



WMCC Board 11 December 2019 – Minutes

Board 11 December 2019			
Appointed Governors			
1	Ahsan	Akbar	Apologies
2	Kate	Bell	Y
3	Barbara	Byrne	Y
4	Fran	Fahey	Y
5	June	Jarrett	Y
6	Samata	Khatoon	Y
7	Alexi	Marmot	Y
8	Chris	Percy	Apologies
9	Guy	Shackle	Y
10	Jon	Sibson	Y
11	Paul	Smith	Y
12	Paula	Whittle	Y
	Helen	Hammond	Principal: ex officio Y
Staff Governors			
	Amanda	Blinkhorn	Teaching Staff Y
	Monica	Kinasiewicz	Support Staff Y
Student Governors			
	Romy	Brandeis	Y
	Arianna	Cariacciolo	Apologies
Officers Attending			
	Martin	Jones	Vice Principal
	Maria	Rosenthal	Deputy Principal
	Bill	Barker	Clerk

1	<p>Chair's Welcome and Introduction. Guy Shackle (GS, WMCC Chair) welcomed everyone and invited Monica Kinasiewicz, the newly elected support staff governor, to introduce herself.</p>
2	<p>Apologies for Absence: Ahsan Akbar, Chris Percy, Arianna Caracciolo.</p> <p>Declarations of Interest. There were none.</p>
3	<p>Minutes of July 2019 Meeting</p>

These were agreed as a correct record and signed by the Chair.

Matters Arising not on current agenda:
There were none.

4 Strategy

4.1 Chair's Introductory Comments

GS introduced this section of the agenda advising that the lengthy and disruptive mixed mode heating and ventilation (MMH&V) works were now very largely concluded and that heating had been re-introduced into the building in time for the start of the second half of term. There remained a protracted period of "seasonal commissioning" as heating and ventilation systems were configured so as to optimize conditions in the building throughout the year. Associated works including secondary glazing were also complete with blinds being installed before Christmas.

The new Open Learning Centre (OLC) would be ready for January 2020 restoring a full, and much enhanced, service for learners wanting to pursue their studies outside their formal class time. This was the first stage of the WMC Plus project which would subsequently include refurbishment of the Library and the Maurice Hall so as to provide better services for learners and improved flexibility for the use of these areas.

GS commented that the full benefit of all these projects would be further enhanced through the planned work to introduce a consistent look and feel across the College with re-decoration and "de-cluttering" of rooms and installation of consistent signage and notice boards for display of notices and learners' work.

GS commented further that the new GLA funding regime was in place and that the College had continued its work in the community, much of which had over the prior three years been delivered under separately funded grants from LB Camden. (see next section)

GS commented that it had been useful to bring governors together for the session in October on early enrolment numbers and trends, and for the presentation and discussion on WMC branding. (see next section).

4.2i Principal's (Update) Report:

Helen Hammond (HH, Principal) introduced this report which confirmed to governors that the devolution of funding to the GLA had been achieved without disruption to the receipt of monthly cash instalments.

HH informed the Board that the London IALs held termly meetings with Michelle Cuomo-Boorer, the GLA's Assistant Director for Skills and Employment. The College also had a named project manager at the GLA. HH reported that the GLA's priorities for Londoners were consistent with WMC's mission and provision, commenting especially that there was understanding of and support for the wider "social impact" of provision.

The College had submitted a bid to the GLA for Innovation Funding to support the provision of digital skills. The bid was for a revenue grant of £435k for provision over the remainder of 2019/20 but with most funding 2020/21 provision. The outcome of this bid would not be known until February / March 2020.

The College had also submitted a further bid for capital support under the GLA's Small Projects and Equipment Fund - round 2 – (SPEF2) for the upgrading of IT network devices, cabling, provision of additional digital skills teaching space and equipment for learners. The

bid was for £188k grant (on a 1:1 match basis) to support the refurbishment and upgrading at a full cost of £376k. If successful these bids for capital and revenue funding would further enhance the College's ability to deliver the "digital entitlement" now recognised by the GLA as essential for participation in society.

Brand Consultation

HH advised governors of the activities /focus groups for learners and staff that had taken place during the term to date outlining the emerging themes, but stressing that there was no unanimity of views about the name of the College.

HH reported that the aim of this work was to introduce greater consistency into the WMC "brand" and history whilst also enhancing inclusion and reach to all sections of the community.

Governors welcomed the detailed report from Carthy Associates of work undertaken to date and of that still planned.

Governors' discussion included some consideration of the extent to which the Board should be consulted about these developments. Governors formed the view that there were operational matters for College managers to determine and progress; there were also other matters of a strategic nature that should be discussed by the Board.

Governors noted the summary of the focus groups to date recognizing that there was not a definitive view about the impact of the College's name, with many commenting that it was what the College offered rather than its name that mattered - "reputation spoke louder than the name"

Governors were concerned that this work was not hindered by the need for their explicit oversight and endorsement, but also came to the view that there were some decisions of a more "strategic" nature which would require their endorsement.

In conclusion governors wanted this work to proceed during this year and recognized that changes of a more fundamental nature, if forthcoming, should be presented to a future meeting of the Board,

Strategic Plan: Objectives – Key Performance Criteria

4.2ii

HH introduced this paper reminding governors of the three overarching strategic objectives of the Strategic Plan agreed by the Board at the summer meeting:

- Excellence for all
- Effective and sustainable
- Working together

These are developed into strands which form the Strategic Framework against which are set key actions, with annual performance criteria, to be taken forward over the period of the Plan.

HH advised that key performance indicators have been identified against the strategic objectives and they will be used to monitor improvements.

A data dashboard is being developed which will be updated regularly and submitted to the Board for in-year review. She advised a first draft was included with the paper to provide an initial indication of how this will be developed during the year.

HH further advised that there will be an annual report to governors to monitor progress (achievement of key performance criteria) against the whole annual operating plan.

Governors welcomed this paper noting especially the 9 areas in which the performance criteria were presented, commenting that as the dashboard develops over the next academic year they would welcome the addition of some HR indicators (absence, vacancies, attrition). Governors also asked that the section on learner achievement rates should be stated in terms of annual increase as well as actual target percentage. They also questioned whether the enrolment numbers could be translated into an indicator of the volume of activity enabling year on year trend analysis and an assessment of achievement of GLA funding contract value.

Martin Jones (MJ, Vice Principal) advised that the College received funding in two main categories – (AEB and CL), and that for each category there were differences in measurement of the volume of activity and so of the extent to which the contract value had been achieved. He advised further that the new Head of MIS was now in post and that her advice would be sought as to how the data could be presented in a way that helped governors to monitor learner participation levels against funding contract.

The Board welcomed the paper adopting the key performance criteria presented; governors anticipated further development of the performance metrics.

GS reminded the Board that it was important to retain an over-arching view of the wider purposes (social impact) of the College when assessing against a specific set of numerical set of indicators. He commented that in this respect the inclusion of the cross-college diversity and inclusion programme was a welcome development.

5 **Quality**
College Self-Assessment Report (SAR)

Paula Whittle (PW, Chair of CQSC) introduced the SAR which had been discussed in detail at the recent meeting of the CQSC and was now presented to the Board for adoption with some changes recommended by the Committee. The CQSC had questioned some of the judgements, and whilst not changing any of them had suggested ways in which the evidence could be made more explicit.

PW advised the Board that the SAR was presented as a main document with a full data appendix, and that the grades were presented in the categories of the 2019 Ofsted Education Inspection Framework:

Overall effectiveness	Good
Quality of education	Good
Behaviour and attitudes	Outstanding
Personal development	Outstanding
Leadership and management	Good

The grade for overall effectiveness was an “umbrella” grade that reflected the other grades with a weighting for the Quality of Education.

	<p>The SAR captured a distinctive development whereby learners were given time to reflect on their own learning and readiness for progression. This had increased their confidence and commitment to learning. This was fully aligned to Ofsted’s focus on curriculum intent, implementation and impact (the three Is). This had helped to increase achievement rates by 7%.</p> <p>Governors welcomed this report, with those who had recently undertaken “link visits” re-enforcing that they had noticed a step-change in learners’ enjoyment, commitment and overall purposefulness.</p> <p>PW recommended the SAR for adoption advising that the achievements and resulting judgements placed the College in a strong position for an outstanding grade in the future.</p> <p>The Board adopted the SAR recognising that the overall effectiveness grade reflected a solid good with outstanding features.</p> <p>Governors wished to have recorded their appreciation and thanks to staff for their work in the 2018/19 year, and recognised that the College was well placed to consolidate the improvements of recent years to achieve an outstanding overall grade in 2019/20.</p>	
<p>6 6.1</p>	<p>Governance: <u>Update on Board and Committee Membership /Chairs</u></p> <p>Bill Barker (BB_Cl: Clerk) introduced this paper which summarized recent developments and confirmed continuing arrangements.</p> <p>GS commented that the work of the Governing Body was achieved effectively through the current committee arrangements with their strong Chairs.</p> <p>The Board agreed the Committee arrangements and noted further that Jon Sibson would assume the Chair of the CQSC with June Jarrett as vice-chair. The nomination of Paul Smith as the Chair of Audit Committee was endorsed. The Board expressed their thanks to Kate Bell, Paula Whittle and Barbara Byrne for their work as Committee Chairs in the period to date.</p> <p>6.2 <u>Chair’s Action (Open Learning Centre works)</u> The Board endorsed the Chair’s action, following a meeting of members of the Estates Group, in awarding the contract for the development of the OLC to ITC Concepts for a cost of c. £110k +VAT.</p> <p>6.3 <u>Board Self-Assessment (incl Standing Orders)</u></p> <p>Bill Barker (BB_Cl: Clerk) introduced this paper advising that the standing orders for the Board remained unchanged in substance but had been updated to reflect current practice. They were recommended for adoption by the Board: this was agreed.</p> <p>BB_CL spoke briefly to the paper identifying the actions and practice of the Board which supported the proposed “good” grade. He drew the attention of the Board to the comments included by Ofsted in their inspection report of late 2018 and to the recruitment of new governors so as so ensure continuity of a full skill set from governors.</p> <p>The Board adopted the proposed self-assessment grade of “good”.</p> <p>6.4 <u>Annual Report on Risk Management and Policy</u></p>	

MJ introduced the report advising governors that this had been amended to include the comment about "risk appetite" suggested at the recent meeting of the AC. The Risk Register for 2019/20 had been revised and re-set for the new year in the light of the previous year's activity and so that it more accurately represented the risks identified in the Strategic Plan and recent IAS reports. The scoring mechanism had also been changed so as to give greater weighting to the impact on learners.

He advised governors that the uncertainty associated with the achievement of enrolment volumes and fee income would reduce during the year as enrolments for the second and third terms became known.

The Risk Management Policy with its updated amendments was presented for approval.

Kate Bell (KB, Chair of the AC) advised that the annual report, policy and full risk register were all recommended by the AC.

The Board thanked the AC for their advice and adopted the recommendations.

6.5

Annual Report and Opinion of Audit Committee

KB introduced this report drawing attention to the opinions of both the internal and external auditors. She commented in particular on the first year of the work of Scrutton Bland as IAS providers, and the re-appointment during the year of Buzzacott as the College's external auditors. She acknowledged that Buzzacott had provided this service for some years, but that the service was now directed by a new lead partner (Shachi Blakemore).

Governors welcomed this report noting the strong /unqualified opinions of the professional advisors and endorsing the opinion of the AC:

The Committee's Opinion is that the Corporation's assurance arrangements, framework of governance, risk management and control processes for the effective and efficient use of resources, solvency of the institution and the safeguarding of its assets are adequate and effective.

Governors were re-assured that the issues around the quality of learners' files would be picked up as part of IAS 2019/20 work.

6.6

Integrated Financial Model Return to ESFA

MJ introduced this paper which informed the Board of a new financial return and return date required by the ESFA before the end of February 2020. The return brings together the previously existing separate returns and submission dates into a single return that covers a period of 4 years.

MJ advised that the College would need to prepare and submit the return before the next meeting of the Board. He reported that the College EMG had considered this and, after consultation with the Chair of the Corporation and Chair of FPDC, was recommending that for this year delegated authority be granted to the FPDC to make this return. (He advised further that this in itself required a re-scheduling of Committee dates for the remainder of the academic year.)

In February the College would be reporting on 2018/19 based on the audited financial statements, the 2019/20 year to date (November 2019), the 2020/21 and 2021/22 financial plan (budget) and a cashflow for the prior, current and two future years.

	<p>The recommendation to delegate the scrutiny of this return to the FPDC and the authorisation for it be signed by the Accounting Officer on behalf of Board was agreed.</p>
<p>7</p>	<p>Previous Year's Finance</p> <p>GS advised the Board that the Report and Financial Statements and associated documents had been considered by the AC in early November and then by the FPDC towards the end of that month. He was pleased that both Committees had devoted significant amounts of time to the scrutiny of the accounts from the point of view of their integrity (AC) and the financial outcomes themselves (FPDC). He encouraged governors to ask questions at any time as MJ took the Board through the documents.</p> <p>MJ advised that Shachi Blakemore, Partner from Buzzacott had attended the Audit Committee meeting on 7 November to present and discuss their audit work, the accounts and the supporting documents.</p> <p>He advised that the final Post-Audit Management Letter was appended to the introductory cover note, together with the Fraud Questionnaire, Regularity Questionnaire and the Letter of Representations.</p> <p>MJ advised that it was the intention of Buzzacott to sign "unqualified" opinions on both the accounts and regularity audits following approval of the various documents by Corporation.</p> <p>7.1 Post Audit Management Letter: This was noted by the Board.</p> <p>7.2 Fraud Questionnaire This was noted and adopted as recommended by FPDC</p> <p>7.3 Regularity Self-Assessment This was approved as an expression that funds received from the ESFA had been used for their intended purpose.</p> <p>7.4 Letter of Representations MJ drew the attention of the Board to this letter which was presented for approval and signing by the Chair and Principal on behalf of the Board. He advised in particular that in agreeing that this letter could be signed on their behalf they were each confirming to Buzzacott that nothing had come to their attention that would prevent the "unqualified" (true and fair) opinion, and that in their view the College would remain a "going concern" for at least 12 months from the date of this Board meeting.</p> <p>7.5 The Board agreed that the Chair and Principal should sign the letter on their behalf.</p> <p><u>Report and Financial Statements 2018/19.</u></p> <p>MJ advised that the accounts to 31 July 2019 record an annual operational surplus before investment gains of £511k on turnover of £5.789 million (2018: £856k on turnover of £5.883 million).</p> <p>The balance sheet also remained strong with total net assets increasing by £914k (2018: £1,131k).</p>

There was a cash outflow over the year of £628k (2018: inflow of £703k) primarily as a result of capital expenditure payments on the new heating and ventilation system of £1.77m during the year.

The new reporting disclosure required by the Board's adoption of the AoC's Code for the Remuneration of Senior Staff about the Principal's salary and total benefits package as a multiple of those of the median staff was at note 7. The multiple was 4.2 in both cases.

MJ commented that at both the AC and the FPDC there had been discussion of the recent years' surpluses and the consequential increase in the I&E reserve. He drew the attention of governors to the reconciliation he had provided which explained how the 2018/19 year end surplus varied from the forecast provided 3 months before in April 2019.

He commented that the recent levels of surplus and cash inflow had helped to provide the resources to support the major capital project to replace the life-expired heating system and install the mixed mode ventilation system.

He further advised that the FPDC would devote some time at meetings in 2020 to develop a policy for the use of reserves (Endowments, Restricted and Unrestricted/ I&E).

Barbara Byrne (BB Chair of the FPDC) advised the Board that the FPDC had recommended that some of the College's reserves, or in year forecast surpluses, could be made available for one-off developmental projects that were difficult to complete over and above operational matters, but that whilst left undone inhibited quality improvements or enhanced learner experiences.

Recommendation:

Governors were asked to approve the financial statements and supporting documents for the year to 31 July 2019 and to authorise the Chair and the Principal to sign the following sections on behalf of the Board members:

- Members' report (page 17)
- Statement of Corporate Governance and Internal Control (page 25) including the Board's self-assessment of its effectiveness as "Good"
- Statement of Regularity, Propriety and Compliance (page 26)
- Statement of the Responsibilities of the Governors of the Corporation (page 27)
- Balance sheet (page 35)

This recommendation (including its constituent parts) was agreed,

8 Current Year's Finance

Management Accounts for 3 months to 31 Oct 2019

MJ introduced this set of management accounts and commentary for the first 3 months (until 31 October) of the current year. He advised that the management accounts (MA) showed a positive start to the year.

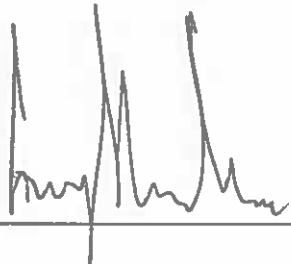
He advised that the MA showed an overall YTD favourable variance, £146k, of income over expenditure (£578k vs £432k). He reported that this was largely attributable to carrying some vacancies in staffing at the start of the year, the pay award not being made yet and the lag in non-staff expenditure being invoiced.

The level of enrolments to date indicated that the College is on track to achieve its funded contract value. He referred to the GLA bid for Innovation Funding as reported by the Principal, but advised that no forecast adjustments would be made until the outcome of the bid was known.

	<p>In the meantime the forecast outturn was for a deficit as agreed by the Board in July (now at £91k vs £81k due to a non-recurrent staff cost).</p> <p>MJ reminded the Board that the total fees budget (fees and adult loans) was for £715k (vs 2018/91 outturn of £672k), and advised that using the same profile /trajectory as in prior years the total fee income was 2.7% ahead of ytd budget (£365k vs £356k). He commented that the College's adult loan facility with the ESFA was for a total of £51k, but that the total applications were likely to exceed that amount although not all loan applications were actually pursued by learners.</p> <p>Staff costs show favourable variances to date due to date though many of the vacancies that have contributed to this have now been filled.</p> <p>The College will implement the 1% pay increase as recommended by the AoC and included in the College budget. This will be paid in January 2020 with backdating to 01 September 2019.</p> <p>MJ advised that there was nothing in the current MA that was of concern, but that he would continue to keep the FPDC and the Board advised of developments.</p>
9	<p>Committee Reports</p>
9.1	<p>Report from Audit Committee (minutes)</p> <p>KB commented that there had already been some discussion of the main items considered at the AC. She said that the Committee was pleased with the appointment of Scrutton Bland for the provision of an internal audit service, and that she had confidence in Buzzacott's continuing role as external auditors.</p> <p>She emphasized that the AC would benefit from additional membership from either the current governors, or governors to be recruited in early 2020 or a co-opted member with appropriate experience.</p> <p>The Board thanked KB for her work as Chair of AC over the last three and a half years.</p>
9.2	<p>Report from FPD Committee (minutes)</p> <p>BB advised that the Committee had spent significant time considering the Financial Statements 2018/19 and Management Accounts for the period to date in the current year.</p> <p>The Committee also received and approved an updated Whistleblowing Policy</p> <p>The other main agenda item had been on the building works at Crowndale Rd:</p> <ul style="list-style-type: none"> • Mixed Mode Ventilation and Heating (MMV&H) • Open Learning Centre (OLC) • GLA Small Projects and Equipment Fund (round 2) (SPEF2 bid). <p><u>Provision for additional cost of H&MMV</u></p> <p>MJ advised the Board that the project was in the main completed, but that there remained an ongoing program of configuration and balancing, and of staff training and re-decoration before the full benefit of the works would be appreciated.</p>

	<p>In view of the most recent reports from Fusion he anticipated the eventual cost to the College would exceed the sum authorised in April 2019 -£2,500k with £200k GLA grant in addition.</p> <p>The reports from the Project Manager and the Quantity Surveyor at Fusion advised that their estimate of the total project cost had risen to £2,772k. However ITC's current claim which was disputed by the Project Managers and the College would take the total project cost to £2,892k.</p> <p>In view of the current claim from ITC the College was now seeking authority for a further sum of up to £300k so that once negotiations were concluded payment could be made without delay.</p> <p>Governors questioned how these further costs had arisen and whether they were the responsibility of the designers (insufficient detail provided to the contractor) or of the main contractors (inadequate personnel or logistical shortcomings). MJ advised that there were elements of each, but that this would be determined as the final account was agreed between the parties.</p> <p>The Board agreed that there should be provision to pay up to £2.8m from WMC funds, with consideration given to recovering the amount resulting from design delays from BSP if appropriate.</p> <p>The Board advised that a "lessons learnt" note should be produced as a guide for future projects.</p> <p><u>Open Learning Centre</u> Works were continuing so that the facility could be ready for learners at the start of term in January. The contract award had been reported under Chair's action.</p> <p><u>GLA (SPEF) 2 bid:</u> The bid was for IT infrastructure development and the provision of end-user facilities in room 004, This work would support the Innovation Funding revenue bid that HH had spoken about. The bid was for a £376k project: £188k GLA grant</p> <p>The FPDC had also recommended that the College should consider the engagement of consultants for particular non- recurrent project implementation work, especially where this would accelerate improvements to services to learners and staff. In particular the Committee had noted the decision to delay the payroll "live date" of iWork (HR and payroll system) which had been taken so as not to compromise essential operational services.</p>
9.3	<p>Report from CQS Committee incl' Annual Report on Safeguarding</p> <p>PW advised that the SAR had provided the main focus of scrutiny, but that the Committee had also received the annual report and policy update on Safeguarding.</p> <p>PW advised that the Policy was under review so as to incorporate the advice of the DfE's advisor, the update to the KCSIE guidance and WMC practice.</p> <p>Nevertheless, the annual report was agreed, and the Committee was advised that the College remained in compliance with its statutory obligations.</p>

	<p>The Board thanked PW for her work on behalf of WMC which had spanned a period of 20 years first as Deputy Principal and subsequently as a governor and Chair of the CQSC.</p>	
<p>10</p>	<p>Future Meetings: Board: 01 April, 16 July</p> <p>Changes to Audit Committee dates - (19 March and 4 June) and to FPDC dates - (13 February, 6 May and 24 June).</p> <p>WMC History Seminar Tuesday 03 March 2020 17:30-19:00.</p>	

Signed: 

Date: 15/07/20

