

**THE CORPORATION OF CROYDON COLLEGE**  
*Room 157 Coulston College*  
*4 December 2019 at 6.00pm*

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**PART ONE MINUTES**

**PRESENT:** Gordon Smith (Chair of the Corporation)  
 Caireen Mitchell (Principal & CEO)  
 Jean Cook  
 Varsha Mehta  
 Nigel Dias  
 Tom Hesmondhalgh  
 Rahel Haque  
 Andrew Lowe  
 Yvonne White (Staff Governor)  
 Evelyn Bayerlein (Student Governor)  
 Arnold Amoako (Student Governor)

**IN ATTENDANCE:** Ann-Christine Harland (VP Finance & Resources)  
 Angela Edwards (VP Education and Quality).  
 Fadia Clarke (VP Training, Skills & HE)  
 Richard Beales (Principal, Coulston College)

**CLERK:** Clare Mitchell (Director of Governance)

**QUORUM:** The meeting was quorate

	Item
1	<p><b>PRELIMINARY BUSINESS</b></p> <p><b>i. Apologies for Absence</b></p> <ul style="list-style-type: none"> <li>• Rosaleen Liard, Lucia Guetcherian (Staff Governor), Andy Booth, Chris Wright and Penny Wycherley.</li> <li>• Members noted that Dawn Cowcher, previously Director of HR, was no longer working for the College.</li> </ul> <p><b>ii. Declarations of Interest</b></p> <ul style="list-style-type: none"> <li>• There were no declarations of interest from members.</li> </ul> <p><b>iii. Croydon College Corporation Minutes of 16 October 2019</b></p> <ul style="list-style-type: none"> <li>• The minutes of the meeting were <b>APPROVED</b> and signed by the Chair.</li> </ul> <p><b>iv. Matters Arising (Action list)</b></p> <ul style="list-style-type: none"> <li>• Members noted the update on the matters arising. Those matters that were still outstanding were scheduled to be addressed at the next round of Committee meetings.</li> </ul>
2	<b>EVALUATION OF STANDARDS</b>

## **i. Principal's Report**

- The P&CEO highlighted some of the achievements of the past year. More work needed to be undertaken to improve outcomes for 16-18 years olds, particularly at the Croydon campus. There was also more to do to support staff and develop a culture of accountability across both sites.
- The outcome of the pension revaluation would be known in the New Year and this was likely to result in an increase in employer contributions, which could reduce the impact of the increased funding promised by the Government.
- The most recent set of Transaction Unit KPIs were tabled. The remaining student data and staff KPIs would be provided in the next version of the report.
- The P&CEO was asked whether the growth in the number of 16-19 students in 2019/20 would be offset by lower than expected number of HE students and apprentices. The P&CEO indicated that the number of apprentices predicted for 2019/20 had included a substantial cohort from one employer. The College was now bidding for this contract but there was significant competition. A number of HE courses had closed for quality reasons. The financial impact of the lower than expected apprenticeship and HE students numbers was not yet clear. The funding for the additional 16-19 students would not be received until 2020/21. It had been possible to accommodate the increased numbers in 2019/20 without significantly increasing costs.
- Members noted that in the absence of a Director of HR, the HR team were reporting directly to the P&CEO with responsibility for payroll moving to the Finance team. A decision would be made in the New Year on whether to appoint a new Director or to permanently restructure the functions of the current team.

The Corporation **RECEIVED** the P&CEO's report.

## **ii. Croydon College Self-Assessment Report (SAR) 2018/19**

- The VPE&Q introduced the Croydon College SAR. The Croydon College SAR had been built up from the two campus based SARs, which had been scrutinised at the Croydon and Coulson LQC meetings. A draft of the Croydon College SAR had also been scrutinised at a joint LQC meeting to which all Governors had been invited. The SAR only covered the areas of Croydon College's work that were inspected by Ofsted.
- Each section of the SAR had been graded and the grading had been RAG rated. The RAG rating was for internal purposes only. Two areas had been identified as requires improvement; apprenticeships and provision for learners with high needs.
- The 2018/19 SAR had been drawn up against Ofsted's new Education Inspection Framework (EIF), which placed less emphasis on formal outcomes and underlined areas which were strengths for the College. The students at the Croydon campus in particular came from very deprived backgrounds and this impacted on their level of attainment prior to enrolling at the College.
- The VPE&Q emphasised the need for the Governors to be familiar with the strengths, weaknesses and areas for improvement at both campuses, that were outlined in the SAR, as these would be the areas Ofsted would focus on during any inspection.
- The LQC Chair noted that achievement rates in 2018/19, particularly for 16-18 students at the Croydon Campus, had not been as good the Committees would like to have seen. However, there was good evidence of the value added by the College and the LQCs were content with the gradings given in the SAR.
- The LQC Chair also emphasised the positive feedback from students about the culture within Croydon College.
- The Chair asked what the E&D analysis of the 2018/19 outcomes for learners had shown and how any findings were addressed in the SAR. The VPE&Q reported that outcomes for 16-18 learners and adults were lower as were outcomes for learners from a Caribbean background. This related back to attendance; those with the poorest outcomes had the

poorest attendance. The achievement gap for looked after children had increased in 2018/19. The Chair asked the LQCs to track the effectiveness of the actions in improving the outcomes for these groups.

- Andrew Lowe emphasised the need for clarity about whether the SAR was referring to students at the Coulsdon Campus or the Croydon Campus as opposed to Croydon College as a whole. Addressing the very high level of disadvantage of students at the Croydon Campus needed to be at the heart of the College's strategy.

The Corporation **APPROVED** the Croydon College 2018/19 SAR.

### **iii. Higher Education (HE) Annual Monitoring Report (AMR) 2018/19**

- The VPTSHE introduced the AMR, which was the equivalent of the SAR for HE. The AMR had been developed using the same process as the SAR.
- Overall achievement for HE programmes in 2018/19 had improved by 7.4%. However, there had been a 19.5% decrease in student numbers between 2017/18 and 2018/19. This was a result of poor student progression across the three years, particularly on the creative arts courses, and the decision to close a number of courses.
- Improving both progression within the three year HE programme and future employment prospects would be areas of focus 2019/20. Measures to improve achievement were being introduced, some of which were similar to those being used in FE e.g. a focus on attendance, with the introduction of a minimum attendance requirement and the introduction of work experience to improve employment prospects.
- The HE Quality Improvement Plan (QIP) included actions up to the end of the 2019 calendar year. These would be assessed as part of a winter review and further actions identified.

The Corporation **APPROVED** the HE AMR for 2018/19

### **iv. Coulsdon Campus Annual Safeguarding Report 2018/19**

The Corporation **NOTED** the Safeguarding Report for 2018/19 for the Coulsdon Campus.

### **v. Croydon Campus Annual Safeguarding Report 2018/19**

The Corporation **NOTED** the Safeguarding Report for 2018/19 for the Croydon Campus and the associated QIP.

### **vi. Safeguarding Policy**

- The Board noted that the Safeguarding Policy applied across both Campuses. It had been updated to reflect *Keeping Children Safe in Education 2019*. The revised policy had been scrutinised by both LQCs which had resulted in a small number of amendments.

The Corporation **APPROVED** the revised Safeguarding Policy

### **vii. Minutes of the meeting of the Coulsdon LQC on 20 November 2019**

The Corporation **NOTED** the minutes of the meeting of the Coulsdon LQC on 20 November 2019

### **viii. Report of the meeting of the Croydon and joint LQCs on 27 November 2019**

The LQC Chair indicated that a joint LQC meeting had also taken place to scrutinise the Croydon College SAR. In response to a question as to the reasons for two separate LQCs, the Chair indicated that this structure had been agreed at the point of merger but it was possible that the two LQCs might evolve into one over time. For external reasons it was likely that the next LQC meeting

would be a joint one on 4 March, with separate sections on the agenda for Croydon and Coulsdon business.

The Corporation **NOTED** that the minutes of the Croydon LQC and the joint LQC meetings would be presented to the next Board meeting.

**ix. Student Governors' Report**

- Arnold Amoako (AA), Student Governor for the Croydon Campus, reported on the student representative induction day and plans to develop students' skills e.g. in marketing or catering and raise funds for the Student Association.
- The first Student Parliament meeting would take place on 16 December 2019. AA would feedback to the Governors on issues raised by the student representatives following this meeting.

**ACTION:** AA to feedback to Governors following the Student Parliament meeting on 16 December 2019.

- Evelyn Bayerlein (EB), Student Governor for the Coulsdon Campus, reported that the Student Union was focusing on environmental sustainability actions such as reducing waste and increasing recycling. Work would be taking place with Young Minds in January 2020 to support students' mental health and there would be events to support LGBT history month and World Book Day in February and March. There was no Student Parliament at the Coulsdon Campus and EB was keen to address this. Both Student Governors would be keen to see a joint Student Parliament meeting.
- Governors noted that the P&CEO had regular meetings with AA and the interim Director of Student Services at the Croydon Campus provided feedback to the Executive Team. It was agreed that similar arrangements should be put in place at the Coulsdon Campus to ensure the CP and Senior Leadership Team received direct feedback from students.

**ACTION:** CP to set up regular meetings with the Student Governor for the Coulsdon Campus and ensure the SLT receive direct feedback from students.

- The VPF&R would begin work on an environmental sustainability strategy for Croydon College in early 2020. In the meantime, the CP was asked to investigate the status of the solar panels installed on one of the buildings at the Coulsdon Campus.

**ACTION:** CP to investigate the status of the solar panels at the Coulsdon Campus.

The Corporation **NOTED** the reports from the Student Governors.

**3. STRATEGIC DEVELOPMENTS**

**i. Croydon College Five Year Strategy**

- The P&CEO introduced the new strategy. There had been an emphasis on staff engagement, both in terms of developing the strategy and in the way that it was written, to identify a common purpose for staff across both campuses following the merger. The work with staff on vision and values had shown that staff had very similar values across both sites. Staff at the Coulsdon Campus had a strong sense of identity and commitment to sixth form education. It was important that this was maintained and this was reflected the second strategic objective, which focused on education at the Coulsdon Campus.
- The strategy emphasised future employability and meeting the needs of local employers. There was also a focus on the workforce across both sites, ensuring that staff felt valued and involved in shaping the work of Croydon College.

- KPIs would be developed and would include the KPIs already monitored by the Transaction Unit following the merger. The Board asked the Executive Team to consider the introduction of a balanced scorecard to monitor the implementation of the strategy.

**ACTION:** P&CEO/VPF&R to consider the introduction of a balanced scorecard to monitor the implementation of the strategy.

- The Board reviewed the Operational and Quality Improvement Plan (OQIP) for 2019/20. It was noted that achieving the apprenticeship income target of £180K would be challenging, particularly for non-levy funded apprenticeships, but was possible. More work needed to be undertaken to make the employer journey more user friendly.

**ACTION:** Varsha Mehta and the VPTSHE to meet to discuss feedback from employers on apprenticeships

- It was agreed that a column would be added to the final version of the OQIP to identify which Committee would be receiving reports on progress in that particular area.

**ACTION:** P&CEO to include a column in the final OQIP identifying which Committee would be receiving reports on progress in that particular area.

- In terms of sensitivity analysis of the College's financial sustainability, the VPF&R indicated that very significant due diligence had been undertaken in this area by Deloitte prior to the merger. It was agreed that the results should be circulated to the new Governors.

**ACTION:** VPF&R to circulate the executive summaries of the Deloitte reports to new Governors

- The Board noted that the revised risk register would link to the new strategic objectives.

The Corporation **APPROVED** the five year strategy and the OQIP for 2019/20.

**4. BUSINESS PLANNING & MANAGEMENT**  
**Financial Monitoring**

**i. Management accounts for October 2019**

- The VPF&R presented the management accounts for October 2019, identifying HE and apprenticeships as areas where income was at risk. There had been a growth in income from high needs learners. The next set of accounts would include the contribution by course. Expenditure on pay was lower than expected, but this was likely to be offset by an increase in agency costs.

The Corporation **RECEIVED** the October 2019 management accounts.

**ii. Financial Regulations 2019/20**

- This item was presented by the VPF&R. The Financial Regulations had been updated following the merger and to reflect the most recent ESFA Conditions of Funding Agreement. From January 2020, the College would be submitting two year rolling monthly cash flow forecasts to the Department of Education. Following the F&R Committee meeting, the VPF&R would be undertaking an exercise to align electronic banking approvals with the regulations relating to authorised signatories.

The Corporation **APPROVED** the Financial Regulations 2019/20.

**iii. Minutes of the Finance & Resources (F&R) Committee meeting on 13 November 2019**

- Members noted that the Chair was acting as interim Chair of the F&R Committee until a replacement was found.

The Corporation **NOTED** the minutes of the F&R Committee meeting on 13 November 2019

**iv. Croydon College Financial Plan 2019-2021 and Education and Skills Funding Agency (ESFA) Finance Dashboard**

- The VPF&R highlighted that the ESFA had rated Croydon College's financial health as good for 2019/20. This was counter to the College's self-assessment of its financial health as requires improvement for the current year. The Board had taken the decision to self-assess as requires improvement because there were significant risks to the College's income and it's financial health was on the threshold between requires improvement and good according to the ESFA model. The College was forecasting a deficit for 2020/21, in line with its forecast at merger. The terms of the restructuring grant meant that if the College exceeded its planned financial targets, the surplus would need to be returned to the Department of Education. However, the planned deficit meant that the College was subject to additional monitoring by the ESFA.

The Corporation **NOTED** the letter from the ESFA re the Croydon College Financial Plan and the enclosed dashboard.

**vi. Audit Committee Annual Report 2018/19**

- The VPF&R informed the Board that BDO's audit of the financial statements had been significantly delayed and was not yet complete. As a result the Audit Committee Annual Report was not yet in its final version.

**vii. Croydon College Regularity Self-Assessment**

- Members noted that the completed regularity self-assessment had previously been reviewed by the Audit Committee.

The Corporation **APPROVED** the Croydon College Regularity Self-Assessment Report.

**viii. Letter of Representation to BDO**

- The final version of the letter of representation was tabled at the meeting.

**ix. Croydon College Financial Statements 2018/19**

- The VPF&R informed the Board that the version of the financial statements presented to the meeting was not yet final. The Board expressed its concern at the delays to the external audit and the resulting impact on staff and the business of the Board. The Audit Committee would be considering this further at its next meeting.
- The VPF&R highlighted the main changes since the financial statements had been reviewed by the F&R Committee on 13 November 2019. Note 23, the fair value adjustments following the merger with Coulsdon College, had now been agreed with the auditors following a revaluation of the land and buildings at the Coulsdon Campus. Cash flow disclosures were awaiting sign off by the auditors. The final KPI figures were tabled at the meeting.
- A post balance sheet event, relating to the potential impact of the Fairfield Homes planning proposal, had been included within the Members' Report.

	<p>The Corporation <b>APPROVED</b> the delegation of authority to the Chair, P&amp;CEO and the Chair of the Audit Committee, or the Vice-Chair (also a member of the Audit Committee) in her absence, to review the final version of the Financial Statements, once agreed with the auditors, and sign the Financial Statements, Letter of Representation and Audit Committee Annual Report.</p> <p><b>x. Revised Letter of Representation to RSM (Closing accounts for Coulsdon College)</b></p> <ul style="list-style-type: none"> <li>• The VPF&amp;R explained that Croydon Council’s actuaries had issued a statement to LGPS employers outlining additional work they would be commissioning for all schemes for the 2018/19 financial year end in relation to potential liabilities arising from the McCloud judgement.</li> <li>• When RSM enquired before signing whether there had been any subsequent events between the date of signing and their enquiry, this potential liability, judged to be immaterial, was noted. RSM’s response was they would not sign the accounts until the liability had been quantified.</li> <li>• The maximum liability was assessed as c £20k. This was judged to be immaterial in relation to the Coulsdon final accounts and for Croydon’s 2018/19 accounts and so no adjustment or disclosure has been considered necessary. However, RSM had issued a revised Final Audit Findings Report which noted this and the Board was asked to approve a revised letter of representation.</li> </ul> <p>The Corporation <b>APPROVED</b> the revised letter of representation to RSM</p> <p><b>xi. Report of the Audit Committee meeting on 28 November 2019</b></p> <p>The Corporation <b>NOTED</b> that there was nothing further to report from the Audit Committee meeting.</p>
5.	<p><b>RISK MANAGEMENT ANNUAL REPORT 2018/19</b></p> <p>The Corporation <b>NOTED</b> the risk management annual report 2018/19.</p>
6.	<p><b>GOVERNANCE</b></p> <p><b>i Proposals for the Appointment of a new Chairman of the Board</b></p> <ul style="list-style-type: none"> <li>• Members noted that the proposals set out in the paper would see the appointments process for the Chairman change from an internal election process to appointment through open competition. This would require amendments to the Instrument and Articles. These proposals had been considered at the meeting of the Search and Governance (S&amp;G) Committee on 13 November 2019 and were recommended to the Board for approval.</li> </ul> <p>The Corporation <b>APPROVED</b> the proposals to appoint a new Chairman through open competition and formally delegated the oversight of the selection process to the S&amp;G Committee, including the approval of the final role description for the Chair and the membership of the selection panel.</p> <p><b>ii Amendments to the Corporation’s Instrument and Articles and Standing Orders</b></p> <p>The Corporation <b>APPROVED</b> the amendments to the Corporation’s Instruments and Articles and Standing Orders, including those required to appoint the new Chairman of the Board through open competition</p> <p><b>iii Minutes of the Search and Governance Committee meeting on 13 November 2019</b></p> <p>The Corporation <b>NOTED</b> the minutes of the S&amp;G Committee.</p>

	<p><b>iv Adoption of the AoC Senior Post Holder Remuneration Code</b></p> <p>The Corporation <b>APPROVED</b> the adoption of the AoC Senior Post Holder Remuneration Code on the recommendation of the Remuneration Committee.</p> <p><b>v Remuneration Committee Terms of Reference</b></p> <p>The Corporation <b>APPROVED</b> the revised terms of reference for the Remuneration Committee, which would be appended to the amended Standing Orders.</p> <p><b>vi Board Self-Assessment 2018/19</b></p> <p>The Corporation <b>APPROVED</b> the Board Self-Assessment for 2018/19 and noted that proposals for a revised self-assessment process for the Board and Committees would be reviewed by the Search and Governance Committee.</p>
7.	<p><b>ANY OTHER BUSINESS</b></p> <ul style="list-style-type: none"> <li>• The Chairman noted that this would be Varsha Mehta's final meeting as a Governor as she had resigned from the Board with effect from 31 December 2019. He thanked her for her contribution to the work of the Board during her term of office. Yvonne White was also coming to the end of her term of office on the Board as the Staff Governor for the Coulsdon Campus and was thanked for her contribution to the Board. An election would be held early in the New Year.</li> </ul> <p><b>ACTION:</b> Clerk to arrange for a Staff Governor election at the Coulsdon Campus early in 2020.</p> <ul style="list-style-type: none"> <li>• The Clerk informed members that there would need to be a short additional Board meeting prior to the next scheduled Board meeting on 18 March 2020. The ESFA had very recently introduced a new reporting requirement, the Integrated Financial Model for College (IFMC), which required Board approval and had a submission deadline of the end of February 2020.</li> <li>• The additional Board meeting was likely to take place on 26 February 2020 with the Coulsdon LQC meeting already scheduled for that date moving to 4 March 2020, when there would be a meeting of both LQCs.</li> </ul> <p><b>ACTION:</b> Clerk to invite members to an additional Board meeting on 26 February 2020 and make arrangements for a joint LQC meeting on 4 March 2020.</p>
8.	<p><b>DATE OF NEXT MEETING</b> Wednesday 26 February 2020</p>

**Signed:**

**Date:**