

Chair	Rob Hull
Corporation Members	Vivien Bailey, Gerry McDonald, Steve Hedges, Diana Murray, Marilyn Hawkins, Lutfey Siddiqi, Stephen Critoph, Malcolm O'Brien, Dawn Samwell
Officers	Deputy Principal: Paul Wakeling Deputy CEO: Suri Araniyasundaran Principal Tower Hamlets and Hackney: Alison Arnaud Principal Redbridge and Epping Forest College: Janet Smith COO: David Holmes Group Director HR: Peter Armagh Group Director International: Richard Surtees
Director of Governance	Fiona Chalk
Observer	Heather Cross NLG
Item No	Item of business
PRELIMINARY PROCEDURAL MATTERS	
1.	Chair's Welcome & Opening Remarks The Chair welcomed Governors to Havering Sixth Form campus and welcomed the new governors from the legacy Havering colleges and stated that members are glad to have them on Board.
2.	Apologies For Absence Richard Bint, Gareth Wall, Cynthia Griffin, Nikki Makinwa and Marina Antoniou
3.	Declaration of Interests Declaration of interest from Lutfey Siddiqi in regard to the Loan Redemption (item 7). He advised he left Barclays employ in 2010 before a loan was taken out and 8 years before he joined the Corporation.
4.	Minutes of the Last Meeting Held on 9th July 201 Subject to the following amendment under 8.2 namely, ' <i>The Corporation resolved to approve the establishment of an RCF up to the value of £5 million through tendering and negotiations with Barclays and other banks</i> ', the minutes were signed as a true and accurate record.
5.	Matters Arising and Action Points from the Meeting All matters arising were actioned. Governors expressed their pleasure and thanks to management for the Student Awards evening that showcased student achievement to a wide variety of stakeholders. Governors encouraged management to continue to promote the college's achievements through such events. Vivien Bailey, as safeguarding governor lead, confirmed she & Paul Wakeling, safeguarding management lead, are working collaboratively on safeguarding and the new policy was approved at the last meeting.

<p>6.</p>	<p>Chair's Actions & Written Resolutions On 10th September, a written resolution was circulated to members with regard to grant security to the London Pension Fund Authority on the Epping College, Borders Lane campus. 13 members approved the resolution and it was duly passed.</p> <p>It was resolved that this matter be noted by the Board.</p>
<p>STRATEGIC MATTERS</p>	
<p>7.</p>	<p>Principal's Report</p> <p><u>Enrolment</u></p> <p>1. 16-18s across the group, the 16-18 learner recruitment is forecast to have a £500,000 - £1m shortfall. The overall income from this stream is £48.5 million, which is secure for 2019/20, however, any shortfall will impact 2020/21. The reasons for this are many, but include primarily:</p> <ul style="list-style-type: none"> • Population is now at a demographic low point for 16-18s nationally • Considerable competitive pressure, especially from 6th forms • New schools opened in Tower Hamlets borough <p>Variations on enrolment numbers by campus were noted. Redbridge was noted as being very strong and the evidence of the improvement at this campus is also reflected in the SAR. The community is seeing the improvements and responding accordingly, and this pattern is likely to follow in Epping.</p> <p>2. Adult enrolments, while it is too early to have a clearer picture are currently higher than planned at this stage. The Adult position will be reported at the December Committee in more detail. The overall income from this stream is £17.7 million.</p> <p>3. The Apprenticeship targets which are profiled with starts all year, will be reported at the December meeting in more detail. The overall income from this stream is £3 million; the strategic direction for 2019/20 was to reduce the level of subcontracting on the Apprenticeship provision.</p> <p>Governors asked if management had a clear picture of what the characteristics are of those students that have come this year that didn't enrol last year and vice-versa. The marketing department are doing analysis of those that did not enrol, including a geographic analysis of where students are coming from. This will shape future marketing and enrolment strategies.</p> <p><u>Industrial Relations</u></p> <p>It was noted that UCU have written to the Chair seeking an audience with the Board. The Chair has replied and requested a written submission of their concerns and asks. No response has been received to date.</p> <p>The CEO advised that he has not been notified of any new strike dates. The primary issue is around contract for new starters, which is generous in the sector. It differs from the existing contract by giving 1 weeks less holiday and the requirement to work 1 Saturday a year. This was done on goodwill previously but is now a contractual requirement. Existing staff contracts remain the same.</p> <p>HSFC – 90 staff are members of the NEU (primarily a union for schools and 6th form colleges). They are in dispute against the Secretary of State in a 'raise the rate' campaign. Nationally they balloted and 25 colleges met the threshold, but they have now gone back to colleges who didn't quite make the required 50%, HSFC being one. If the</p>

ballot does get approved, the strike date will be 20th November. The union have offered to pay strike pay. Staff will discuss how to minimise impact on the college on that date.

Corporate Intent Report 2019-2022 – presentation on the portal

The Chair stated that it is important that the Governing Body along with all staff take ownership of the strategy for the coming period. There has been a lot of discussions including vision & values governor groups and engagement with staff, students and stakeholders.

The CEO outlined the document and asked for further feedback.

Stakeholder engagement – this has included students, staff, employers and college partners. There has been a real coming together in the culture of mergers for staff across the group – this came out in the Ofsted monitoring visit. Students are seeking as a priority, further work placements; staff key concern is around system implementation across the group; and employers see NCC as a stabilising force in the market of the FE sector in the current climate of rapid change. Development of regional specialisms is expected by employers.

Vision and values – Much more strongly than previously, there has been a joint approach between management and the board to define and own these.

After mergers, there has been continuous improved outcomes at all campuses – Epping was the 2nd worst college in outcomes last year and this year is the most improved college in the country. The Matrix management and governance structure was a key important decision which has accelerated improvement and consistency across the group.

Challenges are noted as follows:

Funding and policy environment – implementation of T Levels

Competition – Tower Hamlets use to be the 6th form for Tower Hamlets schools – now schools are in direct competition. 20% more students in London stay at their school at 6th form, than outside of London

Complexity – in lots of different markets.

Recruitment – staff – schools pay more

The proposed strategic intentions were noted. Governors questioned:

This is a strategic intent document not a strategy. Do we need to develop this further, because that will become a strategy? It should be kept short as a document of intent.

Purpose of the Business Improvement Unit – shared best practice of processes across the organisation. Systems and approaches – necessary because of our size but give more opportunities due to our size.

Curriculum – is it fit for the future? It has been designed to be deliberately so.

When will there be an Estates and property strategy – a costed group estates strategy is being developed and is aligned to the curriculum strategy.

How will wellness, workload and sustainability relate to the industrial dispute matters - work with the unions in a positive working relationship.

What will be the geographic focus – deliberate focus on East London and South Essex.

What is the timeline for completing this document:

November – feedback with more stakeholder engagement

December – final sign off

January - launch and implementation

Balance between different educational streams i.e. HE, 16-18, how will these be areas be developed. They will be designated a growth, hold, or decline model.

Do we need to have an intensified focus on branding, thought leadership, shapers of this sector in the wider environment? This will feed into how NCC is perceived by employers. Management are on key focus groups in the sector. A sector leader can lead to additional scrutiny – we need honesty about risks of size as well as benefits.

Strengthen diversification of income – this is part of the strategy

Ofsted – curriculum rationale, ambition for the organisation and concepts the college have embedded in the intent strategy and the vision and values statements.

What hangs under this document? Property Strategy, curriculum strategy, financial budget and investment, T&L hub, business improvement unit. These will have objectives that feed into the corporate goals.

Corporate Goals 2019/20

These reflect last year's but will be updated in line with the strategic intent document once it has been signed off. This needs to be expanded to include 6 campuses and include harmonisation and integration with Havering.

30th January – strategy day will review these further.

Repayment of Barclays Loan (see confidential minute)

Rainham CISIC and Quarles Lease report

Havering College of Further and Higher Education (HCFHE) sold the freehold of the Quarles campus in July 2017 as part of a strategy to rationalise its estate from three to two campuses. The transaction included a two-year rent-free period for 2017-18 and 2018-19. Given the need to continue to occupy the site for at least one further academic year, pending completion of the Rainham CISIC project and refurbishment works at Wingletye Lane to accommodate provision for special educational needs and disabilities (SEND) a new lease for at least the 2019-20 academic year is, therefore, required.

The London Enterprise Action Partnership (LEAP) FE capital grant for the Rainham CISIC project is in the process of being novated to New City College following the merger with Havering College of Further and Higher Education (HCFHE).

Tenders for the main construction contract were returned on 04/10/19, with contractor interviews on 15/10/19. Contractors were asked to submit prices for achieving practical completion in line with the current programme (December 2020) and an accelerated programme. 4 tenders have been received and cost consultants will give a recommendation this week. Costs are within the set budget, but project timings need to be confirmed. £15m grant from LEAP £5.4m. Surplus strip of land has attracted offers and will potentially contribute £2m approx.

The Curriculum offer is key in area of redevelopment and regeneration, so the college is playing a significant role in supplying skills to support the wider regeneration of North Thames gateway region. This curriculum also fits with London Skills agenda and post-brexite landscape. This will be a sub-regional centre of excellence for construction.

The approval of this expenditure has been brought back to this Board as it had previously been approved by Havering Board prior to merger, but this Board needs to consider and approve it.

Governors questioned management on project risks such as delay, decant and timings. Management advised that the project has been through a procurement process to give reassurance on these matters. Governors requested a summary page for the Board, giving a brief description of each bid and the scoring, as well as top level risks and mitigations.

The Corporation resolved to approve the Rainham CISIC project and approve delegated authority for the Chief Executive Officer, Chair and Chair of F&GP Committee to:

- i. Approve the project in principle**
- ii. Award the contract for and sign the contractual documents for the construction contract for the Rainham CISIC project (estimated value up to £11.6 million including VAT).**
- iii. Sign the new lease for the period September 2019 up to December 2020 (at the latest) for the continuing occupation of the Havering Quarles site (£0.8 million)**

Oxford Language School (see confidential minute)

PERFORMANCE MATTERS

8. Annual Reports to the Board

Employer Satisfaction Survey & Report

Both colleges have seen a slight decline in employer satisfaction, however, Havering College still remains 11% above the New City College. Reasons for the decline could be due the changes seen in the sector around apprenticeships and funding. Also Epping Forest College has joined NCC, and there were a number of employers unhappy with how the apprenticeship programme was being managed.

The likelihood of employers recommending New City College as a provider has declined by 10% and 3% for Havering College. However, a high proportion of employers would still recommend the college to other providers. The Apprenticeship & Business Development team have focused heavily on communication, outcomes, Apprentice and Employer experience and is confident the level of satisfaction will significantly increase this year.

The reasons for the decline in overall satisfaction are likely to be due the following;

- Inclusion of Epping based employers, impacting on the data and having a poor experience prior to merger
- Changes to Apprenticeships, funding, employer contributions, causing confusion
- Moving from frameworks to standards, employers understanding of the new apprenticeship landscape
- Move to levy funding for large employers, increased expectations and value for money
- Change in staffing, moving towards curriculum based delivery models, impacting on relationship management
- Communication, focusing on key account management and employer engagement declined during transition

Across the college there are some outstanding examples of employer involvement, with high levels of satisfaction. The priority is to increase the levels of employer participation, consistently across the group. This will be achieved by developing an employer engagement strategy, which will outline our strategic intent and our strategies for

involving employers. This will be closely aligned to the Gatsby standards and employer involvement good practice. The Action Plan for 2019/20 was noted, and governors asked for it to be monitored via the CQ&S termly meetings and requested Jamie Stevenson attend these meetings.

Governors discussed the difference between Havering and NCC on satisfaction rates with employers. It was noted that the Epping stakeholder group adds value. There needs to be more work done locally by NCC rather than relying on national figures, and this is the proposal for this year. Havering had employer boards that governors were invited to attend, which were very useful.

Governors questioned whether the marketing strategy for employer engagement is the responsibility of marketing or whether it lies with each campus principal. Learner Voice is led by the Quality Team. Jamie Stevenson is working with employers and his team has the direct relationship with employers so can listen and frame the questions that give the informative information to tailor curriculum to employers' requirements.

Benchmarking is published nationally and this will be provided in the 2020 CQ&S meeting.

Learner Voice Report

Governors noted the levels of student satisfaction during 2018/19 and the actions resulting from this feedback. These actions will be monitored via the CQ&S termly meetings.

Workforce Report

The key points in the workforce summary report that analyses staff profiles by Management, Lecturer and Support Staff levels, were noted:

- NCC including the Havering Colleges employed 1689 full and part time staff comprising 833 support staff, 667 teachers and 189 managers. 66% of the workforce were women although the composition varied across campuses.
- The average age of the workforce mirrored the FE sector norm of 46 years.
- Full time staff were paid significantly more than the FE sector norm. The salary differences ranged from £3103 (HFE), £6254 (NCC) to £13,948 (SFC).
- Sickness varied across the campuses ranging from 4.1 days-9.15 days.
- Turnover ranged from 7% at NCC excluding the Havering Colleges (from April 19 only) to 22% at Havering GFE (Havering Sixth Form did not report in 2018/19).

Support staff (47%) is the largest contract type at the college followed by teachers (41%) and Managers (12%). The College has a more balance workforce profile than the FE sector with slightly less support staff (52%) and more teachers (38%) than in the FE sector but slightly more managers (10%). The College needs to keep its staffing profile under review because staffing is an expensive resource and this needs to remain in line with sector and whole college benchmarks.

The breakdown of staffing numbers for ethnicity, disability, age, gender, religions, sexual orientation and marital status were noted. Although the analysis shows the College has a diverse workforce the College needs to continually review its recruitment and selection procedures to ensure that the procedures do not adversely affect any of the protected characteristic groups.

149 new starters last year and looking to recruit 50/50 on gender. Staff turnover is below sector average, managerial is highest at the moment. T&Cs are sector leading.

Governors questioned staff ethnicity – 60% BAME background, 62% white managerial,

however teaching staff does reflect the demographic at each campus. This ties into vision and values. In future, pay will be broken down by ethnicity.

The average annual pay figures were given, and the median gender pay gap for NCC was 5.2 compared to 17.9 in the education sector. Havering FE is 21% have a large number of female staff at the bottom end of the scale with no pay progression. Pay progression will be put in place now the group is merged, so this gap will reduce going forward. Salaries are aligned also as part of merger.

Sickness days were noted as being below sector average and training and development information was supplied. Havering GFE sickness days are higher and this will be looked at.

Health & Safety Report

In summary the year has included the following:

- Convening of the Health and Safety Management meetings to ensure compliance with policies.
- The adoption and review of effective campus health and safety activity by the Health and Safety Consultative meetings.
- The introduction of numerous policies harmonised across the group.
- Health and safety training undertaken by staff in 2018/19 and planned for 2019/20.
- Accident and incident reporting for each campus with no significant remedial actions required.
- RIDDOR information with no major concerns raised as a result of these incidents.
- An internal audit that highlighted one high risk rate recommendation, which was to ensure all risk assessments were complete

The main task during 2019/20 is noted as harmonisation and amalgamation of the Havering Colleges, with the overarching strategy of being compliant with all legislative and regulatory requirements. The staffing resource for the Health and Safety Team was increased within the group in August 2019

Governors questioned the level of H&S incidents in the area of special educational needs in Hackney and why it is higher than elsewhere. There are much more complex student behavioural issues at Hackney. Vivien Bailed advised that as the Board's safeguarding governor, she will look at this further to understand it. Previously, the provision was reviewed as management didn't feel equipped to look after all the students and so there are still some students here who cannot be moved appropriately, and therefore staff have been trained accordingly.

Safeguarding Report

Governors were informed of the safeguarding developments and performance of systems from September 2018 to July 2019, and noted Section 1.0 giving governors assurance that they are fulfilling their accountability according to the policy. They noted the pre-merger NCC report which shows that there are good levels of monitoring and support as well as inter-agency working that keeps students safe. The Havering reports also gave assurance around monitoring and good safeguarding practice. This year recording and reporting will be brought in-line with the rest of the Group. A safeguarding action plan for all NCC for 2019-20 will be brought to SMT this term and then CQ&S and will be monitored termly. The current focus is on consistency across all campuses. Governor accountabilities, such as governor safeguarding training were noted – all governors have completed their statutory training.

The action plan is Rag-rated by the safeguarding working group with the safeguarding lead from each campus, and agreed through SMT.

Trends on particular types of issues are identified to help shape training etc. Also trends for year on year figures and patterns will be monitored and this will be easier now all colleges are on the same system. The Safeguarding governor is notified of serious incidents, how they are managed and resolved.

9. F&GP Committee Recommendations

Members noted the discussions from the committee on:

- Marketing Report
- Learner Numbers and Funding update
- Forecast Outturn 18-19
- Capital Projects Report 19/20
- Subcontracting
- Industrial Relations update
- Health & Safety
- Equality & Diversity

Updated financial forecast for this year will come to the next committee.

CQ&S Committee Recommendations

Members noted that matters discussed included:

- Interim Achievement Rates
- QIP
- SAR Timetable
- Enrolment
- HE Termly Report
- Annual Student Complaints Report
- Safeguarding
- Committee Terms of Reference

Student achievement is very positive and very encouraging. Congratulate staff – improved across the whole group despite merger and some outstanding achievement figures and huge progress. Quality Improvement Plans were very detailed and key actions are stated clearly. LAC looked after children. Improved reporting of vulnerable groups. Awards evening some great achievement of students from vulnerable groups. OfS registration required some changes in regards to academic governance.

The Corporation hereby resolved to approve:

- **The approach & plan for the Self-Assessment Review (SAR)**
- **The Higher Education Terms of Reference**
- **The amended CQ&S Terms of Reference**

Property Committee Discussions

Poplar redevelopment – the committee discussed planning, project viability, budget position and project program. The latest viability work demonstrates that even in the most optimistic scenario, there will be a funding gap of between £35-£40m between the land receipt achievable from the site and the College redevelopment costs (incl. decant costs). Ongoing costings and viability studies are being undertaken, and a further report will come to the November meeting.

Epping Wellness Centre - The standard sports hall size does not fit within the red line boundary of the college land and requires sub structures to go onto Fairview Homes' land. The college has asked for a small area of extra land at no extra cost. Fairview have offered to gift the college the whole open parkland freehold, as long as the college pays for the upkeep. Further details are being sort on what expenditure will be required for such upkeep.

Audit Committee Recommendations

The committee discussed:

- Internal Audit Reports – Health & Safety & GDPR had limited assurance. Management are taking the necessary action to remedy this. The Audit committee will monitor accordingly.
- Annual Internal Audit Reports – These will come to December’s Audit committee and then the Board.
- Risk Management Review – Reporting mechanism from the Property Committee to Audit Committee need to be set up. Management are developing a revised risk register to support the 2019-22 strategic intent document, taking into account the Havering campuses.
- Internal Audit Plan - The committee requested that where the brief covered a specific risk in the Risk Register, that the testing performed specifically addresses ‘existing controls/mitigating procedures’ listed in the Risk Register where they can be tested. Consideration should be given to rewording them if they cannot be tested as written.
- Regularity Self-Assessment Questionnaires
- Whistleblowing – there were no qualifying disclosures reported in-year
- IA Performance Review – satisfactory performance. Future agendas to include a sector update item from IAs.
- The Committee agreed new abbreviated versions of IA reports to come to committee.

Members noted the 5-year view of Internal Audit, what has been done and when.

Compliance with funding council ESFA regularity SAR questionnaires were discussed and noted.

The Corporation resolved that the internal audit plan for 2019/20 and the Regularity Self-Assessment questionnaires from NCC, HSFC and HCFHE be approved and be signed by the Chair and Accounting officer.

Havering Local Board Minutes

Noted.

GOVERNANCE MATTERS

10. Search Committee recommendations

The Corporation hereby resolves:

The approval and publication of the Search Committee Annual Report 18-19

The following appointments:

- Malcolm O’Brien – Remuneration Committee
- Richard Bint – Finance & General Purposes Committee
- Dawn Samwell – Curriculum Quality and Students Committee
- Cynthia Griffin - Audit Committee for one year
- Marilyn Hawkins – Curriculum Quality and Students Committee for one year – as a link to the Local Board and in view of imminent Ofsted.
- that there be one Vice-Chair going forward. Marilyn Hawkins was unanimously appointed as Vice-Chair
- that the composition of the Board be reduced to 12-15 (10 independent) members in total by natural wastage but ensuring retaining the right expertise
- that the diversity target for Independent members of the Board is that it should be representative of the communities it operates in.

The following amendments to its legal framework:

	<ul style="list-style-type: none"> · The amended wording of the I&As to allow email agreement to Written Resolutions · The process by which Written Resolutions will take place · The amended wording to the Standing Orders to take account of the new process for Written Resolutions, OfS Regulation and other minor updates · The proposed Scheme of Delegation <p>It was agreed that a review of the Governors Code of Conduct will come to the December meeting, following agreement on the strategic intent documentation, and that recruitment to take place for a co-optee to the Audit Committee.</p>
11.	<p>Declaration of Interest Annual Report</p> <p>The Board acknowledged that there are a wide range of situations in which conflicts of interest may arise and encourages individuals to disclose potential conflicts so that they can be appropriately managed.</p> <p>The annual Declaration of Interests forms part of the Board’s ethical framework. The Code of Good Governance for English Colleges issued in March 2015 now states at paragraph 2.10 “Board members are required to fulfil their duties in line with accepted standards of public life. Board members must avoid conflicts of interest and act solely in the interests of the college at all times”.</p> <p>Governors discussed the amount of detail required on family interests and agreed they are to be disclosed if there are significant or possible conflicts.</p> <p>The report detailing all declared interests of governors, was noted.</p>
12.	<p>Use of the Corporation Seal Annual Report</p> <p>Governors noted that there is no requirement under the FHEA 1992 for any document to be sealed by a further education Corporation. Under the general law, however, any document executed by a Corporation as a deed must be under seal. The alternative procedure for executing deeds without using a seal, available to companies under the Companies Act 2006, does not apply to statutory corporations such as further education corporations. The Board’s use of the Seal in 2018-19 was noted.</p> <p>The Chair advised that it was the Director of Governance’s last meeting and he thanked her on behalf of the Board for her significant efforts, professionalism and for driving through improvements in governance across the college group.</p> <p>College staff and staff governors left the meeting.</p>
CONFIDENTIAL MATTERS	
13.	<p>Confidential minutes of the last meeting held on 9th July 2019</p> <p>See confidential minute</p>
14.	<p>Matters Arising</p> <p>See confidential minute</p>
CORPORATION MEETINGS 2019-20	
15.	<p>Meetings for 2019-20</p> <p>17.12.19, 30.1.20 (Strategic Planning Day), 26.3.20, 9.7.20</p>
MEETING EVALUATIONS	
16.	<p>Meeting Evaluation Form</p> <p>To be completed by all members.</p>

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Signed.....

Dated.....