

Agenda Item No: COR17.82

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

**Minutes of the Meeting of the Corporation held on 19 July 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	X	John Jeffcock	√
Deana Badaway	X	Garry Phillips (Principal & CEO)	√
Heather Clay	X	Sundeep Sangha	√
Julia Clements-Elliott	√	Clr Binda Rai	X
Jim Conybeare-Cross	√	Lucy Taylor	√
Joanne Fintzen	X	Denise Waldron	X
Nicki Golland	X		

1.2 Apologies for absence: Adrian Asuquo, Deana Badaway, Heather Clay, Joanne Fintzen, Nicki Golland, Clr Binda Rai and Denise Waldron.

1.3 In Attendance

Deborah Ann Aplin (Accommodation Officer)
 Janet Gardner (Executive Director, Principal)
 Laurie Morley, (Project Director)
 Urmila Rasan, (Executive Director, Finance and Shared Services)
 Keith Scribbins, (Clerk)

1.4 Resignations

The Clerk reported the following resignations and terminations of office: Jim Conybeare-Cross (last meeting), Hassan Rizvi, Nick Ratcliffe, Lucy Taylor (last meeting).

1.5 Declarations of Interests

There were no new declarations.

1.6 Chair's and Clerk's Announcements

1.6.1 The Chair announced that the Remuneration Committee had not been able to meet prior to the Corporation meeting and it was proposed (in accordance with past practice) that the Committee would meet after the Corporation meeting and use delegated powers to determine Senior Post Holder salary arrangements, performance payment and the fee for the Clerkship service.

1.6.2 The Chair complimented the College on an excellent awards evening.

1.6.3 The Chair announced that this was the final meeting for Corporation members Jim Cony-beare Cross and Lucy Taylor. Tributes were paid to their excellent service and presentations were given to them.

1.6.4 There were no Clerk's announcements but he indicated that membership matters arising from resignations would be considered at the autumn meeting of the Search and Development Committee, (COR 17.59a).

1.6.5 Tony Alderman and Heather Clay were re-appointed as Chair and Vice Chair for 2017-18.

1.6.6 The draft calendar of meetings was **APPROVED**.

1.6.7 The Committee memberships and chairing arrangements for 2017-18 were **APPROVED** as follows:

Audit – JG (co-opted), SS, JF, JC-E, JJ (Chair to be determined by the Committee pending the merger with KCC when, it was envisaged, one of their nominees would take the Chair).

Remuneration – TA (Chair), HC, JC-E, MH

TF Quality – TA, HC (Chair), MH, AA, NG, GP

TF Finance – TA, MH (Chair), GP, DW

ITEM 2

COR 17.60

MINUTES OF THE MEETING OF THE CORPORATION HELD ON 21 JUNE 2017

The Minutes were **APPROVED** as a correct record and there was one matter arising. It was **NOTED** that the staff providing cleaning and security services receive the London Living Wage.

ITEM 3

COR AC 17.20

MINUTES OF THE AUDIT COMMITTEE HELD ON 20 JUNE 2017

The minutes were **RECEIVED**, the resolutions were **NOTED** and the recommendations were **ADOPTED**. Accordingly, the Audit Plan was **APPROVED** and the risk register was **APPROVED**.

ITEM 4

COR 17.61

CEO REPORT

The CEO report, as presented by Garry Phillips, covered: curriculum and quality, accommodation, finance and financial recovery, business development and current projects, including merger. The report covered a letter from Justine Greening and the establishment of the Joint Governors Working Group (with KCC) and its terms of reference and a proposed Heads of Terms Agreement. These documents were **RECEIVED** and **APPROVED**.

The Executive Summary concentrated on performance indicators (good progress). The section on HR dealt with senior staff development. Work on the curriculum aimed to meet local, regional and national needs and financial strategy aimed to support this ambition.

Recent merger and federation discussions (particularly KCC discussions) were outlined in detail. Finally, the work of a number of national groups (eg on sector reputation) were described.

The report called for the maintenance, sustaining and improvement of College core business with the aim of achieving a productive, professional and capable workforce and a turnover of c£120m.

The report and its vision was **ENDORSED**. Amongst other matters members discussed the College name and supported the 'West London College' proposal.

ITEM 5

CRITICAL SUCCESS FACTORS

COR 17.62, 17.63, 17.64

- 5.1 Janet Gardner's report on CSF1 commended governors to approve the updating of all CSFs in line with updated College targets. This was **AGREED**. Also, members discussed and **NOTED** retention rates, apprentice performance rates and the predicted achievement rate. The intervention and other improvement strategies were also **NOTED** and **APPROVED**.
- 5.2 Members **RECEIVED** Ray Shilling's report (presented by Janet Gardner), on CSFs 2, 3 and 6 and **NOTED** the action taken to maximise success rates for apprenticeships and the number of direct delivery apprenticeships. Members indicated that it would be valuable to have a development session on apprenticeships at one of the Corporation's seminars. More information was called for on the action plan and its progress. The report on CSFs 2, 3 and 6 was **APPROVED** as was the Quality Improvement Action Plan.
- 5.3 Members **RECEIVED** Urmila Rasan's report on CSFs 4 and 5 covering financial stability and workforce development. The College's self-assessment was satisfactory and the Corporation **ENDORSED** this rating. Work was needed to improve 16-18 EFA enrolments and apprenticeship delivery. Strategy and action (including marketing strategy) were outlined in detail and discussed by members. The report was **APPROVED**.

ITEM 6

STRATEGY AND PROPERTY

COR 17.65

Laurie Morley introduced a confidential paper setting out an accommodation update. The paper contained several recommendations concerning funding support (Acton Decant), Chair's action (support for the Berkely Group), Gateway RIBA Stage 1 and 2, the H and F Gateway Project (no note) and a Grant Thornton audit in respect of RIBA Stage 1-2.

The paper reviewed all property matters across the College's sites and gave a summary (in respect of each site) concerning the way forward. Members felt that some of the technical financial matters could be remitted to the Finance Task and Finish Group. Clarification was sought and given on the spend to date.

Other matters discussed were Deborah Ann Aplin's analysis of planning considerations and the PWC update on the business case. The character of the consultation process (and public awareness) and its remit was discussed in detail. Discussion also took place on the 'funding gap' and attempts to deal with it.

It was **AGREED** that the reports (from Laurie Morley and Paul Innes) should be appended to the file copy of these Minutes. The recommendations were all **APPROVED** and the item regarding the H and F Gateway project was **NOTED**.

ITEM 7

COR 17.67, 17.68, 17.69

FINANCE MATTERS

Urmila Rasan introduced papers on the latest management accounts, the 3/5 year forecast and a JV company structure. Members discussed the nature of the deficit, the pension finance issue and the need for a positive EBITDAR. The merger vesting date (2 January 2018) was discussed as was the financial impact of the merger. Members **NOTED** and **APPROVED**:

- The management accounts
- Action to deal with 19+ apprenticeships
- Action to deal with the underlying overall deficit
- The 'satisfactory' health grading
- The capital budget
- The forecast
- The proposal for Chair's action if necessary
- The new bank covenant
- The JV structure, the three year business plan, the loan contract and the Board structure.

ITEM 8

COR 17.70

THE COLLEGE PERFORMANCE REPORT

Janet Gardner introduced her report covering achievement rates, learner attendance, teaching, learning and assessment, learner voice, application data, destination data and apprenticeship performance. All areas showed improvement and comparison with London and national benchmarks was encouraging. Accordingly, members **NOTED** the data relating to College performance, learner voice responses, teaching and learning, attendance and apprenticeship performance. Members also undertook to keep this data under review. The report was **APPROVED**.

ITEM 9

DATE OF NEXT MEETING

Tuesday 19 September 2017 – Seminar.

Chair's Signature

Date