansion of HE; the need for a SWOT analysis and clarity on future direction of travel; the character of the competition. The core question remained as what should the College try to deliver and where?

4.5 Pending consideration of the final report, the interim report was ADOPTED and the work being carried out was ENDORSED.

Item 5

COR 14.52, COR 14.59, COR 14.59a, COR 14.60, COR 14.61, 14.61a AND COR 14.61b PRINCIPAL'S REPORT

5.1 The Principal introduced his report and presentation which incorporated a number of papers prepared by senior staff. These included papers on the Apprentice Training Agency, Employer Subsidiary Creation, Financial Forecast, Report on Ofsted visit and Transforming Southall. The document had ten appendices covering:

- Good news stories
- The Impact Assessment Brochure
- The 157 Group Document on Future Colleges – rising to the Skills Challenge
- The Re-professionalisation of Teaching (Guardian article)
- Ofsted letter 16 July 2014: Focus
- Ofsted letter 4 December 2014: Findings
- Principal's update 24 November 2014

- CSF/Performance Scorecard
- Partnership Opportunities (Confidential)
- Ambitious About Autism.

5.2 Some supplementary papers were tabled;

- An updated version of the Performance Scorecard
- Apprentice Training Agency
- Employer Subsidiary Creation
- Forecast re-submission and appendices
- Accounts Submission to the SFA and EFA.

5.3 A number of matters were emphasised in discussion. The Ofsted letters were seen as very significant and it was felt that this work was being adequately monitored by the Quality and Performance Monitoring Committee. Similarly, the Finance and General Purpose Committee had overseen the annual accounts and the Audit Committee had overseen related documents. There was confidence that the tabled paper setting out a statement on going concern issues could be adopted together with the financial spreadsheets. Members also discussed the need for redundancies – staff costs were too high as a proportion of income. Members commented on the need for prudence and it was indicated that a large number of steps were being taken to achieve economics and raise income. This included a review of the calculation of redundancy pay entitlements. Overall it was envisaged that there was a need for £2m saving in the academic staff budget. Another item which stimulated wide discussion was the strategy concerning possible disposals. It was desirable, of course, to have a full scale property portfolio analysis but the costs involved in this and the time it would take did not meet the urgency of the financial situation. The Clerk drew the attention of members to their financial and fiduciary duties in the Instrument and Articles and the wisdom of complying with indications given by the Funding Bodies. In the event all the resolutions arising from the Principal's report and the large number of papers listed above, were unanimous. In relation to Acton and its disposal, work was being done on the future arrangements for construction studies. It was reported that Jim Conybeare-Cross (though not present) had submitted a note of support for the recommendations being considered.

5.4 Arising from the Principal's report and associated documents, it was RESOLVED

- that: The involvement of the Borough of Ealing in a strategic partnership with the College vis a vis the Acton site should be SUPPORTED.
- that: Support should be given to further due diligence work in respect of the JVP.
- that: The changes in the CSF/Balance Scorecard in respect of 24+ loans and 16-18 students etc be NOTED.
- that: The scoping document should be SIGNED OFF.
- that: The pilot project in West London in January 2015 be APPROVED and related business plan development should be SUPPORTED.
- that: The going concern statement should be SUPPORTED.
- that: the three year financial forecast and commentary be SUPPORTED.

Item 6

QPM 14.48, COR 14.53, FGP 14.56 AND 14.54

AC 15.02, COR 14.54, AC 14.24, 14.26, 14.27

SDC 15.02, 14.11, 14.09, QPM 15.02

COR 14.55, COR 14.56, FGP 15.02, COR 14.57

COR 14.57b, COR 14.58, FGP 14.60a

MINUTES AND REPORTS FROM COMMITTEES

6.1 Members RECEIVED the following Minutes with their attachments:

- QPM Committee 14 October 2014
- F&GP Committee 23 October 2014
- Audit Committee 24 November 2014
- S&D Committee 26 November 2014
- QPM Committee 2 December 2014
- F&GP Committee 4 December 2014

6.2 Arising from the Committee meetings and the Minutes, it was RESOLVED

that: Heather Clay be appointed the Chair of the QPM Committee and Lisa Huggins-Chan the Vice Chair.

that: The annual report on Safeguarding be ADOPTED.

that: Jim Conybeare-Cross be appointed Chair of the Finance and General Purposes Committee.

that: The Health and Safety Annual Report be ADOPTED.

that: Nick Ratcliffe be appointed Chair of the Audit Committee.

that: The IAS Annual Report be ADOPTED.

that: the Report and Financial Statements, the Annual Report of the Audit Committee, the Management Letter and the Letter of Engagement be ADOPTED.

that: The Terms of Reference of the Search and Development Committee be ADOPTED.

that: The Corporation's determination of its size and composition should be nine ordinary/general members, one Principal, two staff and two Student members.

that: Louise Evans and Carolyn Davies be appointed Governors (AFTERNOTE: they subsequently withdrew).

that: The HR staff annual report 2013/2014 be ADOPTED.

that: The draft key themes self-assessment report and moderation proposals be ADOPTED.

that: The acquisition of a valuation relating to the Acton Campus be APPROVED.

that: The draft report and financial statements (when amended) be ADOPTED and the letter of representation SIGNED.

that: The three month management accounts be ADOPTED.

that: HR reports should, in future, go to the F&GP Committee.

Item 7

ANY OTHER BUSINESS – CONFIDENTIAL

The staff left the meeting and the Principal and Chief Executive outlined in confidential session his plans for a new executive team structure. This was SUPPORTED.

Item 8

DATE OF NEXT MEETING

Scheduled for Thursday 26 March 2015.

Chair's Signature

Date