

**The Education and Training Foundation College Board Review (in
partnership with Association of Colleges)**

EALING, HAMMERSMITH, AND WEST LONDON COLLEGE

July 2021

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**EDUCATION & TRAINING
FOUNDATION**



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1 EXECUTIVE SUMMARY

In May 2021, ETF in partnership with AoC were asked to undertake an independent review of the board of Ealing, Hammersmith, and West London College. The objective of the review was to gain an understanding of the strengths of the board and the areas that need development. It also aimed at facilitating collaborative effort between the reviewer and members to co-design pathways to improving the effectiveness of the board. The framework used to undertake the review required analysis of board composition, board structures and board interaction. It also includes an examination of the extent to which these key areas have contributed to the board's effectiveness as measured against the AoC Code of Good Governance for English Colleges. The process involved interviews with the chair, governance professional and other members of the governing body; a survey; examination of a sample of governing documents and papers, and an observation of a board meeting. This executive summary should be read in conjunction with the full report as the report contains important contextual information and rationale and evidence for all the recommendations made.

Summary of conclusions

Board Composition

The independent members are high performing individuals in their own professional areas and bring an in-depth knowledge of strategic leadership in commercial, corporate and education sectors to the leadership of the Group. The Board has a strong emphasis on financial expertise and expertise in leadership in education. Recent appointments have also added additional expertise in curriculum quality, with a very strong focus on quality within FE.

The Board benefits from an extremely effective and able Chair, who is well respected by other Board members.

Board Structures

The Board recognises its remit to undertake the oversight of education provision in a diverse urban area. Governors have a very clear understanding of the challenges facing the college, particularly in respect of its journey to financial good health and the reshaping of its estate. Governors are particularly mindful of the constraints within which the institution is currently operating.

The Board is open to change and development in order to undertake this as effectively as possible.

Board Interaction

The Board's current membership has a clear understanding of their role as strategic leaders. Debate at board meetings (as observed) is objective, considered and focussed. Governors are

self-aware and display a level of corporate emotional intelligence which engenders collective responsibility. There is transparency and openness in governor debate.

Board Impact and Effectiveness

The Board demonstrates an integrity of leadership, and clear collective accountability for their decisions; governors undertake a robust process of review that includes the assessment of impact.

However, the student governor role could be more effective and the opportunity for board members to own and drive strategy for the institution should be adopted when feasible.

Recommendations

The Board needs to:

- Review its Terms of Reference, Standing Orders to streamline both; re-order the consideration of business to reflect priority issues (and ensure that these are reflected in minutes)
- Review its student governor and learner voice arrangements
- Consider how it will drive the development of strategy
- Review board papers (both in content and mode of publishing) to aid understanding and improve access
- Consider how to create a shared culture and ethos with new members

2 INTRODUCTION

1.1 Introduction and Context for the Review

In February 2020, the DfE announced an investment into “*Innovative approaches to boost the skills and improve the governance of college boards to make sure they achieve the best outcomes for students.*” ETF and AoC, as organisations rooted in and accountable to the FE sector, collaborated in designing a board review process that would enable boards to systematically reflect on their dynamics and effectiveness and co-design solutions to any issues identified. This board review process was the result.

Using the ETF/AoC framework and methodology, up to 30 board reviews were planned to be provided free of charge to colleges. These were based upon the fundamental principles of delivering good governance and maximising board effectiveness enshrined in the Code of Good Governance in English Colleges.

1.2 Review Methodology

The approach to conducting the reviews was developed after extensive research on methods of conducting board reviews and consultations with members of college boards. This was supported by the College Development Network (CDN) who conduct Externally Facilitated Board Effectiveness Reviews for colleges in Scotland.

The process used with the Board of Ealing, Hammersmith, & West London College involved:

- An initial planning meeting with the interim governance advisor to agree the approach to our review, the timelines for the review activities and the focus of our review. It was agreed that the focus of the review would be an independent assessment of the effectiveness of the Board, with suggestions on areas for development and/or improvement.
- An online baseline survey that was issued to all Board members. This was completed by 11 of 15 board members.
- A one-to-one interview with three members of the Board, including the Chair and CEO.
- Desk-based review of selected board documents including Standing Orders and Terms of Reference. There was also a review of the responses to the baseline survey that was completed by board members.
- An observation of a meeting of the Finance & General Purposes Committee held on 28 June 2021.
- A meeting with the interim governance advisor to discuss findings, recommendations, and co-design pathways for development.

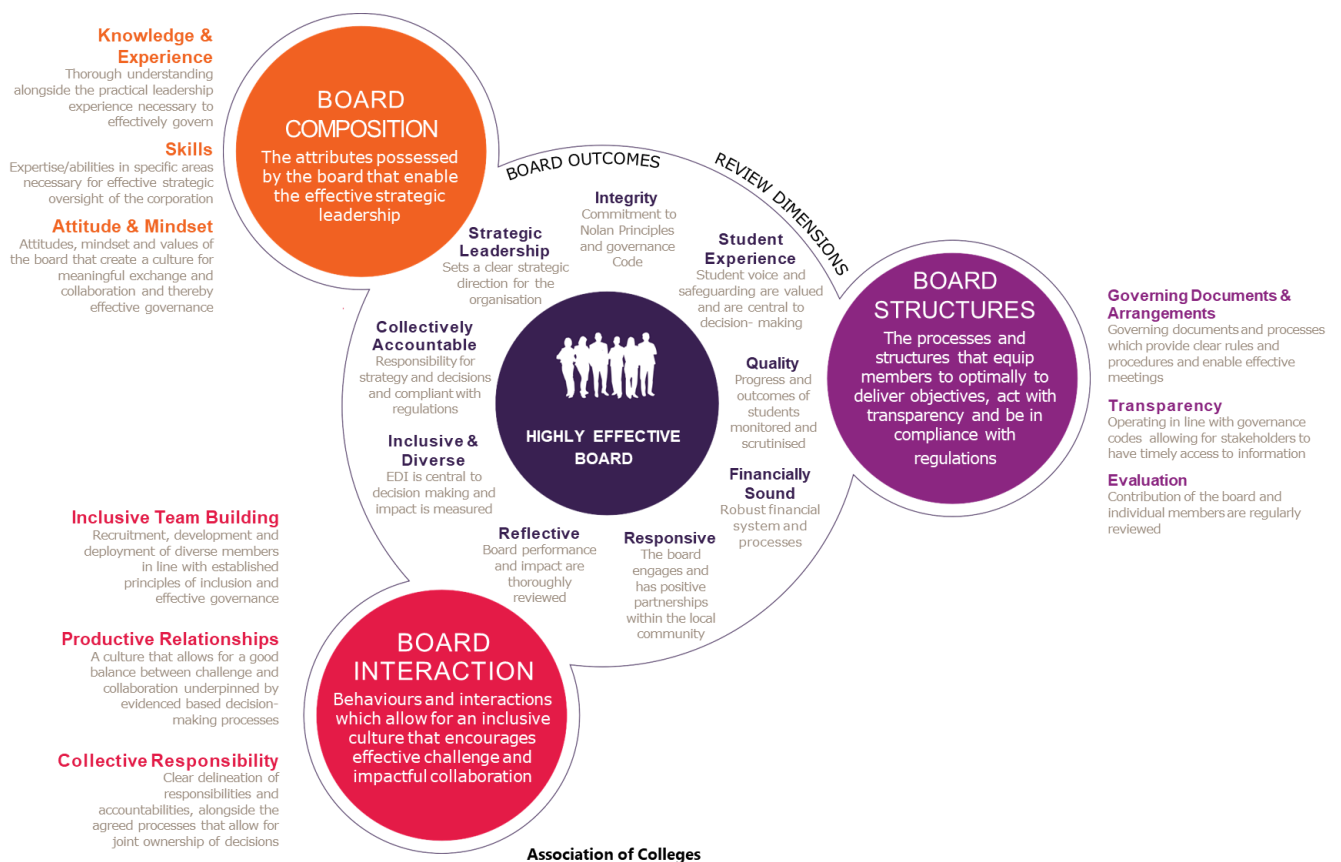
3 BOARD REVIEW FRAMEWORK

According to Macus¹, a board’s capability to be effective refers to the its ability to successfully coordinate develop and use the entirety of a board’s resources (skills, governance arrangements, relationships, etc.) to act competently in steering the corporation.

The board review framework used here identifies three core areas for evaluation: **board composition**, **board structures** and **board interaction**. It relies on the collation of evidence around an overarching question in each area to ascertain an understanding of board dynamics:

1. What attributes (skills, knowledge, mindset/attitude) does the board possess currently and what additional attributes would it need to meet its objectives?
2. Do the current board structures equip members to optimally engage with each other to deliver the objectives effectively, with transparency and in compliance with regulations?
3. Are interactions between board members organised to allow for the most effective deployment of individual and collective skills to meet the college’s goals?

The key features of the core areas are highlighted in the framework as below:



¹ Macus, M., Board Capability: An Interactions Perspective on Boards of Directors and Firm Performance, International Studies of Management and Organisation, 38:3, (2008) pp98-116

3.1 BOARD COMPOSITION

Board composition refers to the attributes possessed by the board that combine to enable effective strategic leadership. An evaluation of the board's composition involved an analysis of:

- the **knowledge and experience** of members as they relate to key criteria essential for effective college governance (strategy building and execution, oversight and control of finances and corporate leadership/governance)
- specific **skills** necessary for effective strategic oversight of the corporation (strategic thinking, analysis and synthesis of information and communication)
- **attitude and mindset** that fosters independent thought and a commitment to the principles of good governance (independence, curiosity, ethical and mission-focused)

General analysis of Board Composition

The Board of Ealing, Hammersmith & West London College comprises 15 independent members, staff and student members and the Group CEO. The independent members are high performing individuals in their own professional areas and bring an in-depth knowledge of strategic leadership in commercial, corporate and education sectors to the leadership of the Group. The Board has a strong emphasis on financial expertise and expertise in leadership in education. Recent appointments have also added additional expertise in curriculum quality, with a very strong focus on quality within FE.

The evidence for this core area of governance was assessed from governors' biographies, interviews, the latest skills assessment for the Board, the baseline survey and the observed meeting.

Examples of effective Board Composition

The Board is a very 'young' board, with no members having served prior to 2018. Members of the Board demonstrate (as observed) the attitude and mindset to challenge the executive appropriately and show independent thinking that is not impeded by legacy issues. As such the Board demonstrates that it is forward thinking and able to focus on the future of the college, especially as it moves out of intervention.

An annual skills needs analysis is undertaken (as reviewed) and this is used to inform recruitment. There is clear evidence that this delivers a positive impact for the Board, for example in identifying the need for professional expertise in estate development leading to the appointment of a new governor with the required skills set.

The Board has made use of the ability to appoint co-optees to strengthen further the expertise on its Audit and Curriculum, Quality and Standards Committees.

The Board benefits from an extremely effective and able Chair, who is well respected by other board members. The Chair undergoes an annual appraisal survey; the outcome for 2021 gave very strong support for the leadership of the Chair. Evidence from interviews, observation and the governor survey supports the view that the Chair has the personal skills and professional

competencies required to take the college forward and to lead a high support/high challenge board.

The Board has given consideration to its diversity of membership, and this is reflected in current board members. The Board has also articulated expressly in its recruitment planning that it will actively seek to reflect diversity in its future recruitment.

Areas for development

All Board members have been appointed for their first term since 2018. Whilst terms of office are staggered to a degree, there remain tranches of independent members with the potential to end their final term of office at the same time. The Board has rightly focussed on recruiting according to its skills needs but as the Board matures it should consider pro-actively adopting a succession plan to address attrition and retirement from office in the future.

Current focus at Board meetings is very heavily skewed towards finance and estates. Efforts have been made to engage with the student cohort, but this has been limited by the restrictions of the current pandemic and the Board therefore relies heavily on its two student governors for the learner voice. The Board should therefore ensure that efforts are made to ensure that these important positions are managed effectively.

The Board should consider, as it reverts to usual business post pandemic, how it can engage effectively and regularly with the student cohort to inform its understanding and inform its debate, and consideration of important financial issues in meetings is not at the expense of understanding the learner voice.

3.2 BOARD STRUCTURES

Board structures are the processes, procedures and arrangements that provide the space, opportunities and tools for members to deliver board objectives while acting with transparency and in compliance with the relevant codes and regulations.

An evaluation of the board's structures involved an analysis of:

- the **governing documents and arrangements** of the board;
- the **transparency** that is evidenced by the access that board members and other stakeholders have to relevant information;
- the frequency and rigour with which the board undertakes **evaluations** of individual and board performance.

General analysis of Board Structures

At the time of the review the Board operates a 'traditional' committee model comprising of the main board and the following committees: Finance & General Purpose, Audit, Curriculum & Quality, Search & Governance, and Remuneration. The Board is currently supported by an experienced interim Governance Advisor. The Board met/plans to meet five times in the academic year 2020/21.

The Board recognises its remit to undertake the oversight of education provision in a diverse urban area. Governors have a very clear understanding of the challenges facing the college, particularly in respect of its journey to financial good health and the reshaping of its estate. Governors are particularly mindful of the constraints within which the institution is currently operating. The Board is open to change and development in order to undertake this as effectively as possible.

The Financial Statements for Ealing, Hammersmith & West London College for 2019/20 state that the institution conducts its business in accordance with the AoC Code of Good Governance for English Colleges. The Board last undertook an assessment of its compliance against the Code in May 2021.

The evidence to support this view was generated from a review of the Terms of Reference, Standing Orders, cycle of business, examples of board agenda and the observation of a meeting (Finance & General Purposes Committee); in addition to interviews with governors and the interim governance advisor.

Examples of effective Board Structures

Meetings are well attended and well run (as observed) and business conducted in a timely manner. Governors are aware of the strategic financial risks currently facing the college and are able to focus their challenge and debate on key issues, such as receiving assurance in respect of the institution as a going concern. Although not observed, the minutes of the Curriculum & Quality Committee evidence the detail of reporting provided to governors and the ability of governors focus on where issues existed. The Committee was able to show in depth questioning and also the importance of understanding impact.

Agenda are timed to facilitate effective business and meetings generally keep to time. Meetings are currently held virtually, and this does not appear to detract from the debate; efforts are made by the Chair of the meeting to include all members.

Areas for development

Reports follow an agreed template that helps to keep the focus of the discussion at hand but are nevertheless very lengthy. Appendices to the papers are disproportionate and the Board needs to manage the flow of information. There is a risk that key issues are lost in detail or that governors are unable to apportion their time appropriately when considering committee papers. The Board has recently had access to a dashboard to monitor performance against KPIs. Use of this may enable papers to be less detailed where appropriate.

The papers are still issued in pdf format making them difficult to manage, reference and annotate (as suggested in the survey and interviews). Investment in an electronic board paper system would allow for a straightforward management of papers and for members to annotate and find their way around papers more easily. This would also make access to board papers more secure.

Although minutes of committees are published in a timely manner, the corporation web pages within the college website need to be updated and better managed. The flow of agenda and minutes should reflect and focus strategic priority issues first.

The Board has Standing Orders and Terms of Reference. These lack clarity of purpose at times, with largely irrelevant references, reproduction of rules or statements from elsewhere and at times lacking accuracy. These need to be reviewed and substantially revised to achieve a coherent and streamlined framework which the Board and Governance Advisor can access with confidence.

3.3 BOARD INTERACTION

The behaviours, interactions and team building strategies which allow for a diverse and inclusive culture which encourages both effective challenge and impactful collaboration. An evaluation of the board's interaction involved an analysis of:

- **Inclusive team building** strategies which include the recruitment, development and deployment of diverse members in line with established principles of inclusion and good governance.
- **Productive relationships** based on a culture that allows for a good balance between challenge and collaboration underpinned by evidenced based decision-making processes.
- **Collective responsibility** of the board that is based on a clear delineation of responsibilities and accountabilities, alongside the agreed processes that allow for joint ownership of decisions.

General analysis of Board Interaction

The Board's current membership has a clear understanding of their role as strategic leaders. Debate at Board meetings (as observed) is objective, considered and focussed. Governors are self-aware and display a level of corporate emotional intelligence which engenders collective responsibility. There is transparency and openness in governor debate.

As a team the Board is still relatively new. Since 2018 governors have had two professional advisors, the current one engaged on an interim basis. For the last 18 months meetings have been held virtually with little opportunity to meet in person.

The evidence for this was collected from governor interviews, the observation of a meeting, outcomes and analysis of the appraisal process and self-assessment process, and the baseline survey.

Examples of effective Board Interaction

Despite the need to work virtually the Board has adopted measures to allow it to bond as a team with the introduction, for instance of virtual catchups over coffee for governors. The Chair is skilled at managing meetings virtually. Both the governor survey and the Chair's appraisal give clear evidence that efforts are made to ensure that governors are listened to and supported.

All governors are given the opportunity to contribute towards the debate and the Chair recognises the particular strengths of individual governors in order to ask specific opinions of them as required. There is a good rapport between the Executive Team and governors at the observed meeting.

The Board has a robust self-assessment process that informs development and future ways of working. Governors take time at the end of each meeting to consider their performance and this is recorded in the minutes.

The Board has access to comprehensive training and development. Mandatory training is monitored and enforced. Governor requests and needs are acted upon swiftly. The use of 'you said ... we did' communications' enforces key messages and shows impact.

Areas for development

Whilst governors make every effort to work well together with no obvious areas of dissent or discord, the Board needs to develop its shared vision and culture. This position is reflective of the impact of the pandemic on a group of individuals who have had little opportunity to meet in person and will no doubt be easily rectified when circumstances allow.

Governors recognise that the college has been on a steep improvement journey (very often reflecting in interviews and the survey the distance travelled for the institution over the past three years). This has, however, of necessity perhaps led to less focus on owning and leading on the development of strategy for the institution. There was some observed evidence of a lack of understanding in governors on the strategic direction for some areas of curriculum (even though minutes show that this had been discussed relatively recently).

The college has a strategic plan, refreshed in July 2020, where no joint ownership by the Board and executive evident. Whilst there is clear evidence of reporting against strategic targets there is little evidence of governors driving the strategic agenda. This is most likely reflective of the current position. When moving beyond the IBR, the development and ownership of strategy will be a good opportunity for more experienced governors to work closely with newly appointed governors to engender a collective understanding and ownership of a key area of governance.

4 BOARD IMPACT AND EFFECTIVENESS

According to the DfE, the core functions of a corporation board include:

- setting and communicating your college's educational character, strategy and goals;
- holding executive leaders to account for the educational performance and quality of your college, and for the performance of staff;
- exercising effective control to ensure that funds and assets are protected, and legal obligations are met.

To evaluate comprehensively whether, and the extent to which, the board is performing effectively, it is important to understand the key governance outcomes that flow from the above core functions.

To accomplish this, the review process uses the key principles of the AoC Code as the basis for reflecting on whether the board's work has translated into impact. The key principles used in the board review framework are:

- **Integrity:** Commitment to Nolan Principles and the AoC Code (or other relevant code).
- **Strategic:** Setting a clear direction and objectives for the organisation.
- **Quality:** Progress and achievement of students effectively monitored and scrutinised.
- **Financially Sound:** Robust financial system and processes.
- **Responsive:** The board engages and has positive partnerships within the local community.
- **Collectively Accountable:** Responsibility for strategy and decisions and compliant with regulations.
- **Inclusive & Diverse:** Equality, diversity and inclusion are central to decision-making and impact is measured.
- **Reflective:** Board and individual performance and impact are thoroughly reviewed.
- **Student Experience:** Student voice is valued, and student experience and safeguarding are central to decision-making.

The evidence from the review shows that the Board of Ealing, Hammersmith and West London College has some positive impact on the College's outcomes and there is strong evidence that it is proficient in some of the key effectiveness features outlined above, in that:

- The Board demonstrates an integrity of leadership, demonstrate clear collective accountability for their decisions; governors undertake a robust process of review that includes the assessment of impact.

However, further improvements could be made in the following areas:

- A review of systems and processes to support effective governance needs to continue, including utilising the student governor role effectively and the opportunity to own and drive strategy for the institution should be adopted when feasible.

5 RECOMMENDATIONS AND DEVELOPMENT PATHWAYS

Evidence based recommendations

The Board needs to:

- Review its Terms of Reference, Standing Orders to streamline both; re-order the consideration of business to reflect priority issues (and ensure that these are reflected in minutes)
- Review and strengthen its student governor and learner voice arrangements
- Consider how it will drive the development of strategy
- Review board papers (both in content and mode of publishing) to aid understanding and access
- Consider how to create a shared culture and ethos with new members

List of actions

The Board should seek to hold a strategy day with more experienced governors to work closely with newly appointed governors to engender a collective understanding and ownership of a key area of governance.

The Board should seek to review and strengthen its student governor arrangements.

The Board should seek to review and consider how it hears and understands the Student Voice.

Corporation web pages should be updated and an ongoing management process put in place.

The Board should investigate investment in an electronic Board paper system.

Standing orders and Terms of reference should be reviewed, revised, and streamlined.

Board Priorities

Reflect on how to own and drive institutional strategy and how this to involve new members in this, to be ready for when this becomes feasible.

Develop a more streamlined and order set of documents and reporting framework.

Consider the role of student governor/how the Board understands and prioritises the learner voice.

6 ANNEX

1. Document Review (List)

- Terms of Reference
- Cycle of Business
- Skills Analysis
- Governor Profiles
- Board and Committee reports
- Board and committee agenda
- Minutes
- Director of Governance Role Description
- Governor Self-Assessment 2020
- Survey Outcome
- Observed meeting – 28 June 2021

2. Agreed Action Plan

| Action | Intended outcome | Named Lead | Timeline |
|---|--|--|--|
| The Board should seek to hold a strategy day with more experienced governors to work closely with newly appointed governors to engender a collective understanding and ownership of a key area of governance | <p>The Board will certainly strengthen its collective understanding and ownership of the strategic plan once a strategy day can be held. This will be scheduled and take place as soon as the IBR is available.</p> <p>There will be an additional session to discuss the Estates Strategy options which will also contribute to this in September 2021.</p> | <p>Ian Comfort</p> <p>Karen Redhead</p> <p>Ra Hamilton-Burns</p> | <p>September 2021</p> <p>The timing of the review of the IBR is outside the control of the College.</p> <p>Impact will be measured through the minutes of meetings, the Self-Assessment activities and one to one individual governor reviews.</p> |
| Reflect on how to own and drive institutional strategy and how this to involve | The Search and Governance Committee will | Search and Governance Committee. | September 2021 and into the Autumn term of 2021-22. |

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| <p>new members in this, to be ready for when this becomes feasible</p> | <p>review how the Board members own and drive strategy taking care to ensure that this is evidenced. This will ensure that all Board members fully own the strategy and drive it.</p> | <p>Ra Hamilton-Burns</p> | <p>Impact will be measured through the year and evidenced in the self-assessment activities.</p> |
| <p>The Board should seek to review and strengthen its student governor arrangements</p> | <p>The Student governor arrangements were impacted by C19. The outcome of stronger attendance and involvement of student governors is, in turn, enriched governance. RHB will work with Sara Woodward to offer pre-election information sessions to ensure that candidates understand the format and role very clearly. The College already offers governor buddies to new student governors, buddy student governors from another college, pre-meeting sessions and regular online support. This will continue.</p> <p>The Board will benefit from active student governors who will add the necessary dimension to discussions and</p> | <p>Sara Woodward Ra Hamilton-Burns</p> | <p>Preparation will take place during the summer and early September 2021 in time for student governor elections.</p> <p>Supporting activities will continue throughout the year.</p> |

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| | decision making throughout the year. | | |
| The Board should seek to review and consider how it hears and understands the Student Voice | The Curriculum and Quality Committee has recently received a newly drafted learner Voice matrix. This is to ensure that the learner voice is embedded in the cycle of business and not just isolated occasions in the year. The Board will gain a deeper understanding of the learner experience and inform decisions based on it. | TBC | TBC |
| Corporation web pages should be updated and better managed | The web pages will be updated and regularly reviewed. A clearer design and links will be introduced. This will lead to greater transparency for the public and other external stakeholders. | Ra Hamilton-Burns Esther Mato-Rial Marketing Team | This will be undertaken during the Autumn term 2021. |
| The Board should investigate investment in an electronic Board paper system | This would make access to Board papers more direct from one link. In turn, this will enable navigation of the papers during meetings. | Search and Governance Committee Ra Hamilton-Burns IT | 2021-22 |
| Standing orders and Terms of reference should be reviewed, revised, and streamlined | These documents provide one of the keystone guidance elements of the Governance framework. Effective and non-repetitious standing orders will | Ra Hamilton-Burns Search and Governance Committee | Autumn 2021 |

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| | ensure clarity for governors and external stakeholders | | |
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