

## **RICHMOND & HILLCROFT ADULT & COMMUNITY COLLEGE**

### **MINUTES**

of the meeting of the Board of Richmond and Hillcroft Adult and Community College held at 6.00pm  
Thursday 14 December 2017 in PK9, Parkshot.

Present: Ms Louise Fluker, Chair  
Mr Mark Albrow, Lead Governor for Safeguarding/Prevent and Learner Involvement  
Mr Richard Brewster, Audit Committee Chair  
Ms Gabrielle Flint, Principal  
Prof. Andrew George, Quality & Standards Committee Chair  
Ms Theresa Hoenig  
Prof. Linda Jones, Co-Vice Chair  
Ms Jane O'Shea, Co-Vice Chair  
Ms Farah Rachlin  
Ms Lisa Sharp  
Mr Nigel Ware, Finance Committee Chair

In attendance: Ms Gaynor Bray, Vice Principal – Teaching & Learning,  
Ms Sue Carter, Vice Principal – Learner Experience  
Mr Neil Wallbank, Interim Director of Finance  
Ms Sara George, Interim Clerk

The meeting remained quorate throughout.

#### **APOLOGIES FOR ABSENCE**

Ms Helen Darracott and Mr Gavin Hardcastle-Jones apologised for their absence.

#### **MINUTES OF THE MEETING OF THE BOARD**

The minutes of the meeting of the Board held on 6 October 2017 were approved as an accurate record, subject to the amendment of typographical errors.

The minutes of the meeting of the Board held on 13 October 2017 were approved as an accurate record.

#### **MATTERS ARISING**

All matters arising were covered on the agenda.

#### **MINUTES OF STANDING COMMITTEES**

The minutes of the following standing committees were noted:

- Quality & Standards Committee (3 November 2017)
- Audit Committee (13 November 2017)
- Finance Committee (20 November 2017)
- Joint Audit & Finance Committees (29 November 2017)
- Search & Governance Committee (6 December 2017)
- Transition Committee (7 December 2017)
- Quality and Standards Committee (7 December 2017)

#### **DECLARATIONS OF INTEREST**

No new declarations of interest were made.

#### **PRINCIPALS REPORT**

The Principal presented her report for December 2017, highlighting a positive start to the 2017/18 academic year with buoyant enrolments and a 17% increase in learner numbers. Flexibilities for non-accredited provision and widened bursaries have made courses more affordable, which has resulted in fee income being 10% ahead of the same time last year. The ESFA have been informed that the college will be calculating usage of ACL funding differently going forward to ensure that the full value is claimed.

The new staffing structure has been implemented and merged policies and procedures are in use. Although some vacancies remain to be filled, the current staff costs to income ratio is 65%, an improvement to pre-merger.

A bid has been submitted to the Greater London Authority for funds to create an estates feasibility strategy that will look to address the issues of the Hillcroft site. If successful, the money will need to be spent by 30 April 2018. Planning permission for the refurbishment of the Annex building has been received, with both educational and business usage permitted. The developers of the Magistrate's Court have begun work to separate the utilities and a tender process will start in the new year for contractors to fill in the courtyard. Historic England has conducted a site visit after receiving a request from a member of the public to list the Court and Annex with a final decision awaited. Advice received from a planning consultant indicates that work should not start on the Annex building until a listing decision is made and any appeals process completed.

***The Board noted the Principal's Report.***

#### **RISK REGISTER & ACTION PLAN AND RISK HEAT MAP**

The interim Director of Finance presented the Risk Register and Action Plan for the merged college, informing governors that it had been created by merging the risk registers of RACC, Hillcroft and the merger, then adding additional risks as required. The risk matrix has been expanded to a 4x4 grid to enable a more precise scoring of risks. The risk register was scrutinised and recommended for Board approval by the Audit Committee at its meeting on 13 November.

It was agreed that the risk of losing key staff should be added to the register.

Interim Dir. of  
Finance

In answer to a question regarding risk 4, "Failure to secure the financial benefits of merger", and why the residual risk was higher than the gross risk, the interim Director of Finance responded that the financial plan had originally been set on the basis of a full year savings being realised from the merger, The delay to the merger has increased the risk that not all planned savings will be achieved and this is why the residual risk score has increased.

The high impact score of risk 10, "Failure to manage Health and Safety, and Safeguarding risks" was questioned. The Principal reported that the identified issues are being addressed, particularly on the Hillcroft site. Risk assessments and resulting action plans have been created and active monitoring is taking place.

Risk 23, "Failure to implement systems and processes to monitor and comply with GDPR May 2018" was discussed. It was noted that the Director of MIS and IT has received training in this area, and will provide a briefing to both the Executive and the Board as to how the college is responding. It was agreed that this risk should remain a red high risk due to the severity of the fines that can be incurred.

The Chair of the Audit Committee commented that the next iteration of the heat map should show movement of the risks as they continue to be mitigated.

***The Board approved the risk register and action plan, and the associated heat map.***

#### **FINANCIAL AND AUDIT MATTERS**

##### **Management Accounts – October 2017**

The interim Director of Finance presented the October 2017 Management Accounts, informing the Board that they reflected August and September figures from the two separate colleges and October onwards as the merged entity.

The delay in merger has led to pay costs being above budget. Whilst staff notice periods were not in the budget, the overspend has been partially offset by vacant posts, and a contingency was put in place for the eventuality. Approximately £70k of the £80k restructure fund had been used by the end of October.

Based on the results to October 2017, RHACC's financial health would be graded as good. A revised budget and end of year forecast will be developed for scrutiny at the Board's January strategy session.

In answer to a question regarding a reduction in lettings income and the possible risk posed by 'The Exchange' centre in Twickenham, the Principal replied that it does not contain

purpose built arts facilities, unlike RHACC, and the very large theatre will accommodate different needs to the smaller Queen Charlotte Hall.

It was noted that the large spend on marketing at the start of the academic year was not unusual and the overspend against budget is primarily due to the budget not being profiled to reflect actual spending patterns.

***The Board noted the October 2017 Management Accounts***

**ESFA Financial Health Letter and Dashboard**

The Principal reminded the Board that the initial ESFA financial health letter had graded RHACC as inadequate. This grading was challenged as the ESFA had solely looked at the financial performance of Hillcroft as the remaining college, and had not considered the financial impact of RACC as the merger partner. The ESFA reconsidered and reissued the letter, stating the financial health to be satisfactory.

The interim Director of Finance commented that a further letter will be issued in late February/early March, with a financial health grading based on the Financial Statements received in December and the 2017/18 financial plan.

***The Board noted the ESFA financial health letter and dashboard.***

**Audit Committee Annual Reports 2016/17**

The Chair of the Audit Committee presented the annual reports of the Audit Committees of both RACC and Hillcroft, which will require submission to the ESFA along with the Financial Statements.

***The Board noted the Audit Committee Annual Reports 2016/17 from both Hillcroft and RACC.***

**Financial Statements and Regularity Audits for 2016/17**

The Chair of the Audit Committee informed the Board that the Post-Audit Management Reports, the Financial Statements and the Letters of Representation for both colleges had been scrutinised during a joint meeting of the Finance and Audit Committees on 29 November. External auditors Buzzacott had given both RACC and Hillcroft clean audit opinions, with only a few minor observations, and therefore the Committees were happy to recommend approval of all documents.

**After due consideration the Board approved:**

- ***Post Audit Management Report – RACC***
- ***Letter of Representation – RACC***
- ***Regularity Self-Assessment Questionnaire – RACC***
- ***Annual Report and Financial Statements – RACC***
  
- ***Post Audit Management Report – Hillcroft***
- ***Letter of Representation – Hillcroft***
- ***Regularity Self-Assessment Questionnaire – Hillcroft***
- ***Annual Report and Financial Statements – Hillcroft***

**and authorised** Louise Fluker and Gabe Flint to sign the required documents on behalf of RACC and Linda Jones and Sue Carter to sign the required documents on behalf of Hillcroft.

**Risk Management Strategy 2017/18**

The Audit Committee Chair informed the Board that the Risk Management Strategy has been scrutinised by the Committee, who were recommending it the Board for approval.

***The Board approved the Risk Management Strategy for 2017/18***

**Reappointment of external auditors**

The interim Director of Finance reported that the Audit Committee had agreed to recommend the reappointment of Buzzacott to conduct the audit of the August and September 2017 RACC accounts, at the quoted price of £9.5k plus VAT.

Buzzacott have been asked to provide a quote for the full 2017/18 audit prior to discussions regarding their reappointment.

It was noted that a joint meeting of the Finance and Audit Committees will be required in early February to scrutinise the audit report and RACC August and September accounts

Interim Clerk

***The Board approved the reappointment of Buzzacott to conduct the two month accounts audit.***

#### **TEACHING AND LEARNING MATTERS** **RACC Self-Assessment Report 2016/17**

The Chair of the Quality and Standards Committee presented the RACC SAR for 2016/17, informing the Board that the Committee had scrutinised the overarching themes at its November meeting, and the whole document (along with the Hillcroft SAR) at its meeting on 7 December. Overall RACC has graded itself a good (grade 2) with some outstanding areas (grade 1). Positive progress is being made within the 'good' grade, however there are areas of detail that require improvement to enable an outstanding score. Most outcomes are above national benchmarks, with students doing well. Support for LLDD is very good.

A governor questioned RACC's links with employers in the Richmond area. The Principal commented that the curriculum development role of the Head of School for Professional Studies and Employer Engagement includes work with employers, which will in the future include the ability for employers to influence course content. Focused targets for employer work have been set and the post of Business Development Co-ordinator continues to focus on employer engagement. The Chair of the Quality and Standards Committee added that all of the Heads of School were questioned on their business engagement strategy as part of their annual presentations to the Committee. A separate Employer Engagement Strategy has been developed that focuses on the self-employed and SME's that make up the majority of businesses based in the Richmond area.

In answer to a question regarding individualised study programmes for learners aged 16-18, the Vice Principal for Teaching and Learning reported that young learners are required to have English and maths in any individualised programme if they have not yet passed their GCSEs. If they have this qualification, then English and maths can be embedded within each individual's personalised programme. Young learners currently infill into adult classes as it has been found that those enrolling at the college perform better in an adult environment where part time programmes can be offered to best suit their needs.

A governor asked whether there were plans to grow the currently small amount of apprenticeship provision. The Principal replied that RHACC had been unsuccessful in the recent ESFA apprenticeship contract bidding process, and would therefore work with other providers in this area. RHACC offers adults a night school approach, with part time modules that can lead to qualifications and viable alternative routes to career change or progression.

***The Board approved the RACC Self-Assessment Report for 2016/17***

#### **Hillcroft Self-Assessment Report 2016/17**

The Chair of the Quality and Standards Committee presented the Hillcroft SAR for 2016/17, highlighting a fall in the overall self-assessment grade to 'requires improvement' (grade 3) due to a fall in outcomes for students, particularly those on long programmes. Teaching, learning and assessment had been graded as good, with personal development, behaviour and welfare graded as outstanding. Leadership and management has been scored as requires improvement (grade 3) as a consequence of the poor attainment on long qualification courses.

The Vice Principal for Teaching and Learning commented that all areas identified as requiring improvement were fixable and that the actions to improve were already being

undertaken. These actions can be found in the quality improvement plan for 2017 2018. It was noted that RACC undertook similar actions for similar issues a few years ago.

The previous Chair of Hillcroft noted that the Council had debated on several occasions the risk of enrolling women who may have multiple disadvantages and may struggle to complete their courses. Providing opportunities to women furthest from education was core to the Hillcroft mission. The Principal responded that the merged college would continue to support such learners, with improvements made to IAG, admissions procedures and support systems with expanded progression routes to ensure that students are enrolled on the right course at the right time to enable them to succeed.

It was noted that a more detailed breakdown of Hillcroft data will be undertaken as part of the quality improvement plan actions.

A governor commented that during a recent Tell Us What You Think learner feedback session conducted at Hillcroft there were several complaints about the poor quality of accommodation. This is mentioned within the leadership and management section of the SAR. If these concerns were not addressed in the coming year the governor felt the Board would have seriously failed learners.

***The Board approved the Hillcroft Self-Assessment Report for 2016 2017.***

The Vice Principal for Teaching and Learning said the Board would receive updates on the key quality improvement actions via the Teaching and Learning Quality reports taken to each Board meeting. The Quality and Standards Committee will scrutinise the entire quality improvement plan at its meetings. Details of curriculum developments and partner engagement will also be highlighted within the Principal's Report. The 24 hour curriculum has become a standing item on the agenda of the Quality & Standards Committee.

**HE assurance statements about quality and standards**

The Higher Education Funding Council for England (HEFCE) require governors to provide an assurance statement on an annual basis about the quality of colleges' higher education provision. The Board received and discussed the RACC Higher Education Monitoring Report, which detailed the actions taken continuously to improve learner experience and outcomes. The Board agreed that standards in HE had been maintained and that the methodologies used to improve the academic experience for learners were robust and appropriate.

The Chair of the Quality & Standards Committee informed the Board that if the College wishes to continue offering HE, it must register with the Office for Students by April 2018. It was noted that RHACC offers a very small amount of HE (only 30 learners on 3 art and design programmes currently) and therefore management will be discussing the College's approach to HE in the new year, including the possibility of offering high level vocational qualifications in areas such as AAT and Counselling as an alternative.

***The Board approved the HEFCE Annual Quality Assessment Assurance Statement and authorised the Principal to sign it on behalf of the Board.***

Principal

## **RECOMMENDATIONS FROM THE QUALITY AND STANDARDS COMMITTEE**

### **Learner Involvement Strategy**

The Vice Principal for Learner Experience presented the Learner Involvement Strategy for 2017 – 2020, noting that the strategy requires all staff to take responsibility for issues raised where appropriate whilst ensuring that all feedback and actions taken in response are logged centrally so there is a record for audit purposes and to indicate any trends.

In answer to a question regarding the role of Learner Liaison Officers, the Vice Principal for Learner Experience replied that the role commenced in 2016 when a learner with learning difficulties undertook the role with the LLDD cohort. Management has suggested that the role is widened, with Learner Liaison Officer volunteers recruited for other underrepresented groups such as ESOL and women's residential provision. The creation of a Learner Representatives Group has also been discussed, at which areas of provision are represented at group meetings for consultation purposes. Learner Representatives will represent areas of provision, whereas Learner Liaison Officers will represent different types of learners.

***The Board approved the Learner Involvement Strategy for 2017 – 2020.***

### **Annual Safeguarding and Prevent Report 2016 2017**

The Link Governor for Learner Involvement, Safeguarding and Prevent presented the Annual Safeguarding and Prevent Report for 2016/17, informing the Board that the report contained details of the alerts received and actions taken and a summary of the training undertaken by both staff and governors. The Link Governor added that he had attended meetings of the Safeguarding and Prevent Group on a termly basis, and had been impressed with the engagement and concern of staff. He confirmed that the Board could take assurance that learners feel comfortable reporting concerns to staff and that the process was taken seriously by all concerned.

The Vice Principal for Learner Experience confirmed that the cases noted in section three of the report had been resolved; however in some instances alerts related to returning learners, who are being closely monitored.

In answer to a question regarding the mandatory nature of safeguarding and Prevent training, the Principal replied that all staff, including the sessional workforce, are required to undertake training and this is clearly explained. Sessional staff are informed that they must undertake the training to be employed by the college.

***The Board noted the Annual Safeguarding and Prevent Report for 2016 2017.***

## **RECOMMENDATIONS FROM THE SEARCH & GOVERNANCE COMMITTEE**

### **Appointment of Student and Staff Governors**

#### **Staff Governor – Graham Tharp**

The Board noted the candidate statement of Graham Tharp, the only candidate for the role of staff governor. Mr Tharp has previously served on the Hillcroft Council and the previous Chair commented that she had been impressed with his input.

***The Board approved the appointment of Mr Graham Tharp as staff governor.***

#### **Student Governor – Daniel Kemp**

The Board noted the candidate statement of Daniel Kemp. The Chair of the Search & Governance Committee informed the Board that Mr Kemp had been the appointable candidate resulting from the recent series of interviews, having thought about the role and considered his answers carefully.

***The Board approved the appointment of Mr Daniel Kemp as student governor.***

It was noted that the other student governor candidates had all been positive about their experiences at the college and wished, as a result, to contribute more. The Principal reported that all of the interviewed candidates, and those that expressed an interest and for varying reasons did not apply, will be invited to a meeting in the new year to discuss their ideas and gain their feedback.

The Board agreed that only one student and staff governor would be appointed at the present time.

### **Revised Articles of Association**

The Chair of the Search & Governance Committee presented the revised Articles of Association, which had been redrafted by legal advisers Bates, Wells and Braithwaite to separate the role of the Company Secretary from that of the Clerk.

It was agreed that clause 35 regarding Membership Certificates should be removed as these are not required by company law. Governors were asked to submit any further drafting points to the interim Clerk. The final draft will need to be approved by the members.

Interim  
Director of  
Finance

***The Board requested the removal of clause 35 and the correction of any drafting points, and agreed that the final draft of revised Articles should be circulated to members for approval by written resolution.***

Interim Clerk

### **Committee Terms of Reference Quality & Standards Committee**

The Chair of the Quality & Standards Committee confirmed that the terms of reference had been approved by the Committee. The Board discussed the membership of the Committee and the appropriateness of either the staff or the student governor serving on it. It was agreed that the membership section should not be prescriptive and that suitability should be dependent on the individual. Committee roles will be discussed with the new staff and student governors during induction, after which the Search and Governance Committee could propose changes to Committee membership if desirable.

***The Board approved the terms of reference for the Quality and Standards Committee.***

### **Audit Committee**

The Chair of the Audit Committee confirmed that the terms of reference had been approved by the Committee.

***The Board approved the terms of reference for the Audit Committee.***

### **Finance Committee**

The Board discussed the membership of the Finance Committee and agreed that this should be increased to four, with a quorum of three. It was noted that discussions have taken place regarding the appropriate committee to scrutinise human resources matters. The Chair of the Finance Committee confirmed that he was content for these matters to be considered by the Committee, and that revised terms of reference will be reviewed by the Committee at its meeting on 8 February prior to submission to the Board for approval in March.

Interim Clerk

Interim Clerk

### **Search & Governance Committee**

A governor asked, in the absence of a Remuneration Committee, which standing committee would be responsible for scrutiny of the pay and conditions of the Principal and Clerk. The Board agreed that this should be undertaken by the Search & Governance Committee, on the understanding that the Principal (a member of the Committee) is excluded from any discussions regarding her pay and conditions and does not receive any papers on the matter. The interim Clerk was asked to add this responsibility to the Search & Governance Committee duties.

Interim Clerk

***The Board approved the terms of reference for the Search & Governance Committee, subject to the amendment above.***

### **Transition Committee**

The Board noted that the Transition Committee, at its first meeting, disbanded, as it felt confident that all issues delegated to it by the Board could be more suitably conducted by other standing committees.

***The Board approved the disbanding of the Transition Committee.***

### **Self-assessment of Performance Results**

The Chair of the Search & Governance Committee informed the Board that the results of the recent self-assessment of performance by governors regarding the RACC Governing Body and the Hillcroft Council had been discussed at the Committee meeting on 6 December. The Search & Governance Committee had agreed that a more rigorous process, including appraisals of individual governors conducted by the Board Chair, was required for 2017 2018.

The opportunity for governors to visit classes was discussed. The Board agreed that it was desirable to increase the number of class visits undertaken, however it was noted that visits need to be treated sensitively and could be logistically difficult if all undertaken during the same time period. It was agreed that the interim Clerk will contact governors to ask if there are any particular curriculum areas they are interested in visiting, and arrange this at the same time as the new governor induction visits.

Interim Clerk

***The Board noted the results of the 2016 2017 self-assessment of performance.***

### **Letter from Peter Lauener to Chairs and Principals**

The Board discussed the letter from Peter Lauener (CEO of the ESFA) and in particular his suggestion that governors should monitor gross margin by course on a regular basis. The interim Director of Finance indicated to the Board that this would be possible if desired, and that the Heads of School regularly check the contribution of their courses.

After a request from a governor, staff utilisation figures (highlighted within merger preparation work) will be reported on regularly.

Principal

***The Board noted the letter from Peter Lauener.***

### **Search & Governance Committee Annual Report 2016/17**

The Chair of the Search and Governance Committee presented its annual report for 2016/17, which outlined the work of the Committee and the recruitment undertaken in the time period, the self-assessment processes used and how equality and diversity issues had been monitored.

***The Board noted the Search & Governance Committee Annual Report 2016/17***

### **POLICY APPROVAL**

#### **Complaints Policy and Procedure**

The Vice Principal for Learner Experience presented the Complaints Policy and Procedure for the merged college, noting that an easily accessible, learner friendly document will be produced that will inform students how to provide feedback. The Board acknowledged that the documents will require revision in the new year to include information on how long personal information will be kept to comply with the new GDPR regulations.

VP Learner Experience

***The Board approved the current version of the Complaints Policy and Procedure.***

#### **Whistleblowing Policy**

The Board agreed that the Whistleblowing Policy will require the addition of information regarding the receipt and retention of personal data. It was also agreed that the Prevent duty should be added to the fifth bullet point within clause 4.1 of the policy.

Interim Clerk

***The Board approved the Whistleblowing Policy subject to the amendments above.***

#### **Governor Expenses Policy**

The authorisation process for governor expenses were discussed. It was agreed any spend other than travel and childcare should be approved in advance by the Principal. Expense claims of less than £100 in total can be authorised by the Clerk. Expense claims of over £100 will require the authorisation of the Chair.

***The Board approved the Governor Expenses Policy and amendment of the Financial Regulations to reflect the revised authorisation process.***

Interim Dir. of Finance

**Governor Recruitment & Succession Planning Policy and Procedure**  
***The Board approved the Governor Recruitment & Succession Planning Policy and Procedure.***

**Assessment Policy and Procedures**  
***The Board approved the Assessment Policy and Procedures***

**Anti-Harassment and Bullying Policy**

The Chair of the Quality & Standards Committee noted that the Policy does not contain in the definition section any reference to statements made in a learning environment or those which might occur as part of a theatrical production. It was agreed that a cross reference should be made within the Anti-Harassment and Bullying Policy to the Freedom of Speech Policy. It was also agreed that the Bullying examples should include social media.

Principal

***The Board approved the Anti-Harassment and Bullying Policy, subject to the amendments above.***

**UPDATE ON MERGER IMPLEMENTATION PLAN**

The interim Director of Finance presented an update on the merger implementation plan. In response to a question regarding the recent IT migration, the Principal reported that it had not gone entirely as planned and some connectivity issues, particularly around email and file retrieval, had been experienced by the staff at the Hillcroft site. No additional costs were incurred as a result of these issues and the student enrolment and records systems were unaffected.

It was noted that Fiona Carthy will provide the Board with an update regarding branding for the merged college at the strategy session on 26 January. A new logo has been used on the January course guide.

Creating a merged college culture was discussed, as this did not appear on the implementation plan. The Principal agreed that the issue was a complex one that would take some time to progress. It was agreed that the Board will be able to monitor developments in this area through a standing item within the Principal's Report.

Principal

**ANY OTHER BUSINESS**

**Thanks**

The Board asked that its thanks should be passed to the management and staff at both sites for the hard work that has taken place in 2017.

The meeting closed at approximately 8.00pm.