

**CORPORATION BOARD of RICHMOND UPON THAMES COLLEGE**

**Minutes of Corporation Meeting**

**5 July 2017 6 pm**

**Members Present:** Barbara Gilgallon(Chair), Rob Pope, Robert Shaw, Robin Ghurbhurun, Andy Chew, Dayo Oduguwa, Paul Leonard, Neal Hook, Rosemary Scully, Rosh Sellahewa, Cait Orton, Will Whitmore, Sally Newton.

**In attendance:** Zoë Lawrence, John O’Shea, Eva Dixon, Sharon Cousins

<b>A</b>	<b>Procedural</b>
1	<p><b>Welcome and Apologies for Absence</b> The Chair welcomed Will Whitmore, recently elected student member, to his first Corporation meeting. Members were informed that as Will was 19 years old he was eligible to vote.</p> <p>Apologies were received from Aishat Animashaun, Mark Payton and David Cope. Due to travel disruption, Dayo Oduguwa and Robert Shaw arrived late though there were sufficient members present from 6 pm for the meeting to be quorate.</p>
2	<p><b>Declarations of Interest in Agenda Items</b> None were declared.</p> <p><b>Request for discussion of grey box items</b> No requests were made.</p>
3	<p><b>Approve minutes of the Corporation Board 28 March 2017</b> These were approved as an accurate record.</p>

<b>B</b>	<b>Strategic Matters</b>
4	<p><b>Safeguarding Policy and Report</b> <i>(The draft policy and report were circulated in advance)</i> The Safeguarding policy and report had been previously reviewed by the CQS Committee. Comments made at that Committee had been incorporated into this draft and it was now recommended for approval. The Corporation approved these documents.</p> <p><b>Vocational Results</b> <i>(The Vocational results were tabled at the meeting)</i> JOS showed members the MIDAS report demonstrating the 5% increase in retention at the College compared to the previous year. The retention figures were used in the funding formula which would benefit the college in 2 years’ time. 5% increase in retention was likely to equate to £200k increase in income.</p> <p>The vocational results were presented. These had been validated and though there may be slight amendments, were considered to be 99% accurate. At this stage they did not include GCSE maths and English, functional skills, or A level results. These would be available during August and factored into the overall figures at a later date.</p> <p>Overall, the College’s achievement on vocational courses (16- 18) had significantly improved this year to 87.64% which would rate the College as outstanding in an Ofsted inspection. This overall figure was a combination of achievement and retention. This was an increase of 11% on</p>

	<p>15/16 and 8% above the NAR. 10 of the 11 curriculum areas were above the NAR. Science and IT had made significant progress since 2015/16. Media and Performing Arts had both declined by 5% and were below NAR. A member queried the supported learning figures. JOS said that he would check and feedback (this was expected to be a typo).</p> <p>Q – Had there been staffing issues in Media and Performing Arts which had impacted on the results? A – Yes, a member of staff had been struggling with health issues. This area would be looked into further as the student survey also showed the highest student dissatisfaction.</p> <p>Members welcomed these results and congratulated the college on the improvements. JOS said that this was a result of a team effort across all departments of the college. Members would be informed of the GCSE and A level results as soon as possible once these had been received by the college in August.</p> <p><b>Written Resolutions</b> <i>(Reports of the Written Resolutions were circulated in advance)</i></p> <p>The written resolutions concerning the preferred bidder for the main contractor, and the college print solution were ratified by the Corporation. Members noted that this was a procedural formality in line with the I&amp;A, and that the decisions had already been actioned. Members expressed concern that these decisions, particularly for the preferred bidder were being taken by written resolution and not at a meeting. The college does attempt to avoid written resolutions as far as possible, but it was occasionally not possible to plan these processes to time with Corporation meetings. It was noted that there would be two more written resolutions in the coming weeks for the cleaning contract, and the appointment of the IA and EA. Dayo Oduguwa had kindly agreed to be on the panel for the cleaning contract, and it was hoped that a member of the Audit Committee would be able to participate in the appointment of the auditors.</p> <p>Members recognised the delegated responsibilities to the committees and were generally content to accept their recommendations. However, for more significant decisions, such as those relating to the new build, it would be appreciated if more time could be given, the opportunity for more discussion by email or by telephone conference, and also the option of an overview being provided by the chair of the relevant committee.</p>
5	<p><b>Principal's Report</b> <i>(This was circulated in advance)</i></p> <p>RG talked members through the main points of the report which included destination data, exam numbers, staffing, the lease for the school on the College site, and enrolment numbers in September.</p> <p>Q – 18 members of staff have left the college, 3 on voluntary redundancy, and 5 people had been appointed. Does this mean we have 10 vacancies? A – Staff may have left the college on capability, or their post was not filled (natural wastage). There were some vacancies, but not 10.</p> <p>Q – Given the Grenfell Tower disaster, what was the position on fire protection and cladding for the new build? A – The new building design included sprinklers throughout. The fire strategy would be on the agenda for the next CRPG meeting on 12 July. Fire retardation of building materials currently</p>

	<p>planned to be used would be reviewed. There were however no fire concerns in respect to current plans.</p> <p>Q – 93% of students attended for exams. Are there national figures for comparison? A – This was considered a good question, but it was not known if these data were collected nationally.</p>
6	<p><b>Risk Register</b> <i>(The risk register was circulated in advance)</i></p> <p>ED presented a revised version of the risk register which had also been reviewed and welcomed by the Audit Committee. This overarching risk register was underpinned by departmental risk registers. She talked through the red risk on the financial position. The Audit Committee would be taking the approach to invite the relevant CLT member to their meetings to discuss the risks assigned to them.</p>
7	<p><b>KPIs</b> <b>Student and Apprentice Disciplinary Procedure</b> <i>(These were grey box items circulated in advance for information only)</i></p>

<b>C</b>	<b>Committee and Governance Matters</b>
8	<p><b>Governance, Search and Remuneration Committee</b></p> <p><b>Membership Update</b> The Chair reported that Michael Morley had resigned his position as governor, and chair of the Audit Committee. The Corporation expressed its thanks to Michael for his contribution to the College. Rosemary Scully had stepped in temporarily to chair the recent Audit Committee.</p> <p><b>Appointment of new chair of Governors</b> An advert would be placed in early September for the appointment of a new Chair of the Corporation. This was seen as a last resort as it would be preferable for an internal candidate to come forward. It was noted that there was no vice chair in place as no-one had volunteered for this role over the course of the year. This position of having no vice chair, and the external appointment of a chair should be included on the risk register.</p> <p><b>Appointment of co-opted member</b> The GSR Committee proposed the appointment of Professor Mike Sutcliffe as a co-opted member to the Corporation. Prof Sutcliffe was the Pro Vice-Chancellor and Dean of the Faculty of Science, Engineering and Computing at Kingston University. This appointment would be a good link to Higher Education and support the vocational aspects of the College provision. Prof Sutcliffe would be a member of the Curriculum, Quality and Standards Committee. The appointment was approved by the Corporation.</p> <p><b>Governor Expenses Policy</b> <i>(This policy was circulated in advance)</i></p>

	<p>The Chair reported that there had not been an expenses policy in place, and was keen for it to support individual's access to being a governor, particularly through supporting childcare and other potential support costs. The policy was approved by the Corporation.</p> <p><b>Revised Standing Orders</b> <i>(This document was circulated in advance)</i></p> <p>The ToR included in the Standing Orders had been reviewed and agreed by the relevant committee. The Standing Orders, which would be published on the website, were approved by the Corporation.</p> <p><b>Revised Conflict of Interest Policies</b> <i>(These policies were circulated in advance)</i></p> <p>The Governor Conflict of Interests Policy was unchanged, however, a further policy had been developed to manage declaration of interests for staff. These policies were both approved by the Corporation.</p>
9	<p><b>Finance and Resources Committee</b></p> <p><b>Cash flow</b> <i>(These documents were circulated on 4 July following consultation with the F&amp;R Committee members)</i></p> <p>The Chair of the F&amp;R Committee reported that the options for managing cash flow for 2017/18 had been discussed at the recent committee meeting on 21 June. He explained that the paper circulated set out three possible options for managing the cash flow position for next year. Based on current budget information it was considered that the cash gap was larger and for a longer time period than this year. It was also important to manage creditor days to support the reputation of the college. The profiling provided in the paper included the servicing costs of the potential overdraft facility, and the repayment of redevelopment funds.</p> <p>To date the College had no borrowing history though it was possible to borrow up to 35% of income. A loan of £1m could potentially be taken, which would need to be paid back in five years. The bank was likely to prefer an overdraft as this route had been taken previously so ground work was already in place, plus the banks earn the most money from this option. The use of redevelopment funding as an internal loan was also an option for consideration. At this time however, the costs of the project were uncertain and there was insufficient information available. RG was seeking the Corporation's authority to explore all three options and to come back to the Corporation in September with more detailed appraisal. The Corporation agreed this.</p> <p><b>Two Year Financial Plan</b> <i>(These documents were circulated in advance)</i></p> <p>This had been discussed in detail with the Finance and Resources Committee. ED explained that it had been developed based on curricular activities only, and was essentially prudent and any income that was not certain was not included. The problems associated with the levy payment on apprenticeships and the impact on income was discussed in detail. The ESFA had</p>

	<p>been involved in the plan’s development and there was a further meeting with them the following week. Though this was likely to be the version sent to the ESFA at the end of July, should other income be confirmed in the meantime it may be liable to change. The Corporation approved the two-year financial plan on this basis.</p> <p>Q – How much resource was being invested in business development?  A – This was one area of investment in the college. Two business development consultants had recently been appointed on a PRP basis, plus an administrator and a person to arrange work experience. The business development team was working closely with curriculum areas.</p> <p><b>Treasury Management Policy</b>  <i>(This was circulated in advance)</i>  This policy was recommended by the Finance and Resources Committee to the Corporation. The policy was approved.</p> <p><b>Financial Regulations</b>  <i>(This was circulated in advance)</i>  The Financial Regulations which provide a summary of the policies needed for good financial management had been recommended for approval by the Finance and Resources Committee. ED explained that the training was being put in place to cascade the policies to all staff. The Financial Regulations were approved by the Corporation.</p>
10	<p><b>Curriculum, Quality and Standards Committee</b></p> <p><b>End of Year Student Survey</b>  <i>(This was circulated in advance)</i>  There was a 60% response rate to this survey which was slightly lower than previous surveys. The change of arrangements with tutors may have impacted on this. JOS reviewed the main survey outcomes. It was interesting that 100% of students said that they knew who to ask for help with any problems but only 49% had used one or more of the College’s support services. It was acknowledged that there was a significant proportion of students with support needs, and it was important for the college to respond to this. The next survey would be after student induction in October and would report to CQS.</p> <p><b>Destination data</b>  <i>(This was circulated in advance)</i>  The Chair asked what was learnt from this data and how it was used by the College. RG explained that performance targets were derived from it for the senior team, and it was used as a progress measure for the implementation of the strategy. It was also helpful information over time to monitor progression within the college, and to demonstrate this to Ofsted. Further data would be available which would compare the college’s leavers with national figures.</p>
11	<p><b>Audit Committee</b></p> <p><b>Verbal Update</b></p>

	<p>RSc reported to the Corporation that the Audit Committee had commissioned an independent investigation into issues which had arisen from a bad debt relating to an IT procurement contract. The investigation would look at three issues: the management of the contract and payment of invoices; the use of reserved funds which were transferred for operational purposes to pay the invoices; and that a Senior Post Holder's performance was not reported to the Governance, Search and Remuneration Committee/ Corporation. It was expected that the investigation would report later in the Summer.</p> <p><b>Board Assurance Framework</b>  <i>(This was circulated in advance)</i></p> <p>This had been reviewed by the Audit Committee and the Finance and Resources Committee. The Board Assurance Framework was approved by the Corporation.</p> <p><b>Whistleblowing policy</b>  <i>(This was circulated in advance)</i></p> <p>This was a revised policy which was based on an AoC model. The procedural sections were improved. It had been approved by the Audit Committee. The Corporation approved this policy.</p> <p><b>Appointment of IA and EA</b>  <i>(This was circulated on 4 July)</i></p> <p>The procurement of the IA and EA was currently ongoing. Tenders had been received from 5 companies for the IA and 3 for the EA. There would be a tender panel shortly and it was hoped that a member of the Audit Committee may be able to participate. The Audit Plan for 2017/18 had already been agreed.</p>
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<b>D</b>	<b>For information / other</b>
<b>9</b>	<p><b>Any other business</b></p> <p>ED was shortly to be leaving the college as Director of Finance, Planning and Funding. Members expressed their thanks and recognition of her hard work and the evident improvements she had made and wished her well for the future.</p> <p>As this was the last formal Corporation meeting of the year, RG thanked all members for their time and contribution to the college.</p>
	<p><b>Future Corporation Meetings</b></p> <p>Wednesday 13 September  Wednesday 6 December  Wednesday 28 March  Wednesday 4 July</p> <p>The meeting closed at 8.30 pm</p>

**SIGNED:** ..... **Date:**

Barbara Gilgallon  
Corporation Chair

**Actions**

Agenda Item	Task	Responsible	Position
8	To include the external appointment of chair, and no vice chair on the risk register	Clerk	