

MORLEY COLLEGE LONDON



GOVERNING BODY

Minutes of a Meeting held at Morley College, 61 Westminster Bridge Road London SE1 7HT on Monday, 15 October 2018 at 5.30 pm.

Present:

Mr Peter Davies, External Governor (**Chair**)
Dr Stuart Edwards, External Governor (**Vice-chair**)
Mr Martin Bamford, Student Governor
Miss Justine Brian, External Governor
Mr Nic Durston, External Governor
Ms Pauline Egan, External Governor
Ms Heather Fry, External Governor (Items 1-9 only)
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
Mr Mash Seriki, External Governor
Ms Heather Smith, External Governor
Dr Fiona Stephen, External Governor

In attendance:

Mr Marco Macchitella, Deputy Principal
Mr Nick Rampley, Vice-Principal (Items 1-8 only)
Ms Rachel Burgess, Director of Finance
Mr Kevin Jones, Director of Finance designate
Mr Alex Wood, Programme Manager, Popular Music (Items 1-3 only)
Mr Martin McNeill, Clerk to the Governing Body and Company Secretary

Absent:

Mx Mustafa Korel, Student Governor
Ms Sara Robertson-Jonas, Staff Governor

RESOLUTIONS

- To confirm the minutes (including the confidential minutes) of the meeting held on 16 July 2018 (Minute 4.1)
- To confirm the minutes (excluding the reserved minutes) of the meeting held on 1 October 2018 (Minute 4.2)
- To confirm the reserved minutes of the meeting held on 1 October 2018 (Minute 4.3)
- To approve a pay increase of one per cent for all staff other than senior post-holders, to take effect from 1 October 2018 (Minute 8.2)
- To set a KPI target of 80 per cent attendance by governors collectively and by each individual governor at board and committee meetings in 2018-19 (Minute 10.1)
- To set a KPI target of 80 per cent governor satisfaction with the effectiveness of governance in 2018-19 (Minute 10.1)
- To approve the proposed Board Development Programme for 2018-19 (Minute 10.1)
- To appoint Fiona Stephen to the Audit Committee (Minute 10.1)

- To appoint Justine Brian as Lead Governor for Safeguarding and Prevent for 2018-19 (Minute 10.1)
 - To appoint Nic Durston as Lead Governor for Fundraising for 2018-19 (Minute 10.1)
 - To appoint Steve Ketteridge as Lead Governor for Health and Safety for 2018-19 (Minute 10.1)
 - To appoint Fiona Stephen as Lead Governor for Equality and Diversity for 2018-19 (Minute 10.1)
 - To approve the Code of Practice on Freedom of Speech and Expression, subject to a final review by the College's solicitors (Minute 11.2)
 - To approve a revised work programme for 2018-19, subject to two amendments (Minute 12).
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1. Apologies for absence and quorum

The Clerk reported that he had received apologies from Sara Robertson-Jonas who was unable to attend for family health reasons. These were accepted. He confirmed that the meeting was quorate. He also reported the resignation from the Board, for health and family health reasons, of Sharon Potter, which was accepted with regret.

2. Welcome, introduction and declarations of interest

The Chair welcomed Kevin Jones to his first meeting of the Board. He thanked Rachel Burgess for her service to the Board over the last two years, and wished her every success in her future career. There were no declarations of interest.

3. Programme area presentation

- 3.1. The Programme Manager for Popular Music described the developments that he had overseen since joining the College in September 2017. Popular Music was now a programme area in its own right (having previously been combined with jazz) and since September 2018 folk music courses had been added to the repertoire. In 2018-19, a total of 93 courses would be offered; this autumn term, 28 courses were running, involving 261 students. There had been an 86 per cent increase in recruitment to popular music courses in the last year, mainly achieved by growing the number taking established courses, although some new courses had been offered. These included a dual-pathway HND that gave students the opportunity to focus either on production or on performance. The courses on offer had attracted a very diverse range of students and average attendance was the highest within the School of Music and Performing Arts.
- 3.2. The Programme Manager told the Board that one of his main concerns had been to raise awareness within the local community and among popular musicians across London of what Morley could offer. A number of local partnerships had been established which had provided students with more invitations to perform live, enhanced access to recording facilities and opportunities to go backstage at concerts. Morley radio would extend the range of experiences available.
- 3.3. Over the next year the Programme Manager hoped to grow HND numbers. The course had received a good examiner's report in 2017-18 and student satisfaction was high. At the same time, he was looking to develop Level 6 provision in partnership with Ravensbourne University London. This course was now moving towards validation and was expected to run from September 2019. Ravensbourne was said to be excited about the opportunities to promote joint working between their students and Morley's. There was also scope to develop a performance strand to the level 3 course, which was currently limited to Music Technology, and to embed some professional qualifications in advanced and higher learning generally.

- 3.4. Asked why a student should study popular music at Morley rather than on-line, the Programme Manager said that the added value came from having a skilled tutor to provide feedback. A Morley course was very much less expensive than one-to-one tuition and also offered opportunities for peer learning and social interaction.
- 3.5. Governors thanked the Programme Manager for a fascinating presentation.

4. Minutes

- 4.1. The minutes (including the confidential minutes) of the meeting held on 16 July 2018 were confirmed as a correct record and it was agreed that they should be signed by the Chair.
- 4.2. The minutes of the meeting held on 1 October 2018 (excluding the reserved minutes) were confirmed as a correct record and it was agreed that they should be signed by the Chair.
- 4.3. The reserved minutes of the meeting held on 1 October 2018 were confirmed by the external governors and the Principal without discussion as a correct record and it was agreed that they should be signed by the Chair.

5. Matters arising

11 December 2017: Minute 5.2 Principal's Report (Google classroom)

11 December 2017: Minute 7.4 SAR and QEP (progress and progression)

- 5.1. The Clerk said that guidelines for governor engagement visits were in preparation; these would emphasise the need to focus on progress and progression, as well as making clear how a Google classroom could be experienced.

16 July 2018: Minute 8.1 Fundraising

- 5.2. It was agreed that governors should be canvassed again when a campaign director had been appointed.

16 July 2018: Minute 11.3 Evaluation of Governance

- 5.3. The Chair made clear that, while prior notice was desirable, there would be occasions on which it would be appropriate for a governor to request discussion of a starred item in the course of a meeting. He had asked committee chairs to be more pro-active in bringing key issues discussed at committee meetings to the attention of the Board, not only to facilitate decision-making but also to ensure that the Board received adequate assurance. He had also requested all governors to raise non-critical issues (such as the detailed drafting of documents) outside formal meetings wherever possible.

Other matters

- 5.4. Governors were content that all other outstanding actions that did not appear elsewhere on the agenda of this meeting had been satisfactorily addressed or were not yet due to be addressed.

6. Principal's Report

- 6.1. Governors were pleased to note that the London Institutes for Adult Learning (IALs) had been working well together to respond constructively to the Mayor of London's consultation on the framework for delivering his skills strategy. It would be important to ensure that funding was tied to the priorities of the strategy, as this would enable the IALs to maximise their contribution.
- 6.2. Governors also found it useful to have sight of the recent Ofsted report on the Redbridge Institute of Adult Education, which gave some up-to-date indications of

what Ofsted inspectors were viewing as outstanding practice. The Deputy Principal said that college managers had recently visited Redbridge to learn from their experience (albeit they were a much smaller institution). It was significant that the focus of the Ofsted report seemed to be less on achievement rates and more on the learner experience, matching the tenor of recent statements by Ofsted's Chief Inspector.

- 6.3. Reviewing progress towards Strategic Goal 1, governors expressed satisfaction at the rise in enrolments (11 per cent overall, with the School of Music and Performing Arts increasing its enrolments by 15 per cent) and a further reduction in the cancellation rate. The Principal said that this improvement was at least in part due to a more focused marketing effort, with the research into markets and pricing also having enabled better pricing decisions. He drew governors' attention to the 57 courses now running at Stockwell; the Board reiterated its commitment to meet there at least once in 2018-19.
- 6.4. Governors also congratulated the Deputy Principal on the launch of the new Erasmus+ programme which, by increasing staff understanding of adult learning in the six partner institutions, would help the College on its journey to 'outstanding'.
- 6.5. In relation to Strategic Goal 2, governors welcomed the attention being given to learning, teaching and assessment, with the appointment of Alex Cutler (interim Head of Quality and Standards) as Head of Learning and Teaching from January.
- 6.6. Turning to the issue of the Notice to Improve (NTI) that had been issued by the Education and Skills Funding Agency (ESFA) in June, the Principal told governors that the percentage of relevant courses where minimum standards had not been achieved had fallen from 46 per cent to 30 per cent – well below the 40 per cent threshold that had triggered the NTI. He reminded governors that these courses only accounted for a very small proportion of Morley's total provision.
- 6.7. The Principal acknowledged that while achievement rates on Access courses had improved by ten per cent and on basic skills and GCSE courses by six per cent, it had proved difficult to raise achievement rates on accredited ESOL courses. While individual modules showed achievement rates of 75 per cent, the overall achievement rate was only 57 per cent. He said that this was because many students were not completing all three parts of the qualification. In future, students would be guided to enter only for those modules that they intended to complete.
- 6.8. The Board agreed that these statistics would need to be analysed in detail by the Quality and Standards Committee, who would want to see absolute numbers as well as percentages. Governors were encouraged to hear that changes in the funding regime had led to more students enrolling on ESOL courses this year, but this remained an area to which they would continue to pay close attention.
- 6.9. Noting that the Property Strategy was on budget but a term behind schedule in terms of delivery, the Board asked the Principal to ensure that changes to the schedule were regularly communicated to students, staff and governors.
- 6.10. Questioned about recruitment to Higher Education (HE) courses, the Principal told the Board that, for a second year, enrolments were below expectations – around 50 per cent of the level that the College had hoped to see. While recruitment and retention had been affected by external factors, including a lowering of entry requirements and the introduction of Year Zero and Access courses by established HE providers (including local providers), he accepted that there was more that Morley could do to promote internal progression. The scope and balance of the College's HE provision would need to be reviewed in 2019-20 – the third year of HE delivery – and decisions made.

- 6.11. Asked what scope there was to bring in a system of credit accumulation, the Principal told the Board that the review of HE provision would need to consider the introduction of part-time courses in some of the more popular areas. He suggested that the government's post-18 review might give the College some pointers to where it should focus its HE efforts.
- 6.12. In response to a question about the availability of additional, bid-for Adult Education Budget (AEB) funding, the Vice Principal said that the College expected to hear more in the next two weeks. His understanding was that any additional funding would be directed towards the needs of unemployed people and the low paid.
- 6.13. Returning to the topic of student achievement, governors asked the Deputy Principal to explain what 'high expectations' meant in practice. He responded that this varied between programme areas: in Access courses, many students had achieved distinctions in 2017-18, although the overall achievement rate, while better than in 2016-17, still fell short of what the College might wish to see; in GCSEs, on the other hand, the achievement rate was high, but there were few high grades. The 2018-19 Quality Enhancement Plan (QEP), which would be presented to the Board in December, would include targeted actions for each area.
- 6.14. The Board asked the Quality and Standards Committee to give careful consideration to these matters at its next meeting, including addressing the issue of contextual grades and how the performance of Morley students might most usefully be compared with that of students at other institutions. .

7. Financial management report

- 7.1. Governors were pleased to note that the operating surplus for the year was in line with the budget and that it had been possible to maintain cash balances at £1 million or more throughout the year. As a result, the College's financial health was likely to be assessed as at the top end of 'good' and just short of 'outstanding'. Over the next two years, however, financial health was likely to decline to a middling 'good' as the depreciation charge rose following completion of the current phase of the Property Strategy.
- 7.2. The Director of Finance confirmed that audit work to date had not revealed a need for any major adjustments to the accounts.
- 7.3. While pleased with the outcome, governors reflected that in each of the last three years a shortfall in fee income had been made up by additional funding body income, recognising that the College had delivered more learning than it was contractually bound to do. They warned that, with changes in the way in which the AEB was distributed now imminent, it was far from certain that there would be additional funds available in future years from which such 'over-delivery' payments could be made. The College therefore needed to set realistic targets for fee income and ensure that they were met.

8. Pay award

- 8.1. In considering the recommendation, governors noted that pay increases had lagged price inflation for several years. While the College's budget did not allow for any higher level of increase this year, they recognised that this would mean a real-terms pay reduction for staff who were at the top of the relevant pay spine or on fixed 'spot' salaries. While the long-term aim must be to improve efficiency so that higher levels of pay could be afforded in future, governors asked the SMT to look at further ways of incentivising staff, for example through non-pay benefits. The discount scheme

for staff enrolling on courses was agreed to be a highly-valued benefit; other possibilities should be explored.

8.2. The recommendation of a one per cent pay increase for all staff other than senior post-holders, to take effect from 1 October 2018, was approved.

9. Strategy development

See confidential minutes

10. Search and Governance Committee

10.1. Following consideration of the minutes and of the Committee's recommendations, the Board resolved to:

- set a KPI target of 80 per cent attendance by governors collectively and by each individual governor at board and committee meetings in 2018-19;
- set a KPI target of 80 per cent governor satisfaction with the effectiveness of governance in 2018-19 (recognising that the way in which satisfaction was calculated would be reviewed in the spring term);
- approve the proposed Board Development Programme;
- appoint Fiona Stephen to the Audit Committee; and
- appoint Justine Brian as Lead Governor for Safeguarding and Prevent, Nic Durston as Lead Governor for Fundraising and governor member of the College's Fundraising Group, Steve Ketteridge as Lead Governor for Health and Safety and Fiona Stephen as Lead Governor for Equality and Diversity, all for the year 2018-19.

10.2. The Board asked the Remuneration Committee (through its Chair) to respond on the College's behalf to the AoC's consultation on the introduction of a Remuneration Code and to propose a set of principles to guide future remuneration decisions. The Clerk reported that the views expressed at the Search and Governance Committee about the status of the guidance included with the Code had been conveyed informally to the AoC's Governance Lead, with a suggestion that, if possible, the guidance should be issued separately from the Code.

10.3. The Board also asked the Search and Governance Committee to give further consideration to the introduction of a fellowship scheme, to run alongside the agreed Patrons scheme. Governors emphasised that Patrons did not need to be donors or leaders of fundraising campaigns; they should, however, be few in number and of great eminence. For many of the individuals identified as possible patrons, an offer of a fellowship might be more attractive.

10.4. The Annual Report of the Committee was received and considered. It was agreed that the Committee had properly fulfilled its terms of reference in 2017-18, and that no immediate changes to those terms of reference were required.

11. Freedom of speech and expression

11.1. Governors noted that the Code had been based on a model provided by Eversheds Sutherland and subsequently amended to take account of the views of the College's Policy Committee and the Student Journey Sub-committee.

11.2. The draft Code was approved, subject to final review by Eversheds Sutherland. The Clerk was asked to draw to the lawyers' attention some concerns as to how the 'harm' principle was reflected in the Code, taking account of the fact that perceptions of harm might differ.

12. Work programme

The Board agreed to approve the revised Work Programme for the year, subject to the discussion of the Fees and Refunds Policy being brought forward to the November meeting of the Finance, Resources and Fundraising Committee and the discussion of the pay framework being postponed to the February meeting .

13. Other business

None

14. Date of next meeting

Confirmed as Monday, 10 December 2018 at 5.30 pm.

The meeting ended at 7.50 pm

Martin McNeill
Clerk to the Governing Body

Confirmed as a correct record at the meeting held on 10 December 2018

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

SCHEDULE OF OUTSTANDING ACTIONS

Minute	Action	Responsible	By when	Progress
17 July 2017				
11.3	Governors to consider whole Risk Register at least once a year Update July 2018 New Risk Management Framework to be considered by Board in December	Audit Committee	10 December 2018	
11 December 2017				
5.2	Provide governors with the opportunity to experience a Google classroom Update July 2018 To be included in 2018-19 Governor Engagement Programme Update October 2018 To be made available in course of autumn term	Deputy Principal/ Clerk	10 December 2018	
7.4	Ensure that, where possible, governor engagement visits include a focus on progress and progression Update July 2018 New guidelines to be issued	Deputy Principal/ Clerk	10 December 2018	
7.6	Show progress made in addressing AfEs carried forward from previous QEP Update March 2018 Details to be included in 2018-19 QEP (autumn term 2018)	Deputy Principal	22 November 2018 (QS Committee)	
7.8	Explore good practice in raising achievement of ESOL students Update March 2018 To be reported in context of annual achievement KPIs (autumn term 2018)	Deputy Principal	22 November 2018 (QS Committee)	

Minute	Action	Responsible	By when	Progress
26 March 2018				
7.5	Consider HE issues (including quality and partnerships) when reviewing curriculum delivery and 2018-19 curriculum plan Update July 2018 Fee structure from 2020 will be the subject of a report to FRF in February 2019	Quality and Standards Committee	26 February 2019 (FRF Committee)	
7.15	Obtain assurance as to succession planning arrangements for key posts Update July 2018 Succession planning for Tier 3 managers to be covered in annual HR report	FRF Committee	19 November 2018 (FRF Committee)	
12.5	Obtain legal advice on revised Information and Data Protection Policy, including consideration of Data Controller and Data Protection Officer roles	Clerk	1 April 2019	
16 July 2018				
5.6	Re-consider Governance KPIs	SG Committee	21 January 2019 (SG Committee)	
8.1	Draft amended ToR for FRF Committee	Clerk	19 November 2018 (FRF Committee)	
8.1	Consider how best to contribute to fundraising appeal Update October 2018 Governors to be contacted again once a campaign director has been appointed	All governors	10 December 2018	

Minute	Action	Responsible	By when	Progress
15 October 2018				
7.14	In considering the 2018-19 QEP, ensure that actions are appropriately targeted and address the issue of contextual grades and comparisons between different institutions	QS Committee	22 November 2018	
10.2	Respond to the AoC's consultation on the introduction of a Remuneration Code and propose a set of principles to guide future remuneration decisions	Remuneration Committee	12 November 2018	
10.3	Consider introduction of a fellowship scheme	SG Committee	21 January 2019	