

MORLEY COLLEGE LONDON

GOVERNING BODY

Minutes of a Meeting held at Morley College, 61 Westminster Bridge Road London SE1 7HT on Monday 1 April 2019 at 5.30 pm.

Present:

Dr Stuart Edwards, External Governor (**Chair**)
Ms Pauline Egan, External Governor (**Vice-chair**)
Mr Martin Bamford, Student Governor
Mr Nic Durston, External Governor
Ms Heather Fry, External Governor
Dr Andrew Gower, Principal and Governor
Mr Luke Howson, Staff Governor
Dr Steve Ketteridge, External Governor
Ms Susan Lindsey, Student Governor
Ms Marilyn McMenemy, External Governor
Mr Victor Olowe, External Governor
Ms Sara Robertson-Jonas, Staff Governor
Dr Fiona Stephen, External Governor

In attendance:

Mr Marco Macchitella, Deputy Principal
Mr Nick Rampley, Vice-Principal
Mr Kevin Jones, Director of Finance
Dr Bolatito Ariyo, Head of School of Humanities and Applied Science (Items 1-3 only)
Mr Martin McNeill, Clerk to the Governing Body and Company Secretary

Absent:

Miss Justine Brian, External Governor
Mr Mash Seriki, External Governor
Ms Heather Smith, External Governor

RESOLUTIONS

To confirm the minutes (including the confidential minutes) of the meeting held on 10 December 2018, subject to the oGonly)

To approve the Risk Management Framework (Minute 10)
To note that eleven risks in the current Risk Register are rated 'high' for impact and/or probability (Minute 10)
To re-appoint RSM UK Audit LLP as the College's financial statements and regularity auditor for 2018-19 (Minute 10)
To approve a revised schedule of meetings for 2019-20 (Minute 12)
To approve a revised Work Programme for 2018-19 (Minute 12)
To confirm the reserved minutes of the meeting held on 10 December 2018 (Minute 13.2)
To confirm the date of the next meeting as 15 July 2019 at 5.30 pm at the Stockwell Centre (Minute 15)

1. Apologies for absence and quorum

Apologies for absence were received from Justine Brian and Mash Seriki, both of whom were having to address unexpected and urgent work issues, and from Heather Smith, who had given birth to a daughter on 28 March. The Clerk confirmed that the meeting was quorate.

2. Welcome, introduction and declarations of interest

- 2.1. The Chair welcomed Susan Lindsey to her first meeting since her appointment as a student governor.
- 2.2. Governors asked the Clerk to pass on their congratulations and good wishes to Heather Smith and her family.
- 2.3. Fiona Stephen told the Board that it was her intention to retire from the Board at the end of the summer term. She would, however, remain a lifelong friend of the College.
- 2.4. There were no declarations of interest.

3. Programme area presentation

- 3.1. The Head of the School of Humanities and Applied Sciences introduced the work of her school, which covered a wide range of disciplines (Appendix 1). She drew attention to the high proportion of accredited learning at Level 3 and above, the high

need to maintain a steady focus on enrolling sufficient students and recruiting suitably-qualified staff, she said that her priority would be to improve the quality of learning and teaching so that all curriculum areas delivered as good a student experience as the best.

4. Minutes of 10 December meeting

4.1. The minutes (including the confidential minutes) of the meeting held on 10 December 2018 were confirmed as a correct record and it was agreed that they should be signed by the Chair, subject to a minor amendment to Minute 7.3 to omit certain personal details.

11 December 2017: Minute

10 December 2018: Minute 17.3 Audit Committee (risk management)

4.10.

that, if possible, a member of Morley staff should attend the meeting to observe and report back.

- 5.7. Governors sought assurance on the arrangements in place to manage communications during Stage 2a and on the mechanisms through which the Governing Body would scrutinise the process. In relation to communications, the Principal said that a member of the Marketing and Communications Team had been identified as the main point of contact, and that she was receiving professional support from an experienced communications consultant. Governing Body scrutiny would be provided through the existing Merger Working Group and through careful consideration both of the College's negotiating strategy and of its assumptions as to the viability of the proposed curriculum by the Finance, Resources and Fundraising and Quality and Standards Committees.
- 5.8. The Chair proposed and it was agreed that the governor members of the Merger Working Group (the Chair, Vice-chair and Principal, Dr Ketteridge and Mr Bamford) should also serve as the Morley representatives on the Joint Transition Committee (JTC) to be set up by the two colleges. The JTC would report to both college boards.
- 5.9. In subsequent discussion, governors asked for the following issues to be taken into consideration in dealings with funding bodies and other stakeholders over the next two months:

Given the deterioration in KCC's financial position (as reported to the board meeting of 19 March) it was likely that a realistic business plan would require an increase in the financial and f

challenge was to build on the experience of those students to reach out to new

itself and two changes to the Code of Good Governance. These proposals were agreed.

- 8.3. Governors noted that the new Remuneration Code expressly prohibited the consolidation of performance-related pay (PRP), but recognised that there might be cases of exceptional performance where non-consolidated PRP might be

12. Schedule of meetings and work programme

The Board agreed to approve the revised schedule of meetings for 2019-20 and the revised work programme for 2018-19.

13. Reserved matters (Principal and external governors only)

13.1. Having sought confirmation from the external governors and the Principal that they had considered the reserved minutes of the 10 December Board meeting and the 4 February meeting of the Remuneration Committee and that none of them wished to raise any matters arising from either set of minutes, the Chair invited the staff and student governors to remain in the meeting.

13.2. The external governors and the Principal then confirmed the reserved board minutes as a correct record and agreed that they should be signed by the Chair.

14. Other business

14.1. The Chair reported on a meeting that he had recently held with the Vice-Chancellor and the Director of Corporate Affairs at London South Bank University (LSBU), at their invitation. LSBU had brought him up to date with their progress in integrating Lambeth College within the LSBU Group, and had sought to explore opportunities for closer collaboration with Morley in adult education. The Chair said that he had updated LSBU on developments with KCC; he had also made clear that, while Morley was keen to do more in partnership with LSBU (in accordance with the Memorandum of Understanding signed in 2016), the Morley Board was (in his view) unlikely to support any proposal that compromised its continued organisational autonomy.

14.2. See confidential minutes

14.3. See confidential minutes

15. Date of next meeting

Confirmed as Monday, 15 July 2019 at 5.30 pm at the Stockwell Centre (but with the strong likelihood of an extraordinary meeting being required before then, probably on 3 June).

The meeting ended at 7.55 pm

Martin McNeill
Clerk to the Governing Body

Confirmed as a correct record at the meeting held on

and signed by.....Stuart Edwards (Chair of that meeting)

SCHEDULE OF OUTSTANDING ACTIONS

Minute	Action	Responsible	By when	Progress
17 July 2017				
11.3	Governors to consider whole Risk Register at least once a year Update March 2019 New Risk Management Framework approved; new RR being developed	Audit Committee	15 July 2019	
11 December 2017				
5.2	Provide governors with the opportunity to experience a Google classroom Update March 2019 To be included in new Governor Engagement Programme	Deputy Principal/ Clerk	30 April 2019	
7.4	Ensure that, where dJETQ[)]T.			

Minute Action

Responsible By