

## MINUTES – AGREED 26-03-24

### THE CORPORATION OF EALING, HAMMERSMITH & WEST LONDON COLLEGE

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| <b>Meeting</b> | <b>Board</b>  |             |       |
| <b>Date</b>    | Tuesday 12 December 2023  | <b>Time</b> | 18.00 |
| <b>Venue</b>   | LT3, Hammersmith & Fulham College   |             |       |
| <b>Members</b> | Ian Comfort (Chair); Phillip Kerle (Vice Chair); Maddalaine Ansell; Sarah Benjamin; Laura Gladstone; Carole Kitching; Yusra Mehmood; Shawez Mir; Adrien Ong; Jonathan Roe; Christopher Taylor |             |       |

**In attendance:** Maxine Deslandes (Director of Finance); Matt Fawcett (Deputy Principal (Planning, Partnerships and Projects)); Anil Nagpal (Chief Operating Officer); James Taylor (Deputy Principal (Curriculum & Quality)); Richard Ward (Director of Governance).

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| 1 | <p><b>Attendance</b></p> <p>Apologies were received from Rachael Fisher, Robin Ghurbhurun, Sharon Lambert and Karen Redhead.</p>   |
| 2 | <p><b>Declarations of Interest</b></p> <p>Phillip Kerle declared that he was a governor of Orbital South Colleges.</p>   |
| 3 | <p><b>Minutes</b></p> <p><b>Resolved, That the minutes of the meeting held on 17 October 2023 be approved as a correct record.</b></p>   |
| 4 | <p><b>CEO report</b></p> <p>The Board received a written report from the CEO/Principal on significant developments since the last meeting of the Board. The report provided an update on:</p> <ul style="list-style-type: none"> <li>The College's progress on the <b>Post Intervention Monitoring and Support</b> plan, covering finance, quality, HR and Estates.</li> <li>The College's membership of the <b>Black Leadership Group</b>, as part of which senior leaders from across the College had recently attended an induction event.</li> </ul> |

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|   | <ul style="list-style-type: none"> <li>• The process for developing the College’s <b>new Strategic Plan</b>, which would commence in January with an externally-facilitated session to consider the College’s mission, vision and values.</li> <li>• The recent <b>Student Awards for 2022-23</b>, which had been held at the Hammersmith campus on 22 November to celebrate the success of learners from all campuses and courses. The CEO thanked Board members for voting for an overall winner and attending the Awards.</li> </ul> <p>Governors noted the report and requested further information on the relationship between actions underway as part of the HR element of the PIMS plan.</p> <p><b>Action: CEO/Principal to provide further information on the relationship between actions underway as part of the HR element of the PIMS plan.</b></p>   |
| 5 | <p><b>Strategic and operational planning</b></p> <p>The Deputy Principal (Planning, Partnerships and Projects) presented a report updating governors on the College’s Operational Plan for 2023/24. The Deputy Principal began by noting that as there were several new governors on the Board, he proposed a training session in the new year on how the Operational Plan guided the work of the College.</p> <p>The report gave information as it stood at 31 October, at which point only nine actions were due. Of these nine actions, seven were rated as green or amber/green and two were rated as amber. No actions due at the end of October were red or amber/red. The next operational plan report would present the position at the end of the autumn term, at which point many more of the actions would be due and reported on.</p> <p>In the discussion that followed, governors asked:</p> <ul style="list-style-type: none"> <li>• <b>What the direction of travel was for the actions not due to be reported on at the end of October.</b> The Deputy Principal reported that the direction of travel was broadly favourable, and that future reports could have a trend arrow added to the RAG rating to show any changes since earlier updates.</li> <li>• <b>How the College’s Ofsted grading affected international student recruitment.</b> The Deputy Principal reported that the College recruited learners through agencies and was currently able to offer short term courses to international students.</li> </ul> |
| 6 | <p><b>Funding report</b></p> <p>The Deputy Principal (Curriculum &amp; Quality) spoke to a paper setting out details of the College’s performance against major funding allocations. He noted that performance was at or above the levels achieved in the previous year as of the latest funding return period (R04), with the only decrease being on Advanced Learner Loans, as a result of a number of courses now being funded through the GLA ‘Courses for Jobs’ allocation.</p> <p>The Deputy Principal added that the College’s performance against the funding allocation received from the ESFA was significantly up on the same time last year,</p>   |

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|   | <p>and that improvements to staffing provision in the College meant that many GLA-funded learners were receiving a more consistent experience.</p>   |
| 7 | <p><b>Self-assessment report 2022/23</b></p> <p>The Deputy Principal (Curriculum &amp; Quality) presented the College's self-assessment report (SAR) for 2022/23, which had been validated by members of the Curriculum &amp; Quality Committee on 29 November. The College had self-assessed as having made improvements from 'Requires Improvement' to 'Good' in respect of 'Behaviour and attitudes' and 'Adult programmes'. The Deputy Principal reported positive movement within the areas self-assessed as still 'Requires Improvement', noting that the College's Quality team had strengthened the CPD programme for teaching staff, leading to increased attendance and engagement.</p> <p>The validation meeting attended by members of the Curriculum &amp; Quality Committee had been robust and constructive. Governors had noted evidence of good work having taken place to improve the quality of education and commented on the improvement journey between the previous and current academic years. Governors had also noted the importance of improving the consistency of learner experience and the steps taken by the College in this area.</p> <p>The Board asked whether the College was on track to get to 'Good' overall, and over what timescale that could reasonably be achieved. The Deputy Principal noted the importance of the monitoring visit and the need to demonstrate at least 'reasonable' progress across the board (if not 'significant' in some areas) at that point prior to a full reinspection at a later stage. He added that the College was now within the 'window' during which the monitoring visit could take place.</p> <p><b>Resolved, That the self-assessment report for 2022/23 be approved.</b></p> |
| 8 | <p><b>Management accounts</b></p> <p>The Chief Operating Officer spoke to the College's management accounts for the periods ending September and October 2023. Of particular note was the receipt from the ESFA of additional funding for 16-18 learners of £648k, which had been reflected in the accounts from September onwards. Following the October meeting, £642k of the additional funding had been used to supplement the pay award provision which had previously been agreed by the Board. The College's business case to exceed the cap on subcontracting had been approved and revised figures were now reflected in the accounts.</p> <p>Governors noted the College's healthy cash balance and were reminded that a 12 month rolling forecast was maintained throughout the year. The Chief Operating Officer drew the Board's attention to the fact that the College had retained its 'Good' financial health score at the end of the year with an improved position, and the clear objective for 2023/24 was to consolidate at 'Good' financial health in a strong position. Governors asked about pressures emerging on tuition fees, and were informed that it was a complex area which had not recovered to pre-pandemic levels. The Director of Finance added that some courses were now fully funded which meant that fees were not chargeable.</p>  |
| 9 | <p><b>Confirmation of going concern</b></p>  |

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|    | <p>The Vice Chair reported that the going concern position had been scrutinised at the most recent meeting of the Finance &amp; General Purposes Committee. The Vice Chair confirmed that the College continued to be a going concern.</p>  |
| 10 | <p><b>Annual internal audit report</b></p> <p>Shawez Mir reported that the Audit Committee had considered the annual report of the internal auditors at its meeting on 28 November and agreed to recommend it to the Board for approval. The report presented useful benchmarking information on the levels of assurance and number of recommendations received by the College compared to the other Colleges audited by Scrutton Bland.</p> <p>The Chief Operating Officer noted that the College's approach was to develop the internal audit plan with reference to the Strategic Risk Register, in order to target areas for improvement and derive the greatest possible benefit from the service. Following the recent meeting of the Audit Committee, the College was making arrangements to bring forward follow-up work with a view to closing completed recommendations off.</p> <p><b>Action: Director of Finance to request information from Scrutton Bland on the number and characteristics of Colleges included in the benchmarking data.</b></p> <p><b>Resolved, That the annual internal audit report be approved.</b></p> |
| 11 | <p><b>Annual report of the Audit Committee to the Board</b></p> <p>Shawez Mir presented the annual report of the Audit Committee, which had been agreed at the Audit Committee's meeting of 28 November. Governors noted recent turnover in the membership of the Audit Committee, and were informed that interviews for new members were scheduled for the following week on 20 December.</p>  |
| 12 | <p><b>Capital Talent Box Ltd financial statements</b></p> <p>Phillip Kerle reported that the directors of Capital Talent Box had agreed the financial statements for 2022/23, which showed that the revenue was down on the previous year.</p> <p>The Chair noted the importance of ensuring that the pay of employees of CTB was in line with employees of the College. Phillip Kerle noted that the directors had considered this point at the last meeting and been informed that this was indeed the case.</p>  |
| 13 | <p><b>Draft annual report and financial statements</b></p> <p>The Chief Operating Officer presented the 2022/23 financial statements and supporting documents for the Board's approval. He reported that, excluding the FRS102 adjustment for pensions, the College had recorded a modest surplus of £101k for the first time in several years. This was a significant achievement for the College and the result of concerted efforts to strengthen and consolidate the</p>  |

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|    | <p>College’s financial position. The College had achieved the goal of retaining its ‘Good’ financial health with an improved score within the banding, moving from 190 points in 2021/22 to 210 points in 2022/23. The audit process was complete, with only one unadjusted item identified of £28k which had no material impact. The auditors had made two recommendations, one relating to the fixed asset register which was in the process of being addressed and another relating to depreciation which had been accepted.</p> <p>The Chief Operating Officer drew governors’ attention to minor amendments to the circulated version of the financial statements and regularity self-assessment questionnaire, in order to improve consistency and update one of the responses on the RSAQ to take account of the approval by the ESFA of the College’s business case relating to subcontracting.</p> <p><b>Resolved, That the annual report and financial statements for 2022/23 and associated documents be approved.</b></p> <p><b>Ordered, That the annual report and financial statements for 2022/23 and associated documents be signed by the Chair and CEO/Principal.</b></p>   |
| 14 | <p><b>Curriculum &amp; Quality Committee (31 October)</b></p> <p>Carole Kitching reported that the Curriculum &amp; Quality Committee had met on 31 October and considered the College’s actions to improve the quality of teaching and learning. The Committee had noted the impact of improved CPD across the College on the proportion of teaching now assessed as being ‘Good’ or better. The Committee had heard details of the steps being taken to improve attendance and the arrangements to provide cover when it was required.</p> <p>The Committee had noted an increase in safeguarding referrals reflecting significant local challenges faced by learners experiencing homelessness and cost of living issues.</p> <p>A governor noted that it had been encouraging to see discussions which had taken place at the Committee meeting reflected in the SAR which had been circulated subsequently and approved by the Board earlier in the meeting.</p> <p><b>Resolved, That the following policies be approved:</b></p> <ol style="list-style-type: none"> <li><b>1. Complaints</b></li> <li><b>2. Freedom of speech</b></li> <li><b>3. Behaviour for learning</b></li> <li><b>4. Assessment and verification</b></li> </ol> |
| 15 | <p><b>Search, Governance &amp; Remuneration Committee (23 November)</b></p> <p>Adrien Ong reported that the Search, Governance &amp; Remuneration Committee had met on 23 November and agreed a new approach to governor recruitment and retention. The Committee had considered three proposals for the College’s external governance review and selected Stone King to conduct the review in early 2024. He invited expressions of interest from governors in becoming the EDI link governor, and noted that the Director of Governance would be happy to discuss the role in detail with any governor thinking of taking it up.</p>  |

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|           | <p><b>Resolved, That the following papers be approved:</b></p> <ol style="list-style-type: none"> <li><b>1. Scheme of delegation</b></li> <li><b>2. Protocol for handling complaints against the Corporation, governors or the Clerk</b></li> </ol>   |
| <b>16</b> | <p><b>Joint meeting of the Audit and Finance &amp; General Purposes Committees (28 November)</b></p> <p>Shawez Mir reported that the Audit Committee had at its last meeting received a refreshed strategic risk register in which the total number of strategic risks had been reduced through a process of consolidation and reassessment. The Chief Operating Officer confirmed that the purpose of the consolidation was to provide a clearer line of sight for governors of where the College’s strategic risks sat, and how they related to each other.</p> <p>Shawez Mir reported that the Committee had also discussed the number of internal audit recommendations awaiting verification as resolved by the internal auditors, and been advised that follow-up work was to be brought forward to speed this process up.</p> <p>For the Finance &amp; General Purposes Committee, Phillip Kerle reported that the Committee had discussed progress on the College’s Estates strategy, and noted that the listing status of the Hammersmith &amp; Fulham campus remained unresolved. The Chair summarised the background to the listing issue for the benefit of newer governors. Governors noted the financial health dashboard provided by ESFA, which had been circulated in advance of the meeting</p> |
| <b>17</b> | <p><b>Meeting evaluation</b></p> <p>The Chair invited comments from the Board on the volume of papers circulated for the meeting, and questioned whether the balance between the main agenda pack and appendices was ideal. Governors who had been on the Board for several years acknowledged that improvements had been made to improve Board packs but commented that there may be further to go. Governors discussed the merits of better summaries and clearer signposting to key decision or discussion points. The Chair noted that delegation to Committees meant that some papers shared with the Board had already received detailed scrutiny. Governors commented that it would be helpful to have greater indication within some papers of their contribution to achieving strategic objectives.</p> <p><b>Action: Director of Governance to update guidance to authors of papers in line with governor feedback.</b></p>   |
| <b>18</b> | <p><b>Any other business</b></p> <p>Nil.</p>  |
| <b>19</b> | <p><b>Next meeting</b></p>  |

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|  | <p>The Chair reminded governors that on 23 January there would be an externally facilitated session to define the mission, vision and values for the College's new strategic plan.</p> |
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The next Board meeting would take place on Tuesday 26 March at 6.00 pm at the Hammersmith & Fulham campus.