

# MINUTES

1

<b>Directorate:</b>	Corporation	
<b>Minutes of:</b>	HCUC Governing Body	
<b>Date:</b>	Tuesday 26 September 2017	<b>Time:</b> 5.30pm
<b>Venue:</b>	A004/A005 – Uxbridge College, Uxbridge Campus	
<b>Present:</b>	Mohamad Al Busmait	Student Governor
	Mark Billington	Governor
	Mike Cox	Governor
	Tracey Critchley	Staff Governor
	Nicholas Davies	Governor ( <i>Chair</i> )
	Nasim Khan	Governor
	Alasdair MacLeod	Governor
	Leighton Ngege	Student Governor
	Mariann Rand-Weaver	Governor
	Laraine Smith	Governor ( <i>Group CEO and Principal</i> )
	Antonio Weiss	Governor
<b>Apologies:</b>	Kai Barnes	Staff Governor
	Steven Cochran	Governor ( <i>Vice Chair</i> )
	Mark Eastwood	Governor
	Ketan Sheth	Governor
	Sally Westwood	Governor
<b>In attendance:</b>	Pat Carvalho	Harrow Principal and Deputy CEO
	Darrell DeSouza	Vice Principal Uxbridge
	Dylan McTaggart	Vice Principal Harrow
	Sara Sands	Group Director – Finance & Resource Planning
	Gavin Hughes	Director of Student Services ( <i>item 15 only</i> )
	Tracy Reeve	Clerk to the Corporation

## Governors' pre-meeting

In advance of the formal meeting the Governors held a short pre-meeting with no officers of the College present, (the Clerk was present as was the Principal in her role as Governor). There were no specific items that any of the Governors wanted to raise outside of the formal meeting.

## Presentations

The Corporation Members received the following presentations:

- The College Safeguarding and Prevent Annual Report 2016/17 from the Curriculum Director of SEND, Safeguarding and Prevent (minuted at item 15).
- A presentation from the two college Vice Principals which gave the meeting a comprehensive update on progress to date with Curriculum & Quality preparations for merger across the two colleges. The presentation covered the following areas: the current profile of the learner cohorts by full-time v part-time and level; the ongoing quality planning and current work to maintain the 'outstanding' Ofsted status previously held by Uxbridge College; work to implement and develop the new curriculum portfolio across the two colleges; agreeing detailed KPIs at board level and also at Stakeholder and Scrutiny Committee level which would maintain the local focus. The meeting noted the current work to bring staff from the two colleges together to share good practice; this had already taken place in English and Maths, Higher Education and with the Quality Managers who had developed a joint learner survey to be issued imminently. Work was also underway to align the two different lesson observation processes; Uxbridge College graded lesson observations whereas Harrow used 'descriptors' but did not numerically grade.

# MINUTES

Governors were reminded of the joint work on apprenticeships which was now being delivered through the WestMet Skills branch of HCUC. Governors sought clarification on when the new organisation could be subjected to an Ofsted inspection. It was confirmed that Ofsted would visit the new organisation in autumn 2017 to determine progress on the post-merger position but HCUC would not be subject to an official Ofsted inspection for the first two years. DDS confirmed that the College Group would be preparing for an official Ofsted inspection within 3 years i.e. by 31 July 2020. Governors sought additional detail on the KPIs to be monitored for 2017/18 and the VPs confirmed that they were working to provide in-year progress data so that the Corporation would have some clear performance information before the year-end success data was available. The over-arching aim was to have consistently high performance across all areas of classroom based learning; data would be provided by qualification type, subject sector area, level, high grades and value added, attendance, retention. There would also be a focus on work experience and work-related activity for all learners. DMcT highlighted the importance of work-related activity in relation to the number of SEN learners at Harrow who were not ready to access formal work experience. The meeting noted that the key task was to implement a joint Management Information System (MIS) to report to the HCUC Corporation; work on this was already underway and the HCUC MIS Manager was in discussion with awarding bodies on how to manage the merger in relation to the two colleges' previous UKPRN numbers. Governors discussed the use of performance data at the three different levels of Corporation, QCS sub-committee and the local colleges' Stakeholder and Scrutiny Committee (SSC). It was agreed that the detailed college data would be presented at SSC in order to bring the reasoning up to QCS to explain the individual colleges' strengths and weaknesses. Members of the QCS Committee asserted the need for the combined HCUC data to be based around a smaller number of carefully identified KPIs which should include HE. The CEO affirmed the need to look 'below the headlines' in order to drive forward consistency in quality across all campuses and all types and levels of provision; the data reports to Governors could not be simplified beyond a point.

## 1. Apologies for absence

Apologies had been received from Kai Barnes, Steve Cochran, Mark Eastwood, Ketan Sheth and Sally Westwood. The Chair (ND) welcomed all governors and members of the executive team to the first meeting of the new HCUC Corporation which had been formed by the merger of Harrow College and Uxbridge College on 1<sup>st</sup> August 2017. ND told the governors that he was always available to talk about governance issues and he asked the Clerk to circulate his contact details to all members of the governing body. All of the governors introduced themselves and the student governors updated the meeting on their courses of study.

**Action: Clerk to circulate contact details for Chair of Governors.**

## 2. Notification of any urgent business Members may wish to raise under any other business, and any items to be taken as read that Members may wish to discuss

There was no other business notified.

## 3. Notification of interests Members may wish to declare relating to any item

No specific interests were notified; it was noted that Antonio Weiss was a councillor at London Borough of Harrow.

## 4. Minutes and Confidential Minutes of the Governing Body Meeting held on 11<sup>th</sup> July 2017

The Clerk highlighted two amendments which had been asked for by Steven Cochran (previously Chair of Uxbridge College Corporation): the word Corporation needed to be added in the fifth line of the Learner Voice presentation paragraph (page 1); and the combined income figure in paragraph 2 on page 6 (item 9) should read £51,752,000 of which £19,336,000 would be generated by Harrow College'. Subject to this amendment the Minutes and the Confidential Minutes were APPROVED as an accurate record and signed by the Chair.

## 5. Matters arising from Minutes and Confidential Minutes of the Governing Body Meeting held on 11<sup>th</sup> 2017, which were not agenda items.

There were no matters arising that were not already covered by the agenda.

## MINUTES

3

**6. Governing Body Matters****6.1 General Policies for approval****6.1.1 Modern Slavery and Human Trafficking Statement**

The meeting considered a draft Modern Slavery and Human Trafficking Statement for HCUC. Members noted that this new Transparency Statement was required following the merger of the two colleges as turnover was now in excess of £36 million. The meeting was given assurance that the format of this Statement was in compliance with the legislation. Members noted that the new College had already been asked for a copy of this statement by external organisations.

***The Modern Slavery Act Transparency Statement was APPROVED as presented; this would be signed by the Chair of the Corporation and published on the College's website.***

**6.1.2 Health and Safety Policy**

The meeting considered a new joint Health and Safety (H&S) Policy which had been developed for the post-merger organisation HCUC. The CEO confirmed that H&S had been managed very differently at Harrow and Uxbridge Colleges but this new joint policy was a genuine move forward in aligning this important area post-merger.

***The HCUC Health and Safety Policy APPROVED as presented***

**6.2 HCUC Governance Policies for approval**

The Clerk presented revised Governance policies to reflect the post-merger organisation of HCUC and the new governance arrangements and committee structure.

**6.2.1 Committee Terms of Reference**

The meeting considered the Terms of Reference for the following committees: Quality, Curriculum and Student; Audit; Resources; Search and Governance; Remuneration; and the two individual colleges' Stakeholder and Scrutiny Committees. The meeting debated the issue of quoracy and the requirement to have at least two external members present to form a quorum for Resources and Audit Committees. The meeting agreed that this was an important requirement to provide adequate assurance for Governors.

***The Terms of Reference for the HCUC sub-committees were APPROVED as presented.***

**6.2.2 Standing Orders of the Corporation**

The Clerk presented this document which had been updated to reflect the structure of HCUC.

***The Standing Orders were APPROVED as presented***

**6.2.3 Governors Code of Conduct**

The meeting considered the HCUC Governors' Code of Conduct which followed sector good practice guidelines and was aligned to the Code of Good Governance.

***The Governors Code of Conduct was APPROVED as presented.***

**6.3 Governing Body Annual Work Plan 2017/18**

The Clerk (TR) presented the annual work plan for HCUC which outlined the business to be considered by the Governing Body, sub-committees of the Corporation and the two colleges Stakeholder and Scrutiny Groups. TR confirmed that this had been updated to reflect any compliance requirements and to include any outstanding actions. MRW highlighted that the work plan needed to reflect the regulatory regime around quality assurance of Higher Education (HE) – with an enhanced responsibility for the Corporation to undertake an Annual Provider Review (APR) for HE. MRW sought confirmation on how the sign off for the annual HE assurance statement would be handled for 2017/18 as the Governing Body meeting in December 2017 would be after the HEFCE deadline for submission. It was confirmed that the APR submission would need to be made separately for Harrow College and Uxbridge College for the current year (deadline 1<sup>st</sup> December 2017). After discussion the meeting agreed to delegate authority for the sign-off of the assurance statement to the QCS Committee; which could then be signed by the CEO and submitted to meet the December deadline. The two separate HE assurances and supporting information would be taken to the December 2017 Governing Body meeting for ratification.

***Subject to the addition of the HE Annual Provider Review to the QCS agenda in November 2017 (and to the December 2017 GB agenda) the Annual Work Schedule for Corporation and sub-***

# MINUTES

committees 2017/18 was **APPROVED**. *[The Clerk would amend to reflect this change and recirculate.]*

**The meeting AGREED to give delegated authority to the QCS Committee to complete the APR sign-off process on behalf of the Corporation once the required self-evaluation reports were received. Mariann Rand-Weaver would sign-off the Uxbridge College APR and Antonio Weiss would sign-off the APR for Harrow College before submission to HEFCE to meet the deadline.**

## 6.4 Chair's Update

The Chair informed the meeting of the activity that he had been involved since taking on the role at the start of August 2017. This had already included a number of meetings and phone calls with Vice-Chair Steven Cochran as well as several meetings with the CEO over the summer. The Chair reminded the meeting that two of the sub-committees had met already and he was confident that the governance structure put in place post-merger for HCUC was well thought out and would prove fit for purpose. ND commended the wealth of knowledge and experience within the new Corporation and asserted his confidence in the new College Group moving forward.

## 6.5 CEO/ Principal's Update

The CEO did not have anything additional to add outside the papers being presented to the meeting.

## 6.6 Update: additional Governors' activities at the College July – September 2017

There was nothing to add from the other governors over the summer period.

**NOTED**

## 7. Governance Items: To receive a report on Governors attendance at meetings

The Clerk reported on the attendance of Governors at Corporation meetings during 2016/17; this information was presented separately for Harrow College and Uxbridge College.

Harrow College: Overall attendance was 76% which exceeded the Governance Key Performance Indicator target (75%).

Uxbridge College: Overall attendance was 85% which exceeded the Governance Key Performance Indicator target (75%) and maintained the high levels of attendance achieved in 2015/16.

For both colleges it was noted that where Governors had not met the attendance target individual exceptions had been due to work commitments. The Clerk confirmed that she would calculate attendances at HCUC Corporation and sub-committee meetings when collating this statistic for 2017/18 as attendance at the Committee meetings was traditionally very strong. The meeting was reminded that the attendance statistics had to be included in the formal Members Report which accompanied the annual Financial Statements.

**The report was NOTED.**

***It was AGREED that attendance at all sub-committee meetings and at the Governors' Strategy Days would be included in the analysis for 2017/18.***

## 8. Draft Programme for Governors Training Day – October 2017

The Principal outlined the arrangements for the Governors Training Day to be held on 16 October 2017. It was noted that the programme would include: an update on HCUC enrolments; developing the HCUC Strategic Plan 2018-21; developing the governance arrangements for HCUC (including a demonstration of a new e-governance system); a Governors' self-assessment exercise to contribute to the College SAR; and a Governors' Link Scheme briefing.

**The arrangements were APPROVED.**

## 9. Governor Link Scheme Evaluation

The meeting noted a detailed evaluation summary of the Governor Link Scheme which had been in operation at Uxbridge College for nine years. The Governor Link Scheme had been a popular and

# MINUTES

5

successful initiative; Governors and College staff leads that had participated in the Scheme had provided positive feedback on a consistent basis when periodic evaluations had been undertaken. A summary of the feedback received from College Governors and a separate summary of the curriculum and support staff area leads feedback were noted. The evaluation forms had been completed in July 2017 and once again the feedback was very positive about the value and benefits of the Link Scheme.

The CEO highlighted the proposal to continue with the Governor Link Scheme post-merger and to continue with the focus on college familiarisation and on promoting a culture of continuous improvement. The meeting noted that in addition to HCUC Governors participating in the Scheme, it was proposed that the Non-Executive Advisors on the Stakeholder and Scrutiny Committees (SSCs) for Harrow and Uxbridge also be incorporated into the Link Scheme. The meeting agreed that the additional capacity created by having the Non-Exec Advisers engaged in the Link Scheme would ensure a good Link Scheme coverage of the range of HCUC curriculum and support areas. The meeting also noted that the Governors that chaired or participated in the SSCs would be exempted from participating in the Link Scheme, given that these Governors already had a further commitment above and beyond participation in Corporation meetings and participation in a Corporation Committee (QCS). It was noted that operating the Link Scheme on this basis for 2017/18 would mean that a total of 23 Governors and Non-Exec Advisers would be available as Link Scheme participants, to be matched with College staff Link Scheme leads from the range of HCUC curriculum and support areas. Governors sought, and were given, additional clarification on the time commitment and it was confirmed as 2 visits of 1½ - 2 hours per year.

**It was AGREED that:**

- a. **The Governor Link Scheme should be implemented for HCUC as outlined in the proposal with participation from Governors and SSC non-executive advisers.**
- b. **The Governors new to HCUC would be briefed about the Governor Link Scheme at the October Training and Planning Day (16/10/17).**
- c. **The CEO would issue a questionnaire to all governors and NEAs to ascertain any preferences for the geography or curriculum area that they would be linked to.**

## ITEMS FOR DECISION

### 10. Approval of Corporate Goals 2017/18

The CEO (LS) provided an outline of the Corporate Goals for 2017/18 for Harrow College and Uxbridge College. The meeting noted that these Corporate Goals and progress against them was being considered separately by the two colleges until January 2018 when a formal Strategic Plan for HCUC would be agreed. LS highlighted that a front page summary of progress against the key performance indicators had now been aligned for both colleges even though the underlying corporate goals were currently presented separately. The Deputy CEO (PC) asserted the importance of maintaining some continuity of focus as both colleges needed to focus on different areas for improvement and development. LS confirmed that developing the Corporate Goals for each College had provided opportunities for very useful discussions and exchanges. She highlighted the example that, a key theme with reference to the quality outcomes that the Exec intended to achieve as HCUC was a consistency of performance at a high level – across all qualification types, all SSAs (Sector Subject Areas) and all levels – for both the 16-18s and 19+ age groups.

The meeting considered the rationale for each college which supported their individual 2017/18 Corporate Goals.

Uxbridge College: (Laraine Smith)

It was noted that the standard format used at Uxbridge College had been in place for 5 years, and had been reviewed and adapted year-on-year. For the benefit of new Governors in particular, she outlined the themes of particular importance for 2017/18 at Uxbridge College:

- Further develop the College's targets and reporting for English and mathematics in line with the College's known performance in 2015/16 and 16/17.
- Improve FT student attendance to achieve the internal 86% target.

# MINUTES

- Address curriculum and quality reforms: changing BTEC requirements, reformed A Levels, new GCSEs, movement from 'frameworks' to 'standards' in apprenticeship provision, preparations for HE APR in 2017/18 and further responses to the SEND related reforms
- Further strengthen the employer interface with the vocational curriculum, which had also been a priority in 2015/16 and 2016/17
- Develop the employability dimension further on all programmes, with work experience as a key target area (quantity and quality)
- Maintain the momentum achieved in 2016/17 for decreasing the volume of Stage 3 Disciplinary Hearings and exclusions

## Harrow College: (Pat Carvalho)

The meeting noted that Harrow had chosen to adopt a similar style to Uxbridge, adding the 'Senior Lead' column. Harrow had kept their column references for 2016/17 out-turn but to be further in line with the Uxbridge report had colour coded the KPIs using the same referencing (Green, Yellow and Red). Harrow College's three-year plan came to an end in 2016/17 and although the College had kept many of the KPIs developed over that time, they had also introduced new objectives to either reference new activity or to ensure there was a more relevant KPI place to monitor. For the benefit of new Governors in particular, themes of particular importance for 2017/18 were highlighted:

- Continue to improve curriculum and teaching staff performance (e.g. improve the number that Exceed or Meet 'Good' expectations)
- Further develop staff professionalism and accountability with a focus on business support staff in line with activities for teaching staff
- To improve outcomes of specific programme types (A levels and Access)
- Curriculum areas below college attendance target improved by minimum of 2%.
- Increase work experience placements to 72%.
- Address curriculum and quality reforms: changing BTEC requirements, reformed A Levels, GCSE Maths 9-1 specification, movement from 'frameworks' to 'standards' in apprenticeship
- Further develop specific curriculum areas e.g. Health and Care curriculum as part of new Centre.
- Further improve the College's accommodation, building stock and estate to support growth plans and make efficiency savings.

The meeting considered the two sets of Corporate Goals and governors expressed some concern at the number of items contained within the Harrow College Corporate Goals; there were 172 measures compared with 35 at Uxbridge. It was agreed that this level of detail was too much for the HCUC Corporation to monitor effectively on an ongoing basis. The Deputy CEO affirmed the reason for this level of detail was to give the previous Corporation full assurance around quality improvement and the progress against the very detailed HC 3-year plan. It was agreed that the very detailed Corporate Goals for Harrow College should be monitored by the College Leadership and Management and the Harrow Stakeholder and Scrutiny Committee; the Harrow College Corporate Goals report should be reworked for presentation to the Corporation with fewer measures.

***To meeting APPROVED the one page summary reports for the Corporate Goals and the target key performance indicators in each of the two colleges for 2017/18.***

***It was AGREED that the draft Corporate Goals report 2017/18 developed for Harrow should be re-worked for presentation to HCUC Corporation so that less measures were included.***

## 11. Post-merger Action Plan

The meeting considered an update on the Post Merger Action Plan (PMAP) and the accompanying Risk Register. The CEO highlighted that these documents were written from a cross-college perspective and had taken the closing report from the merger Joint Steering Group as a starting point in order to ensure continuity. The formal merger of Harrow and Uxbridge Colleges on 1st August 2017 marked the beginning of the actual merger of the two separate College entities under one corporate umbrella. In the lead up to the formal merger date, the Joint Steering Group (JSG) ensured that the legal and regulatory and preparation work required to achieve the formal merger by 1st August 2017 was achieved. The meeting

## MINUTES

7

noted that having achieved that significant milestone, merger activity had now entered a new phase. LS reminded Governors that the work required to realise the HCUC merger was extensive, and – as previously discussed - would reach into the operational plans, targets and objectives being set for both teams and individuals across the organisation in 2017/18. The meeting noted that the following considerations had influenced the proposed content included in this draft PMAP: accountabilities of the Governors in terms of corporate oversight, which were expressed within the Instrument and Articles; ensuring a continuity between the work undertaken by the Joint Steering Group and the merger activity that is required post 1st August 2017; ensuring that key areas - where effective leadership and management are critical in the early phase post-merger - are visible and open to scrutiny by Governors.

The meeting considered the detailed PMAP and the accompanying Risk Register and agreed that these were crucial documents which would require close monitoring. The Chair informed the meeting that this close scrutiny would be led by the Vice-Chair of the Corporation (SC) on behalf of the Corporation in between formal meetings. An update on the PMAP would be brought to the Corporation as a standing agenda item during 2017/18. Governors approved this approach and commended the PMAP as a good ongoing link from the JSG's merger action plan; it was agreed that the Risk Register clearly identified the ongoing risks associated with the merger. The meeting asserted the importance of SC and the Corporation monitoring adherence to the deadline dates shown on the PMAP. The meeting went on to discuss the different formats of the Uxbridge and Harrow Risk Registers and which was preferred. It was agreed that this could be considered in more detail at the Governors Strategy and Training Day in October 2016 when ongoing governance arrangements were discussed.

***The Post Merger Action Plan and Risk Register were APPROVED.***

***It was AGREED that the Vice-Chair of HCUC (SC) would take the lead on monitoring progress against the PMAP on an ongoing basis; a standing update report to be brought to every Corporation meeting in 2017/18.***

## 12. Approval of process for development of HCUC Strategic Plan 2018-21

The meeting noted a paper presented by the Deputy CEO (PC) which outlined the proposed process for the development of HCUC's first Strategic Plan to cover the period 2018-2021. Governors were informed that as part of this process the governors, managers, staff and students, and external stakeholders would be informed and consulted on parts of the plan. PC reminded the meeting that consultation work with staff had already taken place during the staff conferences in June and July 2017 at each of the Colleges; this had considered the under-pinning values for the new HCUC organisation. In addition, a raft of information would be used to underpin the proposed direction for HCUC; this would include detailed demographic data and employment trends. The importance of understanding the economic value that the new College group would deliver locally as well as within West London was agreed; this would be a key element of any future bids to the LEP for funding. The meeting was given assurance that the following considerations had been included in the proposed process: the accountabilities of Governors in terms of corporate oversight, which are expressed within the I&A (Instruments and Articles); ensuring continuity between the two previous strategic plans for Harrow and Uxbridge colleges; ensuring continuity with the strategic document for HCUC developed prior to merger outlining the strategic aims and key areas for development; and ensuring that key accountabilities were transparent and monitored effectively. The meeting was assured that risks had been identified regarding this development phase to accompany the HCUC Post-Merger Action Plan. The detailed timeline was noted and approved and Members were reminded that the final draft Strategic Plan would be formally presented for approval at the additional Corporation meeting in January 2018. The meeting also noted that the HCUC Strategic Plan and Mission Statement would be discussed in more detail at the Governors' Training Day on 16<sup>th</sup> October.

***The process and timeline for development of the HCUC Strategic Plan 2018-2021 was APPROVED.***

## 13. Audit Matters

### ***Internal Audit Strategy 2017/18-2018/19***

SS introduced a paper detailing the updated internal audit strategy and the annual plan for 2017/18

## MINUTES

Governors were reminded of the requirements and obligations placed upon the Audit Committee and the Corporation under the overarching statutory documents of FE colleges. The importance of the challenge and scrutiny role of the Audit Committee and Governors was noted and agreed. Governors noted that since 1 August 2015 the Uxbridge College Corporation had agreed that no one firm would be appointed to deliver the annual internal audit contract; internal audit requirements were now reviewed annually and specialist firms appointed as necessary. It was confirmed that this had worked well during 2015/16 and 2016/17 with specialist audits being commissioned where necessary; this had provided a good level of assurance for Governors and had also proved to be good value for money. SS confirmed that this approach was proposed to continue into 2017/18 for HCUC.

The meeting noted the key areas of concern raised by a review of both colleges risk registers for 2017/18 and in discussion with College senior managers. Areas planned for inclusion in the internal audit plan 2017/18 were noted as: Key Financial Controls (including the new payroll system); Funding compliance (including compliance with requirements of the study programme; Safeguarding (last completed in January 2016); and Health and Safety (last completed June 2016). Governors noted that £55,220 had been included in the HCUC College budget for 2017/18 to allow for the internal audit work and any additional ad hoc audits. It was agreed that there may be some additional internal audit work that was required as part of the post-merger process. Governors sought, and were given, confirmation that there would be moves to reduce the costs of external contracts – such as internal audit – in the post-merger organisation from the sum of the individual Colleges contracts. SS confirmed that these efficiencies would be sought as HCUC moved forward. The outline proposals for 2018/19 were noted as: Key Financial Controls; funding compliance; IT systems maintenance; Learning Support; and Apprenticeships funding (levy and non-levy).

The meeting noted that this annual plan and strategy had been considered by the Audit Committee on 20 September 2017. SS informed the meeting that the Audit Committee had suggested that the Internal Audit strategy should be reviewed by an external independent 'third party' to ensure adequate and appropriate coverage. The Audit Chair had suggested that the independent third party should be TIAA (previously Harrow College's internal audit service provider).

***The meeting AGREED that subject to confirmation of adequate and appropriate coverage by TIAA, the Strategy for Internal Audit and the detailed audit plan for 2017/18 and 2018/19 was APPROVED.***

## ITEMS FOR INFORMATION

**14. Update on HCUC approach to merger**

The CEO (LS) presented a paper which set out the HCUC approach to merger that evolved out of the government led Area Review process in London, which commenced in February of the 2015/16 academic year. The paper was for the benefit of new Governors in particular but would also be a useful reference point for all Governors when considering the Post Merger Action Plan and any related merger related activities and developments referenced at this and future Governors' meetings. Members commended this as a useful background paper.

***The update was NOTED***

**15. Safeguarding Report 2016/17**

Members considered the annual report, presented by the Curriculum Director of SEND, Safeguarding and Prevent (GH), which gave an overview of the Safeguarding and Child Protection issues raised during 2016/17. The report covered both Harrow College and Uxbridge College. The meeting noted overall numbers of serious safeguarding cases and the breakdown by category of incident during 2016/17 for both Colleges. Governors sought additional clarity on why the numbers varied between colleges with 23 cases at Uxbridge and 95 at Harrow during the year; this was noted as being due to a difference in the definition of a 'safeguarding case'. GH explained that Harrow College included all cases where a Child in Need Plan had been put in place whereas Uxbridge only included cases where serious safeguarding

# MINUTES

action had been taken by the College during the year. Members also noted that Uxbridge College had a separate secondary 'at risk' register which covered potentially vulnerable learners where no external referral had been taken during the year; Harrow did not have a secondary register. It was confirmed that the approach would be unified for 2017/18 so that the statistics were comparable. The meeting noted that retention of Uxbridge College students on the Safeguarding Register during 2016/17 had been 82% (compared with 74% in 2015/16). The meeting discussed the Prevent agendas and the duties placed on colleges; GH highlighted the 5 students at UC and 5 students at HC that had involved police intervention for terrorist or radicalisation related matters during the 2016/17 year. There had also been 15 College investigations at Uxbridge under the Prevent duty which did not result in a referral to the police or Channel panel; the majority of these were for students looking at inappropriate websites. The meeting sought, and was given, assurance that the College was in full compliance with the specific duties placed on FE colleges as a result of the Counter-Terrorism and Security Bill 2015. Governors sought, and were given confirmation, that the College was looking at all incidences of potential radicalisation including right-wing groups as well as Islamic groups and that the Prevent training delivered to staff and students covered all of the possible avenues for radicalisation.

Governors noted details of the Uxbridge College Secondary 'at risk' Register which had 874 students on it during 2016/17 (compared with 906 in 2015/16); retention for this group had been 87% compared with 77% in the prior year. GH informed the meeting that at Uxbridge there had been 147 vulnerable 'looked after children (LAC) on the secondary risk register, (compared with 153 in the prior year). The same figure at Harrow was 132. Retention for LAC and care leavers at Uxbridge was at 92% during the year which was noted as an increase on the prior year's figure of 83%. The very high numbers of High Needs learners at Harrow was noted as 182 and the same at Uxbridge was 87. The meeting discussed the two colleges' different approaches to asking for declarations of criminal convictions at enrolment; Harrow did not ask students to declare whereas Uxbridge did. The meeting noted that the level of declarations at Uxbridge had fallen to 74 (compared with 131 in the prior year). The meeting was reminded that GH used the Metropolitan Police gravity scale when assessing Uxbridge College's action in response to declared convictions. Governors noted that of the 74 declarations only 12 had been stopped by the College; however only 59 had actually gone on to complete the enrolment process. The meeting discussed the need for sensitive handling of this issue and GH asserted that moving forward he would aim to standardise this requirement for disclosure across both Colleges at enrolment.

The Chair sought, and was given, confirmation that the Safeguarding leads in both Colleges continued to have a good working relationship with the local authorities with regard to safeguarding issues. It was confirmed that HCUC remained committed to supporting the work of the local Safeguarding Children Board; GH as the Curriculum Director of SEND, Safeguarding and Prevent was a full Board member and other HCUC Safeguarding Officers attended Child Protection and Education sub-groups. GH confirmed that the two colleges safeguarding leads were collaborating to share good practice across HCUC. It was confirmed that Safeguarding and Prevent were ongoing themes throughout the year with learners and that the internal student survey enabled the College to verify learners' awareness and understanding around these important issues. Governors suggested that trend data for Safeguarding should be provided for both Colleges in future annual reports to mirror the trend data supplied for Prevent referrals.

The CEO updated the meeting on arrangements for a Link Governor for Safeguarding moving forward. It was proposed that each of the two Stakeholder and Scrutiny Committees should have one nominated non-executive adviser (NEA) member with a specialist remit for safeguarding; these two NEAs would attend the individual colleges Safeguarding Committees. The suggested individuals were Mike Crane for Uxbridge SSC and Liz Warriner at Harrow; both of these individuals had previously acted as link Governors for Safeguarding on the individual Colleges Governing Bodies pre-merger. This local focus would then be brought together at HCUC Corporation level with Nasim Khan acting as the Corporation lead on Safeguarding issues; he would liaise with both of the specialist NEAs to keep an over-arching watch on both Colleges. The meeting commended this suggested approach which the CEO would put in place.

***The report was RECEIVED.***

# MINUTES

**It was AGREED that:**

- i) **Trend data for Safeguarding should be provided for both Colleges in future Safeguarding annual reports to mirror the trend data supplied for Prevent referrals.**
- ii) **The suggested arrangements for Safeguarding Link governor and NEAs should be actioned at SSC and Corporation level as outlined above.**

## 16. Academic Report

As previously minuted the two Vice Principals had already given the meeting a comprehensive presentation to support this detailed report on the College's academic progress. The meeting considered a separate report for each of Harrow College and Uxbridge College which covered the following:

- Provisional review of A, AS and GCSE 2017 results.
  - **Uxbridge:** The overall A2 pass rate was 97.5% (compared with 98.6% in 2015/16). High grades had improved at 42% (compared with 34%). A2 success rate was 92.3% (95% in prior year). There had been a decline in the QAR for AS levels at 69% (78% in prior year) but the meeting was reminded that many centres no longer offered AS levels but Uxbridge saw them as an important mid-point assessment tool. The overall A\*-C high grade success rate for GCSE within the Academy was 56% (48% in prior year). Detailed performance data by subject and level was considered and members noted details of the action plan in place to turn around any negative trends.
  - **Harrow:** The meeting noted that Harrow College delivered GCSEs in Sciences, maths and English. Overall high grades were at 39% in 2016/17 (47% in prior year). The decline was noted as being in relation to the large numbers taking compulsory English and maths and the lower higher grade passes in these subjects. It was noted that the high grades (A\*-C) pass rate for GCSE Sciences had increased to 79% in 2016/17 (78% in prior year).
- English and maths Results 2016/17:
  - **Uxbridge:** The Functional Skills results were yet to be finalised but were expected to match or better last year's overall performance with most levels above national average (NA). GCSE English and maths showed strong retention and achievement overall with success rates of 92.5% and 88.1% (A\*-C high grades success rates were 21% and 20.7%).
  - **Harrow:** The meeting noted that the college could evidence increased achievement rates in all English and maths qualifications particularly Functional Skills across all levels which was now at 82.4% (67.5% in 2015/16). GCSE maths and English high grades remained significantly above the NA at 29% and 38% respectively although the GCSE maths high grade had fallen compared with the prior year.
- Performance Indicator Table 2016/17:
  - **Uxbridge:** The final QAR was still awaited as retention and achievement were yet to be finalised. Overall retention was currently at 93% (compared with 91% in prior year) against a NA of 92%. Detailed QAR data based on qualification type and age was noted; 16-18 QAR had currently matched the prior year at 83% and was expected to rise further as data finalised (range predicted 83%-86%). The 19+ QAR data was currently at 87% and was expected to match or better the prior year's figure of 88%. The WBL (apprenticeship) QAR data was predicted to be 77-78% overall with Timely QAR at 70% (compared with the NAs of 72% and 58% respectively). The meeting was reminded of the ongoing focus and commitment within HCUC to analyse the detailed data by age, level and subject sector areas in order to drill down below headline data and ensure consistency across the full provision of the two colleges could be evidenced moving forward.
  - **Harrow:** Overall retention was currently at 95% (compared with 94% in prior year) against a NA of 90.3%. Detailed QAR data based on qualification type and age was noted; 16-18 QAR had exceeded the prior year at 82.3% and was expected to rise further as data finalised (range predicted 82.3%-85.4%). The 19+ QAR data was currently at 88.1% and was expected to match or better the prior year's figure of 90.1%. The WBL (apprenticeship) QAR data was predicted to be 66% overall with Timely QAR to be confirmed. The meeting noted that this would remain an Area for Improvement

# MINUTES

for Harrow moving forward.

- Attendance & Punctuality:

- **Uxbridge:** The College overall target for attendance of 86% for 2016/17 had not been met with raw attendance at 84%, though attendance showed at 87% when accounting for authorised absences. A number of Schools had matched or bettered the target, but the large volume of English & Maths FS & GCSE classes, despite improvement, showed lower than average attendance. Lateness remained within the target set (6%).

- **Harrow:** The College overall target for attendance of 86% was surpassed for 2016/17 with attendance at 87.3% (16-18s 87%, 19+ 88.5%, overall Maths 86%, overall English 87%). There were 13 out of 18 curriculum areas that achieved 86% or higher. GCSE English and maths attendance was below target at 82%; 11 out of 13 Curriculum Areas achieved 84% or above.

- Complaints:

- **Uxbridge:** 2016/17 saw a similar number of complaints to the prior year; 31 compared with 32 in 2015/16. 55% of complaints made were upheld or partially upheld (similar to the previous year). The meeting was assured that all complaints were handled in a timely manner and came to a satisfactory conclusion, there were no unresolved cases at the year end. The College had been careful to allocate a risk level to each complaint and none had resulted in any legal action.

- **Harrow:** 2016/17 noted a fall in complaints to 47 from 50 in 2015/16. Of these only 19 were upheld (40% compared with 44% in 2015/16). The highest volume (9 out of 47) complaints were attached to the 'lecturer' category, mirroring 2015/16. No complaints were related to cancelled classes or Equality & Diversity related concerns and none of the complaints resulted in any legal action against the College.

The meeting was reminded that the complaints reports would be considered in detail at every meeting of the HCUC Quality Curriculum and Student Committee.

- Lesson Observation Report:

- **Uxbridge:** 337 graded observations were undertaken during the year, 34% of these being joint observations with Ofsted trained external observers. The "All Observations" profile and the "First lesson" profile remained strong (89% Grade 1/Grade 2; 11% Grade 3; and <1% grade 4)

- **Harrow:** 134 developmental (formal) observations, 42 Essentials, 60 externally validated (Ofsted inspectors) observations and 134 walk-throughs were undertaken during the year. The meeting was reminded that Harrow used a holistic Performance Management Grid to grade as a 'full-year' view covering 10 Teaching Learning and Assessment performance points. This Performance Management grid TLA profile for 2016/17 was 23% Exceeds, 54% Meets, 16% Generally Meets, 7% Does Not Meet (3% increase in Exceeds & Meets observation outcomes).

The meeting discussed the different systems and was reminded that Ofsted had now moved away from a formal grading of lesson observations. Governors debated the benefit of Uxbridge moving to this more holistic approach and were given assurance that this more developmental framework would not allow expected standards to be diluted; expectations would remain high. The KPI within the Corporate Goals would require 85% of teaching to 'exceed expectations'.

- Progress against the SAR Quality Improvement Plan (QIP) 2016/17:

- **Uxbridge:** Study Programme attendance (including English and maths) did improve. Whilst attendance allowing for authorised absences (87%) was above target (86%), raw attendance (84%) remained below. The numbers and proportions of learners achieving high grades (A\*-C) for English & maths did improve, but % A\*-C grade overall remain low (as does the NA). Indications were that Schools and SSAs identified for improvement had all shown progress, but to varying degrees.

- **Harrow:** The meeting noted that the College had made good progress towards the majority of its QIP identified Areas for Improvement (AFIs) and had already made improvements in the 16-18 QAR achievement rates with a volume of 16- 18 achievements to be added. Maths & English achievement had improved significantly and remained substantially above national-averages. The noted Teaching

# MINUTES

12

Learning and assessment (TLA) AFIs had made good progress and student feedback on TLA mirrors recognition of the improvement in meeting individual needs, engaging lessons and stretching learners so they feel they are making progress. The tutorial offer had made good progress and benefitted from a new, whole college approach in 2016/17 including a new staff type; students recorded significant increases in positive feedback. The College challenged itself to increase the volume of work-experience placements to 68% and has achieved this; this will remain an AFI for 2017/18. Apprenticeships, though having improved by over 20%, remained only marginally above aggregated NAs; Apprenticeships will remain a key AFI for 2017/18. Similarly A-levels QAR rates have fallen and alongside the college's clear strategy to reduce this offer, these too will be designated as a key AFI (not least because of their impact on the new DfE progress measures); the college has discontinued Economics, Government & politics and Environmental-Studies as planned of a planned ongoing reduction in A-level delivery. The meeting sought additional clarity on why Harrow had moved away from the A level provision; this was noted as being due to the very high standard of provision in local school sixth forms and the small numbers at Harrow College made the staffing and provision non-viable.

***The Academic Report was RECEIVED.***

## 17. Finance Directorate Report

### 17.1 Management Accounts July 2017

The Group Director – Finance & Resource Planning (SS) presented the management accounts to July 2017 for each of the colleges. Governors noted that the two sets of accounts had been reviewed in detail by the HCUC Resources Committee on 21<sup>st</sup> September 2017 as well as a composite set of accounts for HCUC. SS informed the meeting that the full year-end adjustments had not yet been completed and the final year-end position would be updated following the external audits which would take place in October 2017. The audited financial statements for each of the colleges would be brought to the Corporation in December 2017 for approval. The meeting also noted that an external audit of funding compliance was being undertaken at both Colleges by KPMG; this was something that Uxbridge College had undertaken each year in order to provide additional assurance for Governors.

The key financial performance indicators to 31<sup>st</sup> July 2017 (unadjusted) were noted as:

#### Harrow College

- Operating surplus for the year of £2.689m (£683,000 excluding the gain on sale of an asset).
- Cash days in hand: 123.92      Current ratio: 1.64.
- Borrowing as a % of income: 13%.
- Surplus as a % of income: 3.6% (adjusted to exclude gain on sale of asset).
- Staff costs as % of income: 66%

#### Uxbridge College

- Operating surplus for the year of £1.047m (£683,000 excluding the gain on sale of an asset).
- Cash days in hand: 134.6      Current ratio: 2.16.
- Borrowing as a % of income: 0%.
- Surplus as a % of income: 3.2% (adjusted to exclude gain on sale of asset).
- Staff costs as % of income: 61% (against a sector benchmark of 65%).

### 17.2 Interim Enrolment Report 2017/18

The Group Director Finance & Resource Planning presented an updated interim enrolment report for 2017/18 as at 26 September 2017 for each of the two colleges. The meeting noted that at the present time HCUC had not met its full-time 16-18 target, however enrolment was continuing. The ESFA targets for FT 16-18 year olds were noted as follows: Harrow – 1,889 +71 rising 19s totalling 1,960 (2,098 in 2016/17, and 2,160 in 2015/16); Uxbridge - 3,886 + 182 rising 19s totalling 4,068 (4,039 in 2016/17, 3,799 in 2015/16); HCUC – 5775 + 253 rising 19s totalling 6,028. There was currently a shortfall of 152 learners, 2.5% against the ESFA targets, however enrolment would continue for a short time. Areas to note were

# MINUTES

13

highlighted: Harrow: Humanities recruitment was lower than target but Health and Social Care was now expected to achieve target by end of September; Uxbridge: 18 year old recruitment at 81% of target, affecting most areas. 16-17 recruitment is at 104%, the College was currently 169 below the ESFA target number of 4,039.

Governors were reminded that 19+ targets were harder to quantify as the allocation was a monetary value, and both Colleges allocated a monetary proportion for non-classroom work. Of the classroom funding the actual FT 19+ enrolments for the group was 1,231 against the target of 1,112. Uxbridge was at 115% of its internal target, and Harrow at 105%. Of the part time numbers, the actual for the HCUC group was 2,715 against a target of 5,352. Part time enrolments would continue throughout the year and the monetary values would be monitored through the management accounts. HE enrolments were currently showing 154 actual enrolments against 327, however enrolments would continue into October when HE courses commenced.

### 17.3 Risk Management Update

The meeting noted the two separate College Risk Registers which were aligned to the Corporate Goals and would be monitored via the individual sub-Committees as well as by the Audit Committee. The Risk Register aligned to the Post Merger Action Plan was also considered. The red risks were considered in more detail, these were in relation to: enrolment, funding and targets, English and Maths and staffing. It was confirmed that a composite HCUC Risk Register would be available from January 2018.

***The Risk Register was NOTED and RECEIVED.***

### 17.4 Merger Costs Update

SS presented a summary of the actual costs to date compared with the forecast costs of the merger which had been included in the two-college combined forecast 2016/17 and financial plan 2017/18. The actual cost of the merger to date was noted as £669,362; against the budget of £917,000 (favourable variance of £248,000). The meeting was reminded of the unforeseen income from the transaction unit for the VAT on the new Harrow Weald building (£389,000) and the transition unit income (£91,000). SS highlighted that staff related costs and savings had yet to be fully quantified. The meeting sought, and was given, assurance that the merger had not adversely affected external contracts that either college held by destabilising provision. SS reasserted the efficiencies that would be made by combining provision of services across the two colleges, for example a net saving of £15,000 on insurance had been made.

### 17.5 Property Update

The meeting was given an update on the new Health and Social Care building at the Harrow Weald campus. The contract completion date had been 24<sup>th</sup> August 2017 but the estimated completion date was now 9<sup>th</sup> October 2017 with a target occupancy date of 30<sup>th</sup> October 2017. The meeting noted the estimated outturn of £4,970,124 against the project budget of £5,150,124 (saving of £180,000). Governors noted that the LEP had provided 35% of the funding for the project.

***The Finance Directorate Report was RECEIVED.***

### 18. Minutes of the Harrow College Corporation Meeting held on 5<sup>th</sup> July 2017 (for information)

The minutes of the meeting were taken as read.

### ITEMS TO BE TAKEN AS READ

#### 19. Uxbridge College Human Resources Committee – 11 July 2017

The minutes of the meeting were taken as read.

#### 20. Audit Committee – 20 September 2017

The minutes of the meeting would be circulated as soon as available. In his absence, the Chair (ME) asked the Clerk to feedback the following highlights considered at the meeting:

- **Risk Register:** There were currently 3 separate risk registers (Harrow, Uxbridge and post-merger).

## MINUTES

14

These would work through to a single risk register over the coming months as the College worked through the post-merger phase. The Audit Committee was comfortable that risks were being managed and a single risk register would be developed early in 2018.

- **External Audit:** There were 2 external audits due to start in October, one for Harrow and one for Uxbridge. Audit Committee had a presentation from both our providers and the results would be presented to a joint Audit and Resources committee meeting in November. Going forward HCUC would have one external audit provider and will choose this through a selection process early in 2018. There were no concerns raised by the auditors during the audit committee meeting.
- **Internal Audit Strategy:** The new entity had decided to continue with the internal auditors, TIAA (for the Key Financial controls audit), as they provided services to both Harrow and Uxbridge. On approval from audit committee, internal audit work will be conducted by both TIAA and specialists, where appropriate, to provide the best governance support for the new entity. Given the timing of the merger, the Executive team has developed an audit plan for the year ahead. It was decided at audit committee that TIAA would perform a short and unobtrusive review of the plan and make a final submission at the next audit committee meeting. This will allow for the audit plan to have independent consideration alongside the work performed by the executive team, ensuring the best possible audit plan that will provide the best risk coverage.

### 21. Resources Committee – 21 September 2017

The minutes of the meeting would be circulated as soon as available. The following key issues were highlighted by the Chair (AMcL):

- **Bad Debt Report:** The Resources Committee had approved the write-off of £27,790 in bad debts in relation to the financial year 2016/17, (in compliance with the College Financial Regulations); full provision for the write off had been made in the College accounts.
- **August 2017 Management Accounts:** The Committee had reviewed the August 2017 management accounts for Harrow, Uxbridge and HCUC combined.
- **Property Update:** A detailed property update report had been considered by the meeting which provided an update on the following: detailed financial information for the new Health and Social Care building at Harrow Weald campus; an update on the Weald masterplan; Harrow College submission of Expression of Interests to the LEP for 5 projects across the two Harrow campuses; onward sale of the Austen Building at the Weald Campus; and minor works/ window replacement/ heating upgrade at Hayes Campus.

### 22. To confirm the dates and times of the meetings for 2017/18

- Tuesday 12 December 2017 at 5.30pm at Uxbridge Campus
- Tuesday 23 January 2018 at 5.30pm
- Tuesday 20 March 2018 at 5.30pm
- Tuesday 15 May 2018 at 5.30pm
- Tuesday 10 July 2018 at 5.30pm

### 23. Items For Next Meeting

There were no items suggested. The Chair asked Members to feedback any ideas to the Clerk in advance of the next meeting.

### ANY OTHER BUSINESS

### 24. Any other business as previously notified

There was no other business. The meeting closed at 8.50pm.

Signed .....

# MINUTES

15

Date.....

Minute Ref	Action	By who	By when
1	Circulate contact details for Chair (ND) to all Governors.	Clerk	30 September 2017
6.1.1	Modern Slavery Act Transparency Statement to be published on the College's website.	HR Director	
6.3	Add the HE Annual Provider Review to the QCS agenda in November 2017 (and to the December 2017 GB agenda). Amend the Annual Work Schedule for	Clerk	30 September 2017

## MINUTES

16

	Corporation and sub-committees 2017/18 and recirculate.		
6.3	Delegated authority given to QCS Committee to complete the APR sign-off process on behalf of the Corporation once the required self-evaluation reports were received. Mariann Rand-Weaver would sign-off the Uxbridge College APR and Antonio Weiss would sign-off the APR for Harrow College before submission to HEFCE to meet the deadline.	DDS/ DMcT MRW AW	29 November 2017
7	Attendance at all sub-committee meetings and Governors' Strategy Days to be included in attendance analysis for 2017/18.	Clerk	September 2018
9	Governor Link Scheme: - To be implemented for HCUC as outlined in the proposal with participation from Governors and SSC non-executive advisers. - Governors new to HCUC would be briefed about the Governor Link Scheme at the October Training and Planning Day (16/10/17). - CEO would issue a questionnaire to all governors and NEAs to ascertain any preferences for the geography or curriculum area that they would be linked to.	CEO All governors	16 October 2017  Questionnaire responses by 31 October
10	The draft Corporate Goals report 2017/18 developed for Harrow should be re-worked for presentation to HCUC Corporation so that fewer measures were included.	Deputy CEO	Next GB meeting.
11	Vice-Chair of HCUC (SC) to take the lead on monitoring progress against the Post Merger Action Plan on an ongoing basis; a standing update report to be brought to every Corporation meeting in 2017/18.	CEO Vice-Chair (SC)	Next GB meeting.
15	Trend data for Safeguarding should be provided for both Colleges in future Safeguarding annual reports to mirror the trend data supplied for Prevent referrals.	GH	September 2018
15	Suggested arrangements for Safeguarding Link governor and NEAs should be actioned at SSC and Corporation level. Harrow SSC – NEA Liz Warriner Uxbridge SSC – NEA Mike Crane Safeguarding Link Governor on HCUC Corporation – Nasim Khan	CEO  LW MC NK	November 2018 (1 <sup>st</sup> SSC meetings)