

# MINUTES



**Directorate:** Governance

**Minutes of:** Corporation Committee      **Venue:** Room W201/2 (UC) & via MS Teams

**Date:** 11 July 2023      **Time:** 4.30pm – 7.30pm

**Present:**

|                      |                                |
|----------------------|--------------------------------|
| Nicholas Davies      | Governor (Chair)               |
| Ian Valvona          | Governor (Vice-Chair)          |
| Steven Cochran       | Governor (Vice-Chair)          |
| Keith Smith          | CEO (ex Officio Member)        |
| Alasdair MacLeod     | Governor (online)              |
| Amanda Priem         | Governor (online)              |
| Ketan Sheth          | Governor (online)              |
| Mario Michaelides    | Governor (online)              |
| Mel Nebhrajani       | Governor                       |
| Mike Sutcliffe       | Governor (online)              |
| Nasim Khan           | Governor                       |
| Simon Boulcott       | Governor                       |
| Sofia Barbosa-Bouças | Governor (online)              |
| Sue Kingman          | Governor (online)              |
| Vincent Neate        | Governor                       |
| Tracey Critchley     | Harrow Staff Governor (online) |
| Hannah Talabany      | Richmond Staff Governor        |
| Sharon Croxon        | Uxbridge Staff Governor        |

**In attendance:**

|                 |   |
|-----------------|---|
| Dylan McTaggart | Deputy CEO, Group Principal & Principal UC    |
| Shane Woodhatch | Chief Finance Officer                         |
| Jo Withers      | Principal Harrow College                      |
| Gavin Hughes    | Principal Richmond upon Thames College        |
| Suba Dickerson  | Vice Principal – Academic Ambition & Delivery |
| Karen Elliott   | HR/People Director                            |
| Perry Perrott   | Group Director of Governance                  |
| Rekha Kaul      | HRUC Governance Lead                          |

**Apologies:**

|                  |                           |
|------------------|---------------------------|
| Salman Sudheer   | Harrow Student Governor   |
| Twahira Mohammed | Richmond Student Governor |
| Safah Rahimi     | Uxbridge Student Governor |

| Action Tracker: | Actions:  | Responsible: | By When:                 |
|-----------------|---|--------------|--------------------------|
| 1               | Revamp format of the HRUC Risk Register to include Corporate Goals, PMOP and GDPR compliance, ready to use from 1st Sept 2023.  | SW/PP        | 1 <sup>st</sup> Sept 23  |
| 2               | Detailed Business Case for Mycelium Group to be distributed by email to the Board.  | PP/SW/KE     | 4 <sup>th</sup> Aug 23   |
| 3.              | Governance overview and Link Governor role Terms of Reference to be shared with Chairs/Vice Chairs.   | PP           | 25 <sup>th</sup> July 23 |
| 4.              | Updated Articles & Instruments of the Corporation and operating handbook to be written over summer and issued with a training plan. MN to be act as a sounding board as required.   | PP           | 1 <sup>st</sup> Sept 23  |
| 5.              | Provide a link paper to explain how the three Strategic documents fit together, with the family of associated operating papers that sit underneath them.  | PP           | 1 <sup>st</sup> Sept 23  |
| 6.              | Detailed report to show the correlation between student attendance and At Risk groups (incl E&M) and the Staffing support needs of these groups. To be reported to QCS committee in autumn term and flow in GBC thereafter. | DM (AMu)     | QCS Nov 23               |
| 7.              | HRUC group's approach to Safeguarding, following merger and recent legislation updates.   | SD           | GBC Oct 23               |
| 8.              | SD to respond to OfS letter request, within 5 working days.   | SD           | June 23<br>(completed)   |
| 9.              | Supporting governance paper to map the detail milestones and actions, aligned to the proposed new governance structure, Terms of Reference and Articles.  | PP           | 1 <sup>st</sup> Sept 23  |
| 10.             | Governors Survey evaluation to be circulated over the summer to the Board.  | PP           | Summer 23                |

# MINUTES



## 1.0 **Welcome and apologies for absence**

Chair of Governors (ND) welcomed all to the Governing Body Corporation meeting. Apologies had been received from the student governors.

1.1 The Chair welcomed the new Governor Mel Nebhrajani who is the Director General with the Government Legal Department (GLD) and has extensive experience and knowledge of governance. All Governors and attendees introduced themselves.

## 2.0 **Notification of any urgent items members may wish to raise under AoB**

There were no items notified.

## 3.0 **Notification of Interests Members may wish to declare relating to any item**

No specific interests were declared.

## 4.0 **Minutes of the Governing Body Corporation meeting held on 16 May 2023**

The minutes were **APPROVED** as an accurate record, to be signed by the Chair.

## 4.1 **Minutes of the Additional Board meeting held on 8 June 2023**

The minutes were **APPROVED** as an accurate record, to be signed by the Chair.

## 5.0 **Matters arising from the minutes of the meeting held on 16 May 2023**

There were no matters arising that were not already included on the agenda.

## 6.0 **Item for Approval: Risk Register - update and future direction**

The Chief Finance Officer (SW) presented the Risk Register to the Committee, it being **reported** that no changes had been made to the Register since the date of the last meeting.

## **ACTION 1 SW/PP to revamp format of the HRUC Risk Register to include Corporate Goals, PMOP and GDPR compliance, to be ready to use from 1st September 2023.**

Governors' inputs into design of the new format to be incorporated over the summer.

New format to benefit from balance score card approach to presenting and assessing risk with clearly labelled accountability and dates.

MN concurred that a similar Risk system is used by the GLD.

The Board **APPROVED** the new format of the Risk Register to be taken forward.

## 7.0 **CEO's updates**

The CEO (KS) outlined busy activities at the three colleges towards end of term. This week's Whole College Training Days comprise of a series of staff CPD activities culminating in Friday's Staff Wellbeing events and Staff BBQ at the three campuses.

KS extended his personal thanks to the Board, Curriculum teams and HRUC staff for the huge amount of work that has been completed all year.

KS highlighted focused activities to gear up for the start of the new academic year.

Mark Burey new Group Director PR, Marketing and Communications has started and the Board welcomes the presentation of new marketing strategies in topics such as maximising the successful onboarding/warm welcome and overall experience for students and Partnership activity in near future.

Growth of student numbers is a critical strategy towards HRUC's future financial success. Current Applications vs. previous year: +923 Apps [+808 UC, +163 HC, 538 RC]. Current Offers: +1095 Offers (+783 UC, +211 HC, +101 RC).

It was noted that the conversion of Student Applications into Enrolments is key across the Group and work is ongoing to minimise dropouts.

Harrow, Uxbridge and in particular Richmond College strategy of school engagement with Year 10's is intended to maximise student enrolment numbers 2023-24 and 2024-25.

## 7.1 **CIFE certificate and explanation of use**

HRUC have been admitted to the Chartered Institute for Education.

KS held up the framed Royal Charter certificate, as received by the Chair (ND) at the admissions ceremony in June 2023 in central London. A copy of the CIFE certificate will be displayed at each campus.

HRUC is committed to raising standards in all areas of quality and continuous improvement, including maintaining outstanding financial health and the important work towards Ofsted Outstanding.

HRUC's CIFE membership status is ongoing (not annual) until such time that CIFE may review it i.e. following a decline in quality of standards or financial status.

HRUC marketing/branding potential of Royal Charter status is to be prioritised, including featuring in the new Strategic Plan.

A HRUC Staff Development programme will be shaped to elevate our 'best and brightest' staff with a particular focus on teaching staff.

*SC joined the meeting online at 16:50.*

## 7.2 **Item for Approval: HRUC Strategic Plan to 2030**

The Board noted the final iteration of HRUC Strategic Plan to 2030 with embedded mission, vision and values, as well as the core strategic pillars explaining HRUC's goals and aspirations to 2030.

This key HRUC document has been widely consulted upon by staff and stakeholders.

The Chair commended KS and senior team on the huge amount of work that has gone on to achieve the HRUC Strategic Plan to 2030 and the Board looks forward to seeing detailed operational plans and proposals sitting beneath to realise HRUC's goals.

The Board **APPROVED** HRUC Strategic Plan to 2030 with full support to be taken forward.

## 7.3 **Item to Approve: Mycelium Group next steps**

CEO and GDoG introduced the item which is seeking **APPROVAL** from the Board for the proposed repurpose of a dormant Harrow College subsidiary company to the newly named Mycelium Group.

Proposal: is for Mycelium to be used as a third-party subsidiary company to process the college's commercial assets, such as to oversee the recruitment of HRUC's Agency staff in the first instance and Commercial Apprenticeship activity thereafter.

The main benefits are VAT reclaim savings of circa £600k - £1.4m related to the recruitment of Agency staff. There are also benefits in relation to Pensions.

HRMC and legal advice have been taken in preparing this HRUC proposal.

All activities to go through the proposed subsidiary company will come through the Governing Body Corporation.

The Board discussed the merits of the proposed subsidiary company use.

This is a successful strategy employed at five other colleges: Lincoln College, Manchester College Group, Luminare Education Group, Newcastle College and Activate. Lincoln College have used this approach for +10 years and are profit making with all of their support services (HR, Cleaning, Estates and International markets) being processed through a series of subsidiary companies to realise significant cost savings.

The CFO outlined potential risks of the subsidiary company use:

- £300k breakeven figure per annum [equates to 10 Agency staff to be recruited through the subsidiary company]
- potential TUPE/redundancy considerations
- potential reputational considerations.

Risks are to be carefully monitored and mitigated for on a monthly basis and the Corporation to be kept informed of any issues.

**ACTION 2 PP/SW/KE to provide a detailed Business Case for Mycelium Group use, to be distributed by email to The Board by 4<sup>th</sup> August 2023.**

*Clarification to be provided on:*

- Directors & Officers Insurance [SW/KE]
- Protocol sliding scale information [KE]
- Length of contract with Protocol / clarification of break clauses [KE]
- Indicators of success of subsidiary company [SW/PP]
- business model to explain operational invoices/tier of savings/ dispersal of profits [SW/KE]

The Corporation **APPROVED** the repurposing of the dormant Harrow College business to the newly named Mycelium Group (or similar).

However, it was **AGREED** that an open questions/responses discussion group would be established and made visible to the Board, resulting in a formal online vote to take place over the summer, to obtain **virtual approval** for the proposed purpose of the Mycelium Group to take on the Protocol model of recruitment from 1<sup>st</sup> September 2023.

**8.0 Governors' updates since last Full Corporation and APPROVAL of Committee Minutes.**

**8.1 QCS Chair update and TO APPROVE Minutes from 20 June 2023.**

The QCS Chair (MS) provided a summary update. MS stated that:

- Positive volume of work and large degree of change across all three colleges has taken place. Well done to HRUC staff who have risen to that challenge.
- Thank you to the staff for achieving HRUC Applications and Offers to be above target, this being a key reputational and financial moment for HRUC. The focus is on successfully securing and onboarding of the students at all three colleges, in particular at Richmond College.
- Excellent progress had been made on 6 focused curriculum projects including English & Maths which demonstrates the agility of the HRUC college group through harmonisation activity which is happening at pace.
- Plans are in place for HRUC group wide improvement activity in Staff Induction & Learner journey.

20 June 2023 QCS minutes were **APPROVED AS READ**.

## 8.2 Audit & Risk Committee Chair update and TO APPROVE Minutes 15 June 2023

The A&R Chair (NK) provided a summary update. NK stated that:

- **A&R Recommendation:** it is important for HRUC lock down drill to take place. Planning for these drills has been in progress for some time.
- **Health & Safety update:** following an unsatisfactory H&S Audit, a Health & Safety report is forensically monitored and reviewed at each A&R committee, providing assurance matters are moving in a positive direction.
- **Funding Assurance review:** Governors can be assured any recommendations were accepted and have been actioned as part of an annual review.
- **Fraud:** following an unsuccessful fraudulent claim attempt, where the fraud was quickly identified and monies recovered, stronger systems have been implemented to avoid this happening again.

15 June Audit & Risk minutes were **APPROVED AS READ**.

## 8.3 Resources Committee Chair update and To APPROVE Minutes 28 June 2023

The Resources Chair (AM) provided a summary update. AM stated that:

The following three items were approved and **recommended** to the Corporation:

1. Budgets and financial plans for the academic year 2023-24.
2. HRUC Fees Policy 2023-24.
3. HE Fees: the proposal is to increase HE fee to £6,500 to generate additional income to process the OfS Access & Participation requirements on an annual basis.

The Resources committee have decided the time is right to approve the new fee, due to increase of IoT and HE student body numbers.

There is robust HRUC Student Protection Plan in place to cover eventualities such as cancelled courses, which is approved at Corporation on an annual basis.

28 June 2023 Resources Committee minutes were **APPROVED AS READ**.

**The Corporation APPROVED the three points above, as recommended at the Resources Committee.**

## 9.0 Governance Matters

The Chair (ND) introduced the item. One of the first tasks assigned to the newly appointed GDoG has been to review HRUC governance in line with the growing scale of the organisation. It is deemed important to be slicker/sharper in the way information is presented in a succinct new format that works for HRUC and the governance team.

### 9.1 For Consideration: Draft '23-24 GB Corporation & Sub-Committee structure

The GDoG shared the rationale of the proposed new governance structure with the Chairs/Vice Chairs of the sub committees and met with MN to take them through the plans.

The proposed structure incorporates HRUC's Growth Strategy and also provides for changes relating to SEN legislation (February 2024) which require the appointment of a SEN Governor and updates to the Skills Act which require the appointment of a Sustainability Governor (March 2024) to provide accountability at Board level.

An External governance review is scheduled to take place 2023-24 which includes an AoC Code of Governance compliance to six key principles. The proposed new governance structure meets the needs of all of the regulatory compliance checks.

The Board discussed the merits of the proposed new governance structure which is intended to address the balancing of differences in levels across the HRUC group within succession planning (of Tier two staff and Governors) and more effective bi-directional governance.

The Student Voice will be heard throughout the process in the form of the annual recruitment of Student Governors.

The HRUC executive team endorsed the proposed new governance structure, as clearly mapped alongside HRUC's strategic priorities.

The proposal is to trial the new governance structure from 1<sup>st</sup> September 2023.

**The Board AGREED on the principle of a change of the governance structure.** However, there was some concern about the scale and speed of change.

Further consideration needs to be given to ensure the correct level of focus is on HRUC's core business that being curriculum delivery, curriculum quality and learner outcomes, whilst ensuring the commitment to ensure community voice at Harrow, Richmond and Uxbridge continues to be heard through the SSCs.

**The Board AGREED on the principle of having a "Link Governor" system.** However, further consideration to be provided about their proposed roles and responsibilities.

It is important to map Governor's skills to the large scale 'big ticket' governance areas.

Governor training and setting of expectations is also a consideration.

It was recognised that governance at HCUC was deemed as Outstanding by Ofsted.

**ACTION 3 Governance overview and Link Governor role Terms of Reference to be shared with Chairs / Vice Chairs by 25<sup>th</sup> July 2023.**

**ACTION 4 Provide updated Articles & Instruments of the Corporation and operating handbook to be written over summer and issued with a training plan for 1<sup>st</sup> September 2023.**

*Meeting was adjourned for a comfort break at 18:34pm.*

*Meeting reconvened at 18:43pm.*

## **9.2 PMOP update / Swim Lanes**

SD presented an information paper as part of a suite of governance tools to track progress towards key activity relating to PMOP's five categories: quality, people and policies, communications, structures and systems.

The Swim Lanes tracker document is a colour-coded monitoring tool to easily track progress against targets.

The PMOP risk register will be relocated to the HRUC Risk Register.

It was noted that PMOP is the responsibility of all of us at the HRUC group to succeed.

The Board thanked SD for the information item and good progress being made.



## 10.0 ITEM TO APPROVE: HRUC Accountability Agreement - Sign-off of Final version

The Board noted the final iteration of the HRUC Accountability Agreement which is a statutory responsibility.

**The Board APPROVED** the publication of the HRUC Accountability Agreement, thanking JW and team for this important piece of work.

## 11.0 ITEM TO APPROVE: HRUC Curriculum & Skills Ambition 2023 – 2030

The Board noted the final iteration of the HRUC Curriculum & Skills Ambition 2023 – 2030 which is a statutory responsibility.

The focus is on the Skills Needs in London to ensure resourcing is in place in the years ahead.

There will be an annual review of the milestones including detailed Operational Action Plans.

## ACTION 5 PP to provide a link paper to explain how the three Strategic documents fit together, with the family of associated operating papers that sit underneath with detailed plans and actions.

**The Board APPROVED** the publication of the HRUC Curriculum & Skills Ambition 2023 – 2030, thanking DM and team for this interesting piece of work.

*SC gave his apologies and left the meeting at 19:00.*

### ITEMS FOR INFORMATION:

## 12.0 Partnerships Report incl. GLA & IoT

Since publication of the paper, an operational decision has been taken to convert the interim Project Lead role into the new IoT Lead permanent position (start date September 2023).

JW was thanked for talking to the highlights of this information paper.

## 13.0 HRUC Academic Report

### 13.1 KPI Dashboard for in-year monitoring

DM talked to highlights of this information paper.

**Strengths:** Retention and Achievements rates are high vs. newly published national averages. GCSE Exams attendance was very high at all three colleges >90%.

**Opportunities:** following Trade Union consultation, the HCUC lesson observation system has been evolved across to Richmond College, to start from September 2023.

#### **Risks:**

1. Potential risk of +40 Richmond College students to be completed over next few weeks.
2. DM outlined risks associated with large increased WEx / T Level numbers (2024-25), with resource being built in next year at RC.
3. DM highlighted current Ofqual risk related to late student submission of vocational work, the risks are being mitigated and managed through with Pearson and HRUC students.

## ACTION 6 DM [Alastair Mullins, Assistant Principal] to provide a detailed report showing the correlation between Student Attendance and At Risk groups (incl E&M) and the Staffing support needs of these groups. To be reported to QCS committee in autumn term and will flow into the Corporation thereafter.

The Board thanked DM for a detailed report.

## 13.2 Update on Applications, Enrolments and Retention for '23/24

SD talked to the highlights for this information item. SD stated that:

Overall Applications and Enrolments are up at HCUC, and are slightly lower at RC.

Recruitment focus and activity is ongoing at all colleges.

Retention is strong at all colleges.

## 13.3 HRUC Curriculum & Quality harmonisation update

### ACTION 7 SD to provide the HRUC group's approach to Safeguarding, following merger and recent legislation updates.

## 13.4 HE update Report

DM talked to the highlights of this information paper.

SD has been given overall Quality oversight for the OfS.

A historical Access and Participation flag has now been removed.

**Risk:** Letter has been received from OfS: urgent action is required to ensure compliance with OfS regulations.

### ACTION 8 SD to respond to the OfS requests within 5 working days.

## 14.1 – 14.4 Finance and Corporate Services

The CFO (SW) presented the report to the Corporation and confirmed that this final version of the budget and plan had been considered at the Resources Committee meeting on 28 June and recommending for final **APPROVAL** by the Corporation. The management accounts figures, Estates update and Enrolment figures can be considered as **READ**.

SW highlighted the following key points regarding final outturn, budgets and plan years:

- *College financial forecasting return (CFFR):* to be submitted to DfE for Richmond College, highlighting one year performance, followed by a three year CFFR as a combined HRUC organisation.
- *Funding allocation:* reduction of £165,000 in cash terms, despite learner numbers are 405 learners less next year. This has been offset by 2% base increase.
- The CFO highlighted the importance of hitting the HRUC student target numbers during the summer enrolment period, in particular for Richmond College.
- *Pay Award:* the budget assumes 3% pay award (to be determined once 16-18 year old recruitment has been finalised). The national request by Unions is for 15.4% pay award. HRUC will have to navigate through this in terms of what amount is affordable. If it were to settle nationally on 7%, the question is how much more would government provide to FE.
- *Pay harmonisation at Richmond College:* intention is for this to be settled quickly, in terms of hearts and minds of staff.
- *High energy prices:* year of year budget £5m, resulting from War on Ukraine and government aid has come to an end.
- *KPIs:* Pleasing to report that we are above industry average.
- RC learner numbers; It is pleasing to see that the direction of travel for Richmond College is improving, in the second plan year of £1m. Growth in RC learner numbers are anticipated, from engagement with schools.
- *RC staffing:* The CFO and Principal RC have assured the correct staffing numbers are in place to meet delivery going forward.



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- *Capital Investment Programme*: £30m expenditure in next three years on the transformation fund. £6.5m received from the government to improve the estates and quality of the buildings.
- *Project Uxbridge Ambition*: renovation of reception, mall, staffrooms and student spaces.
- *Energy Efficiency Fund*: monies have been received towards the Net Zero sustainability strategy.
- *Three Year Plan*: incl. £26m for phase two capital build at Richmond. The Board noted all contracts are now finalised in terms of deeds of variation, as authorised by Chairs and CEO.
- *Renegotiation with Clarion*: instead of receiving the money in four transactions, £16.5m will be received next week.
- *Budget risks*: HRUC needs to meet its student budget allocation; 5% high inflation costs and high staff pay award request.

The Corporation **APPROVED** the HRUC Budget for the period end 31 July 2023 and the financial reports 14.1 – 14.4 as **RECOMMENDED** by the Resources Committee.

**15.0 For Information: HRUC Corporate Goals 2022/23 update**

Paper is taken as read.

**16.0 ITEM FOR DECISION: Three main discussion points to feedback to forthcoming SSC meetings**

1. Governance structure
2. Curriculum Harmonisation
3. PMOP.

**17.0 Any other business and proposed items for next meeting(s)**

**ACTION 9 PP to provide a supporting governance paper to map the detail milestones and actions, aligned to the proposed new governance structure, Terms of Reference and Articles.**

The CEO provided an apology to the Board for not having provided the subsidiary business case paper, as discussed earlier in the meeting. The paper will be provided [Action 2].

**17.1 Verbal updates: Annual Governor Survey and Appraisals**

**ACTION 10 PP to send out Governors Survey, which is part of the reporting requirements, to be circulated over the summer to Governors to undertake an evaluation.**

**18.0 ITEM FOR APPROVAL: Dates and times of next meetings of full Corporation in 2023/24**

18.1 Tuesday 3rd October 2023 @ 4.30pm, Uxbridge College.

18.2 Tuesday 12th December 2023 @ 4.30pm, Hayes Campus.

18.3 To Note: Friday 6th October 2023, Richmond Campus. 12 - 2pm to launch partnership between Richmond College and Local Secondary school.

Dates were **NOTED** and **APPROVED** by the Board.

**19.0 Close of meeting**

The meeting closed at 19:36pm.

Signed.....

Date.....