

## THE CORPORATION OF WALTHAM FOREST COLLEGE

### MINUTES OF THE MEETING HELD ON 20 FEBRUARY 2017

#### MEMBERS OF THE CORPORATION

Youness Abidou	present	Member
Steve Besley	present	Member and Vice Chair of the Corporation
Paul Butler	present	Member, Chair of the Corporation and Safeguarding Champion
Elaine Colquhoun OBE	<i>apologies</i>	Member
Danelio Gjoka	present	Student Member
Alison Karahan	present	Student Member
Fenella Magnus	present	Staff Member
Renatta Nzomono	present	Member
Jacqueline Sheehy	present	Member and Safeguarding Champion
Tim Strong	present	Member
Kalim Uddin	present	Staff Member
Kapil Wadhvani	<i>apologies</i>	Member
Terry Wheeler	present	Member
Graham Woolnough	present	Member and Vice Chair of the Corporation
Penny Wycherley	<i>apologies</i>	Member, Principal and Chief Executive

#### CLERK TO THE CORPORATION

Val Bartlett Clerk to the Corporation

#### IN ATTENDANCE

Peter Doble	present	Director of Finance
Graham Guest	present	Deputy Principal
Stella Fleming	present	Director of Learning: Pathways
Briony Parker-Brown	present	Director of Learning: Core Skills
Peter Stone	present	Director of Learning: Study Programmes
Kevin Rennie	present	Project Manager

*Students from Hair and Beauty provided Governors with a hand or head massage*

#### 13.17 RESIGNATION OF A CORPORATION MEMBER

The Corporation received and accepted with immediate effect, the resignation of Saher Nijabat as a Governor due to her increased work commitments.

The Corporation thanked Saher for her valuable contribution as a Governor.

The Search Committee will be addressing Governor vacancies and succession planning at its next meeting.

#### 14.17 APOLOGIES FOR ABSENCE

Apologies had been received and accepted from:  
Elaine Colquhoun – work commitment  
Kapil Wadhvani – work commitment  
Penny Wycherley – annual leave

#### 15.17 DECLARATION OF INTERESTS

The Members of the Corporation confirmed that there were no items on the agenda for the meeting in which they had a personal interest.

## **16.17 MINUTES OF THE CORPORATION MEETING HELD ON 16 JANUARY 2017**

The Minutes of the meeting held on 16 January 2017 were approved by the Corporation and signed by the Chair as a correct record.

## **17.17 MATTERS ARISING FROM THE MINUTES WHICH ARE NOT THE SUBJECT OF SEPARATE REPORTS**

There were no matters arising.

## **18.17 PRESENTATION FROM I.T. STUDENTS – NYSTAGMUS NETWORK**

The Corporation received a presentation from three I. T. students regarding a charity project they are organising to raise awareness of Nystagmus.

The Chair thanked the students for their very impressive and informative presentation.

*The Corporation agreed to move to Agenda item 8*

## **19.17 MERGER UPDATE**

The Project Manager provided the Corporation with an update on the good progress being made towards the merger of Waltham Forest College and Barnet and Southgate College (BSC) including a high level timetable of actions. The Minutes of the Shadow Board meetings held on 13 December 2016 and 10 January 2017 were received and noted.

The Project Management Board had met earlier in the day and had concurred that only 'mission critical' tasks continue to be addressed in the first instance and, therefore, some systems will run in parallel beyond 1 August.

The Project Manager informed Governors that all is on track, and whilst acknowledging there is still much work to do including the Principal endeavouring to ensure that staff workloads are manageable, there are no causes for concern.

A Governor queried if the decision to defer certain items past 1 August was part of the planning process or was it a result of a de-scoping exercise? The Project Manager indicated that this was simply a process that had to be gone through in terms of creating a long list of activities which the project management board then had to work through to create a short list of activities.

Governors then discussed the merger in greater detail including:

- What problems may be emerging e.g. the timing of the Due Diligence
- Challenges relating to work load
- Necessity for good, clear communications with staff and how staff are feeling
- Cultural differences and aligning values
- Communications e.g. through staff and student road shows/FAQ's. The Project Manager agreed that communication to staff needs to be improved and that it will be revisited at Principal level
- The proposed future direction of the newly merged College and its organisational structure. A draft proposed Senior Management structure has been discussed by the Shadow Board where it was agreed that the two individual Corporations would provide further comments to David Byrne (Principal Designate).

The Chair reported that the Unions had requested to meet with him and that along with Tim Strong (Governor) this useful and informative meeting had taken place earlier this afternoon. A further meeting is to be arranged.

The Project Manager then drew attention to the Merger Risk Register which had been considered by the Shadow Board, has had several iterations and that it is still in the process of being developed, including relevant mitigations. Following the Project Management Board today, it will now be updated further before the next Shadow Board meeting on 15 March 2017 and then duly circulated.

The Corporation noted the key highlights of the merger Risk Register including:

- A merger which is delayed by poor planning
- How to communicate
- Impact of negative findings from the Due Diligence (which is scheduled to start on 20 March 2017)

A Governor commented that there is a need to create space 'upwards' to ensure the views of staff, students and the community are all heard as this will help with the ownership of the final merged institution. In addition it is essential that sight is not lost on the focus of the core business which is the students.

It was noted that the name 'Waltham Forest Campus' is viewed as a working title as there are too many legal risks (e.g. novation of contracts) to change to a completely new name for 1 August. It may well be that a competition is run regarding suggestions for a name of the newly merged college.

The Project Manager reported that, to date, there have been 97 responses to the Public Consultation document; mainly from staff and students but little from the community. Governors indicated some concern that the communications to the community regarding the merger seemed to be at a low level.

The Chair indicated that a discussion had taken place regarding the extension of the consultation period, however, the Project Manager highlighted key dates which need to be met and that any extension would impact on these.

It was noted that the Consultation is part of the required legal process and will provide some evidence to the Corporation of the issues being raised and the responses provided.

The Corporation received and noted the Merger Risk Register.

## **20:05 KR left the meeting**

Governors and the Senior Team then held further informal discussions on the proposed merger including feedback from the Strategy Group which had met on 16 February.

The Corporation noted the progress being made towards merger.

## **20.17 PRINCIPAL'S REPORT**

The Corporation received an update on the current position from 3 December 2016 to 10 February 2017.

Attention was drawn to the main areas of risk giving cause for concern in this period including:

- Imperative to improve English and maths achievement rates particularly at GCSE C+ and at Level 2
- The financial position for 2016-17
- Maintaining a consistently good experience for the students across the College
- The pressure on Managers and staff
- The discussions, work and costs around merger

Attention was then drawn to specific sections within the report.

The Deputy Principal reported that the College had held two successful major recruiting events in January (an Open Day and an Interview Day) and that applications for 16-18 year olds are up in number compared to last year.

The Director of Learning: Study Programmes reported on retention strategies and also on the various activities which have taken place throughout the Study Programme areas. The work experience and external placements have continued to increase across all learning areas of the College compared to the same time last year. Quality Support meetings continue to rigorously track student progress.

The Director of Learning; Pathways reported on the CPD which has taken place including sessions on maximising student success and achievement. Learning Area reviews are taking place for all staff but there is a specific focus on those areas identified as requiring improvement during the recent Ofsted Inspection.

The Director of Learning: Core Skills reported on English and Maths. Assessment results to date are encouraging and the data is to be further analysed to assist with targeting relevant areas for improvement. A Governor highlighted that English & maths are noticeable political F.E. concerns and it was agreed that a more fulsome report on English and maths be brought to the next Corporation meeting for particular scrutiny.

It was noted that attendance has fallen since Christmas but is still above last year and above the target of 86%.

The Safeguarding update for 7 September to 14 December 2016 was noted and that issues are being identified and students supported sooner.

The Corporation agreed to receive a somewhat 'reduced' Principal's report on 27 March in order to focus predominantly on achievement results for vocational and English & maths.

The Deputy Principal reported that there was no update following the recent appeal to Ofsted.

Governors were informed by a Student Governor that a Student Conference is being held on Tuesday 21 February and will include discussion on the merger. Feedback will be provided to the Executive via the Student Engagement Officer.

### ***Higher Education (H.E.)***

Governors were reminded that they had previously been updated on H.E. at the meeting on 14 November 2016. The Director of Learning: Core Skills provided the Corporation with an update on the new H.E. quality processes and the impending review which has five stages. If Governors wish to see a copy of the quality review visit information then they were able to do so via the Clerk.

**20:45: DG,AK,PS,SF,BPB left the meeting**

### **21.17 FRANCHISE UPDATE**

The Director of Finance provided the Corporation with an update of the College's franchise .i.e. sub-contracting of education and training activity at the mid-point of 2016-17.

It was noted that it is considered best practice for Corporations to receive regular franchise reports when a college is undertaking a significant amount of franchise activity.

The report updated Governors on:

- Compliance
- An updated schedule of College sub-contracts and performance to date
- Summary information about each sub-contractor
- Summary of sub-contractor success rates in 2015-16
- Sub-contractor fees and charges schedule
- Franchise Partner Failure – Contingency Plan

The Corporation confirmed the updated schedule of sub-contractors and sub-contract volumes for 2016-17 as set out in Appendix A of the report and noted the Franchise Partner Failure Plan as set out in Appendix 5.

## **22.17 MONTHLY MANAGEMENT ACCOUNTS – 31 JANUARY 2017**

The Director of Finance provided the Corporation with a position statement on the financial performance of the College up to 31 January 2017.

The Director of Finance informed the Corporation that there has been very little change since the accounts for 31 December 2016 were presented as they continue to reflect a projected deficit of £400k on a turnover of £19.460 million. This would place the College back into "satisfactory" financial health. The main cause of this is under-recruitment on advanced learner and Higher Education loan funded provision in August and September.

The risk of a significantly larger deficit being incurred has reduced as a result of the unexpected receipt of some additional funding body income, participation in three ESF projects, on-going tight management of costs and managing the risks relating to securing the SFA adult and apprenticeship funding targets.

The two main risks to the Colleges' projected deficit are:

- Securing the SFA adult funding allocation within budget
- Managing merger related costs

The College's cash flow position remains tight in itself and is exacerbated by the STEM project and deferred payments of the capital grant from the GLA the second of which has been paid more promptly than was originally assumed. The STEM building is currently on time and on budget.

Attention was then drawn to the shortfall in recruiting 16-18 Study Programme students which will affect the College's EFA funding allocation in 2017-18 by a reduction of c£865k. It was noted that this is a feature across F. E. The EFA are proposing some changes to their methodology next year regarding funding for disadvantage and 19 year old continuing students which may help to mitigate this shortfall.

This funding reduction will need to be managed as part of the College's curriculum planning for 2017-18 and the merged college's business planning.

A Governor made the point that merger may be seen as a distraction when the priority must remain as improving the quality and outcomes for our students and ensuring the focus is on what needs to be done to achieve this.

The Financial Performance Indicators and their associated risks ratings were noted including that 9 of the 17 risks are currently 'red'.

The Corporation:

1. Received and noted the Management Accounts relating to the financial performance of the College as at 31 January 2017;
2. Noted the key financial risks being managed by the College; and
3. Noted the current status of the Financial Performance Indicators

## **23.17 SEARCH COMMITTEE MEETING**

The Corporation was informed that the meeting due to take place on 20 February had been cancelled.

**24.17 ITEMS TO NOTE**

- Governor attendance at College events

**25.17 ANY OTHER BUSINESS**

Confidential Item

The Chair indicated that there was to be a confidential item relating to the proposed Senior Management structure for the merged College (including Senior Post Holders) and, therefore, it was agreed that staff and student Governors be requested to withdraw from this item.

*The meeting closed at 20:35*

**These minutes have been approved by the Corporation and signed by the Chair as a correct record.**

**ACTION POINTS ARISING FROM MEETINGS OF THE CORPORATION**

Minute No.	Issue and Action	Target Date	Achievement Date
<b>72.16</b>	<b>Sainsbury Review</b> Update on consultation	Spring 2017	
<b>109.16</b>	<b>BIG CREATIVE</b>  Draft due diligence report to be presented to the Corporation meeting, potentially on 16 January 2017.	January 2017 Now March 2017	
<b>20.17</b>	<b>PRINCIPAL'S REPORT</b> It was agreed that a more fulsome report on English and maths be brought to the next Corporation meeting for particular scrutiny.	27 March 2017	