

**Richmond upon Thames College Corporation**  
**Minutes of the Governance Search and Remuneration Committee**  
**16 May 2017 6 pm**

**CONFIDENTIAL – not to be posted on website**

**Present:** Barbara Gilgallon (Chair of the Corporation and CQS Committee)  
 Rob Pope (Chair of Student Liaison Committee)  
 Michael Morley (Chair of Audit Committee)  
 Robert Shaw (Chair of Finance and Resources Committee)

**In Attendance:** Zoë Lawrence, Clerk to the Corporation, Robin Ghurbhurun, Principal and Chief Executive, Alison De Lord Director of HR (for relevant agenda items only)

<b>1</b>	<p><b>Welcome and apologies</b>          Robert Shaw was delayed and attended the meeting from 7 pm. There were no other apologies.</p>
<b>2</b>	<p><b>Declarations of interest in Agenda items</b>          There were no declarations of interests.</p>
<b>3</b>	<p><b>Minutes and matters arising</b>          The minutes of the GSR meeting of 7 March 2017 were approved as an accurate record.</p> <p>The majority of actions from the 7 March meeting had been completed. RG reported that the College’s budget surplus figure would be £200k which would maintain a satisfactory position at year end. The destination data had recently been commissioned. The College was unable to afford this earlier in the year. This detailed data should be available for the Corporation meeting in July, if not certainly for September.</p>
<b>4</b>	<p><b>Governance</b>  <b>Ofsted Preparedness</b>          RG presented two papers to the committee setting out the College leads and their deputies/shadows for particular aspects of the inspection, and the arrangements for inspection meetings once the call had been received. This overarching document would be underpinned by a more detailed spreadsheet setting out the responsibilities for each department. Theresa Bray the existing Director of Quality and Student Services was leaving at the end of the academic year, and would be replaced by Sharon Cousins. All preparations for the Ofsted inspection would be ready by the end of July as the beginning of the Autumn term was usually very busy. The inspection was likely to take place between the third week in September and 15 November. There was a Support and Challenge visit on 5 May, involving some of the members. Ofsted had advised that the inspection would be after the Summer results as these would be used as an evidence base to demonstrate progress from the previous inspection. If the results were as currently predicted or better, it was hoped that the College would achieve a good.</p>
	<p><b>KPIs</b>          RG reported that the in-year retention figures continued to be strong though it was important now to ensure that those students who had been retained on courses achieved good outcomes. The good retention was felt to be the outcomes of higher</p>

	<p>entry criteria and ensuring students were on the right courses. Attendance was also positive and thought to be actually higher than that recorded in the KPIs. Attendance figures without GCSE English and maths lessons were being analysed in preparation for Ofsted.</p> <p>The forecasts for A level and A/S levels were 89% and 78% respectively. Though it would be a very positive achievement for the College concerns were expressed as to the accuracy of the forecasting, and the judgements of teachers in reaching their predictions. RG explained that the predictions were based on as much solid evidence as possible including mock exams and class assessments. Curriculum Managers oversee this process and review ILPs. He felt that teachers were clear on the levels that were needed. Vocational assessments were already completed for many courses so there was more confidence in those figures. It was felt that in the past students were taught to pass rather than achieve the higher grades. This had changed with more students achieving higher grades which would be good for the College's value added scores. However, the changing student population which now included a higher proportion of less able students had impacted on the need for teachers to teach more differentiated lessons. Though the College had always been mixed ability teaching, the range of ability in the classroom now experienced was greater, and teachers needed to adapt their methods to accommodate less independent learners. The relevant papers from the CQS Committee would be shared with members of this committee for further information.</p>
	<p><b>Amendment to Teaching Contract</b></p> <p>ADL presented a paper to the committee setting out the proposed changes to the teacher contract. These changes were necessary to ensure that the college had a responsive and adaptable workforce to deliver the future business needs, and in particular apprenticeships. The proposal was to reduce the number of days leave from 64 to 42 for newly appointed personnel only from 1 August 2017. This would not affect existing employees. Currently teaching staff received 53 days annual leave, plus 3 closure days and 8 bank holidays, which equated to 32.5% of the working year. This was considered to be overly generous, and in excess of other similar colleges which was reflected in a recent poll. Annual leave was also not currently recorded well for teaching staff. In addition to the proposal to reduce leave entitlement was clarification of the notice period. This would be set at three months and remove any existing ambiguity of the current contract.</p> <p>[Confidential Para redacted for publication]</p> <p>Following the change to the contract it would be necessary to develop a policy on when and how leave could be taken to ensure teachers can attend necessary CPD, for example. In some instances, the flexibility may allow some teachers and lecturers to take holiday during term time.</p> <p>The Committee approved the proposal as it currently stands for discussion with the unions and awaits further updates on the outcomes.</p>
	<p><b>Application numbers</b></p> <p>An Application Report was shared with the committee. Whilst the number of applications received overall was down on last year, the proportion of offers accepted at this point was higher. The curriculum offer had been reviewed to include more L2</p>

	<p>and L3 courses and it was anticipated that this would enable more walk-ins in August to accept places. The target was 2400 students. If this was not achieved, then in-year reductions would need to be made.</p>
	<p><b>GSR Annual Report</b>  ZL presented a draft report for approval by the committee. The need for this report was identified through the Governance Self-Assessment which was discussed at the previous meeting. It was for year ending July 2016, and had been compiled from committee minutes and papers as the current Clerk was not in post during that academic year. MM requested that a note be included to reflect that his attendance was due to the meeting times being difficult for him rather than his lack of commitment to attend. The meetings were now later to accommodate his availability. Subject to this amendment the report was approved.</p>
	<p><b>Revised Standing Orders</b>  ZL had conducted a review of the college's standing orders which included the committees' ToR. Generally, updates were to reflect updates to job titles and titles of statutory guidance to which the ToR referred. The Finance and Resources Committee ToR had been restructured and explicit reference made to the financial documentation. Suggestions were made to strengthen the responsibilities of the SLC in their ToR. MM queried whether the GSR ToR which covered the appointment of SPH should also include their dismissal. The Clerk said she would look at the A&amp;I to check the Corporation's responsibilities in this regard and confirm the position to MM. The proposed changes to the F&amp;R and SLC ToR were appreciated and would be discussed at the respective committee this term for final approval of the SOs at the Corporation in July.</p> <p>Members were also consulted on the proposal to reduce the number of student governors from two to one. Members felt that student governors made a valued contribution to the Corporation but appreciated that they often needed encouragement and support. It was also thought helpful if they had clear responsibilities and a role to deliver. It was felt that more could be done by staff to identify and encourage students to put themselves forward. It was suggested that the student governor should take responsibility for reporting back to the main board the activities of the SLC. This was supported and would be discussed at the SLC in June. Overall, members acknowledged that the position on student governors had not always worked well, but to reduce the number was not the solution. More needed to be done to rectify this issue and enable the student governors to be effective in their roles.</p>
	<p><b>Risk Management / Governance Audit</b>  This report was received positively by the Committee. The current improvements to the risk register were acknowledged but it was understood that it was being further reviewed for discussion at the forthcoming Audit Committee. The 2 low and 1 medium recommendations of this report were being actioned.</p>
	<p><b>Conflict of Interest Policies</b>  ZL presented the two proposed policies to the Committee. She explained that one was the existing COI policy for governors, and the other had been developed by Eva Dixon and was primarily for staff though governors were included in it. The overall premise of both policies was the same in terms of managing declarations of interest, however the governors' policy included the arrangements for members to vote at meetings which</p>

	<p>would not apply to staff. It was agreed that it was unhelpful to have two policies which would apply to governors. The governors' policy was fundamental to the governance of the corporation whilst the staff policy was felt to be more of a management protocol though of importance. It was agreed that the two policies should be separate; that reference to governors should be removed from the staff policy. In the case of staff governors, the policy would apply depending on the role they were conducting. It was also questioned whether the COI policy for staff was the right title and whether this would be better referred to as a declaration of interests policy. Clerk to action these changes to the policies.</p>
	<p><b>Governor Training Update</b>  ZL presented a short paper setting out activities to date to support governor training needs and some of the barriers in achieving this. Members agreed that training was important to be an effective board, and were supportive of an increase in the Governance budget to enable this. Suggestions were made to offer governor to governor training on certain topics, and the use of case studies to explore issues. Time constraints would however continue to be a problem. The Clerk would incorporate these comments in to a training programme for the Autumn term.</p>
5	<p><b>Search</b>  BG reiterated her position that she would be standing down as Chair of the Corporation following the July Corporation meeting, (though would still be a member and chair CQS). None of the members had come forward to be considered for the post of Chair since the last meeting. The Clerk was asked to prepare a job description / advert for the potential of searching externally for a chair.</p> <p>An initial meeting had taken place between BG, RG and Professor Mike Sutcliffe from Kingston University with the view of Prof Sutcliffe becoming a co-opted member. A formal interview would be arranged with members of this committee in June once his formal application had been received.</p>
6	<p><b>Remuneration</b>  Members had previously agreed that the objectives of the SPHs need to be developed this term so that they were ready for the new academic year. The meeting of the GSR had been brought forward in September to enable this. Members asked the Clerk to prepare a process which could be undertaken in the coming weeks and agree this with the committee and SPHs.</p>

	<p><b>Future GSR Committee Meetings</b>  Wednesday 27 September 2017</p> <p>The meeting closed at 8.30 pm</p>
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Minutes taken by Zoë Lawrence (Clerk to the Corporation) 17/05/2017

Signed ..... Date:  
**Barbara Gilgallon, Chair of Governors**

**Actions**

<b>Ref</b>	<b>Action</b>	<b>Lead</b>
4	To send non-CQS members of the Committee the relevant CQS papers iro AP3 achievement and curriculum offer.	Clerk Complete
4	To check the Corporations responsibilities in regard to the dismissal of SPHs and reflect this in the GSR ToR	Clerk Complete
4	To feedback comments on the COI policies to Eva and amend the policies as described.	Clerk Complete
5	To develop a JD/ person specification and advert to search for new chair externally	Clerk Complete
6	To draw up a proposal for the setting of SPHs objectives to be in place from September 2017	Clerk Complete