

**THE CORPORATION  
 EALING, HAMMERSMITH AND WEST LONDON COLLEGE**

**Minutes of the Meeting of the Corporation held on 21 June 2017  
 at the Hammersmith Campus**

The meeting began at 6.00 pm with Tony Alderman in the Chair.

**ITEM 1**

**ATTENDANCE, APOLOGIES FOR ABSENCE AND ANNOUNCEMENTS**

**1.1 Present**

Tony Alderman	√	Michael Heanue	√
Adrian Asuquo	√	John Jeffcock	√
Deana Badaway	√	Garry Phillips (Principal & CEO)	√
Heather Clay	√	Nick Ratcliffe	√
Julia Clements-Elliott	√	Hassan Rizvi	X
Jim Conybeare-Cross	√	Sundeep Sangha	√
Joanne Fintzen	√	Lucy Taylor	X
Nicki Golland	√	Denise Waldron	√

**1.2** Apologies for absence had been received from Hassan Rizvi and Lucy Taylor.

**1.3 In Attendance**

Janet Gardner (Executive Director, Principal)  
 Laurie Morley, (Project Director)  
 Urmila Rasan, (Executive Director, Finance and Shared Services)  
 Keith Scribbins, (Clerk)  
 Ray Shilling, (Executive Director, Planning and Business Development)

**1.4 Declarations of Interests**

There were no new declarations.

**1.5 Chair's and Clerk's Announcements**

1.5.1 There were no announcements.

## **ITEM 2**

### **COR 17.46**

#### **MINUTES OF THE MEETING OF THE CORPORATION HELD ON 24 MAY 2017**

These were **APPROVED** as a correct record save for the alteration of Binda Rai's term of office to three years rather than four years. The Minutes were signed by the Chair.

### **COR 17.02**

#### **REPORT OF THE SEARCH & DEVELOPMENT COMMITTEE MEETING HELD ON 24 MAY 2017**

The outcome of this meeting had been extensively reported at the Corporation meeting on 24 May 2017 and included a review of the governors' seminar, a review of membership, a review of terms and registers and the appointment of Councillor Rai. All of the matters dealt with by the Committee were **NOTED** and the recommendation concerning the appointment of Councillor Rai had been **ADOPTED**.

### **COR 17.47**

#### **REPORT OF FINANCE AND QUALITY TASK GROUPS HELD ON 5 JUNE 2017**

The resolutions and recommendations made by the task groups were set out (together with some supplementary matters) in the extensive reports of their meetings on 5 June 2017. It was also **NOTED** that a further supplementary matter on careers advice and guidance had been dealt with. The resolutions and recommendations were **ADOPTED**.

## **ORAL**

#### **REPORT OF AUDIT COMMITTEE MEETING HELD ON 20 JUNE 2017**

Nick Ratcliffe gave an oral report on the matters covered in this meeting which had taken place on the previous evening. The substantial matters were the audit plan, procurement, internal audit reports and key-man activities. This report was **ADOPTED** and members looked forward to receiving the full minutes of the meeting at their next Corporation meeting.

There were no matters arising from these minutes and reports.

## **ITEM 3**

## **COR 17.48**

### **CEO REPORT**

Members **RECEIVED** the report as presented by Garry Phillips.

The report covered:

- Governor key performance indicators
- HR matters (letter from UCU was appended to the report)
- Curriculum developments
- Financial matters
- Merger policy
- Institute of Technology

The HR matter concerned a dispute with UCU about their claim that the College had failed to give a guarantee against compulsory redundancies. The Principal and Chief Executive described the action he had taken in relation to severance arrangements in response to this dispute. The Union letter and the character of the dispute was **NOTED**.

The most significant merger project was the proposed merger with Kensington and Chelsea College and the development of a merger project team in relation to potential mergers. A steering group was being formed with representatives from KCC. EHWLC's representatives would be Tony Alderman, Heather Clay, Sundeep Sangha, Garry Phillips and Keith Scribbins. A Service Level Agreement was also being formed.

Members discussed 'show stoppers' in relation to mergers, eg major liabilities. They also discussed due diligence in relation to finance and legal matters and they supported the idea of the appointment of a merger director who would report to the Principal and the Steering Group. Members accepted that some governors from KCC would transfer to the EHWLC but the numbers had not yet been agreed. It was indicated that Keith Scribbins had been appointed the Clerk for the Steering Group and he indicated the tasks the Steering Group would need to undertake. A brief report was given on prospects of the merger with Walthamstow and Epping Forest College (AFTERNOTE: these developments did not mature).

Members **NOTED** the updates and the report and the work being done (including work by Mills and Reeves and PWC) in relation to due diligence and, subject to the outcome of due diligence, they **RESOLVED** to support the merger. The negotiation of governance arrangements was **APPROVED**, as was the project team.

### **ITEM 4**

## **CSF1 - COR 17.49**

Janet Gardner introduced her report which set out an extensive executive summary covering Retention, Achievement and other student performance statistics. Retention showed a good return as did attendance. Further work was needed on apprenticeship achievement, in particular.

In discussion members were informed about supportive measures, eg the provision of breakfasts. The work being undertaken in relation to apprenticeships was also discussed. Potential mergers made the concentration on student performance a very significant aspect of college life.

## **CSFs 2, 3 and 6 – COR 17.50**

Ray Shilling introduced his report which informed the Corporation of developments in respect of the EVOLVE Learning Group and its future-proofing strategies. Members welcomed the report and **ADOPTED** the recommendations made. The Corporation **NOTED** the 'Apprenticeship: the Pathway to Success', the six contracts gained to date and the establishment of the London Trainer/Assessor Academy.

## **CSFs 4 and 5 – COR 17.51**

Urmila Rasan reported on CSFs 4 and 5 covering, mainly, recruitment and self-assessment. Members **NOTED** under-recruitment (16-18 EFA target), apprenticeship delivery and the College self-assessment, as satisfactory.

## **ITEM 5**

### **COR 17.52**

#### **STRATEGY AND PROPERTY**

Laurie Morley gave an accommodation update and members **SUPPORTED** the recommendations concerning decant strategy and the draft H & F Gateway Project. Reference was made to ways in which affordable housing might be secured at acceptable levels.

## ITEM 6

### COR 17.53

#### WLC CONSTRUCTION ACADEMY

Urmila Rasan introduced her report concerning the construction academy to be part of the Southall Waterside Development. The report covered the lease, a SWOT analysis and related finances.

Following consideration of the report it was **RESOLVED**

that: The lease should be signed

that: The risk assessment should be **NOTED** as should the SWOT analysis

that: The business case should be **APPROVED**

that: The cost of £1.5m be **APPROVED**

that: The payback period of six years and the NPV return be **APPROVED**

that: The project governance and performance process be **APPROVED**

## ITEM 7

### COR 17.54

#### FINANCE MATTERS

The management accounts for May 2017 were **ADOPTED**. Members **NOTED** the under-achievement in 19+ apprenticeships, the underlying deficit, circa £2.9m, and expected compensatory receipts in June and July. The College's financial health is predicted as satisfactory with an underlying surplus of £5k.

As part of the financial analysis members considered and **APPROVED** the loan growth strategy and the business plan.

Members also considered a new joint venture partnership in the loans market. The commencement of legal and financial due diligence was **APPROVED** as was the proposed return on investment. The expected level of investment (£1m) was also **APPROVED**.

Members received a report on procurement and following its discussion they **APPROVED** the signing of contracts for security, cleaning and agency staff. They also **APPROVED** the process for Chair's action regarding the signing of an insurance contract and they **NOTED** that the telephone contract had been signed following Chair's action which they **ENDORSED**. Nick Ratcliffe was thanked for his help in the process of procurement.

## **ITEM 8**

### **COR 17.58**

#### **APPRENTICESHIP UPDATE**

Members received a report and presentation from Janet Gardner concerning apprenticeships. They **NOTED** a number of features, eg loss of income, improvement actions and introduction of weekly monitoring meetings. The report was **ADOPTED** and the strategy and action being pursued was **ENDORSED**. Janet Gardner indicated the appointment of a new assistant director who would attend the Quality Task and Finish Group and it was suggested that this Group should be responsible for scrutiny in respect of apprenticeship matters.

## **ITEM 9**

### **COR 17.59**

#### **JOINT VENTURE AGREEMENT – MIDDLESEX UNIVERSITY**

Urmila Rasan's report on the joint venture agreement covered a financial overview, the proposal to set up a company and its directors, the cost of share purchase and a business plan. Appended to the report was draft terms of reference for the West London Industrial University. This partnership was the first step to setting up an IoT. It was indicated that at a future meeting there would be an analysis of expenditure and likely returns.

## **ITEM 10**

#### **ANY OTHER BUSINESS**

Nick Ratcliffe indicated it was time for him to stand down from the Corporation as of tonight's meeting. Members thanked him for his longstanding attention to Corporation matters and particularly for his excellent work as Chair of the Audit Committee.

## **ITEM 11**

#### **DATE OF NEXT MEETING**

This is scheduled for 19 July 2017.

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**Chair's Signature**

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**Date**