

# MORLEY COLLEGE LONDON



## GOVERNING BODY

Minutes of a Meeting held by Microsoft Teams on Monday 14 December 2020 at 4.30 pm.

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### **Present:**

Dr Stuart Edwards, External Governor (**Chair**)  
Ms Pauline Egan, External Governor (**Vice-chair**)  
Miss Justine Brian, External Governor  
Miss Shola Bryan, Student Governor  
Mr Nic Durston, External Governor  
Ms Gill Evans, External Governor  
Ms Heather Fry, External Governor  
Dr Andrew Gower, Principal and Governor  
Mrs Gail Le Coz, External Governor (from Item 6)  
Ms Susan Lindsey, Student Governor  
Mr Victor Olowe, External Governor  
Mrs Debbie Ryle, Staff Governor  
Ms Heather Smith, External Governor  
Charlotte Thompson, Staff Governor  
Mr James Ward, External Governor

### **In attendance:**

Mr Marco Macchitella, Deputy Principal  
Mr Ralph Moran, Chief Finance Officer (CFO)  
Mr Matthew Cunningham, Chief Marketing and Engagement Officer (CMEO)  
Mr Craig Hanlon-Smith, Interim Centre Principal, North Kensington (Items 1-7 only)  
Mr Gerald Jones, Centre Principal, Waterloo (Items 1-7 only)  
Mr Matias Shortcook, Centre Principal, Chelsea (Items 1-7 only)  
Mr Martin McNeill, Clerk to the Governing Body and Company Secretary

### **Absent:**

Mr Pedro Dias Ferreira, External Governor  
Mrs Irene Lax, Co-opted Governor  
Ms Moyra Samuels, External Governor

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## RESOLUTIONS

- To confirm the minutes of the meeting held on 2 November 2020 with two amendments (Minute 4.1)
- To approve the draft Strategic Plan for publication on a provisional basis, subject to a number of amendments (Minute 7.1)
- To approve the 2019-20 Self-assessment Report (SAR) for publication on the College website, subject to one amendment (Minute 9.5)

- To approve the 2020-21 Quality Enhancement Plan (QEP) (Minute 9.5)
  - To approve the 2020-21 Equality and Diversity Enhancement Plan (Minute 10)
  - To note one risk assessed as having very high probability, one risk assessed as having high probability and one risk assessed as having very high impact (Minute 11.1)
  - To approve the three regularity self-assessment questionnaires required by the Education and Skills Funding Agency (ESFA) and to authorise the Chair of the Governing Body and the Principal to sign them on the College's behalf (Minute 11.4)
  - To approve a Student Admissions Policy (Minute 12.2)
  - To approve a revised Supply Chain Fees and Charges Policy (Minute 13.1)
  - To delegate to the Search and Governance Committee the choice of partner for recruitment of a chair designate (Minute 14.4)
  - To confirm the date of the next meeting as Monday, 18 January 2021 at 4.30 pm by Microsoft Teams (Minute 17)
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### **1. Apologies for absence and quorum**

Apologies for absence were received and accepted from Irene Lax and Moyra Samuels. The Clerk confirmed that the meeting was quorate.

### **2. Welcome, introduction and declarations of interest**

- 2.1. The Chair reminded governors that the previous day (Sunday, 13 December) had been the seventh semi-anniversary of the Grenfell Tower fire. Moyra Samuels was unable to attend the board meeting because she was committed to speak at a memorial event. Referring to the evidence that had recently emerged at the public enquiry into the events of 14 June 2017, which appeared to indicate shocking levels of corporate irresponsibility, he emphasised the importance of the contribution that Morley, working with partners, could make to community recovery in North Kensington.
- 2.2. He thanked the Committees for their valuable work in scrutinising college performance and encouraged governors to question committee chairs where the reports and minutes from committees did not provide sufficient assurance.
- 2.3. All governors confirmed that they had no interests that they were under a duty to disclose in accordance with Article 5 of the College's Articles of Association.

### **3. Pre-meeting presentations and videos**

- 3.1. Governors expressed appreciation of the resources that had been made available in advance of the Board papers (Appendix 1), including the Principal's presentation of highlights from his report, as well as of the CMEO's audio guide to the main changes to the draft Strategic Plan that accompanied his report (Item 7). The video presenting the ways in which the North Kensington Centre would be used following renovation was described as "inspiring", and the Principal was asked to ensure that it was shared with members of the North Kensington Stakeholder Advisory Group.
- 3.2. Asked about plans for the use of the incubation space in the renovated Centre, the Principal said that the College was working with the Peckham-based social enterprise Launch It to develop a mentoring programme for entrepreneurs and to inject elements of enterprise education into other programmes offered by the College. The Principal was also asked to request assurance from the main contractors as to the safety of the materials to be used in the renovation, including the proposed rendering.

#### **4. Minutes of 2 November meeting**

4.1. The minutes of the meeting held on 2 November 2020 (including the confidential minutes) were confirmed as a correct record subject to two amendments:

- a correction to Minute 7.11 to place on record that the Committee stressed the importance of agreeing a realistic programme and making clear to staff that failure to adhere to it could have significant cost implications; and
- a correction to Minute 12.2 to record that Charlotte Thompson had been appointed to the Quality and Standards Committee and Debbie Ryle to the Finance, Resources and Fundraising (FRF) Committee.

4.2. It was agreed that the amended minutes should be signed by the Chair.

#### **5. Matters arising**

##### 30 March 2020 Minute 1.2 Apologies for absence and quorum (retiring governors)

5.1. The Board agreed that, if possible, an event should be organised towards the end of the College year to thank long-serving governors who had left the Board in the last two years.

##### 30 March 2020 Minute 5.13 Principal's Report (3D model)

5.2. The Board was pleased to note that the plans for the North Kensington Centre (see Appendix 1) included three-dimensional perspectives of the Centre (and parts of it) and that these were available in digital form.

##### 30 March 2020 Minute 11.1 Safeguarding

5.3. The Board noted that the annual safeguarding report would now be considered by the Audit Committee (not the Quality and Standards Committee, as shown) at its March meeting.

##### 13 July 2020 Minute 12.5 KPIs

5.4. The Deputy Principal told the Board that a new suite of reports was being produced from the beginning on 2020-21 that would allow analysis of KPIs by mode of delivery. His report to the March meeting of the Quality and Standards Committee would include full Term One data and preliminary indications for Term Two.

##### 2 November 2020 Minute 3 Pre-meeting presentations and videos

5.5. Governors noted that a link to the student interview with Centre Principals had been circulated on 16 November.

##### 2 November 2020 Minute 7.2 Principal's Report (student achievement)

5.6. The Board noted that a summary of 2019-20 student achievement by type of course had been placed on the Information for Governors site (under Curriculum and Quality Planning and Performance) and had also been included in a report to the Quality and Standards Committee on 30 November.

##### 2 November 2020 Minute 7.7 Principal's Report (communications issues at North Kensington)

5.7. The Principal reported that on 30 November he and the North Kensington Centre Principal had met the co-opted governor who had raised these issues. A number of helpful suggestions were being pursued.

##### 2 November 2020 Minute 8.2 Covid-19 College Response Oversight Group (CCROG)

5.8. The Clerk confirmed that a further meeting of CCROG had been arranged for 11 February. The Chair told the Board that a meeting with the ESFA, Greater London Authority (GLA) and FE Commissioner had been arranged for 25 January to ensure

that all parties were aware of how the College was continuing to respond to the challenges posed by the pandemic.

#### 2 November 2020 Minute 10.5 Budget and financial plan (opportunities for cost savings)

5.9. The Board was satisfied that opportunities had been explored by the FRF Committee at its 1 December meeting as requested.

#### 2 November 2020 Minute 11.3 Strategic Planning

5.10. The CMEO thanked the four governors who had sent in further comments. These had been reflected in the latest draft (Item 7).

#### Other matters

5.11. Governors were content that all other outstanding actions were not yet due to be addressed. There were no other matters arising from the minutes.

### **6. Principal's report**

- 6.1. The Board received and considered the Principal's report, which summarised the main factors having an impact on the performance of the College up to the end of November and provided assurance as to progress in implementing the 2016-20 Strategic Plan.
- 6.2. Governors noted the progress made in implementing the change programme, in particular the new appointments made to leadership and management positions, the introduction of the student portal MyDay and the launch of the new website. They welcomed the strategic preparations being made to pursue the goals of the new (2021-25) Strategic Plan, and were broadly satisfied with the College's handling of the pandemic to date, with effective measures in place to protect staff, students and the public and evidence that appropriate action had been taken to deal with outbreaks of infection.
- 6.3. Governors were pleased to see an organisation chart showing the membership of the Cross-College Management Team and the main curriculum leadership roles. Asked whether the structure at the Waterloo Centre was top-heavy, with over 20 programme managers, the Principal explained that this was a reflection of the very wide curriculum offered at Waterloo and the large number of part-time students studying at that centre.
- 6.4. The Board's attention was also drawn to two important developments in the external environment: the government's Comprehensive Spending Review for 2021-22, which provided some £700 million in additional funding for post-16 skills education and the report of the independent commission on the College of the Future, which emphasised the importance of lifelong learning and proposed some structural changes to enable colleges to deliver this more effectively.
- 6.5. Reviewing progress against Strategic Goal 1 (create outstanding learning opportunities), the Board recognised that recruitment had been very challenging in recent months, but was encouraged by the sharp rise in enrolments following the Black Friday promotion, which had resulted in a doubling of the prospective student headcount. Governors were pleased to note the progress made in establishing Stakeholder Advisory Groups at all three centres, and in taking forward other partnerships, including that with the National Centre for Diversity. It was agreed that the development of attractive 16-18 study programmes should be a marketing priority: while a recent survey had shown a majority of colleges reporting higher levels of 16-18 recruitment, for Morley this remained an area in need of intensive development.

- 6.6. In relation to Strategic Goal 2 (deliver an outstanding student experience), the Board was encouraged by the findings of the Ofsted interim visit (reported in the minutes of the Quality and Standards Committee – Item 12a) as well as by the numerous staff and student successes listed in the Principal’s Report. Governors were also pleased to note the progress being made in implementing Phase 1b of the Waterloo Property Strategy and in developing the proposals for the North Kensington and Chelsea renovations.
- 6.7. In the context of North Kensington, the Principal reported that the Save Wornington College campaign group had expressed some disappointment that LocatEd’s plans for the centre did not include a new permanent building for the crèche, which was currently housed in a 29-year-old portakabin. As the building was in a satisfactory condition, and was to be equipped with a new heating/cooling system, it was understandable that LocatEd did not see it as a priority for the use of their limited budget. The College had, however, agreed to invest directly in redecoration of the building and improvements to the associated outdoor play area.
- 6.8. The Principal expressed the hope that in the next round of capital funding (in three to five years’ time) the College would be able to make a case for the development of a nursery at the North Kensington Centre, catering for students studying online and at their workplaces as well as in-centre. He told the Board that the College currently funded childcare support for students to the tune of £497k, of which £217k went to provide 128 places at the North Kensington and Lewington Centres. Governors endorsed the approach being taken.
- 6.9. Turning to Strategic Goal 3 (ensure financial sustainability), the Board was pleased to note that additional funding had been secured from a variety of sources, including an increase of £233k in the College’s ability to provide Adult Learner Loans, £25k in funding for traineeships and £486k to help complete capital works at Waterloo. Governors also welcomed the steps that had been taken to partner with a sub-contractor to recruit new students from areas adjoining Greater London: this partnership would not only help the College to develop its online learning strategy but might also generate interest among some future in-centre learners (if there was a return to commuting).
- 6.10. Finally, the Board reviewed the progress of the fundraising campaign. Governors recorded their appreciation of a legacy from Marguerite Perkin, a former student governor and long-time editor of Morley Magazine, which would be used to support the College’s bursary funds; they were also encouraged by the progress in discussions with the Kensington and Chelsea Foundation to find ways of helping students in that locality.

## **7. Strategic planning**

- 7.1. The Board noted the changes that had already been made to the draft Strategic Plan, as set out in the audio recording that formed part of the Board Pack. Following discussion, it was agreed that a provisional version of the Strategic Plan should be published in the second full week of January, incorporating the following further changes:
- the omission of pages 16-20 (pages 72-76 of the Board Pack), which provided details of the cross-college offer and the distinct learning opportunities provided by the three existing centres and the fourth, online centre. These would be further developed at the Strategy Sessions scheduled for 1 February and 7 June;
  - the reshaping of the diagram on page 15 (page 71 of the Board Pack) to reflect the geographical relations of the three physical centres and the consistent

ordering throughout the Plan of the names of those centres: North Kensington, Chelsea and Waterloo;

- the omission from that diagram of the centre descriptors, other than that of the Chelsea Centre, which it was agreed to designate as the Chelsea Centre for the Creative Industries;
- more explicit references to some of the means by which the College planned to realise its vision: the property and fundraising strategies and the Quality Enhancement Framework;
- less emphasis on organisational growth and rather more on the development of learners, including the acquisition of basic skills; and
- re-drafting of certain sections to remove any appearance of conflict between the College's vision of being 'a leading London college' and 'the capital's leading provider of outstanding learning opportunities in Arts, Culture, and Social and Applied Sciences' (page 8 of the Plan/ page 64 of the Board Pack) and to 'humanise' the descriptions of different types of students

7.2. The CMEO was asked to circulate a revised draft to all governors early in the new year for final review prior to publication.

## **8. College performance in 2019-20**

8.1. The Board noted that the KPIs relating to Strategic Goals 1 and 2 and the Qualification Achievement Rates (QARs) had already been considered in detail by the Quality and Standards Committee (see Item 12a), and concurred with that committee's judgement that the priority in 2020-21 must be to improve outcomes for students following accredited courses. Asked when national benchmarks for 2019-20 might be available, the Deputy Principal said that he expected these to be published early in 2021, although the Department for Education (DfE) had made clear that it would not publish 2019-20 QARs for individual institutions. Anecdotal evidence currently available suggested that the improvement in GCSE grades seen at Morley had also been experienced at other colleges. He confirmed that the College would continue to encourage the use of unaccredited short courses, including courses in basic skills, where there was no accredited alternative that met students' needs.

8.2. The Board also noted that the FRF Committee had considered the drop in staff satisfaction shown by KPI A5 (see Item 13a) and had raised a number of issues for further consideration. The Principal and CMEO outlined some of the actions that had been taken to encourage greater staff engagement, including improvements in internal communications. Staff governors spoke positively about these developments, particularly My Morley and the Intercom communications group, but also warned against overloading staff, particularly teaching staff, with new engagement opportunities. Other governors commented that securing high levels of staff engagement required sustained effort over a long period, and that new initiatives needed to be assessed and prioritised to reduce the risk of initiative fatigue.

8.3. The staff governors went on to report that a recent staff governors' conference had revealed high levels of staff dissatisfaction across the sector; against that background, an overall satisfaction level close to 80 per cent (albeit based on a response rate below 25 per cent) might be considered creditable.

8.4. Turning to the financial KPIs, which the FRF Committee had not had the opportunity to consider, the Board was pleased to note that, despite the drop in fees paid for unaccredited courses (a direct consequence of the Covid-19 pandemic), there had

been significant increases in income from advanced and higher learning, with HE exceeding and advanced learning coming close to meeting the ambitious targets that had been set. Governors were also satisfied that staff costs had been kept below 69 per cent of income and that the contribution target had been met; they noted, however, that a much more ambitious contribution target had been set for 2020-21.

- 8.5. Where KPIs had not been met, this was largely due to the impact of the pandemic (which had led to reduced room utilisation because of the need for social distancing, as well as to lower enrolments on many unaccredited courses). The financial health target of 'good' had also not been met because negative EBITDA – even though recognised in the merger financial plan as an inevitable short-term consequence of the merger – required the ESFA to record an assessment of 'requires improvement'.

## **9. SAR and QEP**

- 9.1. Commending the draft SAR and QEP, the Chair of the Quality and Standards Committee referred to the discussion that had taken place at committee about the judgement of leadership and management as 'requires improvement'. As set out in its minutes (Item 12a), the Committee had recommended a prudent approach, but had requested some amendments to the SAR to highlight some very good performance in this area. The Committee Chair told the Board that, following careful consideration, the Committee had been satisfied that the actions outlined in the draft QEP were well designed to deliver the improvements required.
- 9.2. Asked to comment on the reference in the Leadership and Management section of the SAR to a 'need to strengthen financial governance and risk management, taking account of the recommendations of funding and regulatory bodies' (page 103 of the Board Pack), the Chair said that this reflected one of the five Areas for Improvement that the Board had agreed should be included in the 2020-21 Governance QEP. The recommendations referred to were general recommendations addressed to all governing bodies by the FE Commissioner and the Chief Executive of the ESFA, and reflected good practice that, in almost every respect, the Morley Board had already adopted. The Board had, however, recognised that further work was still required to embed its Risk Management Framework and that action to secure the appointment to the Board of a second financially-qualified governor (as recommended by the FE Commissioner in May 2019) was not yet complete.
- 9.3. Referring to the 'Quality of Education' section of the SAR (pages 92 to 97 of the Board Pack), a governor asked why student satisfaction levels were apparently so high when in many areas student outcomes needed to improve. The Deputy Principal explained that:
- The great majority of responses to the termly surveys came from students on unaccredited courses, who accounted for the bulk of the student population; outcomes from these courses were generally excellent, and the accredited provision where standards need to improve accounted for only a small proportion of what the College delivered in a normal year;
  - These surveys (and the annual survey) were conducted in-year, and it was possible that some students who had rated their courses as 'good' or 'excellent' nevertheless failed to achieve; and
  - The average response rate of just over 30 per cent was large enough to be statistically significant, but it was possible that a disproportionate number of responses were from highly satisfied (or, for that matter, highly dissatisfied) students.

- 9.4. The Board noted that the Quality and Standards Committee had discussed a number of ways of improving survey response rates and garnering more useful information from students that would help to drive improvement. Further suggestions were put forward, including the use of independent tutors to facilitate the completion of surveys.
- 9.5. Following further discussion, the Board resolved to approve the SAR and QEP subject to a change in the wording of the Leadership and Management section of the SAR to clarify the issue raised in Minute 9.2 above.
- 9.6. In answer to a question, the Clerk confirmed that it was the practice of the College (and generally accepted good practice) to publish the SAR (but not the QEP) on the College website. Governors agreed that, as the SAR was primarily a technical document, it was not appropriate to repurpose it for a wider audience, but recognised that there was a danger of some of the messages contained in the SAR being misinterpreted. The Principal was asked to consider the production of an annual report, which would include key messages from the SAR and from the financial statements and would bring an understanding of the progress that the College was making (as well as of the challenges that it faced) to a wider audience.
- 9.7. In this context, the Clerk was asked to ensure that reports to the Board made clear the intended audience for any document that the Board was asked to approve.
- 9.8. Invited to comment on the recent interim visit from Ofsted, the Principal told the Board that this had been a valuable experience that had helped teaching staff and managers to reflect on the changes that they had made in response to the Covid-19 pandemic and to identify good practice that was now being shared across the College. This would stand the College in good stead when Ofsted came to inspect or to monitor progress post-merger.

## **10. Equality and diversity**

The Board received and considered the 2019-20 Equality and Diversity Report and on the basis of the assurance provided by the Quality and Standards Committee agreed to approve the 2020-21 Equality and Diversity Enhancement Plan.

## **11. Audit Committee**

- 11.1. The Board received and considered the Committee's Annual Report and the minutes of its recent meeting and noted that, following the Committee's review of the Risk Register:
  - Risk 8 (failure to achieve student recruitment targets) was assessed as having very high probability;
  - Risk 9 (failure to manage capital programmes) was assessed as having high probability; and
  - Risk 15 (failure to prepare for a major system outage or data breach, including cyber attack) was assessed as having very high impact.
- 11.2. The Committee Chair told the Board that the Committee had thoroughly reviewed the draft annual reports and financial statements both of the College and of Kensington and Chelsea College (KCC) and had recommended approval of the statements of corporate governance and internal control and the statements of regularity, propriety and compliance contained in both. Committee members had, however, recognised that there was significant further work to be done on the narrative sections of the reports, and had therefore recommended that the College take advantage of the one-month extension of the accounts filing deadline that the ESFA had offered to all colleges. This recommendation had later been endorsed by

the FRF Committee. On that basis, final versions of the annual reports and financial statements of the two colleges would be considered at an extraordinary board meeting in mid-January.

- 11.3. The Committee Chair emphasised that the Committee was satisfied with the improvements that had been effected in the financial capability of the College, but recognised (as did the external auditor) that the unusual circumstances created by the merger and the pandemic had made completion of the accounts within the normal timetable substantially more difficult this year.
- 11.4. The Board then agreed, on the Committee's recommendation, to approve the three completed Regularity Self-Assessment Questionnaires required by the ESFA. The Committee Chair explained that, in recommending approval of the questionnaire relating to KCC, the Committee had sought and obtained assurance from the CFO, who had previously held a similar role at KCC. She noted, however, that some governors had questioned the basis of the assertions required from the Board (and the Chair and Principal on its behalf) in connection with KCC's cessation accounts. The Clerk reported that the ESFA's Accounts Direction required a 'successor college' to provide the ESFA with assurance on these matters, even though it might have no direct knowledge of them. He had sought advice on this matter from Eversheds Sutherland, and this would be available to governors before they were asked to approve the KCC accounts. It was agreed that, in the light of that advice, further assurance should be sought as necessary, for example from the former Chief Executive of KCC.
- 11.5. Moving on to the matters covered in the Audit Committee's confidential minutes (Item 11b), governors noted that the re-procurement of an internal audit service was now in hand, and looked forward to receiving further details of the arrangements to re-procure an external audit service in due course.
- 11.6. In answer to a question about safeguarding arrangements, the Deputy Principal told the Board that all students enrolled at the North Kensington and Chelsea centres now had badges with photographs, which they were required to show on entry to the building. Similar badges were being issued to all College staff through the Access People HR system, but the process was not yet complete,

## **12. Quality and Standards Committee**

- 12.1. The Board received and considered the Committee's Annual Report and the minutes of its recent meeting. The Committee Chair drew governors' attention to the Committee's wish to see its terms of reference revised to eliminate the excessive detail (which could rapidly become outdated). Governors welcomed the proposal to bring the Committee's terms of reference more closely in line with those of other committees.
- 12.2. The Board also agreed to approve the Student Admissions Policy, noting that Appendix 1 might need to be reviewed in the light of any agreement that might be reached between the UK Government and the European Union.

## **13. Finance, Resources and Fundraising Committee**

- 13.1. The Board received and considered the Committee's Annual Report and the minutes of its recent meeting, noting the careful consideration that had been given to HR issues and to the College's handling of requests for refunds of fees where courses or sessions had been cancelled. The Board also reviewed the annual Health and Safety Report and was pleased to receive assurance from the Committee that effective arrangements had been in place throughout 2019-20,

which had helped the College to respond swiftly and effectively to the challenges posed by the Covid-19 pandemic. The Supply Chain Fees and Charges Policy was approved.

13.2. The Committee Chair, supported by the CFO, explained the approach that the Committee had taken to reviewing the revised forecast for 2020-21, on the basis of which it had recommended that no change be made to the agreed budget. The revised forecast deficit of £1.8 million, to each element of which the Committee had given careful scrutiny, represented an improvement on budget of some £520k. This was largely due to some £360k of staff savings that had already been achieved and the expected benefit to be derived from sub-contracting provision outside London that the College was not currently in a position to deliver. Income would also be boosted by additional HE fees and through the receipt of post-merger grant that was not required for capital spending, but these benefits would be fully offset by a reduction in fees for co-funded courses which had been severely impacted by the pandemic, as well as by lower demand for community learning services.

13.3. In considering the Committee's recommendation to leave the budget unchanged, the Board took account of the College's strong cash position (currently £7 million, but projected to be in excess of £3 million at the year-end: in consequence, there should be no need to draw on the ESFA's restructuring facility in 2020-21). The CFO reported that, since the FRF Committee meeting, he had received confirmation of a further £486k grant from the GLA which would be applied to planned investments in the Waterloo estate that the College would otherwise have had to finance from cash. This would further strengthen the cash position: if, in addition, the College were able to realise the in-year cost savings of £430k that he believed to be achievable, the College would begin 2021-22 in a slightly stronger cash position than the (pre-Covid) merger financial plan had envisaged.

13.4. While accepting the recommendation, governors asked that narrative accounts as provided in the committee minutes should in future be supplemented by summary financial data. The CFO said that it was his intention to ensure that monthly management accounts were made available to all governors as soon as possible after the month-end. As well as placing the accounts in the Information for Governors library, he would also email individual copies to each governor.

13.5. Questioned about the possible impact of this year's shortfall in 16-18 recruitment (largely a consequence of the decision to terminate an arrangement with a sub-contractor that had delivered study programmes to some 180 students in 2019-20), the CFO said that there was some limited scope to grow numbers this year; however, pursuing discussions with the ESFA to find a way of avoiding a reduction in the College's 16-18 funding entitlement and would report further to the FRF Committee.

13.6. See confidential minutes

## **14. Succession planning**

14.1. The Clerk reported that a number of enquiries had already been received in response to the advertisements (through various channels) of the governor vacancies. As a number of governors reported not having received the LinkedIn post, the CMEO recirculated it to all present and the Chair asked all governors to share it with their LinkedIn networks.

14.2. The Clerk then introduced the proposals from the three recruitment consultants that he had approached following consultations involving the Chair and Principal and the College's HR Adviser. In answer to questions, he confirmed that

each of the three firms had been made aware of the views expressed by governors at the October meeting of the Search and Governance Committee and informally:

- The role was that of Chair designate: if an appointment could be made before the end of March, the appointee would have four months to gain experience as a governor before any decision was made on the appointment of a Chair.
- While the new Chair did not need to have come from any particular sector an understanding of the political environment within which the College operated and the skill to steer a way through it would be very valuable.
- As this was an unremunerated post, a commitment to public service for its own sake was essential, and any prospective recruitment partner would need to demonstrate its ability to identify suitable individuals and encourage them to apply.
- The College would be looking for a more dynamic approach to advertising the vacancy than it was able to develop for itself in current circumstances.
- Enhancing the diversity of the Board would be an important consideration.

14.3. See confidential minutes

14.4. The Board agreed to delegate the choice of recruitment partner to the Search and Governance Committee and the Clerk was asked to arrange an extraordinary meeting of the Committee at the earliest possible date and to prepare draft criteria to guide the Committee's decision (based on the very useful summary prepared by Gail Le Coz).

## **15. Remuneration Committee**

15.1. The Board received and considered the Committee's Annual Report and the minutes of its recent meeting. The Committee Chair drew the Board's attention to its request that time be found at the next Strategy Development Session for consideration of organisational and people development issues.

15.2. Having consulted the Committee Chair and the Clerk, the Chair invited the staff and student governors and SLT members to remain for consideration of the reserved minutes of the committee meeting, which had been circulated (with related papers) only to external governors and the Principal.

15.3. The Committee Chair reported that, in the Committee's view, there had been no significant change in the value of any of the senior post-holder roles since they were re-evaluated following merger. Having considered all relevant factors (as set out in the Senior Post-holder Remuneration Policy), including the College's current financial circumstances and the fact that no other members of staff were receiving a pay award this year, the Committee had made no recommendation for any senior post-holder to receive a salary increase or performance-related bonus.

## **16. Other business**

Governors thanked the SLT and College staff for their efforts in 2020, which had been an exceptionally challenging year, and congratulated them on the progress made with the merger and on their having maintained the solvency of the College. Responding, the Principal paid tribute to the resilience and generosity of governors who had freely given so much time and effort to supporting the College through some very difficult circumstances; he wished everyone a happy Christmas, and an enjoyable respite from their labours.

**17. Date of next meeting**

Confirmed as Monday, 18 January 2021 at 4.30 pm by Microsoft Teams (later changed to 28 January at 6.00 pm).

The meeting ended at 7.10 pm

Martin McNeill  
Clerk to the Governing Body

Confirmed as a correct record at the meeting held on 28 January 2021

and signed by  (Stuart Edwards) (Chair of that meeting)