

Board meeting
Wednesday 24 March 2021 17:30-19:30

Teams

Minutes

Board	Independent Governors: Ian Valvona (Chair); Sue Kingman (VC); Andy Chew (VC); Elaine McMahon (interim CEO and Principal); Vincent Neate; Rosh Sellahewa; Mike Sutcliffe; Jim Marshall; Alex Gallagher; Helen Litvak; Rosemary Scully Staff Governors: Neal Hook; Cait Orton. Student Governors: Japneet Kaur; Hamish Murray
In Attendance	Jason Jones (Deputy CEO & Principal, Curriculum and Quality); Ian Rule (Interim Finance Director); Alison de Lord (Assistant Principal HR); Sheila Fraser-Whyte (Executive Director, Business Development & Innovation); Chris Dearnley (ESFA) (observer); Sarah Connerty (interim Governance advisor)
Apologies	

Item	Item Description	Action
1	Welcome and apologies The Chair welcomed colleagues to the meeting. There were no apologies received. RS to leave the meeting at 18.30 and JK did not attend. The Chair reported that good progress is being achieved on the merger to date and this evening's meeting will consider the next stage of moving to public consultation and approving the publication of the statutory notice on dissolution. This is the second most profound moment for the Board with the first coming in June when it considers dissolution and transfer of assets and liabilities to HCUC. The Chair noted that it was a very full agenda and asked colleagues to inform SC if they needed to leave by 19.30 as time will be given through the meeting for discussion and questions so it may overrun.	
2	Declarations of interest There were no declarations received. The Chair noted that there are two items concerning the executive team, but these are included as part of the confidential section of the agenda.	
3	The minutes from the meeting of 27 January 2021 were agreed as a true and accurate record. The electronic resolution on the letter of support for RuTC Trading Services – 15 March 2021 was ratified.	
4	Matters arising The Chair reported that the majority of items are closed. Outstanding and ongoing actions are: Action 46 - careers strategy to come to the Board after half term – JJ to update under the quality item Action 47 – The Chair reminded colleagues about the enquiry walks process that governors are invited to join. The Chair was unable to make the walks but fully intends to take part next term and encouraged colleagues to look out for the email and take part Action 55 - The risk register and how IT and systems have been underplayed on it around compatible systems for the merged college and the preference to acknowledge this and focus on how to address this – this is an ongoing merger workstream led by Ian Rule and Shane Woodhatch. Some colleagues attend the JSG and it is a red risk. IR noted he didn't recall the conversation about the risk being underplayed and it is acknowledged that neither college would have the appropriate resource. SC to pick up the framing of the action. Item 57 – closing of courses – this will come to CQS in June as part of the curriculum and quality workstream	JJ All SC JJ

	<p>Update on actions completed since the last meeting:</p> <p>Action 39, 43 and 56 – an FEA capacity plan is attached at item 04.1. The Chair suggested that any comments can be raised under the Principal’s report or merger progress report</p> <p>Action 41 – pay award - this has been considered by the Search, Remuneration and Performance committee and is on the agenda at item 17.1</p> <p>Action 48 – attendance. This risk was moved to red and the CQS had a deep dive on attendance on the 9 March. See item 10</p> <p>Action 49 – the second governor merger workshop is scheduled for the 26 April will look at vision and culture. The Chair noted that after a good first session receiving updates from colleagues this workshop will be more interactive and discussion based</p> <p>Action 51 – EM and IV to speak to Ann Newton (Chamber of Commerce) for her view on the White Paper and how work is going to be piloted and how the College can be involved -The Chair noted that he had not been able to join the meeting and EM reported that the White Paper was discussed with Ann Newton. It was agreed that the existing partnership arrangements would be developed to enable the College to work with employers on development of curriculum, and education/training.</p> <p>Action 53 and 54 – governor appointment process to the new Board. This came to SRP on the 18 March and expressions of interest forms have been circulated to independent governors with a closing date of Monday 29 March. The Chair encouraged governors to engage with this process. Staff and student appointments will take place through a separate election process</p> <p>Action 58 – Ian Rule is joining CRPG pre meetings with AC and SFW</p> <p>Action 59 and 60 – the CRPG met on the 17 March and there is an update at item 16 for information</p>	
5	<p>Safeguarding update</p> <p>CO reported that is the second termly safeguarding report of the year. At the December meeting the Board had received a year on year comparison. Key points to raise for this meeting are:</p> <ul style="list-style-type: none"> • 277 students are currently known to safeguarding (including withdrawals), representing 12% of the total college population (2225). This is an increase of 60 since the November report. At the same point in 19/20 19% of the total college population were known to safeguarding, but only 104 of these cases were active (5.6% of the total college population), compared to 151 active cases (6.7% of the TCP) in February 2021 • This suggests that while we received more referrals last academic year, these were for issues that had been resolved by the mid-year point allowing their cases to be closed to the safeguarding team, whereas this year we have more complex/ ongoing cases that require longer term support. This reflects the ‘spike’ in most vulnerable student numbers as described in the November report • There are now 41 care-experienced students enrolled at the college, as an additional Care Leaver has been identified in-year. This is a total increase of 28% from 19/20. Retention for this cohort is looking really good • There has been a significant increase of students on Child Protection or Child in Need plans (150% and 53% respectively). It is thought this spike represents the increase in local authority safeguarding referrals predicted nationally following the first Covid19 lockdown. • There are currently 3 students on active Child Protection plans, and 14 on active Child in Need plans • There have been 79 referrals for mental health as their primary concern so far this academic year. It is worth noting that some students who are known to the team for other reasons, such as Looked After young people or Young Carers, may also have secondary mental health issues but this is not reflected in this total • One serious incident was reported since the last meeting • Lesson bombing is a sector wide phenomenon and the last term there were a number of instances of it. This is being managed by refreshing staffing knowledge of meeting etiquette, student safety and reminding students of disciplinary procedures • There have no new Prevent cases and no safeguarding allegations against staff • There have been 21 referrals made to external agencies this year • Partnership work - where possible the Designated Safeguarding Leads will attend any external 	

	<p>agency meetings taking place for students. If the DSLs are unable to attend a report will be sent in lieu of attendance</p> <ul style="list-style-type: none"> • The DSLs also respond to requests for information as part of initial assessments by children’s services • The Covid addendum to the Child and Vulnerable Adult Protection Policy was updated and approved at board in January to reflect government guidance in the January lockdown • Safeguarding audit - The College submits a safeguarding self-assessment known as a ‘section 11’ audit annually to the Kingston and Richmond Safeguarding Children Partnership. The next audit will be submitted to the KRSCP in April 2021. There are no outstanding actions from the previous audit • There are currently 469 students in receipt of financial bursary • Legislation and Guidance - The government are currently consulting on proposed changes to Keeping Children Safe in Education for September 2021. The suggested changes would have an impact on the role of the DSL • A potential issues is the change for all schools and colleges have appointed a senior mental health lead (one of the government’s aims by 2025 under the <i>Transforming children and young people’s mental health provision</i> green paper) which, although desirable, is a work in progress. The consultation deadline is March 4th 2021. • Emerging trends and threats - Recent news coverage of online child sexual abuse highlights the concerns from both the police and the children’s workforce that the pandemic is causing an increase in childhood sexual abuse (CSA) taking place online. The true impact of the pandemic on CSA figures is not yet known, but early indicators suggest that there has been a sharp rise in child abuse images, grooming and extortion taking place online. RuTC is mindful of the need to educate students, parents and staff on this emerging risk, and to give young people the tools to help themselves stay safe. Targeted information has been shared with students, parents and staff, including how to spot online risks and what to do if they are concerned about something that happens in the digital space. The safeguarding team are also working closely with the IT team to strengthen filtering and monitoring activities on college systems • The KRSCP recently launched an updated version of their online safety strategy and guidance • It is proposed that RuTC will carry out an e-safety audit later in the term concurrent with the Section 11 Audit • The report highlighted training courses undertaken by the team since the last meeting <p>The Chair thanked CO for a really impressive report and for the amount of work that is going on. JM questioned with the numbers being up and more complex cases, is there any sense of a theme coming through. CO explained that the number difference is to do with active cases at this time compared to the overall referrals. The % is lower but the ongoing cases are slightly higher. We can assume that Covid has something to do with this. Work is remote and the team are less keen to close those cases down. In November there was a spike in the most vulnerable and it is reflective of that point.</p> <p>The Chair noted that there had been a lot of discussion at CQS around the safeguarding report.</p>	
6	<p>Update from the Principal and CEO EM noted that this a follow up report from January 2021.</p> <p>The Strategic Plan and progress against the 2021 priorities - good progress has been made, the highlights are on improving the student experience, quality standards are constantly under review and Value Added is being looked into. Empowering of staff and wellbeing of staff and students is a priority and the senior team have had to increase comms and engage with staff and students in a remote way.</p> <p>IT process and systems are still in development and progress has been made.</p> <p>Income streams in adult education have been re profiled and the College is hopeful that numbers will pick up. The ESFA have today announced that the tolerance for the AEB (Adult Education Budget) will be 90 rather than 97 which is helpful. The Phase 2 capital build is on target.</p> <p>Brand and reputation - a lot of work has been done around partnerships with employers and opportunities in the community.</p> <p>Merger is still focused on completing by the end of July.</p> <p>KPIs – attendance is still an ongoing challenge and is currently around 80.7% which is an improvement</p>	

	<p>on last year but still below target and the College is continually striving to improve.</p> <p>For work experience there is a virtual programme in place.</p> <p>Sickness is looking better than expected although staff may be continuing to work at home while ill.</p> <p>The financial picture is positive in terms of total income and the College received more than anticipated on in year funding for 16-19s.</p> <p>Overheads are in line with the budget.</p> <p>The report includes improvements on the student experience, including the enquiry walks which are innovative and noted she is looking forward to participating. EM and SK are starting tomorrow and observing one of the staff governors. The walks will be evaluated as part of the SAR process to measure the change this year in the quality of teaching and learning.</p> <p>Staff and student wellbeing has been a huge priority this year and EM thanked CO and her team for all their hard work. AdL and her team have really championed staff wellbeing this year and AdL chairs the Wellbeing Group that looks at a whole range of issues. This is so important because the impact of Covid has been big on the College's staff community. The group includes staff and students and is setting out a strategy and policy, strengthening and celebrating mental health awareness week and all activities. A whole range of activities are in place and 5-9 July will be wellbeing week at the College.</p> <p>The middle managers programme is going well and is linked to wellbeing.</p> <p>Students have returned to the College campus - attendance was low last week and very good this week. Safeguarding staff and students as much as possible whilst working within the DfE guidelines is going well and EM applauded the staff for all their work around this. It has been essential for staff and students to participate in lateral flow testing and this is being monitored. It has been a huge undertaking and has been well managed with mitigating arrangements in place to keep the College Covid safe.</p> <p>Financial performance is positive with strong fiscal management since IR took over. There have been some challenges and scenario planning and realignment of budgets, but the College is still on target and the Phase 2 developments are going well and are noted later in the agenda.</p> <p>There is a VAT issue in terms of the merger and the colleges are looking at how to mitigate the cost of £1.6m.</p> <p>The ESFA capital conditions funds have been added to the sports hall redevelopment which is on track to complete.</p> <p>£113k has been received to cover Covid estate and IT costs.</p> <p>A current GLA funding audit may be an issue, and the senior team are looking to mitigate issues if a 5% funding tolerance has been breached. It is hoped that there will not be a qualified audit.</p> <p>Stakeholder engagement is in a good position and EM thanked the Chair and colleagues for their hard work in driving this which has resulted in raising the profile of the College and getting business in.</p> <p>Student activities have continued over the last couple of months and an update is included.</p> <p>The Chair thanked EM for the detailed report.</p> <p>The Chair commended the way the College has put in the Covid response for the students return which has been excellently delivered and it should be noted that the ESFA has supported that work.</p> <p>The Chair reported that the wider partnership work, given everything else that is going on in the College around Covid and the merger, is really commendable and important for the College.</p>	
7	<p>Merger – progress to date</p> <p>EM reported that there are additional papers that were included on Monday to the pack around name change which colleagues may not have had the opportunity to read. EM offered governors time outside the meeting if there is anything in the report they would like to discuss.</p> <p>The progress has been phenomenal. EM explained that she had been involved in a number of mergers and this one is happening much quicker than some with a real pace. Today there was a merger workstream workshop where you could see real progress made and things taken off the agenda.</p> <p>Legal and financial due diligence has been completed and both college's Finance and Resources and Audit and Risk Committees met to consider the outcomes and it was also considered at the last Joint Steering Group (JSG).</p> <p>The JSG meetings have been very productive and forward dates are included in the paper. Governors</p>	

attended a workshop on the 8 March and a follow up workshop to determine the culture and strategic direction that will evolve for the new organisation will take place on the 26 April for governors and the senior team.

The public consultation document has had many iterations and is increasingly impactful. It is a visual document and shows how the colleges would be better and stronger coming together.

The **merger risk register** is well managed by Donna Clifford the project manager. The areas of key focus are the discussion around the crystallisation of the VAT, the transfer of pensions, the lack of specialist IT capacity and the ability to integrate systems. Cyber security will be factored in that risk following discussions at the last Audit and Risk Committee meeting.

Going through the pandemic while dealing with this process was flagged up by governors at the start of the SPA process as an issue for capacity of the management teams, particularly RuTC as they are the smaller college. MA was commissioned to produce a **capacity report** and the main finding was that managers were coping but there is a need to be careful not to exceed abilities and to take breaks as and when needed and ensure sharing and working as a team. EM confirmed that this is taking place and work is cascading to the middle management team.

Workstreams are included in the report and there is a paper highlighting key workstreams and progress made. One particular area still to be determined under the HR and staffing workstream is the key point of payment of staff on the 1 August. There are different HR payroll systems at the colleges and there is an intention to move to iTrent with the workstream going through the process for a way forward. HMRC can be asked for a three-month extension to enable the work to be completed and this will go on the risk register if movement can't be made.

For the vision and culture workstream setting the scene workshops are taking place.

Curriculum workstreams are going really well. Approaches have been managed with JJ and his counterpart Dylan McTaggart at HCUC, and a way forward on quantifying the quality in the colleges and how that process is observed has been agreed with give and take on both sides.

Employer engagement is led by SFW with her HCUC counterpart and discussions have included apprenticeship, stakeholders, branding and delivery for AEB, communications and staffing needs.

The Comms plan is in place and ensures that information is being well disseminated.

The **staff presentation** power point is included in the pack to give governors an idea about how the message is being shared with colleagues.

Merger costs – there is a clear budgeted £150k and EM confirmed that the College will keep to the budget.

Name change – EM reported that a meeting took place last night with a small group of governors and the Principals and notes from the meeting are included in the papers. It was a very useful meeting led by Matt Atkinson the project director. A name change had been looked at from the start and it was agreed that Harrow, Richmond and Uxbridge College (HRUC) would go forward to be consulted on. EM explained that Darrell de Souza (DDS) had proposed a visual of HRU with a C wrapped around as a crescent which he calls an arc which is a vision for the college known for the west, central and south area of London. The Board need to take account that the name has to go to the Secretary of State and be consulted widely on and there is the possibility of objection as there is another college, outside the London area called Hertford Regional College. There is a short period of time so if there is challenge the fall-back position maybe to remain as HCUC and address name change post-merger. This process would be approved and led by HCUC as the remaining Corporation.

RESOLVED: The Board noted the proposal to proceed to consultation on name change of the new organisation on the name HRUC. The Board noted the proposal to remain with HCUC and address the name change post-merger if this is unsuccessful.

The Chair thanked EM for a really important item on the progress of merger.

JM noted that payroll should be red on the risk register if it is not already. HMRC are quite flexible but he has never dealt with this particular issue.

JM

	<p>JM asked if students care about the name change? EM explained that people do care and it takes time for a name to be absorbed. HCUC has become a successful name and synonymous with a good college. The thinking was that stakeholders do relate to it and putting Richmond in the heart of it and retaining the Richmond name is positive. It means that people recognise RuTC in its own right and it is not just part of a group or centre.</p>	
<p>8</p>	<p>Legal and financial due diligence reports</p> <p>The Chair noted that the reports have been considered in detail by the Finance and Resources and Audit and Risk Committee and the minutes from this meeting are available for information at item 14. Following this they were considered by the JSG on the 15 March.</p> <p>The item is for noting and governors should be assured that there are no material items in either report that would prevent today's consideration and approval of moving to public consultation and publishing the dissolution notice.</p> <p>The Chair noted that IR had written a useful overview and IR reported as follows:</p> <ul style="list-style-type: none"> • The cover paper gives some context and indicates which workstream is picking those areas up • All issues are being picked up and addressed • There are no showstoppers. There were the issues about the VAT and there was one about student numbers and cutting of staffing costs at HCUC but when looked into further it was more an estimation issue <p>IR noted that he was happy to answer questions.</p> <p>JM felt that the paper is a good summary of the reports which have no material outcomes.</p> <p>SK noted that she had general surprise they the reports are so clean and was comfortable with the outcomes.</p> <p>There were no other comments. The Chair noted that the work preparing for due diligence had been significant for the executive and the Board recognised that and thanked them for their work.</p>	
<p>9</p>	<p>Public consultation document and dissolution notice</p> <ul style="list-style-type: none"> • Approve proceeding to public consultation on a Type B merger • Approve the publication of a dissolution notice <p>The Chair explained that following consideration of the due diligence reports this is the next stage in the merger process.</p> <p>The timetable, process and legal compliance for the consultation and due diligence notice are included in the paper. The items have been considered in detail and recommended for approval by the JSG. Following approval by the Board the Notice will be published in the Richmond and Twickenham Times and The Times tomorrow and SC will send out to all relevant parties alongside the public consultation document.</p> <p>The Chair reported that good progress has taken place to this point. Due diligence has shown no material barriers to progress with merger. There are other dimensions to touch on, for example the exec structure of the merged entity. As there are officers on the call this is being considered later in the agenda, but there has been a lot of conversation around it. It is a very important area and it would be expected that the strategy underpinning the merged entity will continue to develop and the structure for the executive team will evolve as that develops.</p> <p>Governance is really important, and the Chair reminded governors to complete their expressions of interest. Recently SC wrote a really excellent account of seven different areas around governance for the merged entity looking at all the opportunities around diversity and inclusion, skills, committee chairs, constitutional aspects around recognised practice, terms of office, external appointment of chairs and this was progressed at the JSG and further discussions and work will continue.</p> <p>The overarching approach to quality and the student experience is being worked on by both colleges around identifying that way forward on how to observe and quantify quality. What each college can learn from each other around good practice and that dialogue will continue.</p> <p>The Chair asked colleagues if they felt that there are any material barriers in progressing to merger. There were no points raised. He noted the great opportunity of going back to when this Corporation</p>	

	<p>resolved to explore merger and those agreements are as strong now as they were then. The colleges being stronger together in the London market into the future is so important and HCUC has demonstrated it is good at that. The great opportunity of all this is understood and captured in the public consultation document.</p> <p>The Chair noted that he did not believe there are any barriers to progressing and asked colleagues for their views and any questions they have on what they are being asked to approve.</p> <p>EM noted that the Chair had covered all the areas. She noted that it is useful to look at the timescales. The dissolution notice and publication will be shared at 8am with students, staff, stakeholders and will be live on both College websites.</p> <p>JM questioned what reaction the College are expecting. SFW noted that it will depend on the update at the town hall meetings and the feeling in the local area. The College has gone out to consultation on a number of things with the build and for the majority of stakeholder they see it as very positive thing. It is hoped that there won't be much reaction. FAQs will keep coming out and comments will be responded to.</p> <p>The Chair agreed that all the engagement locally has been positive, and he didn't expect that there will be a strong cut through voice in opposition. He had agreed with not going with a high-profile press release but it is important to take every opportunity to get informed comments back from all stakeholders and to disseminate and discuss them. Fresh comments and thoughts are extremely welcome, and the College will publish a response and will want to reflect our stakeholders and communities comments in this.</p> <p>RESOLVED: The Board approved proceeding to public consultation on a Type B merger. The Board approved the publication of a dissolution notice</p> <p>The Chair thanked the Board for a really important moment for this Corporation and for the good progress that has been reached up to this point. It has been really hard work for colleagues on the governing body and officers.</p> <p>The Chair asked CD for any thoughts and CD noted that it has been a very thorough job done at an impressive pace. His experience of consultation is that it is often a disappointing response but hopefully the College will get good commentary from stakeholders.</p>	
10	<p>Quality update Quality Improvement Plan</p> <p>The Chair noted that the QIP was considered in detail at the January Board with a deep dive into attendance at the CQS Committee in March. The Board to ask JJ for any updates since the last meeting and any areas of concern/success.</p> <p>JJ agreed that there was a good level of scrutiny at CQS. He picked out a couple of points as follows: Attendance was the main focus as the one red risk on the QIP and the Board had requested CQS to undertake a deep dive on attendance.</p> <p>JJ explained that whilst attendance is better by around 5% from this time last year it is still tracking below the 84% target, which is a low target so there are positives and challenges. The College is maintaining an upward trajectory. A lot of work is going into cross College strategies, the picture is mixed but generally the position is positive, and the focus is being retained. A downturn in attendance was expected last week and it did happen, this week attendance is looking strong and is up on 90% with classrooms looking safe but full. The risk will remain red as it won't become an area of complacency.</p> <p>Impact of Covid 19 – the College is trying to measure engagement as much as attendance. It was looked at in lockdown and is now being looked at to measure the impact of remote learning and at any skills gaps. 16-19 tuition funding is being used for those applicable and other measures are being put in place for all other students to ensure all students are properly supported.</p> <p>Tutorial programme – this has been adapted. There is usually a balance of 121 delivery through the year but from a risk basis it is recognised that students need far more 121 now. An audit of all the statutory elements of the tutorial programme is being done and most have been covered off in most areas. There is a pick and mix of statutory tutorial elements in the summer term which Rachel Scarborough talked the CQS Committee through earlier this month and there will continue to be</p>	

	<p>reviews.</p> <p>The Careers Strategy Group has been reconvened. It has met three times and is currently meeting every three weeks. It covers all elements of careers and employability as is currently focusing on the overarching careers strategy and plan for 2021-22. This is being developed by a working party and the aim is to sign off mid-May and bring to CQS Committee in June 2021.</p> <p>JJ provided an update on the process for awarding qualifications in the summer. There will be no exams and the College has been receiving updates on how to award the grades. The information on A Levels and GCSEs came out a while ago and important updates to VTQs (Voluntary and Technical Qualifications) are coming in, with a recent one from Pearson. Not all the information is out yet, and it is a much broader category with the capability to adapt processes.</p> <p>The teams are working on the A Level and GCSE processes and these are pretty much formed. There will need to be strenuous internal quality assurance crystallised in a centre policy and guidance is awaited for this. It will be based on a mixture of coursework, previous assessment work and class-based assessments in the summer term and Colleges can proportion the balance. This will provide a fair reflection of what standards students have achieved compared to last year which was based on predicting what students could have achieved. It is going to involve a lot of work for staff and requires submission by the 18 June. A level and VTQ results day are 10 August and 12 August for GCSEs. JJ noted that he would keep Board colleagues updated.</p> <p>The Chair thanked JJ for a comprehensively covered item and asked for any questions. There were no further areas discussed.</p>	JJ
11	<p>Finance</p> <ol style="list-style-type: none"> 1. January 2021 management accounts 2. Outline budget 2021-22 <p>IR reported that he had looked at what a budget might look like at a high level and the College should expect to achieve this. The College is projecting £1m more than thought when the forecast went to the ESFA last summer. That is mainly fuelled by increased student numbers. There is an assumption in the budget to recruit above the allocation for 2021-22 by 5% so this will need resourcing for teaching. IR reminded the Board that if the College is able to approve students above a threshold the ESFA will fund student growth in part in year but it can't be relied on or put in the budget. Assumptions have been included for a 1% pay award for next year. At FRC it was agreed to come back with modelling for 2% based on affordability and that is a point for discussion when the full budget comes forward. Normal inflation assumptions have been factored in and there are no major estates costs. It appears that the College will nearly hit a target of pay as a % of income of 65%. Contingencies have been included so the budget can be tweaked and still hit that, subject to detailed work from budget holders.</p> <p>JM noted that the budget had been discussed at FRC and he was feeling quite comfortable on pay the 1% increases that will come through in June. What is encouraging is the cashflow is also improving. The budget is on the basis of a standalone RuTC.</p> <p>The Chair asked about the mechanics of bringing forward a draft budget for approval in July and the significance to HCUC of what we are doing now and what do they do with it for their deliberations. IR explained that SW has the same information and will look at the implications at a high level of bringing them together. In parallel the colleges are doing their detailed work and it will come together in June prior to approval of the respective college budgets. The timetable hasn't been done yet. RuTC will have to shave time off the process to allow SW more time.</p> <p>The Chair asked if it will then be noted that the Board have worked the budget to that point and passed it through governance. IR confirmed that is right and the information will be passed to HCUC for part of the merged budget.</p> <p>The Chair thanked IR for all his work on the finances.</p> <p>IR reported that in terms of college operations income is up, there is green on the KPIs but there are some risks and one of those is the receipt of the land proceeds from Clarion. Another is delivery of the College's AEB which is currently running at one third of delivery when it should be over 50%. To</p>	IR

	<p>mitigate it has always been profiled to have more delivery in the second part of the year, but this is not guaranteed. SFW and team are actively putting on more provision and have increased subcontracted and this has all been budgeted in and forecast. The GLA and ESFA have confirmed that thresholds will be 90% which gives a margin of tolerance of 10% compared to 3% usually. As a team the College is targeting all delivery but know there is a now a margin.</p> <p>IR reported that the GLA selected the College for an audit for AEB delivery and in the sample there was one learner in particular that should have been returned as a 16-19 learner which has skewed the sample. It is likely the College will receive a qualified audit. IR has spoken to the GLA and doesn't think there are dire consequences and the GLA are still finding their way forward. A full report will be presented to the ARC. The good news is there is that there is no clawback, but the College do want to check it doesn't preclude bidding for further work.</p> <p>Receipt of the land proceeds from Clarion and letter of intent to ISG – IR explained that there are three preconditions to meet in order to clear the way for the funds to come through. These are - change the wording around the S106 agreement community use of the sports hall and de couple Clarion from this. This has currently been verbally agreed but needs formal agreement in writing. Completion of the S278 junction improvement works. This has been agreed and Fusion have a way forward, but it is not 100% confirmed. The College needs to get into contract with ISG for the building of the STEM hub. The price has been negotiated and advice from Fusion is that it is achievable within budget and they want to issue a letter of intent to ISG for that contract. Confirmation from Fusion for the Board to approve the letter has been given but there are still one or two points to iron out. AC noted that from the end of December to date there was the continued erosion in the risks and whilst the S106 and S278 are still outstanding it is now down to chasing specific planning officers for approval. Everybody is confident with where the price has landed with ISG and in terms of managing the Colleges cashflow a letter of intent is a better solution that previously felt. AC supported and endorsed the letter of intent.</p> <p>IR reported that in parallel with those points he is also putting in place contingency funding should completion not take place in time. The current modelling shows funds are needed by the middle of May and if he is not confident by the middle of April that the Clarion funds are ready for transfer contingency will be arranged. There is no further update on this at present except to say that this is being pursued.</p> <p>The Chair reported that colleagues understand this is an important step to manage risk and it is around timing rather than cashflow. He noted IR and AC's comments around progress, and it sounds like it is nearly there and the College has made really good progress. He suggested an electronic resolution at the point when it is completely there with the S106, S278 and final copy of the letter of intent. IR reported that the letter will be underhand and can be signed by the CEO with the full contract coming to the Board under seal. AC confirmed this was the case and the Board will be asked to approve the full contract.</p> <p>The Chair asked the chair of FRC if he wanted to make any final comments.</p> <p>JM noted that the College is in a much better position on staff costs. The AEB is an area to keep and eye on and the cashflow is good apart from timing issues with capital.</p>	IR
12	<p>Risk register</p> <p>AdL noted that the register was considered by ARC last night. It is the business as usual risk register. The operational risk registers have made the process more live, owned and real. There hasn't been a lot of movement.</p> <p>One risk around attendance has decreased because of the positive impact of the interventions. The risk around the inability to give vacant possession to Clarion and the risk around the TMAN remain high.</p> <p>VN noted that there had been a good discussion at last night's ARC meeting around risk, but he had not had a chance to look through the minutes yet.</p> <p>The Board asked how the College risk register works with the merger risk register that the JSG oversee and whether AdL is closely in touch with that process. AdL explained that it is discussed regularly at CLT. For example, on the main risk register there was a risk about capacity and a capacity report has been done. AdL assured the Board that if there was anything in the merger risk register for JSG that</p>	

	would reflect on the core business it would be reflected back to the College risk register.	
13	<p>Curriculum, Quality and Standards Committee Report from the meeting of 9 March 2021</p> <p>The report was taken as read. MS noted a couple of key points: The Committee continues to focus on attendance and has monitored closely that a clear trajectory is now coming through and it looks like it is starting to turn around which gives assurance to the Committee and the Board that interventions into attendance are starting to work. During discussions on merger the Committee considered progress on the curriculum and quality workstream. They were keen to align across the colleges in terms of practice the approaches. The appetite at CQS was for a uniformity to ensure that good practice from both colleges is taken forward. The background of that is that it is very much ongoing. EM noted that there had been a very in-depth discussion about the learner experience improving and finally that is starting to happen. The College has been on a journey of quality improvement and it has been useful to benchmark with HCUC which give a lens to look at our own organisation and share best practice. It has enabled the College to feel more confident.</p>	
14	<p>Extraordinary Finance and Resources and Audit and Risk Committee Report from the meeting of 11 March 2021</p> <p>It was agreed that due diligence had been considered on the agenda and no comments or questions were raised on the minutes.</p>	
15	<p>Finance and Resources Committee Report from the meeting of 16 March 2021</p> <p>The report was taken as read. JM noted that there are two policies and one statement recommended for approval. IR explained that there were very minor updates which are tracked on the documents. RESOLVED: The Board approved the:</p> <ol style="list-style-type: none"> 1. Tuition and Fees Policy 2. Student Support Funds Statement 3. Financial Regulations 	
16	<p>College Redevelopment Project Group Report from the meeting of 17 March 2021</p> <p>The report was taken as read. AC confirmed that there are no material items to cover. The programme of works for the next 4-6 months was considered by the Committee, current affordability and cashflow is healthy and will continue to be monitored. The request from the College to re-purpose contingency GLA funding from the sports hall to address Covid shortfalls was turned down as the GLA needs access to capital funding. This has no adverse impact on the College.</p>	
17	<p>Search, Remuneration and Performance Committee Report from the meeting of 3 February and 18 March 2021</p> <p>SK took the report as read and the Board considered the following items for approval.</p> <ol style="list-style-type: none"> 1. Pay award for staff <p>SK reported that the 1% pay award was contingent on getting the in-year funding which has been achieved. IR has confirmed that the cost of £87k is affordable. RESOLVED: The Committee recommended to approve a 1% pay award for all established employees from April 2021 backdated to 1st August 2020 for all staff</p> <ol style="list-style-type: none"> 2. Governor terms of office <p>SK explained the Committee's rationale for recommending extending some governor's terms until dissolution to ensure continuity in the run up to merger and to pre-empt any potential delays to vesting day. The Board agreed with this recommendation. RESOLVED: The Board approved the following extensions to terms of office:</p> <ul style="list-style-type: none"> • Ian Valvona as Chair of the RuTC Board until dissolution (currently this is until 31 July 2021) • Mike Sutcliffe as an RuTC independent governor until dissolution (currently this is 4 July 2021) • RuTC staff governors until dissolution (currently this is 1 July 2021) 	
18	<p>Audit and Risk Committee Report from the meeting of 23 March 2021</p>	

	<p>SC reported that this meeting took place last night and the minutes are not yet approved so the paper report is deferred to the April Board meeting.</p> <p>The Chair asked VN if there were any key items he would like to raise. VN reported that the Committee had a deep dive on data and systems, and he passed on his thanks to IR and Stephen Hacon (Head of IT) who did a really good job on answering questions. The session had worked well and hopefully the Committee will have a further deep dive at their next meeting.</p> <p>VN passed on his thanks to AdL who has really broken the back of getting the operational risk registers in a good place. The Chair also thanked AdL for her work on the risk register.</p>	
19	<p>Any other business</p> <p>There were no items raised.</p>	
20	<p>Meetings for 2020-21: 28 April 2021; 10 June 2021; 23 June 2021; 14 July 2021 (all 17.30 starts)</p> <p>FEA governor workshop on culture and vision on Monday 26 April 17.30-19.30</p>	
21	<p>Search, Remuneration and Performance Committee</p> <p>Confidential report from the meeting of 3 February and 18 March 2021</p> <p>1. Staff terms and conditions post dissolution</p> <p>AdL reported that a mapping exercise had taken place with HCUC and the report included in the papers was presented to SRP to highlight the differences in terms and conditions. RuTC has a very flat structure compared to HCUC who have a lot of different tiers. Lecturers at RuTC get a lot more annual leave. [confidential item]</p> <p>RESOLVED: The Board approved “putting all new starters in the merged organisation on HCUC contracts from 1st August 2021” to HCUC as part of merger TUPE measures for consultation.</p>	
21	<p>Items for discussion and note:</p> <p>2. Proposed Executive structure for the merged College [confidential item]</p> <p>3. Mid-year review for senior post holders/CLT</p> <p>The Chair noted that this had been a really good process, EM took the Committee through in some detail the performance and work in relation to CLT members.</p> <p>The Board noted the positive reviews.</p> <p>The Chair thanked colleagues for their time and noted the huge effort it has taken to get to this point. Colleagues in the senior team are ready for a break and it is important to get down time. The work undertaken has been really impressive, intensive and there is a really important next phase of merger work post Easter, so the imminent Easter break is required for all colleagues. The Chair thanked colleagues again for all their time and hard work.</p>	

Meeting closed: 19.37