



## Corporation Board

### Agenda

**10 February 2015**

- 1. Appointment of Chair of Corporation Board 5.00**  
To formally appoint Chris Bilsland as Chair  
John Landeryou
- 2. Apologies for absence**
- 3. Declarations of interest**
- 4. Minutes of the meeting held on 16 December 2014 5.05**  
To approve the minutes  
Minutes attached  
Allison Howe
- 5. Minutes of the meeting held on 13 January 2015 5.10**  
To approve the minutes of the last meeting  
Minutes attached  
Allison Howe
- 6. Matters arising**
- 7. Chief Executive and Principal's reports 5.15**  
To receive reports from the Chief Executive and the  
Principal including Ofsted feedback.  
Reports attached  
Ioan Morgan and Jo Lomax

#### **Matters for decision**

- 8. Appointment of Principal 5.45**  
To formally approve the appointment of a Senior  
Postholder  
Chris Bilsland
- 9. Organisational review 5.50**  
To approve the plans for an organisational review.  
Report attached  
Ian Rule
- 10. LPFA: Granting of a charge over assets 6.10**  
To authorise the granting of a fixed charge  
Report attached  
Ian Rule

- 11. Health and safety policy** **6.20**  
To approve the revised health and safety policy  
Report attached  
Stephen Lawes
- 12. Any other business**
- 13. Date of next meeting**  
24 March 2015 commencing at 5.30pm



## Corporation Board

### Minutes of the meeting held on 10 February 2015

#### **Present:**

John Landeryou (Chair Item 1)  
Chris Bilisland (Chair Items 2 onwards)  
Ade Adebambo  
Paul Archenoul  
Pennie Clarke-Bovell  
Elaine Hawkins  
John Litchfield  
Jo Lomax  
Hilary Moore  
Ioan Morgan  
Marlene Oates-Hinds  
Nigel Peet  
Maureen Salmon  
Kate Shoosmith  
David Wilson

#### **In attendance:**

Allison Howe, Clerk  
Stephen Lawes, Vice Principal Estates Strategy  
Rob Rees, Interim Vice Principal Curriculum, Quality and Learner Experience  
Ian Rule, Vice Principal Corporate Services

#### **1. Appointment of Chair**

John Landeryou reminded the meeting that he had previously announced his decision to leave the Board at the end of this meeting and recommended the appointment of Chris Bilisland as Chair to the end of his terms of office on 8 December 2018. The proposal was seconded by Nigel Peet.

Governors approved the appointment of Chris Bilisland as Chair to the end of his terms of office on 8 December 2018.

Chris Bilisland took the Chair and thanked John for serving as Chair of both Southwark College and Lewisham Southwark College.

#### **2. Apologies for absence**

Apologies were received from Nathan McDermott and Jaidah Thomas.

#### **3. Declarations of interest**

#### **4. Minutes of the meeting held on 16 December 2014**

The minutes were approved as a true record subject to an amendment of the date of the financial recovery plan being drafted being during the summer 2014, not 2015 as minuted.

## **5. Minutes of the meeting held on 13 January 2015**

The minutes of the meeting were approved as a true record.

## **6. Matters arising**

December minutes.

A member queried the implications of the auditors raising of the accruing of the reorganisation costs. The Vice Principal Corporate Services explained there were no implications, however auditors had reissued the Audit Findings Report which would be submitted to the Audit Committee.

A member queried the timing of the Equality and Diversity Report which was supposed to be submitted to the next meeting. The Chair explained that the report had been drafted and he had commented on it. The report would be submitted to the 24 March 2015 meeting

A member queried the impact of the fall in apprenticeship income. Budgeted apprenticeships income had been forecast at £1.5m some of which would fall into the next financial year. The Chair was meeting with the funding agencies to discuss apprenticeship income among other funding streams.

A report on apprenticeship income will be submitted to the next meeting of Financial Recovery Board (ACTION 1).

## **7. Chief Executive and Principal's reports**

The Chief Executive reported on the visit of the FE Commissioner and Ofsted.

The FE Commissioner Assistants visited the College during the week commencing 26 January 2015. It was a positive visit. The report would arrive in due course. The FE Commissioner's Assistants felt there had been real progress. The staff had been positive and upbeat. Both of the assistants were curriculum experts and were enthusiastic about the Colleges outcomes. They felt the College was good. Staff were confident enough to have self-belief.

The FE Commissioners Assistants had said academic side of the College was positive. David Collins reported that he had received positive feedback. In regards to finance, they had reported the need for a plan B. If cuts didn't make the required savings what were the rationalisation and income growth plans.

The Ofsted inspection had taken place during the week commencing 2 February 2015. It was made clear by the Leadership and Management Inspector that Southwark Borough had written to Ofsted expressing concern that they had had an inadequate College for a long time and it wasn't improving. College management always knew that learner outcomes would be a Grade 4, but staff were fighting for a better outcome. There were a lot of positive comments being made, particularly about hospitality, creative arts and

construction at the beginning, but there was a change during the week. Attendance, punctuality and the percentage of good or better teaching was low. English and maths were an issue. Management tried to move inspectors onto projective outcomes, but inspectors could not see enough progress to legitimise a grade 3. The narrative would spell out the green shoots, however there had been some comments about governance in the past in relation to the delay in improving quality.

In moving forward, there was a need to maximise progress in the coming months with a view to inviting Ofsted to undertake an inspection as soon as improved outcomes could be demonstrated (ACTION 2). Staff were being supported to maintain staff morale, and maintaining momentum. It was noticeable that staff were in shock at the staff briefing. It felt as though progress had been made. Staff were very disappointed with the outcome. Staff did however recognise it is in their hands to turn the College around.

Two meetings had taken place with Assistant Principals. The top ten priorities had been identified. The low percentage of good or better teaching hit quite hard. Mechanisms to improve that had also been identified. Attendance was lower than had been anticipated. There were questions on how we monitored attendance.

There was an immediate need for a Head of Maths and a Head of English. Governors supported the establishment of permanent posts to be in place as soon as possible (ACTION 3).

There was a lot of feedback that the College had not focussed on recovery quickly enough. There was not enough focus on recovery until Easter 2014. It was impossible to turn round an inadequate College in eight months.

Under the new inspection methodology 70% of the inspection focussed on English and maths. Every inspector was asked to look at English and maths.

The Chair highlighted that the College was not waiting for the report, and immediate action was being taken.

It was agreed that the top ten points for recovery would be submitted to the next Quality Recovery Board linking to those areas we are expecting comment on in the report (ACTION 4).

Governors were surprised to be told that the College's internal observation system differed from the Ofsted approach. This would be put onto the agenda of the Quality Recovery Board (ACTION 5).

Managers said that it was difficult to identify staff who had been observed, and whether there were specific areas of weakness. The Chair expressed dissatisfaction with this. Performance management processes should identify weak teachers. While Ofsted inspectors gave feedback from formal observed classes, they also made judgements on walkthroughs where no feedback was given. Managers were tasked with mining out this information (ACTION 6). It was essential for managers to know exactly where inspectors had been, in order that they could be challenged when giving feedback.

There was a need to get the observation policy right, get more observations done, joint observations and peer observations.

It was recognised how much hard work had been done and staff were thanked.

The CPD sessions for English and maths were attended by the link Governor said the maths session was stronger than the English one. The Governor said it was disjointed.

The Chair echoed the view that there was an acknowledgement of appreciation for the staff and this should be communicated (ACTION 7).

The impact of the second inadequate inspection put the College in unchartered waters. The FE Commissioner had spoken with both loan and the Chair. With the performance of Greenwich, Lewisham Southwark and Lambeth, there appeared to be a South London problem. The FE Commissioner said it would be helpful if the Corporation was to suggest a willingness to participate in some South London research.

It was agreed that the Chair and the new Principal would meet with the FE Commissioner (ACTION 8). He had indicated it was unlikely that the FE Commissioner would put the College into administered status. It was clear that the College did not have the confidence of Southwark Council and this study might help that conversation. A Governor stated that a study on the needs of South London would be invaluable to the College. There was a need for a functional skills academy in South London.

The Corporation Board noted the content of the remainder of the report.

## **8. Appointment of Principal**

The Chair informed the meeting that he had met with Carole Kitching on 6 February 2015 who had said she was looking forward to starting work at the College particularly in light of the Ofsted outcome. He explained that her notice period was six months. Therefore her likely start date was 13 July 2015, although this might be brought forward in the event that Newcastle College recruited a replacement Principal who could start earlier.

The Corporation Board formally approved the appointment of Carole Kitching as Principal and Chief Executive with effect from a start date to be confirmed.

## **9. Organisational review**

The Chair commended organisational review to Governors.

The Chair informed the meeting he would like to set up a Governors Reference Group to ensure that Governors were involved in decision making relating to the Organisational review. The Clerk would draft terms of reference for the group (ACTION 9)

Governors would be invited to express interest in membership of the group (ACTION 10).

There was a need for decisions and resolution to the process by the end of the academic year. Carole Kitching had engaged with this. There was a need to ensure that her views were taken into account on the curriculum structures. There was a need to start consultation before Easter.

There was a need for a cohesive plan to consult on. There needed to be clarity on what was being consulted on. The management team needed to plan what was being consulted on.

A Governor asked what the relationship with the unions was like. There was a need for good communication with staff. There was a meeting with the unions on the following day at which the high level plan would be discussed.

There was a concern that this wasn't being informed by the curriculum strategy. The strategy, which had been promised since September 2014, had been considered by the Quality Recovery Board at its last meeting, but lacked depth and evidence. There was a need for financial planning and curriculum planning had to go hand in hand. The 2015/16 curriculum plan was going to the Executive Meeting the week after half term for validation. 14,000 guided learning hours had been taken out due to lack of take up and poor delivery. The centralisation of English and maths delivery saved another 4,000 hours. In terms of the strategy, EMSI were providing more evidential data. This would take 2-3 weeks to turn around. The timing would be emailed to Governors (ACTION 11).

A Governor pointed out that the issue having payroll as a high percentage of costs had affected the College's credibility therefore there was a need to focus on this. There was a need to consider the opportunities for revenue generation.

The curriculum plan needs to show the impact on the campuses to inform the organisational review (ACTION 12).

The Corporation Board approved the organisational review in principle. The Corporation Board also approved the setting up of an organisational review reference group to ensure that Governors were involved in the decision making.

#### **10. LPFA: Granting of a charge over assets**

It was noted that, at its meeting of 8 July 2014 the Governing Body authorised the granting of a fixed charge over the property with a value of circa £30 million (the "Legal Charge") to the London Pensions Fund Authority ("LPFA"). As discussed at that meeting the purpose of the Legal Charge was to reduce the College's contribution rate in relation to its participation in the Local Government Pension Scheme. The latest version of the Legal Charge was tabled for consideration.

It was noted that the Legal Charge would create, among other things, a first legal mortgage over [the Deptford campus, being the property known as 2 Deptford Church Street, London SE8 4RZ registered with title number SGL151181]. Pursuant to the Legal Charge, the College makes certain representations and warranties and gives certain undertakings to the LPFA.

The Governing Body RESOLVED that it would be in the best interests of the College to enter into the Legal Charge.

Any two of the Chair of the Corporation, Christopher Bilsland and Nigel Peet (the "Authorised Officers") be hereby authorised to:

- (a) apply the common seal of the Corporation to the Legal Charge (together with any amendments that the Authorised Officers in their absolute discretion see fit) and to authenticate the affixing of the seal in accordance with clause 19 of the Instrument of Government of the College;
- (b) deliver such documents on behalf of the College.

The Authorised Officers are hereby authorised (either alone or with one another) on behalf of the College to execute and do all such acts, deeds, documents, certificates and notices as such Authorised Officer may consider expedient or desirable in connection with the execution or performance by the College of the Legal Charge or any other document or agreement connected with the Legal Charge.

The Chair indicated he was writing to the LPFA about the Corporation's unhappiness about the need for the College (and other public bodies) to do this (ACTION 13).

This would be reviewed in 12 months time (ACTION 14).

## **11. Health and Safety policy**

The Vice Principal Estates Strategy introduced the revised Policy.

A Governor asked whether this took into account a recent precedence of disqualification by association. This would be considered (Action 15).

The Corporation Board approved the revised Health and Safety Policy.

## **12. Any other business**

### **Interim Chief Executive**

The Chair informed the meeting that the Interim Principal had indicated his intention to leave at the end of February 2015. The Interim Principal would take over and had been asked to extend her contract until Carole Kitching was in post. The Board offered its thanks to loan Morgan.

### **UCU and Unison request to revert to election of staff and student governors.**

The Clerk informed the meeting she had received a formal request from the unions for elections for the posts of staff governors and student governors to be reinstated as the decision by the Board to move to selection instead of election was done without consultation with staff. The Clerk explained that the roles of staff and student governors were not representatives of those groups, but were there to make decisions in the best interests of the College as a whole.

The decision to move to appointment had been to ensure that the governors were appointed based on skills rather than elected based on being popular among their peers. A Governor involved in the staff and student governor appointment panel said that he believed that this had led to more candidates coming forward.

The meeting agreed that there was not enough evidence to overturn an earlier decision of the Governing Body and the unions would be asked to provide an evidence based paper to the next meeting (ACTION 16).

### 13. Date of next meeting

24 March 2015

#### Actions

Date of meeting	No.	Action	Who	Date	Status
30 Sept 2014	1	Curriculum plan and strategy to be presented to Governors	IM	24 March 2015	On agenda
30 Sept 2014	4	An awayday to be arranged early in 2015	AH/J L/CB	ASAP	
16 Dec 2014	1	The risk management policy and the risk register should be rewritten for the February 2015 Corporation Board meeting	IR	10/2/15	On agenda for March Audit Committee and Corporation Board meeting
16 Dec 2014	2	The risk register should be discussed at the next strategic away day	IR/AH	Awayday being organised for March 2015	Ongoing
16 Dec 2014	4	The link Governor scheme to be facilitated and encouraged by the Clerk, however additionally, there would be greater co-ordination of governor visits to curriculum areas	AH/APs/Govs	10 February 2015	Moved to March meeting to allow discussion on Ofsted
16 Dec 2014	5	A going concern report would be presented alongside the annual accounts in future	IR/AH	December 2015	Ongoing
16 Dec 2014	7	An in depth E&D report to be submitted to the Corporation in February 2015	IR/RR	10/2/15	Moved to March meeting to allow

					discussion on Ofsted.
10 February 2015	1	A report on apprenticeship income will be submitted to the next meeting of Financial Recovery Board	IR	10/3/15	On agenda for 10 March meeting
10 February 2015	2	Progress to be maximised in the coming months with a view to inviting Ofsted to undertake an inspection as soon as improved outcomes could be demonstrated	JLo	Ongoing	October 2015
10 February 2015	3	Head of Maths and Head of English to be appointed as soon as possible	JLo	Ongoing	
10 February 2015	4	Top ten points of recovery to be submitted to Quality Recovery Board	JLo	17/3/15	On agenda
10 February 2015	5	Internal observation system to be discussed by Quality Recovery Board	RR	17/3/15	On agenda
10 February 2015	6	Managers were tasked with mining out information about weak teaching during inspection	JLo		
10 February 2015	7	An acknowledgement of appreciation for the staff during Ofsted should be communicated	AH/C B	13/2/15	Complete
10 February 2015	8	Chair and the new Principal would meet with the FE Commissioner	CB/C K		Meeting to be arranged following conversation between Carole Kitching and David Collins
10 February 2015	9	Clerk to draft terms of reference for the Organisation Review Reference Group	AH		Complete
10 February 2015	10	Governors to be invited to express interest in the Organisation Review Reference Group	AH		Complete

10 February 2015	11	The timing for delivery of the curriculum strategy to be emailed to Governors	RR		On agenda
10 February 2015	12	The curriculum plan needs to show the impact on the campuses to inform the organisational review	JLo/ RR/ IR		Ongoing
10 February 2015	13	Chair to write to LPFA	CB		
10 February 2015	14	LPFA Property charge to be reviewed in 12 months time	AH/ IR	February y 2016	Ongoing
10 February 2015	15	UCU/Unison to draft paper on reverting to student/staff governor elections	AH/ union s	24 March 2015	On agenda