



Richmond upon Thames College Board - Governance Position Paper

RuTC Board membership is as follows:

10 independent governors

The Principal and CEO

2 staff governors

2 student governors

Total – 15

There are currently three co-opted governors

The current I&As have a determined number of up to 15 independent members.

The Board has an up to date board profile and skills audit which the Search, Remuneration and Performance Committee considers on a regular basis when reviewing membership and succession planning.

Board structure

The Board operates a traditional board structure with 6 committees. Board meetings take place at least four times a year. Committees are as follows:

Audit and Risk Committee

College Redevelopment Project Group

Curriculum Quality and Standards Committee

Finance and Resources Committee

Search, Remuneration and Performance Committee

Special Committee

Membership to committees is based on the skills and expertise required to comply with the terms of reference. Co-opted members bring additional expertise where needed.

A Board and Committee structure chart and membership list is available.

Statutory documents

- The Board has Instruments and Articles of Government (I&As) and byelaws in place which are reviewed every two years or as required. The most recent review is June 2020
- All Committees have terms of reference that are reviewed annually and approved
- The Board has adopted the Code of Good Governance for English Colleges and the Senior Post Holder Remuneration Code and board performance is being reviewed against the Code this year and will be reviewed annually going forward
- The Board and its Committees review and approve relevant governance and College policies and the Audit Committee receives a policy framework
- All Board members complete and return declarations of interests

Skills audit and Board profile

An annual skills and Board profile audit is carried out to enable the SRP to make recommendations to the Board on the appointment of new governors; the reappointment of existing governors; the succession strategies that will be required to enable succession to governance roles and the recruitment strategies to be undertaken. The skills audit helps demonstrate that governors have the necessary range of skills, expertise and diversity to support the College effectively and responsibly for a sustainable and successful future and identifies vacancies on the Board. It is important the full value of the information collated from a skills audit is taken and that the SRP reviews the outcomes of the skills audit annually and as vacancies arise.

Governors completed a skills and Board profile audit in June 2020 and governors who expressed an interest in joining the Board of the merged college completed a further skills audit in March 2021.

Skills

- The audit demonstrates a very capable and diverse Board in terms of skills and experience covering the following areas – investment banking, banking, financial services and technology, IT, audit and assurance, chartered accountant and tax, civil service, education (school, FE and university sector), safeguarding and equality, hospitality, marketing, commercial strategy
- Governors bring expertise from different sectors and areas of business with the majority of governors still working in their respective fields
- There are no areas where collectively there are areas of concern or a lack of appropriate skills. There is only one area scoring 0 for professional experience which is legal, but 4 governors state that they have good knowledge in this area.
- Governors are well matched to committees to utilise their skills for the benefit of the College
- Governors hold a number of other voluntary/community roles, including nine governors in other educational settings and five in charity roles
- There are no areas where knowledge of key areas is low. The lowest area is property disposals which still has three governors stating good knowledge

Board profile

- The RuTC Board is committed to reflecting the diversity of people and communities the organisation serves, to ensure it has the breadth of insight and experience needed to govern a genuinely inclusive and successful organisation. This has not been achieved to date
- Following the outcomes of the Board profile review in September 2020 the SRP agreed that as part of the Board's succession planning policy, governors will be drawn from a wide range of backgrounds, with an appropriate balance of skills, gender, race and ethnicity, age, disability, religion and sexual orientation sought. Governance practices, including meeting arrangements and communications, will strive to reflect best practice to ensure inclusion and remove any barriers to participation and new ways of searching for governors would be sought to achieve this

- Due to the outcome of the FE Commissioner led Structure and Prospects Appraisal and the decision to explore merger discussions with Harrow and Uxbridge College (HCUC) the SRP made the decision not to proceed with a succession plan

The current Board Profile

- Staff data is taken from the October 2019 Workforce report to the Board and student data from the 2019-20 College Self-Assessment report and will be updated in 2020-21 with current data.
- **Gender profile:**
 - The student profile of RuTC for gender is awaited and will include 16-18 and 19+
 - The staff profile is 60% female.
 - The Board profile is 22% female/78% male for independent governors and 36% female/64% male for full Board.
- **Age profile:** reported as percentages by group
 - The student profile of RuTC is 86%-16-18s and 14% - 19+
 - The number of staff over 55 is 31%, although the majority of the staff are between 45-64.
 - The Board profile is:
 - Over 65 – 0% for independents and 7% for full Board for 2020-21
 - 50-65 – 60% for independents and 47% for full Board for 2019-20 and 60% for 2020-21
 - 35-49 – 30% for independents and 27% for full Board
 - 19-34 – 10% for independents and 27% for full Board
- **Disability profile:**
 - The student profile is 20% of students with a declared a learning disability or difficulty with 123 students with an EHCP.
 - The staff profile is 5% of staff who have declared a disability across the College, with a greater proportion in the academic areas. It is quite possible that the number of staff who have a disability is higher than this but is unreported.
 - The Board profile is 0% for independent governors and 0% for full Board.
- **Ethnicity and Diversity profile:**
 - The student profile is 58.5% from a BAME background, with 28% White British and 41.5% from any white background.
 - The staff profile is 23% of staff from a BAME background. The Workforce Report notes that there are fewer BAME staff in management and leadership positions than in lecturing posts. And that whilst the College represents a significantly smaller percentage than the Minority Ethnic percentage of the students at the College, this must be considered in the context of the composition of the local and regional population and workforce in the FE sector. The last census, 2011, showed a 14% BAME population in Richmond Borough, the projected population in the Richmond Borough¹ for Black, Asian and Minority Ethnic (BAME) is 16% in 2019, the White population groups of Richmond Borough represents 86%, whilst it is 59.8% across London.
 - The Board profile is 10% BAME for independent governors and 13% for full Board.

Succession planning

- The Board is relatively new with three governors starting a second term of office in September 2020
- The staff governors' terms of office has been extended until dissolution to ensure experience and continuity during the merger process

- Succession planning is a standing item on the SRP agenda which meets at least 3 times a year
- A recent round of succession planning in December 2019-February 2020 was completed with four governors recruited with a range of skills including financial, marketing, safeguarding and HE expertise. One governor left shortly after appointment and a further search took place in November 2020 to strengthen the Audit and Risk Committee (ARC) with an experienced member joining the Board and ARC until dissolution. A new Chair of the Board with FE Board experience was appointed in March 2018
- The SRP in November 2020 agreed not to take forward a succession programme during merger discussions and confirmed the appropriate numbers, skills and experience were in place for the Board to undertake the merger process effectively. The Board are aware that this has halted their commitment to recruiting a much more diverse Board which reflects its student cohort and protected characteristics.
- In December 2021 a new governor was recruited to address a capacity issue on the Audit and Risk Committee and in August 2021 a new Chair of Finance Committee was recruited.

New appointments:

- Are made following governance best practice models of appointment and abide by the Nolan Principles
- Are based on skills and experience
- Going forward will use positive action to address any imbalance in equality issues such as gender, ethnicity and other protected characteristics

Self-Assessment

The Board views self-assessment as an important and ongoing process made up of different activities to provide a holistic view. The Board carries out the following self-assessment processes:

- **Board self-assessment**
National survey annually which assesses against Ofsted criteria and allows benchmarking. This survey is useful to provide into the College's Self-Assessment Report (SAR) and for governance planning for the following year
- **Committee review of effectiveness**
An annual review of committee effectiveness matching the Committee's terms of reference against business conducted throughout the year. The review identifies areas where the Committee is focused, areas for further work for the following year and is a useful evidence base for external agencies
- **Annual review of the Chair and Head of Governance**
- **Annual governor appraisals**
- **Regular meetings with the Chair, Principal and CEO and Head of Governance**
Meetings are scheduled fortnightly to discuss College and Board matters, share information and work on Board agendas
- **External Governance Review**
The Board was due to be included in the DfE's board effectiveness reviews led by the ETF but this opportunity did not take place due to merger discussions. The Board

will plan its external review of governance dependent on the length of the merger pause

- **Review of governance**

The interim governance advisor undertook a governance audit during April 2020 to look at the governance processes in place and further governance work required and this is an ongoing process.