

Corporation Board

Approved

10 December 2024

Members Maddalaine Ansell; Mirza Baig; Sarah Benjamin; Ian Comfort (Chair); Robin Ghurbhurun; Laura Gladstone; Carole Kitching; Sharon Lambert; Suzanne Lyne; Shawez Mir; Adrien Ong; Kunal Parkash; Karen Redhead

Attendees 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)

1 Learner vox pops

The Board watched a short video of learners talking about their early experiences at the College, including tutorial content, enrichment activities and areas for improvement.

The Chair noted that all governors were invited to visit one of the College's three campuses at a time and date convenient to them.

2 Attendance

The Chair welcomed governors to the meeting and congratulated Sarah Benjamin on her re-election as the College's teaching staff governor for a second term of two years.

Apologies had been received from Phillip Kerle, Chris Taylor, Rachael Fisher and Jon Roe.

3 Declarations of interest

Shawez Mir and Karen Redhead declared their interest in item 13 as Directors of Capital Talent Box Ltd. Robin Ghurbhurun and Ian Comfort declared their interest in item 15.

4 Minutes

***Resolved*, That the minutes of the meeting held on 10 October 2024 be approved as a correct record.**

5 CEO report

The CEO and Principal reported that the College was awaiting final confirmation from the Department for Education that it had successfully completed the period of post-intervention monitoring and support which had been put in place following the lifting of the financial notice to improve the previous autumn. A DfE committee would consider the matter in the middle of the month and the outcome would be shared with the Board as soon as it was available.

Following further enquiries, the College had been informed by the Department for Culture, Media and Sport that a decision had been made to reject the appeal made by a member of the public against the decision not to list Hammersmith & Fulham College. A certificate of immunity preventing any attempt to list the site for five years was expected to be issued.

The CEO and Principal noted that the sector was awaiting detail on how the £300m on revenue and £300m capital funding announced in the Budget would be distributed between colleges from April. The Board queried the impact of the listing decision and the allocation of the revenue funding. The CEO and Principal noted that it was likely that part of the funding would be allocated for in-year growth of 16-18 provision, and that the benefit of the listing decision was primarily the additional certainty it provided.

6 Quality improvement

The Deputy Principal (Curriculum & Quality) reported that College's Self-Assessment Report for 2023/24 had been validated on 27 November by members of the Curriculum & Quality Committee. The College had assessed itself as 'Good' in all areas, with a 'Reasonable' contribution to meeting skills needs. The Chair queried what needed to happen for the College to make a 'Strong' contribution to meeting skills needs. The Deputy Principal (Planning, Partnerships & Projects) commented greater consistency across curriculum areas was required for that to be the case. The Deputy Principal (Curriculum & Quality) noted that the full SAR gave greater detail in the narrative. Robin Ghurbhurun commented as the Chair of the Curriculum & Quality Committee that the SAR was the strongest that he had seen in his time at the College and recommended that the Board approved it.

Resolved, That the College's Self-Assessment Report for 2023/24 be approved.

The Deputy Principal (Curriculum & Quality) presented the College's Quality Improvement Plan for 2024/25 which included actions due at the end of October. Only five of the 42 actions within the plan had been due by that point, but progress was evident in other areas due to be reported on at a later stage. A governor queried the methodology for assessing progress on percentage-based targets and how a decision was taken on whether an action was showing sign of slippage.

7 Strategic and operational planning

The Deputy Principal (Planning, Partnerships & Projects) presented an update on the College's operational plan. At the end of October, 12 actions were due, of which three were green and the remaining nine were amber. A governor asked what the direction of travel was on actions not yet due for reporting. The Deputy Principal commented that the College intended to introduce a dashboard to enable improved performance monitoring.

8 Management accounts

The Chief Operating Officer presented the College's management accounts for the periods ending September and October 2024. The September management accounts had been scrutinised by the Finance & General Purposes Committee at its meeting on 26 November. There was very little movement at this point in the year and the forecast was consistent with the budget. The one change of significance was in the actuarial valuation of the College's pension costs for the LGPS, which had been revised from £2,637k to a credit of £153k following receipt of a latest pension fund report.

The College was tracking well against the financial KPIs, but the current financial health score of 250 points ('Outstanding') was overstated at this point in the year. The College's aim was to retain 'Good' financial health with a strengthened position.

The Chief Operating Officer reported that the Finance & General Purposes Committee had considered the College's position as a going concern. The Board discussed whether maintaining active consideration of the going concern status remained necessary in light of the consolidation of the College's financial position, and decided to continue its current practice.

9 Funding report

The Deputy Principal (Curriculum & Quality) presented an overview of the College's main funding streams at the point of the R04 Individualised

Learner Record submission which had been made on 5 December. The number of learners aged 16-19 was around 200 below allocation and targets. Enrolment of 16-19 learners had been slightly lower than 2023/24 as reported at October's Board meeting, and numbers had declined further as a result of no-shows and withdrawals, largely for behavioural reasons around Level 1 provision.

The Board discussed the reasons for and impact of lower numbers of 16-19 learners. The CEO and Principal noted that the effect of the lagged funding system meant that the impact of lower numbers of 16-19 learners would be reflected in funding allocations for 2025/26. It was agreed that the Curriculum & Quality Committee would consider the matter in greater detail at its next meeting on 28 January.

Action: Deputy Principal (Curriculum & Quality) to present a report to the next meeting of the Curriculum & Quality Committee analysing reasons for learner withdrawals.

10 Estates update

The Chief Operating Officer presented an update on the College's Estates strategy as previously considered by the Finance & General Purposes Committee. The report covered the redevelopment of Hammersmith & Fulham College, progress on capital refurbishment works and a proposal to accommodate another educational establishment at Hammersmith while separate redevelopment works were underway. A meeting of the Estates Working Group would be held in the New Year and governors were encouraged to express interest in attending to contribute to discussions.

11 EDI annual report

The Deputy Principal (Curriculum & Quality) presented an annual report on equality, diversity and inclusion covering 2023/24. The Chair recalled a discussion at the October meeting of the Finance & General Purposes Committee relating to the use of the term 'BAME' in the annual people report. The Deputy Principal commented that he had been made aware of the discussion and the recommendation of the Commission on Race and Ethnic Disparities. Changes would be made to the way in which the College captured information relating to ethnicity and this would be reflected in future reports. The Board discussed the difference between actions taken in respect of learners and staff and queried the number of respondents who had preferred not to disclose their sexual orientation. It was agreed that a short note reflecting the Board's discussion on the use of the term 'BAME' in the report be added at the beginning.

Resolved, That the EDI annual report for 2023/24 (as amended) be approved for publication on the College website.

12 Annual report of the Audit Committee

Shawez Mir presented the annual report of the Audit Committee to the Board, which was accompanied by the annual report of the internal audit service. He noted that a high level of attendance had been maintained despite turnover in the Committee's membership during 2023/24. The report included reference to the principal conclusions of the internal and external auditors, a summary of the work of the Committee and the key opinions that the Committee was required to give.

13 Capital Talent Box Ltd

The Chair gave a brief overview of the operation of Capital Talent Box Ltd for the benefit of new members of the Board. CTB's financial statements had been approved by the Directors earlier in the month. The Board discussed the performance of CTB and the benefit to the College of sourcing agency workers through it where it was possible to do so.

14 Annual report and financial statements

The Chief Operating Officer presented the draft annual report and financial statements, which had been considered by the Audit and Finance & General Purposes Committees at their joint meeting on 26 November. A small change since the committees' consideration had seen the operating surplus of £313k improve to £335k. The College had retained its 'Good' financial health for a third year with a financial health score of 190 points, which was at the lower end of the range.

The Chief Operating Officer noted that the external audit had taken longer than anticipated this year, which was in part due to the introduction of the new financial system. It had been necessary to generate reports from the old and new systems to check that the figures were consistent. The Board acknowledged the significant effort made by the finance team throughout the audit process. The Chief Operating Officer drew the Board's attention to several one-off positive factors which had been taken into account in the production of the College's financial statements for 2023/24.

Resolved, That the following documents be approved and signed by the Chair and Accounting Officer:

1) Annual report and financial statements

- 2) Regularity self-assessment questionnaire
- 3) Letter of representation

15 Search, Governance & Remuneration Committee (21 November)

Adrien Ong reported that the Search, Governance & Remuneration Committee had considered the appraisals of senior post holders for 2023/24 and objectives for 2024/25 at its most recent meeting.

The Committee had continued its earlier discussions of succession planning for members of the Board whose terms were due to end in early 2025. The Chair, Vice Chair and Chair of the Curriculum & Quality Committee had each offered to put themselves forward for reappointment.

Resolved, That the following terms of office be extended:

<i>Name</i>	<i>Current term</i>	<i>New term</i>
Robin Ghurbhurun	27 January 2025	31 July 2025
Phillip Kerle	12 February 2025	12 February 2027
Ian Comfort	21 February 2025	31 July 2025

The Board noted that an external campaign for the role of Chair of the Corporation would be required and agreed to delegate consideration to the Search & Governance Committee, which would make recommendations to the Board.

Adrien Ong presented a second paper in which it was proposed that the Search, Governance & Remuneration Committee was split into separate committees with overlapping membership on (a) Search & Governance and (b) Remuneration.

Resolved, That the terms of reference of the Search & Governance Committee and the Remuneration Committee be approved.

Action: Director of Governance to make consequential amendments to reflect the change approved by the Board.

16 Audit Committee (26 November)

Shawez Mir reported that the Audit Committee had reviewed the College's strategic risk register and noted that the seventh strategic risk relating to quality had been rescored to 'acceptable' in light of the College's positive monitoring visit earlier in the year. The Committee had discussed the College's internal audit plan at length and agreed that follow-up work

should be brought forward in order to enable outstanding recommendations judged as completed by the College to be validated as such by Scrutton Bland.

17 Finance & General Purposes (26 November)

The Chair reported that the Finance & General Purposes Committee had met on 26 November and in addition to the matters covered earlier in the meeting, had discussed progress on the College's efficiencies programme. The committee had agreed to recommend a value for money policy to the Board.

Resolved, That the value for money policy be approved.

18 Any other business

Carole Kitching reported that the general mood at the Association of Colleges had been upbeat, although detail was awaited on how funding would support the Government's missions. Governors commented on guidance given to departments in preparation for the comprehensive spending review and drew comparisons with international funding rates. The CEO and Principal drew attention to the AoC's 'Mission Accepted' paper which had been published the previous day.

The Chair noted that Sharon Lambert's term of office as the College's support staff governor would come to an end shortly before the next Board meeting. He thanked Sharon for her insight and contributions to the Board and Curriculum & Quality Committee since March 2023.

19 Next meeting

6.00 pm on Tuesday 1 April 2025.