

Chair	Rob Hull
Corporation Members	Steve Hedges, Gerry McDonald, Gareth Wall, Gunner Burkhart, Diana Murray, Nikki Makinwa (until item 12), Cynthia Griffiths, Sue Williams, Lutfey Siddiqi (until item 11)
Officers	Deputy CEO: Suri Araniyasundaran Principal Tower Hamlets & Hackney: Alison Arnaud Principal Redbridge and Epping Forest College: Janet Smith
Director of Governance	Fiona Chalk

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PRELIMINARY PROCEDURAL MATTERS	
1.	<p>Ofsted EIF (Slides filed with these minutes)</p> <p>Governors noted the outcome of the Monitoring Visit from Ofsted in June, which gave reasonable improvement to TL&A & Apprenticeship provision at Epping, and significant improvement to Leadership and Management across the whole group. Governors thanked Senior Managers for all efforts in regard to the Ofsted visit.</p> <p>Governors highlighted the risk under the new framework, around engagement of learners, as learners will have much more direct contact with inspectors. Management advised that student engagement was part of an on-going student performance strategy being implemented through student induction.</p> <p>Governors advised that they will be reviewing with management, how the well-being of staff is being captured and reported on.</p>
2.	<p>Chair's Welcome & Opening Remarks</p> <p>The Chair welcomed Governors.</p>
3.	<p>Apologies For Absence</p> <p>Vivien Bailey, Marilyn Hawkins, Neil Yeomans, John Houston, Mohammed Adnan Mahmud.</p>
4.	<p>Declaration of Interests</p> <p>Gerry McDonald declared an interest for the Merger item, given his position as interim CEO of HCFHE.</p>
5.	<p>Minutes of the Last Meeting Held on 2nd April 2019</p> <p>The minutes were signed as a true and accurate record. Cynthia Griffiths to be recorded as being present.</p>
6.	<p>Matters Arising and Action Points from the Meeting</p> <p><u>Capital Spend</u></p> <p>The spend during the summer 2018 and the rest of this financial year was noted as £5.7 million.</p>

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	<p><i>Estates</i></p> <p>The spend by campus on summer works and the Arbour refurbishment was as follows –</p> <ul style="list-style-type: none"> • Hackney - £1.2 m • Redbridge - £0.9 m • Tower Hamlets - £0.2m • Arbour Square – £1.6 m • Total - £3.9 m <p><i>IT</i></p> <p>The overall spend on IT for the year was £1.8 million.</p> <p>Governors noted:</p> <ul style="list-style-type: none"> • The investments have focussed on improving facilities in the classrooms, the infrastructure and new technology including virtual desktops and the general communications. • The telephony project has commenced for completion later in this calendar year. • There has been a need to invest significantly in the Colleges that NCC have merged with to improve the IT facilities. • The early indications show the overarching aims and objectives set for these investments have been met, however a full review will need to be undertaken during next year. • The lessons learnt from last year were two-fold - firstly the spreading of the capital spend should be throughout the year to ensure front loaded spending is not a strain on cash flow, and secondly in the future, the capital planning should be started earlier in the year. • Longer-term plans will also be drawn up to support the Accommodation and IT strategies to support the NCC Strategic Intent statements for 2019 -2022. <p>Governors asked for clarification on how the capital spend is resourced. Capital spend is based on the calculated depreciation figure each year.</p> <p>Governors asked if there are any capital works outstanding. All essential capital items have been completed – there is always an ongoing wish list, with items being continually prioritised.</p> <p>Governors urged management to further publicise to all stakeholders, the college’s capital spend across all campuses and what the impact on the student experience at each campus has been. It is important for stakeholders to know the investment the college is putting into all its previous merger partners campus facilities.</p>
STRATEGIC MATTERS	
7.	<p>CEO’s Report</p> <p><u>Ofsted Monitoring Visit</u></p> <p>On Tuesday 25 June, the College was informed that OfSTED would be undertaking a monitoring visit on 27 and 28 June. Three inspectors reviewed provision, governance and leadership, visiting Hackney and Epping. The College achieved 2 Reasonable and 1 Significant progress judgements, and the feedback was noted.</p> <p>Management advised that overall, the monitoring visit can be seen as a success. The judgements are in line with college expectations and the process at Epping since merger</p>

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	<p>is evident in the feedback. It is particularly encouraging to see that the view of OfSTED is positive with regard to the existing governance and management structure and practices in such a large and complex organisation. The monitoring letter will be published before the end of the month and circulated to the Board.</p> <p><u>Augar Review</u></p> <p>Governors noted that Colleges are receiving plenty of support from MPs to persuade the government to adopt the recommendations, but the Treasury is the key to release funding and as yet, shows little sign of doing so.</p> <p>The main recommendations for FE are:</p> <ul style="list-style-type: none"> • The 'steep, steady, widespread and protracted decline in FE funding needs to end and be reversed'. • Post 18 Education cannot be left to the market alone. FE requires £1 Billion of FE capital funding over the next 5 years. • The considerable (53% since 2009-10) fall in part-time adult participation needs to be reversed. • The entitlement for first full level 2 and level 3 qualifications should not be restricted to students under the age of 24. • Funding for foundation years in Universities should stop and Colleges should do this job. • The funding rate for adult education should be increased. • The 17% core funding rate cut at age 18 should be reversed. • Investment in the FE workforce should be a priority. • FE colleges should be clearly distinguished from other providers and the title 'College' should be protected. <p>In addition, Governors noted the following interesting observations, inter alia:</p> <ul style="list-style-type: none"> • HE funding is at its highest level in real terms in 25 years. • Exceptional 'bailout' funding for HE has been £0.9m. For FE it has been £400m. • Unconditional offers for University places have increased from 3000 in 2013 to 117 000 in 2018. • FE funding systems are highly controlled, regulated and complex. <p><u>Industrial Relations</u></p> <p>Governors noted that the College is currently in dispute with UCU over pay. The national claim, restated locally, is for 5%. A 1% pay award, in line with the AoC recommendation, was made in December, backdated to 1 August 2018.</p> <p>UCU has balloted for action at two campuses, Tower Hamlets/Arbour Square and Redbridge. At Redbridge and Hackney, the requisite 50% of votes for action was not achieved. At Tower Hamlets/Arbour, turnout was 63% (98 out of 158). 97% of votes cast were for strike action. The college was subsequently served with notice of three days strike action to take place on 20, 21 and 22 March. However, despite the apparent</p>

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	<p>support for industrial action, local officers advised that the notification of strike action would be withdrawn. However, a month later the College was re-served with notice and industrial action took place on 30 April, 1 and 2 May. Further strike action took place on 4 and 6 June. These later dates coincided with large scale external examinations and Eid. Approximately 100 teaching staff took strike action on each of the days. In addition, Hackney balloted for industrial action in May. The percentage of votes cast was below the 50% threshold, so no industrial action took place. Management registered a complaint on the behaviour of some striking members and this has been resolved informally with UCU.</p> <p>The live ballots for Poplar and Arbour Square expire on 31 August. This means that there is some potential risk to enrolment (ie. 21 – 31 August). However, the management team are more than well equipped to deal with this eventuality.</p> <p>Governors asked management as to how much staff well-being is driving the strike action. Striking members are a small cohort, but there are valid concerns over workload which management are already taking action on to address.</p> <p><u>Corporate Goals 2018-19</u></p> <p>Governors reviewed progress against the Corporate KPIs which were approved in October 2018.</p> <ul style="list-style-type: none"> • LOOP survey final report and action plan will come to Board in the Autumn. • Members noted the external validation of progress provided by the recent OfSTED monitoring visit. • Budget - noted later in the report • Reputation - positive stakeholder feedback. An increase in applications at Epping by 45% and Redbridge by 25% validates this feedback. Hackney is looking at a small dip in numbers as part of the learner integrity policy on enrolment of students. Epping undertook this process last year, which was only affordable due to being part of a large merged organisation. This is paying dividends with achievement, retention and attendance this year. • Harmonisation – still more to be done. Core systems are in place, but further improvements can be made. This was raised in the recent staff survey, so more imbedding and training of staff will take place • Strategic Development – mergers are progressing well. • Staff – looking at staff becoming more reflective and consideration is being given to develop an in-house system of improvement. Staff recruitment is difficult – especially specialisms such as industry experts who can earn more externally in their own profession. • Estates – Poplar development is still undergoing viability work. A whole college estates strategy is being progressed and will be presented to the Board next year. <p>It was recognised that the corporate goals will need refreshing as part of the new strategic intent document, and the vision and values development work governors and management are undertaking.</p>

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	<p data-bbox="260 264 507 293"><u>Strategic Planning</u></p> <p data-bbox="260 309 1458 461">Governors reviewed the update on the production of the new strategic intent document for 2019-2022. To allow greater time for Board discussion and reflection of input, and a comprehensive review of staff and stakeholder feedback, it was agreed the final statement of Strategic Intent will be ready for Board approval in October 2019.</p> <p data-bbox="260 517 783 546">Priorities for discussion were noted as:</p> <p data-bbox="260 602 1474 714">Research led, practical approach to developing group wide teaching and learning – possible research lab that could involve sponsor of Masters/PhD students and would drive CPD. Governors agreed the importance of investing in staff.</p> <p data-bbox="260 770 1437 882">Design and implement innovative and efficient approaches to business improvement to empower staff, relating to organisational effectiveness, cross-campus functions, business improvement as an in-house facility.</p> <p data-bbox="260 938 1469 1005">Prioritise staff workload, wellness and sustainability as key themes of the strategic intent implementation. Working more smartly etc.</p> <p data-bbox="260 1061 1469 1173">Future expansion will give priority to the clear east London and south Essex footprint and bring demonstrable benefits to students and the organisation. A period of consolidation will now take place.</p> <p data-bbox="260 1229 1485 1800">Governors had met with SMT and Chalkstream prior to the Board meeting to hear feedback from staff and students. It was very positive feedback, particularly after a significant period of upheaval. Staff raised concerns about workload, but all staff showed a continued positive commitment to students. The feedback gives useful concepts for vision, mission and values. The group had discussed the extent to which the college needs a NCC wide vision statement, as opposed to individual campus ones. It was agreed that there does need to be a group wide vision for all campuses to sign up to. Messages will be tailored by each campus to local stakeholders. It was suggested that the vision and mission should focus on outcomes rather than just inputs and with emphasis on the impact on students and on the communities NCC serves. It was noted that positive responses in the survey were similar to responses in organisations that have not been through such upheaval. What matters to support and teaching staff showed little differential to what matters to senior management. There was unanimity from staff across the campuses on all issues.</p> <p data-bbox="260 1856 1366 1924">Governors asked for the presentation and feedback documents to be circulated to members.</p> <p data-bbox="260 1980 1461 2047">Governors asked if there was anything to note from the responses, in regard to equality. Responses were positive on equality and diversity from staff and stakeholders, with</p>

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	<p>statements often referring to the college's commitment to improving students' lives and being aspirational for them. Management gave an example of an unaccompanied minor in his mid-teens who came to NCC with poor English skills, followed the BTEC route and progressed to UCL. He now has a sponsored Masters' course with a leading aeronautical company and attributes his success to NCC.</p> <p>Governors asked for management to undertake PR activities to showcase success stories within NCC.</p> <p>The Board discussed the core principles of ambition and strategy.</p> <p><i>Core principles (where do we want to be by 2022):</i></p> <p>The Board discussed:</p> <ul style="list-style-type: none"> • A modern and flexible curriculum • Sector leading buildings and facilities • Connectedness to the community • Draft Strategic Priorities for discussion <p>It was resolved that a small group of governors continue to meet with management – the next meeting to take place in September.</p>
8.	<p>Budget <u>Management Accounts</u></p> <p>The accounts show an operating deficit for the year to date of £41k compared to a budget deficit of £222k. Adding in exceptional items such as restructuring and merger costs and savings, the statutory deficit is £463k as opposed to a budgeted deficit of £409k. This adverse variance is primarily due to a shortfall on income of £1,122k on commercial and fee income and apprenticeship funding. The shortfall has been offset by savings in staffing and non-pay costs.</p> <p>The college will have an Outstanding financial grade at year end, as measured by the ESFA.</p> <p>Governors stated that the Deputy CEO, in conjunction with the Finance department, has done an exemplary job of leadership since his appointment.</p> <p>Governors asked if any further land sales were planned. It was noted that prior to merger, HCFHE planned to sell some land. This will be carried forward as part of the new Group Estates strategy.</p> <p>Governors asked what the proceeds of the sale of the land at the Epping campus had been utilized for. The priority for the group is to pay off legacy debts from merged colleges, including Epping. A significant portion of the capital is being invested back at Epping in the creation of a Wellness Centre for the local community, as well as for the benefit of students at that campus.</p> <p>The statutory accounts position shows a projected surplus of £6,939k after adding in exceptional items i.e. restructuring and merger related costs and now the profit on the disposal of the Epping land.</p>

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	<p>Variations were noted as follows:</p> <table data-bbox="263 280 917 638"> <tr> <td>ESFA - Apprenticeships</td> <td>(752,250)</td> </tr> <tr> <td>Other ESFA Income Inc. SCIF</td> <td>172,830</td> </tr> <tr> <td>High Need Provision Income</td> <td>(33,996)</td> </tr> <tr> <td>Commercial and Fee Income</td> <td>(772,161)</td> </tr> <tr> <td>Non-educational miscellaneous income</td> <td>277,363</td> </tr> <tr> <td>Investment Income & Capital Grants</td> <td>(14,224)</td> </tr> <tr> <td>Staff costs</td> <td>1,091,290</td> </tr> <tr> <td>Non-Pay costs</td> <td>212,809</td> </tr> <tr> <td>Merger-Related</td> <td>67,669</td> </tr> <tr> <td>Staff Restructuring</td> <td>(302,889)</td> </tr> <tr> <td>TOTAL</td> <td>(53,559)</td> </tr> </table> <p>The forecast Balance Sheet for the year shows a net asset position of £60,292k and net current assets of £14,515k.</p> <p>Forecast Cash Balance as at 31st July 2019 is £10,930 against a budgeted position of £11,686.</p> <p>Governors noted that monthly budget meetings will be held to monitor expenditure, to identify additional savings and control costs, as well as closely monitoring the performance against the key funding risks. It is assumed that through these reviews the College will move towards a small operating surplus, before exceptional items as per the approved budget for 18/19.</p> <p>The proposed 2019/20 budget and 3-year budget plan was noted. A £1.24 million operating deficit budget is proposed for 2019/20, the first year following the merger with the two Havering Colleges. At the same time, this will support a debt free College, deliver growth that supports financial sustainability for future years, contain the flexibility to deliver the strategic plans being drawn up for the Group for the next three years, and maintain Financial Health category as Good (ESFA measurement).</p> <p>Income 16-18 growth is a focus, HE will be sustained, apprenticeship provision is looking to grow, but all these areas have some risk. Governors asked management how confident are they on meeting student numbers? Internal progression has been improved to 59% this year, was 43% this time last year, so the risk is being reduced. Some costs will fall away if student numbers are not met.</p> <p>Governors asked:</p> <ul data-bbox="311 1512 1468 1937" style="list-style-type: none"> • how the college's financial and investment position compared on a benchmark basis, to others in the sector. About half of all colleges in the sector are in deficit, whether merged or not. Had HCFHE, HSFC and NCC remained separate, there would have been a total £2.5m deficit across the group for 2019/20. • Under the new Insolvency regime, is there a risk to budgeting for a deficit? No 'going concern' is more of the focus of insolvency. A lot of colleges do not take depreciation into their accounting figures. If NCC did not, it would be in a surplus position. The Balance sheet is strong, so the college is in a comfortable position compared to the sector average. • Are management confident they are spending enough on marketing? There is a significant investment on marketing. 1155 learners across the group progressed last year, 2099 this year to date. A report of marketing will come to governors in the Autumn <p>The 19/20 budget includes the following considerations:</p> <ul data-bbox="311 2027 1364 2060" style="list-style-type: none"> • The deficit position takes account of a proposed 2% pay increase for staff. 	ESFA - Apprenticeships	(752,250)	Other ESFA Income Inc. SCIF	172,830	High Need Provision Income	(33,996)	Commercial and Fee Income	(772,161)	Non-educational miscellaneous income	277,363	Investment Income & Capital Grants	(14,224)	Staff costs	1,091,290	Non-Pay costs	212,809	Merger-Related	67,669	Staff Restructuring	(302,889)	TOTAL	(53,559)
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	<ul style="list-style-type: none"> • Reduce subcontracting levels in AEB and apprenticeships. • Group will be debt free next year which will reduce interest costs. • Capital spend has been approved for £4.4m over the summer. • Includes funding of the Epping Wellness centre • Havering has £5m grant funding • Growth of the curriculum at Hackney to result in commercial income streams. • 60% staff costs are below the 70% sector average. NCC is a large college so cost savings can be made across the group. <p>The Corporation hereby resolved to approve the 2019/20 budget and the 3-year financial plan.</p> <p>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.</p>
9.	<p>Merger Update</p> <p>Governors received an update on:</p> <ul style="list-style-type: none"> • Novation of Bank Loans • Cash support for HCFHE • Budget • Pensions • Novation of Student Loans • Local Board • Operational planning • Land Transfer <p>Pensions – both Havering colleges wish to transfer from the Havering fund to the LPFA. There are deficits that will be transferred over at point of merger. The LPFA have agreed to accept these deficits, but there will be a charge put in place to cover the deficit. Secretary of State approval is required on the pension deed, which requires approval first from each college, the LPFA and Havering Borough. The LPFA have agreed that there will be no crystallisation of £14.8m. NCC’s balance sheet will be carrying £35m pension liability with a £21m charge. Governors asked in what circumstances could the charges be called in? If the college cannot meet the contributions or if the fund collapses. Will there be a greater charge if we take on more staff? No, this liability is primarily for retired staff however, contribution rates may go up in future. The charge for the Havering part of the deficit, will be on the Wingletye site, the value of which is approximately £22m.</p> <p>Cash support for Havering pre-merger. HCFHE has done very well to reduce its costs. It was originally thought a year ago, that there would be a £3m deficit that would require emergency funding from the Transaction Unit. The HCFHE is expecting a payment of £400k from the ESFA to be made on 12th July to cover any deficit to year-end. Any payment is always dependent on college need, so is not guaranteed. Therefore, the NCC Board are asked to consider meeting any shortfall to cover staff pay commitments at month end for HCFHE.</p> <p>Land Transfer – At incorporation in 1992, land ownership transferred from boroughs to colleges. HSFC land was finally transferred yesterday. This now allows the assets to transfer as part of the merger resolution.</p>

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	<p>Havering Bank Loan – see confidential minutes</p> <p>Merger Resolutions:</p> <ol style="list-style-type: none"> 1. The Corporation hereby resolves to agree, subject to merger, that security be given to the LPFA against the Wingletye Lane (Havering Sixth Form) site to the value of £14.8million, and that delegated authority be given to the named signatories for the signing off, of any necessary documentation. 2. The Corporation hereby resolves to agree the repayment of the Havering loan, up to a value of £5.1million, whilst retaining the right to challenge the break costs. 3. The Corporation hereby resolves to authorise the Group Principal and CEO to make a payment of £200k from NCC to HCFHE, if required, between 18th and 31st July 2019. 4. The Corporation hereby resolves that a Working Party be given delegated authority by the Corporation to pass resolutions, agree any amendments, apply the College seal, circulate, execute and sign all other necessary letters or documents on behalf of the Corporation to facilitate the effecting merger resolution passed at this Corporation meeting. The membership of the Working Party, which will be formed of the approved signatories contained in 9.2.6.1 of the merger resolution. The quorum will be 50% of the membership. <p>IT WAS UNANIMOUSLY RESOLVED that following:</p> <ul style="list-style-type: none"> publication of the results of the statutory consultation exercise undertaken by HCFE (as required under the Further Education Corporations (Publication of Proposals) (England) Regulations 2012); the carrying out of legal and financial due diligence exercises in respect of HCFE; and publication of the draft resolution of HCFE to dissolve and provide for the transfer of its property, rights and liabilities (as required under Article 26(2) of the Instrument and Articles); <p>the New City College Corporation hereby RESOLVES to merge with the Corporation of Havering College of Further and Higher Education in accordance with s27B of the Further and Higher Education Act 1992, with the Corporation of Havering College of Further and Higher Education dissolving at 0:01 on 1 August 2019 and its property, rights and liabilities transferring immediately before that time to the New City College Corporation in accordance with section 27A of the Further and Higher Education Act 1992.</p> <p>IT WAS UNANIMOUSLY RESOLVED that with regards to the Merger Documents:</p>

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	<p>the Corporation, in good faith and for the purpose of carrying on its business, enter into the Merger and perform its obligations and exercise its rights in relation to the Merger;</p> <p>the Merger Documents be approved (subject, in each case, to such amendments as any two members may approve in accordance with paragraph 0 below);</p> <p>any member of the Corporation be authorised to sign on behalf of the Corporation such of the Merger Documents as are not required to be executed as deeds;</p> <p>any two members of the Corporation as listed at 0 below be authorised to authorise the use of the seal on behalf of the Corporation on such of the Merger Documents as are required to be executed as deeds;</p> <p>any two members of the Corporation as listed in 0 below be authorised to agree any amendment to the Merger Documents to which the Corporation is a party on the Corporation's behalf;</p> <p>any two members of the Corporation as listed in 0 below (each an "Authorised Signatory") be authorised to agree, affix and authorise the use of the seal of the Corporation to sign and despatch on behalf of the Corporation all such other documents, agreements, certificates, notices, communications or confirmations to be signed and/or despatched by it under or in connection with the Merger Documents to which it is a party ("Ancillary Documents"), and to do all such other things, as may be required, or as any member may approve, in connection with the Merger and the funding of the Corporation; and</p> <p style="text-align: center;">Name of Authorised Signatory</p> <p style="text-align: center;">Gerry McDonald</p> <p style="text-align: center;">Rob Hull</p> <p style="text-align: center;">Gunner Burkhart</p> <p style="text-align: center;">Gareth Wall</p> <p style="text-align: center;">Sue Williams</p> <p>any of the foregoing matters that have been done on or before the date of the meeting be and are hereby adopted, ratified, confirmed and approved.</p> <p>IT WAS UNANIMOUSLY RESOLVED that following:</p>

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	<p>publication of the results of the statutory consultation exercise undertaken by HSFC (as required under the Sixth Form College Corporations (Publication of Proposals) (England) Regulations 2012);</p> <p>the carrying out of legal and financial due diligence exercises in respect of HSFC; and</p> <p>publication of the draft resolution of HSFC to dissolve and provide for the transfer of its property, rights and liabilities;</p> <p>the New City College Corporation hereby RESOLVES to merge with the Corporation of Havering Sixth Form College in accordance with s33P of the Further and Higher Education Act 1992, with the Corporation of Havering Sixth Form College dissolving at 0:01 on 1 August 2019 and its property, rights and liabilities transferring immediately before that time to the New City College Corporation in accordance with section 330 of the Further and Higher Education Act 1992.</p> <p>IT WAS UNANIMOUSLY RESOLVED that with regards to the Merger Documents:</p> <p>the Corporation, in good faith and for the purpose of carrying on its business, enter into the Merger and perform its obligations and exercise its rights in relation to the Merger;</p> <p>the Merger Documents be approved (subject, in each case, to such amendments as any two members may approve in accordance with paragraph 0 below);</p> <p>any member of the Corporation be authorised to sign on behalf of the Corporation such of the Merger Documents as are not required to be executed as deeds;</p> <p>any two members of the Corporation as listed at 0 below be authorised to authorise the use of the seal on behalf of the Corporation on such of the Merger Documents as are required to be executed as deeds;</p> <p>any two members of the Corporation as listed in 0 below be authorised to agree any amendment to the Merger Documents to which the Corporation is a party on the Corporation’s behalf;</p> <p>any two members of the Corporation as listed in 0 below (each an “Authorised Signatory”) be authorised to agree, affix and authorise the use of the seal of the Corporation to sign and despatch on behalf of the Corporation all such other documents, agreements, certificates, notices, communications or confirmations to be signed and/or despatched by it under or in connection with the Merger Documents to which it is a party (“Ancillary Documents”), and to do all such other things, as may be required, or as any member may approve, in connection with the Merger and the funding of the Corporation; and</p> <p style="text-align: center;">Name of Authorised Signatory</p> <p style="text-align: center;">GERRY MCDONALD</p> <p style="text-align: center;">GUNNER BURKHART</p> <p style="text-align: center;">ROB HULL</p>

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	<p style="text-align: center;">GARETH WALL</p> <p style="text-align: center;">SUE WILLIAMS</p> <p style="text-align: center;">any of the foregoing matters that have been done on or before the date of the meeting be and are hereby adopted, ratified, confirmed and approved.</p>
10.	<p>Committees of the Corporation <u>F&GP</u></p> <p>The following resolutions were agreed:</p> <p>The Board hereby resolved that the Board approve professional fees for the Epping Wellness Centre of £283K</p> <p>The Board hereby resolved that the Board approve additional professional fees for the Poplar re-development of £350k</p> <p>Governors noted that the college has put a lot of governance in place around sub-contracting to ensure close oversight of its sub-contracting provision.</p> <p>The Board hereby resolved that the Board approves the level of sub-contracting for 2019-20</p> <p><u>CQ&S</u></p> <p>The Board hereby resolved to approve:</p> <ul style="list-style-type: none"> • The Higher Education Terms of Reference • The amended CQ&S Terms of Reference <p>PW will be the Group senior lead from 1st August on Safeguarding. Governors must complete their safeguarding online training. Governors will be asked to step down if they have not completed it within a specified timeframe. For new governors, this will be before their first Board meeting.</p> <p><u>Audit</u></p> <p>Governors noted:</p> <ul style="list-style-type: none"> • 4 IA reports were received. • Outstanding IA issues have been significantly reduced. • The IA Plan for next year was heavily discussed at committee. The plan is

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	<p>recommended but the committee accepted that it may change following merger, so that the IA focus is more on the controls of the major risks with biggest impact.</p> <ul style="list-style-type: none"> • The External Audit plan was noted. • GDPR compliance – The Director of Governance is proposed to take on the DPO role. • The committee completed a self-assessment – it was noted that it has been inquorate once in the year. <p>The Board hereby resolved that the internal audit plan for 2019/20 be approved.</p> <p>Lutfey Siddiqi left the meeting.</p>
GOVERNANCE & COMPLIANCE	
11.	<p><u>Search & Governance</u></p> <p>It was noted that the committee has been very busy this year with many appointments including a new Chair, Deputy CEO and new governors.</p> <p>The Corporation hereby resolves the following:</p> <p>1. The appointment from 1st August, of:</p> <ul style="list-style-type: none"> • Marina Antoniou as an independent governor, to sit on audit and search committees, for a 4-year term of office • Stephen Critoph as an independent governor, to sit on finance and remuneration committees, for a 4-year term of office • Thana Nathan as a co-optee to the audit committee, for a 1-year term of office • Ravji Pindoria as a staff governor, for a 4-year term of office • The appointment of Neil Yeomans as Chair of Audit, with effect from 1st September 2019. • The appointment of Marilyn Hawkins as a Search committee member, from 1st August 2019. <p>2. The appointment of:</p> <ul style="list-style-type: none"> • Malcolm O’Brien as an independent governor, conditional on his continued position as Chair of the Havering Local Board, for a 4-year term of office • Dawn Samwell as an independent governor, conditional on her continued membership of the Local Board, until the end of her 2 x 4-year term of office 18.7.2021 • Richard Bint as an independent governor, conditional on his continued membership of the Local Board, until the end of his 2 x 4-year term of office 1.1.24 <p>3. The undertaking of an external review of governance by Heather Cross NLG, at a cost of £3,000.00</p> <p>Nikki Mikinwa left the meeting</p>
12.	<p>Shadow Local Board</p> <p>The minutes of the meeting held on 10th June were noted.</p>
13.	<p>Corporation Business Plan and Meetings 2019-20</p> <p>The Board hereby resolved to approve the Corporation Business Plan and Meeting schedule for 2019-20.</p>
14.	<p>Policies</p> <p>The Board hereby resolved to approve:</p>

Item No	Item of business
	<ul style="list-style-type: none"> ● Anti-slavery policy ● Disciplinary Policy ● Fee Policy ● Financial Regulations ● General Data Protection Policy ● Grievance Policy ● Harassment & Bullying Procedure ● Health & Safety Policy ● Joint Single Equality Scheme ● NCC Privacy Statement ● Safeguarding Policy ● Senior Post-Holder Remuneration Policy · Student Disciplinary Policy <p>Delegated authority was given to Vivien Bailey as the Board’s Safeguarding Lead, to work with Paul Wakeling, proposed Group Safeguarding Lead, on the final minor changes to the policy, prior to 1st August 2019.</p> <p>Members expressed their sincere thanks to Sue Williams and Gunner Burkhart for their incredible dedication and service to the college over many years, they will be much missed.</p> <p>Staff and students left the meeting.</p>
CONFIDENTIAL ITEMS	
15.	<p>Confidential minutes of the last meeting held on 2nd April 2019 The minutes was approved and signed as a correct record of the meeting.</p> <p>Remuneration Committee recommendations See confidential minute</p>
16.	<p>Date of Next Meeting 29.10.19 tbc.</p>
MEETING EVALUATIONS	
	<p>Meeting Evaluation Form To be completed by all members.</p>

Signed.....Dated.....