

SOUTH THAMES COLLEGES GROUP CORPORATION

Minutes of Corporation Meeting 10 July 2018 held at Merton College London Road, Carshalton, SM4 5QX

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

Meeting Title	Corporation			
Date	10 July 2018			
Members	Mr G. Allen – Chair	Ms S. Gordon		
	Mr J. Azah	Mr J. Hick		
	Mr M. Bristow	Mr K. Hossain		
	Mr T. Byrne-Price	Dr J. McSherry		
	Dr. J Brumwell	Ms J. Murphy		
	Ms K. Driver	Mr P. Mayhew-Smith - Group Principal / CEO		
	Mr R. Foulston	Mr N. Ratnavel		
	Cllr. B. Fraser	Mr G Willett		
In Attendance	Mr R. Greenaway	- Deputy CEO, Finance and Resources		
	Ms S. Horrell	- Vice-Principal, Business and Student Services		
	Mr J. Pemberton-Billing	- Principal Carshalton and Merton Colleges		
	Mr A. Slade	- Principal, South Thames College		
	Mr M. Tweedale	- Principal Kingston College		
	Mr C. Wright	- Deputy CEO, Quality and Performance		
Key Meeting Outcomes				
1.	APOLOGIES			
1.1	Apologies were received from Mr E.Gilbert, Mr D Cheema and Dr C.Wilks. The Head of Governance had been given permission to miss the meeting and it had been agreed that the Deputy CEO, Quality and Performance would take the minutes.			
1.2	DECLARATION OF INTEREST			
	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.			
2.	MINUTES OF CORPORATION MEETING OF 27 MARCH 2018			A.1
	REPORT OF GOVERNORS' AWAYDAY 11 JUNE 2018			A.2
	AND MATTERS ARISING			
2.1	Accuracy. The minutes and report were accepted as an accurate record and signed by the Chair.			
2.1.1	Matters arising			
	The following updates were noted from the action log from the last meeting:			
	Action item	Who	Date	Progress
	The Group Principal will ask the ESFA to correct the Financial Health Assessment letter.	Group Principal		Completed
	The Chair of the Corporation requested a dashboard from the Audit Committee re the Risk Register to make it easier for the Corporation to focus on key risks.	Audit Committee	June 2018	Risk item on the Agenda
	All Governors should complete the Skills Audit and Training Needs Form	All Governors	30 April 2018	Reminders have been sent to those still outstanding

	Governors needing to complete safeguarding, prevent training or DBS checks to complete these as soon as possible.	All remaining governors	30 April 2018	Reminders have been sent to those still outstanding
	Next College Developments report should also include a section from student services.	VP B & SS	July 2018	
	Governors to be sent a calendar of college events	Group Principal	April 2018	Actioned
	Training Session for Link Governors to be set up	H oG	April/ May 18	Actioned 26/6/18
	Corporation Strategic Planning day Monday 11 June 2018- Governors to confirm whether able to attend	All governors	March 2018	Actioned
	The new Link Governors will be holding Student Focus Groups.	Link Governors	End July 2018	Deferred to next term
	The Student Forum will be invited to contribute to the Corporation Strategy Day in June 2018.	Group Principal	June 2018	This did not take place but will be considered for a future event.

2.2 REPORT OF THE GOVERNORS STRATEGY AWAYDAY

2.2.1 It was **resolved** to note the report of the Governors' Strategy Awayday on 11th June.

TEACHING, LEARNING AND ASSESSMENT

3. QUALITY IMPROVEMENT ACTION PLAN UPDATES (QIAP)

B.1

3.1.1 The Deputy CEO, Quality and Performance confirmed that the four College QIAPs for the Group had been reviewed by the Quality, Learning and Standards Committee as referred to in the minutes of that Committee. It was agreed to take any comments about QIAP progress under item 3.2. The Group Operating Plan is currently being updated by the Group Leadership Team and will be available for review at the next meeting in the autumn.

3.1.2 It was **resolved** to note the update.

3.2 REPORT FROM QUALITY, LEARNING & STANDARDS COMMITTEE

B.2

3.2.1 Mr Willett moved the adoption of the minutes of the Quality, Learning and Standards Committee meeting of 26 June 2018.

3.2.2 Accuracy of Minutes The Minutes were accepted as an accurate record.

3.2.3 Mr Willett highlighted the discussion at the Committee about data and the request that data should be presented in the context of national averages. The Committee had discussed the baseline achievement rate forecasts (Item 4) and the progress made by the Group. The Principal of Carshalton College commented that there continued to be some variation in performance, such as in health and social care, but there were positive signs of improvement. Mr Hick asked for clarification of the accuracy of forecasting and the Principal explained that part of the work to improve quality included supporting staff to achieve more accurate forecasts. Mr Willett reiterated that the information and discussion at the Committee indicated progress was being made by Carshalton College.

3.2.4 Under Item 5, Quality Improvement Action Plan Update, Mr Willett explained that the Committee wished to improve the format of data to give a better picture of performance, for example to identify progress with Notice to Improve courses as a priority focus.

3.2.5 Governors' attention was particularly drawn to the Learner Voice Update (Item 9.2) highlighting what students like and areas they have identified for improvement. Mr Willett commented that Learner Voice showed encouraging findings, in particular relating to how safe students at the colleges felt. He said that the colleges would focus on standardising the learner voice questions and monitoring to ensure consistency of feedback. The Committee was particularly encouraged by the low number of complaints received across the Group.

<p>3.2.6</p> <p>3.2.7</p> <p>3.2.8</p> <p>3.2.9</p> <p>3.2.10</p>	<p>Regarding the Self-Assessment process (Item 11), Mr Willett encouraged governors to attend the College SAR Validation Day later in the year.</p> <p>On risk (Item 15), Mr Willett said that there had been discussion at the Committee about the 'Risk of student numbers not being achieved'. He said the Committee recommended that the Corporation should be the owner of the risk rather than the Committee because of the range of factors involved in assessing the risk which were owned by more than one committee. The Chair of the Audit Committee responded that the Audit Committee has discussed the risk at a special meeting that afternoon and proposed that the risk should remain with QLS Committee because aspects such as the quality of the curriculum offer and its local relevance were the key factors in migrating and controlling the risk. The Chair of the Corporation agreed that the risk should be owned by QLS Committee because of the important considerations such as quality and curriculum. Mr Willett accepted this view but asked that the appropriate information is provided to the QLS Committee to enable it to make an assessment of the risk at each meeting.</p> <p>The Committee had also reviewed the following detailed in the Committee minutes:</p> <ul style="list-style-type: none"> • Quality Improvement Action Plan (QIAP) updates (in Corporation papers as B.1) • Carshalton College update • Governance IQAR report and tips for governors provided by the presenter Steve Bennett (in Corporation papers as H.2) • 16-18 Provision –Notice of provision being below Minimum Standards for 2016-17 (in Corporation papers as B.2) • Complaints • HE Update • English & Maths update. • Self-Assessment Process. Mr Willets encouraged Governors to attend the College SAR Validation Event in the autumn term. • Review of Board Risk Areas <p>The Chair of the Corporation asked for confirmation that the actions listed had been completed and Mr Willett confirmed they had.</p> <p>It was resolved to adopt the minutes.</p>
<p>3.3</p> <p>3.3.1</p> <p>3.3.2</p> <p>3.3.3</p>	<p>HE UPDATE <i>QLS Minutes Item 10</i></p> <p>Mr Willets invited members to note the outcome of the TEF assessment, which was the achievement of Bronze Award (pre-merger Kingston College had a silver award but the other colleges did not apply for a TEF award). The Principal of Kingston College commented that the assessment was based on a 3-year dataset and therefore the lower performance of Carshalton College, three years earlier, had been a factor in the award of bronze rather than silver.</p> <p>The HE Learner Voice update was also noted with the summary of the results of the HE Internal Student Survey (Item 10.4 of the QLS Minutes).</p> <p>The HE update was noted.</p>
<p>3.4</p> <p>3.4.1</p> <p>3.4.2</p>	<p>MINIMUM STANDARDS LETTER FOR 2016-17 (18 MAY 2018) <i>B.3</i></p> <p>The Principal of Kingston College reported on a Minimum Level Notice to Improve in relation to A Level provision at Kingston College (See QLS Committee Minutes Item 5.3). The Notice was copied with the Corporation meeting papers.</p> <p>The Principal said that his investigations had found that the data provided in the performance table dataset was not accurate and the College has responded accordingly to the ESFA. Going forward, he said that the College data will be rigorously checked in each publication of</p>

3.4.3	<p>data. The volume of A Level students in scope for the academic measure within the performance tables was a very small volume of the total 16-18 cohort. Whilst there were concerns with the data, the Principal reflected that A Level performance had proved difficult to improve. However he said that the recent changes to the staffing structure as part of the Institutional Review would support improvement in A Level achievement rates.</p> <p>The Chair of the Corporation asked about the consequences of the Notice to Improve. The Group Principal explained that the ESFA recognised that the provision was only a small part of the overall delivery and were satisfied that the issue would be addressed through an action plan. Mr Willett noted that A Levels was also an improvement area being scrutinised by the QLS Committee.</p>
<p>4.1</p> <p>4.1.1</p> <p>4.1.2</p> <p>4.1.3</p> <p>4.1.4</p> <p>4.1.5</p>	<p>PRINCIPALS' REPORTS COLLEGE DEVELOPMENTS C.1</p> <p>The Group Principal introduced the report which was aimed at providing Governors with information about the life of the colleges and he invited each College Principals to comment on their respective colleges. The Principal of Carshalton and Merton College highlighted the visits, shows and competitions at the colleges. The Aurora Centre students had worked with the National Trust and received a gold award from the Local Authority. Hospitality students had won gold medals at the Wessex Salon Culinaire competition and 40 students were on placement at the Wimbledon Tennis Tournament. At Carshalton College, a student won the COSLP Student of the Year Award at the House of Lords and there were good examples of curriculum visits such as a trip to Dartmoor.</p> <p>The Principal of Kingston College described the recent Graduation Show with some 2600 students in attendance at the Rose Theatre. Distinguished Alumnus awards were presented to two former students, who also gave motivational speeches at the event. The College was anticipating another good year of achievement rates, which he said was very pleasing.</p> <p>The Principal of South Thames College described the end of year award events and the privilege of hearing the many personal stories of student success as a new member of staff including a profoundly deaf student who won Student of the Year at the COSLP House of Lords event. The College has celebrated improvements in attendance rates, in particular in construction where students received awards for outstanding attendance. In creative industries and media make up, there were successful end of year shows and a film by media students was screened at the Curzon Cinema as part of the Wimbledon Film Festival. The Principal said he was impressed by the positive feedback from students.</p> <p>Members noted the report highlighting key activity across the four Colleges prepared by each of the College Principals. The report detailed many student successes and the College Principals each highlighted area of success or areas for development from the report for their individual colleges.</p> <p>It was resolved to note the report.</p>
<p>4.2</p> <p>4.2.1</p> <p>4.2.2</p>	<p>INSTITUTIONAL REVIEW UPDATE C.2</p> <p>An update on the Institutional Review following the consultation process was presented by the Group Principal. He reported that the College was on track to deliver the expected savings. Mr Hick asked what was the material financial impact on the budget and the Group Principal explained that the savings achieved were reflected in the budget 2018/19. Mr Hick asked about the additional costs of the redundancy schemes offered. The Group Principal explained that the initial voluntary redundancy window was un-capped whereas the second redundancy window was capped but adjusted in response to consultation to align with the top salary band for a lecturer. It was anticipated that any future schemes may be capped for affordability at both points. The process achieved reductions in costs and restructuring with very few compulsory redundancies.</p> <p>It was resolved to note the report.</p>

<p>4.3</p> <p>4.3.1</p> <p>4.3.2</p> <p>4.3.3</p>	<p>OFSTED INSPECTION REPORT THE KINGSTON ACADEMY MAY 2018 C.3</p> <p>The Group Principal presented the inspection report from Kingston Academy and the outstanding results. Kingston College is a sponsor of the free school. The only recommendation to improve further was to “ensure that the high-quality education that the school currently provides is maintained effectively as the school expands and reaches full capacity.”</p> <p>Mr Hick asked if there was any financial involvement with the school. The Group Principal described the sponsorship relationship, which did not involve any financial commitment.</p> <p>It was resolved to note the Report.</p>
<p>REPORTS FROM CORPORATION COMMITTEES</p>	
<p>5.1</p> <p>5.1.1.1</p> <p>5.1.1.2</p>	<p>FINANCE, PLANNING & RESOURCES COMMITTEE <i>D.1 and D.2</i></p> <p>Mr Hick moved the adoption of the minutes of the Finance, Planning and Resources Committee meetings of 17 April and 19 June 2018.</p> <p><u>Accuracy of Minutes</u> The Minutes were both accepted as an accurate record.</p>
<p>5.1.1.3</p> <p>5.1.1.4</p>	<p>Key items reviewed/ approved across the two meetings were as follows:</p> <ul style="list-style-type: none"> • Management accounts for the group for April 2018; • ESFA Financial Health Grade; • Confidential Items see separate Confidential Minutes. • Budget and Financial Plan • Estates Strategy – as presented to the full Corporation at the Governors’ Awayday 11th June 2018 • Partnership (sub-contracting) provision • HR Report inc Modern Slavery & Human Trafficking Statement • Board Assurance report • Significantly increased forecast for restructuring costs and impact of this on EBITDA and Bank leverage covenants; • Risks relating to the Adult Education Budget and whether to restate this; • Strategic planning and reserves. <p>It was resolved: to adopt the two sets of minutes.</p>
<p>5.1.2</p> <p>5.1.2.1</p> <p>5.1.2.2</p> <p>5.1.2.3</p>	<p>APRIL AND MAY 2018 MANAGEMENT ACCOUNTS <i>D.3 & D.5</i></p> <p>The Corporation received with the meeting papers the April 2018 Management accounts which were discussed with the report from the Finance Planning and Resources Committee. In addition the Corporation received with the meeting papers the May 2018 Management accounts which had not been available at the date of the committee meeting.</p> <p>Mr Hick said that the Management Accounts for May had not been received by the FPR Committee and that he would ask the Deputy CEO Finance and Resources to comment any the difference between those accounts and the version for April.</p> <p>Regarding the Management Accounts for April, Mr Hick said a key point to note was the removal at this stage of the year of the contingency. He referred to page 27 of the Management Accounts and asked Governors to note the movement of cash from £12.4m to £8.6m. Mr Hick asked members to note that the priority was to control cash and on Page 25, he asked them to note the forward projection of cash.</p> <p>The Deputy CEO provided an update on the Management Accounts for May. He said that the overall forecast Income and Expenditure position was largely unchanged from April, with the exception of the costs of restructuring, which have increased from £1.5m to £1.9m.</p>

5.1.2.4	It was resolved to note the Management Accounts for April and May 2018.
---------	--

5.1.3	2018-19 BUDGET AND TWO YEAR FINANCIAL FORECAST 2018-20
	<p><u>Budget 2018-19</u> <i>D.4</i></p>
5.1.3.1	Mr Hick introduced the budget and referred members to the Income and Expenditure page. He highlighted that the budget set out a plan to double EBITDA (from £2.5M to £5.0M) and that this growth plan would be challenging. In terms of cash, Mr Hick asked Governors to note on the Cash Flow, Reserves and Capital Expenditure page, a reduction in cash to £8.5M to £7.5M. He noted that the College was required to ensure that it did not fall below £7.5M of cash, which was a principle underpinning the financial controls and policy set out in the Budget report.
5.1.3.2	It was resolved to approve the Financial Policy set out in the Budget report, which requires a minimum cash balance at year-end of £7.5m and intention to retain a minimum monthly cash balance of £5M.
5.1.3.3	It was resolved to approve the revenue and capital budgets for 2018-2019 for South Thames Colleges Group
5.1.3.4	It was resolved to approve the two-year financial forecast for South Thames Colleges Group 2018-2020 and for its submission to the ESFA.
5.1.4	ESTATES STRATEGY
5.1.4.1	Mr Hick introduced the Estates Strategy discussed at the FPR Committee and invited the Group Principal to present the strategy to Governors. The Group Principal highlighted that two core principles that had informed the strategy. <ul style="list-style-type: none"> 1. Firstly, a principle that the Group should sustain provision in each local authority borough in line with the merger proposal presented to stakeholders and students, and 2. Secondly, that the strategy should realise unused assets for reinvestment in Group estate, where the estate was in a poorer condition and required improvement or development to meet particular needs.
5.1.4.2	The Chair of the Corporation highlighted the social contract the Group had established with its local communities and stakeholders to sustain provision in each borough area and this had been a founding principle of the merged organisation. The Chair reminded the Corporation that this principle had been stated in the public documents used to set out the merger proposal which were widely supported by stakeholders. The Chair felt that the support from stakeholders and the governing body of each college now forming the group would not have been given if there had been any suggestion that such a principle would not be upheld. Any intention to vary from this principle would therefore require extensive consultation and discussions with government, staff, students and local communities before any decision could be made to alter this principle. Dr Brumwell strongly supported the position set out by the Group Principal and the Chair and reflected on the importance of the colleges as a local presence and community asset providing access to education in each borough.
5.1.4.3	Members went onto discuss the pressure of finance and the implications of operating on a multiple site basis in each local authority area. Mr Hick indicated that the FPR Committee would consider this aspect as part of its work.
5.1.4.4	Ms Gordon queried the purpose and success of the Area Based Reviews and the Chair of the Corporation referenced the policy intentions of the process to meet local needs and improve financial resilience.

5.1.4.5

Mr Azah commented on the importance of serving local communities and Ms Murphy warned about the risk of adopting a specific strategy that may limit future options in the circumstances of a worsening financial position. Mr Ratnavel and Mr Byrne-Price cautioned that the borough boundaries should not dedicate specific solutions to the detriment of the financial position of the Group. Mr Foulston queried how a deteriorating financial position would impact on the proposed estates strategy. The Deputy CEO Finance and Resources identified that the Estates Strategy was looking to assist significantly in addressing both the financial pressures of the Group, the curriculum and estate needs as well as the founding principles of the merger and in particular was consistent with the Financial Policy approved by the Corporation.. The Chair of the Corporation confirmed that the Estate Strategy and the principles of the merger did not adopt a specific strategy in terms of the retention of particular buildings or a particular location within each borough and therefore would not limit future options.

It was **resolved** to

- Approve the Estates Strategy (Slides 1-17) which includes the principle that the Group would continue to operate from the existing four boroughs and the approach being proposed to deliver the requirements of the strategy subject to regular progress reports to the Committee and specific approval for each project (D.6) ;
- Put Drapers Court on the market for disposal ;
- Request that Group managers develop a disposals strategy, in conjunction with its property advisors, for the parcel of land behind the Richmond Road Campus at Kingston for consideration at the October 2018 meeting;
- Authorise the group to bid for around £5M of LEAP Grant in relation to Kingston College and to submit the bid which would require about £10M of matched funding from disposals as set out in the strategy.

5.1.5

BARCLAYS BANK LOAN

5.1.5.1

Mr Hick introduced that report on the Barclays Bank loan and the options presented in the report. The Deputy CEO Finance and Resources commented on the favourable relationship with the Bank and the indications that a waiver would be agreed in the circumstances of a breach of covenant. Mr Foulston asked whether there is an option to renegotiate the loan covenant but officers reported that discussions to date had indicated that this was not an option likely to be acceptable to the bank. The Group Principal said that a judgment on the approach was required in the advance of the income position being finalised. Mr Ratnavel urged caution to ensure that the Bank's position regarding a waiver offer was clear.

5.1.5.2

It was **resolved**:

1. To instruct the Group Principal to reach a conclusion before the 31st July 2018 on whether the College will breach the Operational Leverage Covenant associated with its loan with Barclays Bank.
2. To instruct the Group Principal, in the event that it is deemed that the Operational Leverage Covenant will be breached, to determine from discussions with Barclays Bank representatives whether a waiver to the covenant condition will be given and in the case that the issue of a waiver is confirmed to accept this option but in the event that there is any doubt at all that the covenant waiver will not be provided to consider whether to make an appropriate level of loan pre-payment to the extent that the prepayment ensures that the College will not breach its bank covenants provided
3. That where it has been assessed that the Group will breach its Operational Leverage Covenant and that there is a risk a covenant waiver will not be provided by Barclays Bank it is in the best interests of the Group to use its cash balances to reduce its debt and amount of interest that would have otherwise been payable over the life of the Fixed Rate Loan.

	4. Authorises the Group Principal, if he deems it necessary, to execute the termination of up to £1M of the fixed rate loan arrangements with Barclays Bank and sign any associated documentation in connection with this prepayment	
5.1.6	MODERN SLAVERY AND HUMAN TRAFFICKING STATEMENT	
5.1.6.1	Mr Hick presented the Modern Slavery and Human Trafficking Statement for approval. Ms Driver asked that the document include clarification of the timescales for the delivering aspects of the statement. The Group Principal agreed to review this aspect during 2018/19.	
5.1.6.2	It was resolved to approve The Modern Slavery and Human Trafficking Statement (D.7) and that the Chair of the Corporation should sign this.	
5.1.7	FPR COMMITTEE CONFIDENTIAL MINUTES	
5.1.7.1	Mr Hick referred Governors to the confidential minutes of the FPR Committee.	
5.1.7.2	It was resolved : to adopt the Confidential minutes.	
5.2	HEALTH, SAFETY AND SAFEGUARDING COMMITTEE	<i>E. 1</i>
5.2.1	Ms Gordon moved the adoption of the minutes of the Health, Safety and Safeguarding Committee meeting of 16 May 2018. Ms Gordon highlighted that loss of five students at the Group this year, which Governors agreed was a significant tragedy.	
5.2.2	<u>Accuracy of Minutes</u> The Minutes were accepted as an accurate record.	
5.2.3	The meeting had looked at both Safeguarding and Health and Safety issues including: <ul style="list-style-type: none"> • Safeguarding Report • Safeguarding and Prevent training for governors progress update • Mental Health Action plan – a new development • Health and Safety Reports and minutes of H & S Committees for all colleges • Prevent Action plan progress updates • Lettings Policy – approved by the Committee • Board assurance- review of risks allocated to the committee 	
5.2.4	It was resolved to adopt the minutes.	
5.3	AUDIT COMMITTEE	<i>F.1</i>
5.3.1	Mr Ratnavel moved the adoption of the minutes of the meeting of the Audit Committee of 28 June 2018.	
5.3.1.1	<u>Accuracy of Minutes</u> The Minutes were accepted as an accurate record.	
5.3.1.2	Mr Ratnavel referred to key items reviewed included: <ul style="list-style-type: none"> • The committee received a presentation from the Director of MIS on MIS Assurance • Internal Audit Reports on Key Financial Controls, Quality Assurance, Implementation of GDPR and Learner Number Systems, follow up from previous reports • Internal Audit Strategy 2018-19- 2020-21 (See F.1.1) • Financial Statement & Regularity Audit Approach Plan & Letters Of Engagement • Board Assurance Framework including Risk Register- the Risk Register has since been subject to a further review by the committee • Follow up BCP outstanding. • Fraud Register – none financial. • Internal Audit Service • Post 16 Audit Code of Practice 2018 update 	

<p>5.3.1.3</p> <p>5.3.1.4</p> <p>5.3.1.5</p>	<p>Mr Hick asked whether the internal and external auditor costs would be savings compared to the previous pre-merger costs, and this was confirmed. Mr Hick also sought clarification of the requirement for a governance audit, and the Deputy CEO Finance and Resources confirmed that this was an aspect for periodic review as part of the thematic audit cycle. Ms Murphy asked that the full risk register associated with the risks delegated to each committee risk should be provided to each committee periodically for review and this was agreed. The Group Principal highlighted that an ESFA funding audit will take place in September.</p> <p>It was resolved to approve the following recommendations:</p> <ul style="list-style-type: none"> • To approve the Internal Audit Strategy 2018/19- 2019-20; • To approve the Audit Approach Plan for the year-end accounts 31 July 2018 and the Letter of Engagement for the audit of financial statements and reporting on regularity for South Thames Colleges Group; • To note that the Board Assurance Framework and Risk Management Report and Board Assurance Dashboard represents an accurate assessment of the key risk areas and the associated level of risk and assurance; • To re-appoint RSM to provide an internal audit service for the College for the period 01 August 2018 to 31 July 2019. <p>It was resolved: to adopt the minutes.</p>
<p>5.3.2</p> <p>5.3.2.1</p> <p>5.3.2.2</p> <p>5.3.2.3</p>	<p>RISK REGISTER <i>F.2</i></p> <p>The full Risk Register was included with the Corporation Papers at the request of the committee.</p> <p>Mr Ratnavel reported that immediately prior to the Corporation Meeting, the Audit Committee had held a special meeting that day to undertake a more detailed review of the Risk Register. The Committee felt that it needed to understand the risks better. Mr Ratnavel reiterated that the Corporation should be asked to consider the full risk register regularly.</p> <p>It was resolved to note the Risk Register.</p>
<p>6.</p> <p>6.1</p> <p>6.2</p>	<p>DECISIONS ON CONTRACTS FOLLOWING RECENT TENDERS <i>G.1</i></p> <p>The Corporation received a Confidential report on the tender process for contract M&E and Cleaning services for the Group in compliance with EU Procurement rules including a confidential analysis of the tenders received.</p> <p>It was resolved to award the contracts as follows:</p> <ul style="list-style-type: none"> • MITIE for M&E Services • Lewis and Graves Partnership Ltd for Cleaning Services.
<p>7.</p> <p>7.1</p> <p>7.1.1</p> <p>7.1.2</p>	<p>GOVERNANCE</p> <p>UPDATE ON GOVERNOR VACANCIES <i>H.1</i></p> <p>The Corporation noted the update report from the Head of Governance confirming that there are three current governor vacancies: one for a Student Governor and two vacancies for Skills Based governors.</p> <p>An additional meeting of the Search Committee has been fixed to take place on Wednesday 19th September 2018 to:</p> <ul style="list-style-type: none"> • review the Skills Audit completed by governors in March 2018;

7.1.3	<ul style="list-style-type: none"> • identify the skills gaps on the Corporation and its committees; • agree a strategy for recruitment to replace the two skills based governors; • review memberships of the Corporation Committees. <p>It was resolved to note the report.</p>
7.2	<p>REPORT OF GOVERNOR TRAINING SESSION / GOVERNANCE IQAR <i>H.2</i></p> <p>The Corporation noted the report on the Governance IQAR/ training session which took place last term as a first step towards helping to prepare governors for the next Ofsted Inspection which will take place any time after September 2019.</p> <p>The report included feedback and tips from the presenter. The key message was that Achievement rates are the priority. Governors need to understand how college and group achievement rates compare to national benchmarks and need to question achievement rate data at governors’ meetings and on learning walks, link governor visits and during the college self-assessment report moderation process (in December 2018).</p> <p>It was resolved to note the report.</p>
7.3	<p>LINK GOVERNOR SCHEME</p> <p>The Group Principal provided an update on the Link Governor Scheme. It was noted that two vacancies for Link Governors had not been filled.</p> <p>Dr McSherry agreed to be the Link Governor for 16-19 Programmes of Study and Toni Byrne-Price agreed to be Link Governor for 19+ Programmes.</p> <p>It was resolved to note the report and approve the linking of governors as set out in the report.</p>
7.4	<p>GOVERNANCE SELF-ASSESSMENT CHECKLIST <i>H.4</i></p> <p>Governors were asked to complete and return the Governance Self-Assessment Checklist to the Head of Governance for preparation of the College SAR on governance.</p> <p>Governors agreed to delegate to the Group Principal, Chair of the Corporation and Head of Governance the responsibility for preparing the SAR on governance.</p>
7.5	<p>SCHEDULE OF GOVERNING BODY MEETINGS</p> <p>Governors noted the calendar of meetings for 2017-18.</p> <p>It was resolved to approve the schedule of meeting dates.</p>
7.6	<p>DATE OF NEXT MEETING</p> <p>Corporation Review of Performance 17-18 @Merton College Tuesday 9th October 2018 2:00- 6:30pm followed by dinner Preceded by lunch for Link Governors with Lead Officers</p>
8.	<p>ANY OTHER BUSINESS</p> <p>The Group Principal noted that the meeting was the last to be attended by the Deputy CEO Quality and Performance. Governors thanked the Deputy CEO for his contribution to the College over the past 7 years.</p> <p>On a separate matter, Mr Hick raised an additional point about minimum monthly cash levels of £5M. <i>(This point has been included under the resolution for the approval of the 2018/19 Budget.)</i></p>

	The Open Business was followed by a Confidential Session.			
Action points		Who	Deadline	Signed off
1.	The Group Operating Plan is currently being updated by the Group Leadership Team and will be available for review at the next meeting in early autumn.	PMS	Next Governors mtg	
2.	Governors to encouraged to attend the College SAR Validation Day in the autumn term	HoG	Invitations to CSAR event	
3.	Appropriate information is provided to the QLS Committee that enables an assessment of the learner number risk to be made at each meeting.	MT	Next QLS mtg	
4.	The elements of the risk register associated with risks delegated to each Committee risk should be provided to each Committee as part of their termly risk review.	RG	Next mtgs cycle	
	The Open Business of the meeting closed at 9pm			
	Signed:..... Date:.....			