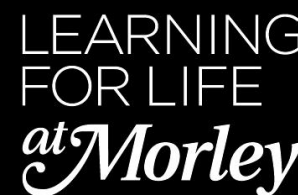


MORLEY COLLEGE LONDON



GOVERNING BODY

Minutes of a Meeting held at Morley College, 61 Westminster Bridge Road London SE1 7HT on Monday, 16 October 2017 at 5.30 pm.

Present:

Mr Peter Davies, External Governor (**Chair**)
Dr Stuart Edwards, External Governor (**Vice-chair**)
Mr Martin Bamford, Student Governor
Mr Tim Cochrane, External Governor
Ms Pauline Egan, External Governor
Ms Heather Fry, External Governor
Dr Andrew Gower, Principal and Governor
Mr Luke Howson, Staff Governor
Dr Steve Ketteridge, External Governor
Ms Marilyn McMenemy, External Governor
Mr Victor Olowe, External Governor

In attendance:

Ms Rachel Burgess, Director of Finance
Mr Marco Macchitella, Deputy Principal
Mr Nick Rampley, Vice-Principal
Ms Simrath Panaser, Gallery Manager (Item 3 only)
Mr Martin McNeill, Clerk to the Governing Body and Company Secretary

Absent:

Mr Jim Brown, External Governor
Ms Sharon Potter, External Governor
Ms Sara Robertson-Jonas, Staff Governor
Dr Fiona Stephen, External Governor
Mr Mash Seriki, External Governor
Ms Suky Tomlins, Student Governor

RESOLUTIONS

- To appoint Stuart Edwards as Vice-chair of the Governing Body for 2017-18 (Minute 2.1)
- To confirm the minutes and confidential minutes of the meeting held on 17 July 2017 subject to one minor amendment (Minute 4)
- To ratify the action taken by the Chair in confirming the Governing Body's full support for the College's application to the Skills for Londoners Capital Fund (Minute 6)
- To approve a one per cent pay increase for all staff other than senior post-holders, to take effect from 1 October (Minute 9)
- To approve the terms of a lease of the Stockwell Centre, to authorise its execution under seal and to authorise the Principal to sign as declaration waiving the College's right to security of tenure on expiry of the lease (Minute 13)
- To set an 80 per cent target for governor attendance in 2017-18, the KPI covering attendance at formal board and committee meetings only (Minute 14.2)
- To set a target of 80 per cent for governor satisfaction with the effectiveness of the Board in 2017-18 (Minute 14.2)

- To suspend the use of a KPI for governor engagement (Minute 14.2)
 - To re-appoint Stuart Edwards, Pauline Egan, Victor Olowe and Fiona Stephen as governors, to serve until 31 July 2021 (Minute 14.3)
 - To approve the Governance SAR and authorise the Deputy Principal to incorporate the conclusions in the leadership and management section of the whole-College SAR (Minute 14.6)
 - To approve the proposed terms of reference for an external evaluation of governance (Minute 14.7)
 - To apply for support from a National Leader of Governance (NLG) who would carry out the evaluation and to request the Clerk to discuss the choice of NLG with the Chair and Vice-chair (Minute 14.7)
 - To change the Framework for Evaluation of Governance to provide for triennial (rather than biennial) external evaluations (Minute 14.7)
 - To approve the draft Board Development Programme (Minute 14.8)
 - To approve a change to the Constitution of Student Bodies (Minute 14.9)
 - To adopt the proposed Governors' Travel and Subsistence Policy, for review in October 2021 (Minute 15)
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1. Apologies for absence and quorum

Apologies for absence were received and accepted from Jim Brown, Sharon Potter, Sara Robertson-Jonas, Mash Seriki, Fiona Stephen and Suky Tomlins. The Clerk confirmed that the meeting was quorate.

2. Welcome, introduction, declarations of interest and election of Vice-chair

2.1. Marilyn McMenemy, seconded by Steve Ketteridge, nominated Stuart Edwards to serve as Vice-chair for 2017-18 and, in the absence of any other nominations, he was duly elected.

2.2. There were no declarations of interest.

3. Departmental presentation

The Gallery Manager described the successes of 2016-17 and outlined the Gallery's plans for 2017-18. In answer to questions, she said that the main challenge that she had faced over her first eight months at Morley had been to begin to address the needs of such a wide range of users; over the coming year, the target of museum accreditation would only be achieved if robust arrangements were put in place for the safeguarding of the artefacts in the Gallery's care, and this would inevitably place heavy demands on limited resources.

4. Minutes

The minutes and confidential minutes of the meeting held on 17 July 2017 were confirmed as a correct record subject to a small change to Minute 6.1 to make clear that it was the withdrawal of bursaries specifically that had had a negative impact on demand for Access to Nursing courses. It was agreed that the amended minutes should be signed by the Chair.

5. Matters arising.

13 December 2016: Minute 7.6 SAR and QEP

5.1. Governors were pleased to note that, as suggested, an external consultant (formerly one of Her Majesty's Inspectors) had supported the College through the process of validating the self-assessment reports of the four schools.

Other matters

5.2. Governors were content that all other outstanding actions, other than those that were included in the agenda for this meeting or were not yet due to be addressed, had been satisfactorily addressed. No other matters were raised arising from the minutes.

6. Chair's Action

The Board agreed to ratify the action taken by the Chair (following consultation with all governors) in confirming the Governing Body's full support for the College's application to the Skills for Londoners Capital Fund. The Principal reported that he expected to hear by the end of November whether or not the application had been successful.

7. Principal's Report

7.1. The Principal drew governors' attention to:

- the positive statements about the importance of lifelong learning from the Skills Minister and the Chair of the Education Select Committee;
- the work of the student governors in promoting student engagement, reflected in a number of positive references in the recent National Union of Students (NUS) report on student voice, which governors would have the opportunity to discuss further in March;
- successful recruitment overall, particularly in English/Maths, Classical Music and Visual and Digital Arts, but with a few areas (such as Health and Music Technology) with recruitment issues that the SMT was addressing;
- the recruitment of 45 students to five Higher National Diploma (HND) courses, with one course (Performing Arts) due to be launched in January;
- the successful launch of the Stockwell Centre, providing currently for some 200 students;
- the initiative led by the Deputy Principal to share good practice in observation of learning, teaching and assessment across the London Institutes for Adult Learning (IALs);
- improved achievement rates, with overall achievement and GCSE results in line with national benchmarks, and achievement of Access students (now adjusted to 69.8 per cent) matching the London average and set to improve further;
- the results of the FE Choices Learner Satisfaction Survey, in which Morley came out as highest-rated college in London and second nationally; and
- The successful bid for additional grant funding which had resulted in an allocation of £130k, and the submission of two bids for capital funding (£1 million) and support for digital inclusion (£200k).

7.2. Governors congratulated staff and students on a very successful year in 2016-17, with the foundations for further progress in 2017-18 now firmly in place. Governors were particularly pleased by the improvement in achievement rates on Access courses, which had long been a cause for concern, and looked forward to receiving further information about the pilot schemes referred to by the Skills Minister.

7.3. In answer to questions about the viability of Higher Education (HE) courses, the Principal said that the five HND courses currently running each had between seven and 11 students, so should be sustainable over two years. There was still a need to recruit more students for the Performing Arts course. Governors agreed that, while the target of 72 HE students would not be reached in 2017-18, good progress had

been made, taking account of the fact that delays in securing accreditation had meant that recruitment had only started late in the year.

- 7.4. Some concern was expressed that the achievement of students on ESOL (English for Speakers of Other Languages) courses appeared to be declining. The Deputy Principal explained that the results for 2016-17 and prior years were not directly comparable, as the earlier figures (including the national benchmark of 86 per cent) were based on the outcomes of both accredited and unaccredited learning, while the 66 per cent achievement rate for 2016-17 related to accredited learning only. On this revised basis Morley had recorded a four per cent improvement. This was agreed nevertheless to be an area in need of improvement, and governors welcomed the Principal's commitment to review management structures and staffing.
- 7.5. Asked about the relationship between the Adult Community Learning (ACL) reviews being undertaken at both sub-regional (Central London) and regional (Greater London) levels and the IALs' Strategic Options Review (Item 10), the Principal acknowledged that there was potential for overlap. There were, however, 17 ACL providers in Central London, only four of which were IALs; while for the IALs, ACL was only one strand of their work. The three reviews had different terms of reference: the London-wide ACL review was mainly concerned with funding arrangements and the Central London review with opportunities to consolidate ACL provision, while the focus of the IAL-commissioned work was on inter-organisational arrangements. He believed that the appointment of the same consultants to undertake all three reviews would help to minimise the risk of conflicting recommendations.

8. Financial Management Report

- 8.1. Governors were pleased to note that the College had finished the year in a strong position, and to receive assurance that the auditors had not raised and were not expected to raise any major issues. Asked about the reference to underspending on apprentices, the Director of Finance said that the amount involved was very small (actual spending of £6k compared with a budget of £12k); the College still aimed to take on apprentices where the posts concerned could be funded from the levy that it was required to pay, but this was not a major area of focus.
- 8.2. The Vice Principal was also able to assure governors that the reduction in income from the University of the Arts London (UAL) should not be a cause for concern, as the UAL funding allocation was only used where students (on particular courses) were not taking Advanced Learner Loans to fund their studies. The proportion of such students would vary from year to year.

9. Pay award

The Board agreed to approve a one per cent pay increase for all staff other than senior post-holders, to take effect from 1 October 2017. Asked to what extent the College recognised outstanding performance by individual members of staff, the Principal referred to the annual Staff Excellence Awards introduced in 2016-17 (described in his report to the 17 July board meeting and referred to in Minute 5.1 of that meeting – see Item 5 of the 17 July agenda and Item 4a of the agenda of this meeting).

10. London Institutes for Adult Learning Strategic Options Review

See confidential minutes

11. Business Development Planning

Governors welcomed the production of a comprehensive Business Development Plan but asked the Vice Principal to give further thought to how the Plan was presented to governors in future. The current format did not allow governors to identify easily which of the Actions for Development were the most important or what risks were associated with each Action.

12. Property Strategy

The Board was pleased to note that contract terms had been agreed, and that the contractor would be undertaking preparatory works during the week beginning 23 October. The Vice Principal agreed to provide the Finance, Resources and Fundraising Committee with further details of how communication with students and other stakeholders was being managed.

13. Stockwell Centre

Governors sought and obtained assurance from the Principal and Clerk that the activity that the College proposed to undertake at the Stockwell Centre was consistent with its charitable objects. The Vice Principal was also asked to confirm that the rental charge per square metre was competitive and that the terms of the lease allowed the College to give three months' notice of termination at any time. Having received appropriate assurances (the Vice Principal confirmed that the rental was significantly lower than for comparable properties that the College occupied, including the Lewington Centre, and undertook to provide further details to all governors), the Board agreed to approve the terms of the lease and to authorise its execution under seal. The Board also authorised the Principal to sign on its behalf a declaration waiving its right to security of tenure on expiry of the lease.

14. Search and Governance Committee

14.1. The Board was pleased to receive the Committee's Annual Report and thanked the Committee members for their work over the year.

14.2. The Board agreed to adopt the KPI targets for 2017-18 recommended by the Committee. The Committee Chair assured the Board that the Committee would continue to monitor the Governor Engagement Programme and to encourage all governors to take up engagement opportunities whenever possible; Committee members had, however, felt that, given the diversity of the Governing Body, it was not appropriate for engagement to be measured through a KPI.

Stuart Edwards, Pauline Egan and Victor Olowe withdrew from the meeting at this point

14.3. The Chair reported that he had spoken to all six retiring governors. While he regretted that Jim Brown and Tim Cochrane felt unable to commit to a second term of office, he was delighted that the other four governors were willing to continue and to make the necessary commitment of time and energy. The Board agreed to approve the re-appointment of all four.

Dr Edwards, Ms Egan and Mr Olowe rejoined the meeting.

14.4. Asked to update the Board on the progress of governor recruitment, the Clerk reported that he had received six completed applications from prospective external governors, with two others in the pipeline. The candidates came from a wide range of backgrounds, and appeared to offer the specific skills and experience that the Board was seeking. It was agreed that the Chair and Vice-chair should review the applications and decide which candidates should be interviewed.

- 14.5 The College had been less successful in attracting potential student governors, although one of the external governor candidates was in fact a Morley student, and discussions were taking place with a number of newly-recruited HE students. Governors noted that it would be necessary to extend the timetable for student governor recruitment.
- 14.6 Introducing the Governance Self-assessment Report (SAR), the Committee Chair drew the Board's attention to the fact that once again all governors had completed the evaluation questionnaire, and to the high level of satisfaction expressed. The key strengths that the Committee had identified were similar to those identified in 2016, but there were some new areas for enhancement, including a recognition that the Governing Body would need to take steps to strengthen its skill base. The Board agreed to approve the SAR and authorised the Deputy Principal to incorporate the conclusions that governors had reached in the leadership and management section of the whole-College SAR.
- 14.7 The Board approved the proposed terms of reference for an external review of governance and asked the Clerk to consult the Chair and Vice-chair on the choice of a suitable National Leader of Governance to undertake the review. The Board also agreed that in future such reviews should be undertaken at three-yearly intervals.
- 14.8 The Board approved the proposed Board Development Programme, recognising that this would change during the year as new development priorities emerged.
- 14.9 The Board also approved the proposed amendment to the Constitution of Student Bodies, and noted that action was being taken to engage HE students as class representatives.

15. Governors' Travel and Subsistence Policy

The draft policy was approved.

16. Other business

Governors expressed their thanks to Suky Tomkins for the contribution that she had made over four years as a student governor.

17. Date of next meeting

Confirmed as Monday, 11 December 2017 at 5.00 pm

The meeting ended at 7.35 pm

Martin McNeill
Clerk to the Governing Body

Confirmed as a correct record at the meeting held on 11 December 2017

and signed by..... Peter Davies CB CBE (Chair of that meeting)

SCHEDULE OF OUTSTANDING ACTIONS

Minute	Action	Responsible	By when	Progress
13 December 2016				
6.3	Include reference to 'Prevent' issues in future annual reports	Audit Committee	November 2017	
7.9	Provide further information about 'distance travelled' and factors influencing non-completion of courses by Essential Skills students Update July 2017: Deputy Principal to present position statement on learning gains made by ESOL students to November meeting of QS Committee , possibly supplemented by case studies for students on unaccredited courses	Deputy Principal	November 2017	
12.3	Make narrative of committees' annual reports more explicit	Clerk	From September 2017	
27 March 2017				
5.8	Provide opportunity for governors to consider findings of Cable study of student voice Update October 2017 Included in Board Development Programme	Principal/ Clerk	26 March 2018 (Board Development)	
10.4	Include consideration of stakeholder voice in Strategy Development agenda Update October 2017 Included in Board Development Programme	Principal/ Clerk	5 February 2018 (Strategy Development)	

Minute	Action	Responsible	By when	Progress
17 July 2017				
8.6	Review structure and presentation of KPI A5	QS Committee	November 2017	
11.3	Governors to consider whole Risk Register at least once a year	Audit Committee	November 2017	
16 October 2017				
11	Review presentation of Business Development Plan before it is next presented to Governors	Vice Principal	July 2018	
13	Brief FRF Committee on how communications around Property Strategy are being handled	Vice Principal	November 2017	
14.4	Provide external governor applications to Chair and Vice-chair for review	Clerk	20 October 2017	
14.7	Apply for NLG support for external review of governance and consult Chair and Vice-chair on choice of NLG	Clerk	31 October 2017	