

## SOUTH THAMES COLLEGES GROUP CORPORATION Minutes of Corporation Meeting 16 October 2019 held at The Kingston Academy

*(All resolutions passed were the unanimous decision of the Governors present unless otherwise stated)*

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| <b>Meeting Title</b>        | Corporation  |  |                         |                          |
| <b>Date</b>                 | 16 October 2019  |  |                         |                          |
| <b>Governors</b>            | Mr J. Azah<br>Mr M. Bristow<br>Dr J. Brumwell<br>Mr D. Cheema<br>Cllr B. Fraser<br>Mr R. Foulston  | Cllr S. Gordon<br>Mr P. Mayhew-Smith<br>Ms J. Murphy<br>Mr N. Ratnavel<br>Mr M.J. Stone<br>Mr G. Willett                 | Group Principal / CEO   |                          |
| <b>In Attendance</b>        | Mr R. Greenaway<br>Mr J. Pemberton- Billing<br>Mr A. Slade<br>Mrs H. Meredith  | - Deputy CEO<br>- Principal. Carshalton and Merton Colleges<br>- Principal, South Thames College<br>- Head of Governance |                         |                          |
| <b>Key Meeting Outcomes</b> |  |  |                         |                          |
| <b>1.</b>                   | <b>APOLOGIES</b>   |  |                         |                          |
| 1.1                         | Apologies were received from Mr Allen, Mr Byrne-Price, Ms Driver, Dr McSherry and Prof Reid. Cllr Cook had been invited to the meeting but sent apologies.             |  |                         |                          |
| 1.2                         | Apologies were also received from the Principal, Kingston College who normally attends Corporation meetings but was attending a parents' evening at College.           |  |                         |                          |
| <b>1.2</b>                  | <b>DECLARATION OF INTEREST</b>   |  |                         |                          |
|                             | Interests previously declared by Governors were noted. Governors confirmed that they did not have any other new pecuniary or other interest in any item on the agenda. |  |                         |                          |
|                             | The Head of Governance reminded governors to complete and return annual returns (declaration of eligibility and Register of interest entries).                         |  |                         |                          |
| <b>2.</b>                   | <b>MINUTES OF CORPORATION MEETING OF 2 JULY 2019 AND MATTERS ARISING</b>   |  |                         |                          |
| 2.1                         | <b>Accuracy.</b> The minutes were accepted as an accurate record and signed by the Chair.  |  |                         |                          |
| 2.1.1                       | <b>Matters arising</b>   |  |                         |                          |
| 2.1.1                       | The action log from the last meeting has been updated as below:  |  |                         |                          |
|                             | Remaining governors to complete the updated 2018 Safeguarding Course on Educare  | Governors  |                         |                          |
|                             | Governors' session on governance development work inc Corporation behaviours, governor Appraisal, committee structures and membership.                                 | Corporation  | Meeting 16 Oct 2019     | Actioned                 |
|                             | Governors to discuss how to improve the process of decision making.  | Corporation  | 16 Oct 2019             |                          |
|                             | Governors are keen to develop more engagement with learners.   | Corporation  | Meeting 16 Oct 2019     |                          |
|                             | Staff survey results, including a breakdown of these by College, to be discussed at June 2019 QLS Committee  | HoG / QLS  | Deferred to next QLS    | Actioned QLS 15 Oct 2019 |
|                             | QLS committee to receive more detailed reports on destinations.  | QLS  | Ongoing                 | Feb 2020 Meeting         |
|                             | FPR committee to review Gender Pay Gap and action being taken to address this  | DHR  | Ongoing                 | Nov 2019 meeting         |
|                             | Progression data to be reviewed by the QLS Committee   | QLS  | Ongoing                 | Feb 2020 meeting         |
|                             | Apprenticeships to be monitored by QLS Committee.  | QLS  | Ongoing                 | Standing item            |
|                             | Recommendations for the development of the Curriculum Plan for 2019-20 and 21 to be presented to Corporation in October 2019   | Group Principal  | 16 Oct 2019 Corporation | Actioned                 |

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| HSS committee to try to seek answers to issues raised.  | HSS             | Ongoing |          |
| Audit Committee to review when the Internal Audit service will be put out to tender                 | Audit Committee | Nov 19  |          |
| Committee responsibility for Risk 19 B- succession planning - to be reviewed by the Audit Committee | Audit Committee | Nov 19  |          |
| Time limit could for nomination of a governor by LB Wandsworth.                                     | Search & Gov    | Dec 19  | Actioned |

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| <b>2.2</b> | <b>WRITTEN RESOLUTION 30 SEPTEMBER 2019</b>   |
| 2.2.1      | A decision was needed between Corporation Meetings following discussion of a proposal for the Group to become a partner to a new EMHS Free School for Richmond and Kingston at the July 2019 Corporation Meeting.   |
| 2.2.2      | The written resolution that STCG should become a Member of The Oaks Educational Trust (a Multi-Academy Trust) was <b>ratified</b> by the Corporation.   |
| <b>3.</b>  | <b>REPORT FROM FINANCE, PLANNING AND RESOURCES COMMITTEE</b>  |
| 3.1.1      | Mr Foulston moved the adoption of the minutes of the Finance, Planning and Resources Committee meetings of 3 and 17 September 2019.   |
| 3.1.2      | <u>Accuracy of Minutes</u> the Minutes were accepted as an accurate record.   |
| 3.1.3      | It was <b>resolved</b> to adopt the minutes.  |
| 3.1.4      | <b>JUNE 2019 MANAGEMENT ACCOUNTS</b>  |
| 3.1.4.1    | The June 2019 Management Accounts were circulated with the meeting papers. Governors commented that the July Management accounts should have been circulated by now. The Corporation had however received a detailed presentation on the 2018-19 end of year financial outturn from the Deputy CEO as part of the Performance Review immediately preceding this meeting and noted that this superseded the June management accounts.  |
| 3.1.4.2    | It was <b>resolved</b> to adopt the management accounts.  |
| 3.1.5      | <b>ESTATES STRATEGY – SALE OF DRAPERS COURT</b>   |
|            | The confidential papers and confidential updated valuation presented to the Finance Planning and Resources Committee were circulated to all governors with the meeting papers and remain confidential due to the commercial sensitivity of the content.   |
| <b>3.2</b> | <b>REPORT FROM SEARCH &amp; GOVERNANCE COMMITTEE</b>  |
|            | Cllr Gordon moved the adoption of the minutes of the Search and Governance Committee meeting of 18 September 2019.  |
|            | <u>Accuracy of Minutes</u> The Minutes were accepted as an accurate record.   |
|            | It was <b>resolved</b> to adopt the following recommendations:  |
|            | <ul style="list-style-type: none"> <li>• To appoint Cllr Jonathan Cook as a skills-based governor nominated by LB Wandsworth for a term of office from 16 October 2019 until 31 July 2023 and to appoint him as a member of the Audit Committee;</li> <li>• To note the resignation of Mr Hick as a governor with effect from 4.9.19.</li> <li>• To approve the revised Committee memberships for 2019-20 (See paper at Corporation Agenda Item 3.2.3) including the appointment of Mr Ratnavel as Chair of the Finance, Planning and Audit Committee and Ms Driver as Chair of the Audit Committee both on an interim basis until a suitable replacement chair of FPR is appointed.</li> <li>• To approve the Committee Terms of Reference;</li> </ul> |

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|  | <ul style="list-style-type: none"> <li>• To approve the Revised Code of Conduct for Governors;</li> <li>• To approve the Conflicts of Interests Policy;</li> <li>• To appoint Godfrey Allen as Link Governor for Careers and John Stone as Link Governor for 19+ provision;</li> <li>• To encourage a governor to fill the vacancy for a Link Governor for Personal Development</li> <li>• To encourage all Link Governors to carry out at least one visit this term.</li> </ul> <p>It was <b>resolved</b> to adopt the minutes.</p>  |
| <p><b>9.</b></p> <p>9.1</p> <p>9.2</p> <p>9.3</p> <p>9.4</p> | <p><b>Date of future Meetings/ Events for all governors (not including Committee Meetings)</b></p> <ul style="list-style-type: none"> <li>• Governor Training Session Tuesday 12 November 2019 at Merton College at 7pm</li> <li>• Corporation Meeting Tuesday 10 December 2019 at 6.30pm at Kingston College.</li> <li>• Christmas Lunch for staff and governors at Taste Thursday 19 December</li> <li>• To recognise Mr Hick's contribution to the Corporation and his significant work as Chair of the FP &amp; R Committee all governors are invited to a leaving dinner at Taste Restaurant, Merton College on Thursday 16 January at 7.00pm.</li> </ul> <p>Date of Governance IQAR session to be confirmed</p> |
|  | <p>The Open Business closed at 6.15pm and was followed by a Confidential Session.</p> <p>Signed:..... Date:.....</p>  |