

**Minutes of the Meeting of the Corporation of West Thames College
Held on Wednesday 08 July 2020 via Telephone Conference due to the
COVID-19 Pandemic**

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|------------------------|---------------------|----------------|-------------|
| Members Present | Mr S Wilcox (Chair) | Ms T Aust | Mr A Luke |
| | Mr J Bolt | Mr B Armstrong | Mr J Bryant |
| | Ms C Ajit Singh | Mr T White | Mr A Barke |
| | Mr R Gallagher | | |
| Also present | Mr J Allen | Mr D Evans | Mr M Cooper |
| | Mr M Michaelides | | |

The meeting commenced at 16.00

1. DETERMINATION, GOVERNOR APPOINTMENTS AND RE-APPOINTMENTS

It was **RESOLVED**:

- (i) To increase the size of the membership from the current number of 14 to 15 governors;
- (ii) Following the interview conducted by members of the Governance & Search Committee, to appoint Mr Adam Barke for the period 08 July 2020 to 07 July 2024 and for Mr Barke to be a member of the Audit Committee;
- (iii) To extend the current term of office of Mr Tommy White from 31 July 2020 to 31 December 2020;
- (iv) To extend the current term of office of Mr John Bolt from 16 December 2020 to 31 July 2021; and
- (v) To note that Barinder Sandhu has agreed to become the designated governor for safeguarding from 01 August 2021 and, prior to this date, will shadow John Bolt who will remain the designated safeguarding governor up to 31 July 2021.

2. WELCOME & APOLOGIES

Welcomes were extended to Mr Adam Barke and Mr Rhys Gallagher who were attending their first Corporation meeting.

Apologies were received from Laura Weatherill.

The Clerk confirmed the meeting was quorate.

3. DECLARATIONS OF INTEREST

There were no declared interests against any agenda item.

4. MINUTES

The minutes of the Corporation meeting held 01 April 2020 were approved as an accurate record of the meeting (Paper 1)

5. SUMMARY ACTION LIST & MATTERS ARISING

The '*Summary Action List*' was received (Paper 2). The following updates were made available against each outstanding action point from the previous meeting:

| Ref & Date | Action | Review Update 08 July 2020 |
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| 1 | Head of Marketing to outline marketing plans for student recruitment | Agenda item |
| 8(ii) | It was confirmed the Executive needs to review further the impact on any non-funded activity such as course fee income, nursery provision income and income from lettings. | This was subject to further review by the Finance, Resources & Capital Projects Committee |
| 8(ii) | It was noted it is too early to make an assessment on the impact of COVID-19 on the current budget and the budget for next year but this will be kept under constant review by the Executive and the Finance, Resources & Capital Projects Committee. To this end it was AGREED to hold a separate meeting of the Finance Committee to look at the financial impact of COVID-19. | Extra meeting of the Finance Committee was held on 30 April 2020 - minutes were circulated to all Governors and are an agenda item to receive at this meeting. |
| 9(iii) | A full analysis of how the College has performed against published national benchmark data will be made available to the Curriculum, Quality & Standards Committee. | Report was made available to the Committee that met on 3 June - minutes were circulated to all Governors and are an agenda item to receive at this meeting. |
| 9(iv) | It was noted partnerships would be a key focus for discussion at the next Governors' Strategy meeting scheduled to take place in May. | Deferred to when the Strategy meeting will be held. |
| 9(v) | To authorise the Principal to write to the FEC to express the Corporation's disappointment at the stance being taken on this matter in light of a) the previous involvement of the College in another Review; and b) that there should be some discretion in these extraordinary times, especially as the Ofsted inspection of the College had to be postponed due to COVID-19. | A confidential update from the Principal was made available and it was AGREED to discuss this further under AOB. |
| 9(vi) | Governors' Strategy Meeting scheduled for 13 May will not take place, but a meeting of the Strategic & Business Development Committee that is scheduled for 01 May can be used to further discuss the Strategic Plan. | Meeting of the Committee took place on 01 May and the minutes were circulated to all Governors and are an agenda item to receive at this meeting. |
| 11 | The arrangements to consult with staff and students to be published on the College website. | Published on the website |
| 12 | It was AGREED to make available to | Issued to all |

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| | governors the full set of link visit reports and to make reports available to curriculum Directors. | Governors |
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6. PRESENTATION ON MARKETING

The Head of Marketing, Sal Hamaida, made available a PowerPoint presentation on the work of the marketing department and the strategies and actions in place to promote the College.

The detail of the presentation was welcomed and it was agreed to circulate a copy of the presentation to all Governors.

MONITORING COLLEGE PERFORMANCE & STRATEGIC MATTERS

7. Monitoring College Performance - Data Dashboard Review

The review of the data dashboard was in two areas - curriculum with Mr D Evans leading the review and finance, with Mr M Cooper leading the review.

(i) Curriculum KPIs Review:

The review covered the headline curriculum KPIs on teaching, learning and assessment; on attendance, and on deep dives as at 21 May 2020 that was reported to the Curriculum, Quality & Standards Committee that met on 03 June 2020. The focus of the review covered:

- Update on predicted achievement
- End of year position for TLA and Deep Dives
- End of year for attendance (as at start of lockdown)

Year-end predictions now included Semester 3 course predictions.

Attendance was at 88% at the point of the College closure, 2% above what was achieved last year and 1% above the target set for this year. Since the College closure, attendance has continued to be monitored and students tracked at individual student level. Alongside a central attendance register which all staff have to complete, curriculum areas have kept detailed local data to carefully track and monitor both student attendance and engagement. Robust safeguarding measures continue to be in place for remote learning and the individual tracking of students' attendance is being monitored on a weekly basis.

(ii) Finance KPI Review:

The review covered the headline financial KPIs on operating surplus (including recruitment against funding contracts) and financial health as at 03 June 2020 that was reported to the Finance, Resources & Capital Projects Committee that met on 10 June 2020.

Based on an overall score of 210/300, the forecast ESFA financial health grade for the College at 31st July 2020 is 'Good'.

The full-year forecast performance for the year-ending 31 July 2020 is for an operating surplus of £100k (0.5% of adjusted income) which is in line with the budget for the year.

The College's solvency position remains strong. Cash reserves at 30 April 2020 were relatively healthy at over £4.9m and year-end projections for cash days in hand and adjusted current ratio are 95 days and 1.9 respectively. Using the ESFA financial health calculation, the latter is considered to be an 'Outstanding' score.

At the meeting held 30 April when the impact of Covid-19 was still being assessed, the forecast then was for a year-end deficit of £80k. The better reported position was due to savings that have been made to offset the reduction in income arising from the College closure and the use of £170k from the contingency fund.

The Corporation welcomed the prompt and swift action taken by the Executive to address the forecast deficit.

(iii) Development Plan/Post Inspection Action Plan:

Made available, and noted, were the Development Plan 2019-20 (Paper 3) and the Post Inspection Action Plan 2019/20 (Paper 4).

8. Strategic matters including the review of the Executive Report and Covid-19 Operational Plans

The Executive Report (Paper 5) summarised a number key issues for the attention of Governors. It was noted that in most cases the key issues had been subject to detail review by the appropriate Corporation committee.

Governors welcomed the new approach of indicating next to each of the key issues which committee should follow-up and keep the topic under review.

Ofsted has announced full inspections will not resume until January 2021 at the earliest. During the autumn term Ofsted will conduct visits to ask about the arrangements made to provide learning and support to students during the pandemic. The visits will not result in a published grade but a letter will be issued which will be published on the Ofsted website.

The report outlined in detail the arrangements that have been put in place for the phased June re-opening of the College and the arrangements that are being finalised for the expected full opening of the College from September. It was confirmed the College is adhering to published Government guidance and advice received from the AoC.

The Principal praised managers, staff and students who have shown amazing resilience in preparing for the seismic changes to "normal college life". Assurances were given that the College is sharing information with staff and students on how they can stay healthy and well in these challenging times.

The Corporation placed on record its sincere appreciation to all staff and students on their positive response to the challenges faced.

Final achievement rates for 2018-19 were outlined in the report and were also made available to the Curriculum, Quality & Standards Committee. Made available in the report were comparison data against other London based Colleges, which illustrated the fact that the college was a very creditable 4th, overall, within the London area. The Corporation welcomed confirmation of the excellent results.

The report outlined how the College is responding to be a key player in the plans for ensuring local economic recovery post Covid-19 and its partnership working with the local authority and employers. The Corporation agreed this was a critical area for the College to be involved in and welcomed the leading role being played by the Principal in ensuring the College is at the forefront of local economic recovery.

The Executive Report outlined proposed development objectives and strategic direction for 2020-21. These would normally be discussed with Governors' at the May Strategy meeting but as this meeting had to be cancelled due to Covid-19, Governors were invited to feedback any comments that they may have on the proposed development objectives and strategic direction for 2020-21. Governors asked for the Development Plan to be more explicit on the risks of a second spike in Covid-19 and the planned actions to be taken to mitigate against this risk.

The Executive Report provided Governors with information on the College Budget 2020-21 that is an agenda item at this meeting for approval. In view of the changes in income and expenditure and the need to set a balanced revenue budget, the Executive targeted a figure of £200k for net savings in a consultation paper setting out proposals for change, which was issued to all staff in May. Savings on the staffing budget have been achieved through a combination of restructuring, the deletion of vacant posts and a reduction in Protocol and other agency staff expenditure. Alongside changes in staffing the College has achieved real terms savings on non-pay costs across a number of business support and teaching areas. Through these changes the net savings target has been met and a balanced budget for 2020-21 has been set for the Corporation to approve. As expected, no redundancies either voluntary or compulsory were required.

NON-DELEGABLE DUTIES (ARTICLE 3.1) AND STATUTORY AND OR COMPLIANCE DUTIES

9. COLLEGE BUDGET 2020-21

The College Budget 2020-21 (Paper 6) that was subject to review from the Finance, Resources and Capital Projects Committee was received for the Corporation to approve.

The College Budget 2020/21 forecasts an operating surplus of £150k for 2020/21 and a surplus of £75k for 2021/22.

Other than the forecast growth in Apprenticeship income, there are no significant growth forecasts and a prudent and cautious approach has been taken when drafting the budget. The sensitivity analysis in the budget clearly outlined the actions to be taken in the event of the Apprenticeship growth targets not being met. There remains a lot of uncertainty on recruitment for

2020-21 as a result of COVID-19 so the approach taken in drafting the budget has been one of caution and prudence.

The Corporation fully endorsed this approach.

Following review, it was **RESOLVED** to approve the College Budget 2020-21.

10. GOVERNANCE SELF ASSESSMENT 2019-20 STAGE 1

The Corporation has agreed to undertake an annual governance self-assessment for the proceeding academic year, with the final self-assessment report to be published in the autumn term following the same timescale for the College's self-assessment process.

The review commences in the summer term starting with conducting one-to-one review meetings between each governor and the Chair, and for each governor to be asked to conduct a review of the performance of the Chair. The remaining components of the self-assessment framework are to be completed in the autumn term.

The Clerk advised that when discussing the performance review of the Chair, the Corporation can decide, if it so wishes, to go into a confidential session and to ask the Chair to leave the meeting while this part of the agenda is discussed. It was unanimously agreed there was not the need to go into a confidential session.

The report from the Clerk (Paper 7) summarised the key points arising from the one-to-one review meetings held between the Chair and each Governor and the performance review of the Chair undertaken by each Governor that were subject to evaluation by the Vice Chair (T White).

The Clerk confirmed the key points arising will be taken forward for inclusion in the final Governance Self-Assessment Report that will be an agenda item at the December Corporation meeting for review and approval.

It was **RESOLVED** to note the report.

11. STRATEGIC RISK REGISTER

The Strategic Risk Register was received for review and strategic oversight (Paper 8).

It was confirmed each Committee this term conducted a review of those risks from the Strategic Risk Register that fall within the Committee's remit, with the outcomes of the review recorded in the respective committee minutes. In summary, the committees were satisfied with the robustness of the proposed mitigation actions to reduce risks and of the sources of 'independent assurances'. No new risks were identified by the committees.

Risk #52 relating to COVID-19 was added to the register in February 2020 but the scale and complexity of this has since escalated dramatically as summarised in the Executive Report.

The Audit Committee at its meeting on 17 June 2020 noted the Chair of the Corporation requested for the Strategic Risk Register to be an agenda item

at all meetings of the Corporation to enable the Governing Body to carry out a strategic oversight of the register.

A discussion took place on the best way forward to conduct such a strategic oversight including the future structure and contents of the Strategic Risk Register.

It was **AGREED** to task the Strategic & Business Committee, in conjunction with the Executive, to undertake further development work on the Strategic Risk Register for the Corporation to consider at a later date.

12. CHAIR & VICE CHAIR APPOINTMENTS 2020-21

It was **RESOLVED** to appoint Mr Simon Wilcox to be the Chair and Mr Bruce Armstrong to be the Vice Chair for the period 01 August 2020 to 31 July 2021.

The Corporation placed on record its appreciation and thanks to Mr Tommy White for his serves as Vice Chair up to 31 July 2020.

COMMITTEE REPORTING

13. Report from the Strategy & Business Development Committee

The report and minutes from the Committee covering the meeting held 01 May 2020 were received and **NOTED** (Paper 9).

14. Report from the Curriculum, Quality & Standards Committee

The report and minutes from the Committee covering the meeting held 03 June 2020 were received and **NOTED** (Paper 10).

15. Report from the Finance, Resources and Capital Projects Committee

The report and minutes from the Committee covering the meeting held 30 April 2020 were received and **NOTED** (Paper 11).

The report and minutes from the Committee covering the meeting held 10 June 2020 were received and **NOTED** (Paper 12).

The Management Accounts up to 30 April 2020 were received and **NOTED** (Paper 13).

16. Report from the Audit Committee

The report and minutes from the Committee covering the meeting held 17 June 2020 were received and **NOTED** (Paper 14).

17. ANY OTHER URGENT BUSINESS

A confidential update was received on discussions held with the FEC team relating to both Brooklands College and Richmond College. The meeting endorsed and supported the proposed way forward outlined by the Chair and Principal.

18. DATE OF NEXT MEETINGS

The schedule of meeting dates for 2020-21 were received and **NOTED** (Paper 15)

The meeting closed at 18.00

Signed: _____

Date: _____ -

SUMMARY ACTION LIST

| Ref & Date | Action | Review |
|-----------------------|---|--------------------------------------|
| 8 | Governors were invited to feedback any comments that they may have on the proposed development objectives and strategic direction for 2020-21. | October/December Corporation meeting |
| 8 | Governors asked for the Development Plan to be more explicit on the risks of a second spike in Covid-19 and the planned actions to be taken to mitigate against this risk. | October/December Corporation meeting |
| 11 | To task the Strategic & Business Committee, in conjunction with the Executive, to undertake further development work on the Strategic Risk Register for the Corporation to consider at a later date | December Corporation meeting |