

# MORLEY COLLEGE LONDON



## GOVERNING BODY

Minutes of a Meeting held by Microsoft Teams on Monday 7 June 2021 at 4.30 pm.

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### **Present:**

Dr Stuart Edwards, External Governor (**Chair**)  
Ms Pauline Egan, External Governor (**Vice-chair**)  
Mr Alex Cole, External Governor  
Miss Justine Brian, External Governor  
Mr Pedro Dias Ferreira, External Governor  
Mr Nic Durston, External Governor  
Ms Gill Evans, External Governor  
Ms Leisha Fullick, External Governor  
Dr Andrew Gower, Principal and Governor  
Mrs Gail Le Coz, External Governor  
Mr Victor Olowe, External Governor  
Mrs Debbie Ryle, Staff Governor  
Ms Moyra Samuels, External Governor  
Ms Heather Smith, External Governor  
Charlotte Thompson, Staff Governor  
Mr James Ward, External Governor

### **In attendance:**

Mr Marco Macchitella, Deputy Principal  
Mr Ralph Moran, Chief Finance Officer (CFO)  
Ms Alison McNamara, Chief People Officer (CPO)  
Mr Matthew Cunningham, Chief Marketing and Engagement Officer (CMEO)  
Mr Craig Hanlon-Smith, Interim Centre Principal, North Kensington  
Mr Gerald Jones, Centre Principal, Waterloo  
Mr Matias Shortcook, Centre Principal, Chelsea  
Mr Martin McNeill, Clerk to the Governing Body and Company Secretary  
Mr Liam Trench, Policy and Governance Officer

### **Absent:**

Miss Shola Bryan, Student Governor  
Ms Heather Fry, External Governor  
Ms Susan Lindsey, External Governor  
Mr Adhip Waghe, Student Governor

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## RESOLUTIONS

- To note and ratify the action of the Chair and Principal in signing a Memorandum of Understanding with the Department for Education (Minute 3.1)
- To approve the establishment of a Development Committee as proposed (Minute 5)

- To confer the Morley College London Learning for Life Award for 2020-21 on Jennette Arnold. (Minute 6)
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### **1. Apologies for absence and quorum**

Apologies for absence were received from Shola Bryan and Heather Fry and accepted. The Clerk confirmed that the meeting was quorate.

### **2. Welcome, introduction and declarations of interest**

- 2.1. The Chair welcomed Alison McNamara, the newly-appointed Chief People Officer, to her first meeting of the Board. He thanked governors and staff for all the work that had gone into the strategy development session that had just concluded and for the energy with which they were tackling a huge number of issues.
- 2.2. All governors confirmed that they had no interests that they were under a duty to disclose in accordance with Article 5 of the College's Articles of Association.

### **3. Action taken on behalf of the Governing Body**

- 3.1. The Board received a report of an action taken by the Chair and Principal in signing on behalf of the Governing Body a Memorandum of Understanding (MoU) with the Department for Education (DfE) relating to the renovation of the North Kensington and Chelsea Centres. Noting that, as previously agreed, the MoU had been circulated to all governors before signature and that no objections had been raised, the Board agreed to note and ratify this action. In answer to a question, the Principal confirmed that references to 'the landowner' in Appendix 2 to the MoU should be taken to mean the DfE.
- 3.2. The Board also noted that as its original bid to the College Collaboration Fund in July 2020 had not been successful a revised bid had been submitted in a reduced amount. The focus of the revised bid was on delivering carbon net-zero, addressing mental health issues and developing leadership. Asked which of these strands the College would seek to prioritise in the event of the bid not succeeding, the Principal said that his immediate concern would be to find another way of achieving the carbon reduction goal, as this was the least likely to be deliverable without additional resources.

### **4. Articles of Association**

- 4.1. The Clerk reported that the proposed change in the wording of Article 4.6 had been recommended by the Search and Governance Committee and that the Finance, Resources and Fundraising (FRF) Committee had recommended that, to enable the College to comply with the revised Article, the London Pension Fund Authority be asked to release its charge over the College's art collection and a number of other buildings and accept instead a charge over the main Waterloo building (61 Westminster Bridge Road).
- 4.2. The Clerk went on to tell the Board that, following the two committee meetings, legal advice had been obtained. The College's solicitors considered that the wording of the amendment was ambiguous and it might be taken to imply that the College intended to transfer its permanent art collection to a separate trust. That clearly was not the intention. The solicitors recommended that the College seek instead to agree with Arts Council England a form of side-letter in which the College expressed an intention to abide by the Museums Association's Code of Practice in relation to disposals of assets forming part of the permanent collection.

- 4.3. While governors were content that the College pursue negotiations with Arts Council England along these lines, they made clear that no agreement should be considered that would commit the College to give priority in all circumstances to the retention of the art collection over the retention of assets that might be of greater worth to students and the wider public that the College sought to serve.
- 4.4. It was agreed that the issue of security for the College's pension fund obligations required separate consideration. The CFO outlined the advantages in terms of cash flow of giving security for deferred obligations rather than facing an immediate increase in pension contributions. If, however, the College were to continue to enjoy this benefit, it would in the near future need to offer some more substantial security than it currently provided. The only option currently available was a charge over the Waterloo Centre. He explained that this security would only be called on if the College were to default on its payments of pension contributions or terminate its membership of the relevant section of the Local Government Pension Scheme.
- 4.5. Following further discussion, the Board asked the Clerk and the Gallery Manager to agree a way forward with Arts Council England. If an amendment to the Articles were required, a general meeting should be called for 19 July following the Board meeting. The Board should have the opportunity to consider both the risk implications of the proposed amendment and the separate issues related to its pension obligations.

## **5. Development Committee**

The Board approved the proposal from the Search and Governance Committee to establish a cross-college Development Committee, in place of the proposed Appeal Committee that would have focused solely on the Morley Forward project at Waterloo. The CMEO was asked to proceed with the establishment of the Committee and the recruitment of members as quickly as possible.

## **6. Awards 2020-21**

The Board approved the proposal from the Search and Governance Committee to confer the Morley College London Learning for Life Award for 2020-21 on Jennette Arnold. The CMEO said that the award and the Morley College London Inspire Ambition Award given to Tayshan Hayden-Smith would be presented at the Student Awards Evening on 15 July.

## **7. Governor Engagement programme 2020-21**

- 7.1. Chair reminded governors that this year they had not been asked to produce individual records of engagement visits. Instead, the five groups had been asked to summarise their experiences at this meeting to inform the future development of the programme. All five groups reported on very positive experiences so far, with Term Three visits still to come.
- 7.2. The **Community Learning** group felt that they had gained a much better understanding of what the College was doing in this area – focusing up to now on Lambeth. They had had useful meetings with college staff and borough council representatives, from which it was clear that there was a strong commitment to this programme at all levels. To date there had been little direct engagement with students, but the group hoped to gain a better understanding of the student experience of community learning at their Term Three session focusing on North Kensington.

- 7.3. The group looking at **Creative Arts** had also found their visits productive. They had witnessed some engaging presentations and seen a variety of student portfolios, gaining insights into where the Chelsea Centre was going. There had been opportunities to discuss such issues as Mental Health and T levels that might not normally have been on committee agendas.
- 7.4. The **Cultural Integration** strand of the programme had focused mainly on the work of the People Operations Team. Governors had learned about the channels through which the College sought to ensure staff engagement and had also looked at how CPD was delivered and what steps were being taken to ensure staff well-being. They had had an opportunity to reflect on the impact of Covid-19 on post-merger integration: while it had been difficult for staff to get to know each other personally, the need to work quickly and collaboratively to deal with an entirely new situation had done a great deal to break down barriers.
- 7.5. Governors engaging with the **Communications** team had also got to know the team much better and had increased confidence in the capability of marketing and communications staff at all levels. They had also enjoyed being able to discuss some emerging ideas with professionals outside the constraints necessarily imposed by formal meetings. The Group emphasised the importance of using engagement opportunities to meet the enablers in the College as well as those involved in direct delivery.
- 7.6. It was agreed that the **Quality Enhancement** group should produce a brief written report following their visit on 17 June. For reasons outside the College's control, the Group had only been able to meet once so far.
- 7.7. SLT members reflected that the governor engagement activities in which they had participated had been very valuable, encouraging genuine two-way dialogue and providing opportunities to reflect on current ways of doing things without being directly challenged. The programme had also made governors more visible to staff. It was agreed on all sides that 2020-21 programme had been the most successful that the College had run. The 2021-22 programme, which would be considered by the Board on 19 July, should build on that success and include at least some on-site visits as well as learning walks and other opportunities to engage with the student experience.

## **8. Programme of meetings 2021-22**

- 8.1. The Board approved the timetable of meetings for 2021-22, noting that the times and dates were unchanged from those in the provisional calendar. The Clerk asked governors to speak to him directly if they found any meeting times difficult.
- 8.2. Governors welcomed the proposal for board meetings to be in-centre, but asked for some flexibility: there should always be opportunities for governors to participate remotely. It should also be possible for committee meetings to take place in-centre (with an option to join remotely) if a sufficient number of committee members so wished.
- 8.3. The Chair confirmed that, while it was the intention to hold the 19 July board meeting in-centre, arrangements would be made to enable governors to join by Teams.

## **9. Other business**

The CMEO was asked to make governors aware of the arrangements to mark the Grenfell anniversary on 14 June.

**10. Date of next meeting**

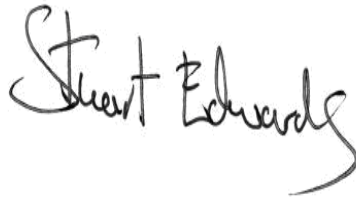
Confirmed as Monday 19 July 2021 at 4.30 pm in the Holst Room at the Waterloo Centre.

The meeting ended at 5.35 pm

Martin McNeill  
Clerk to the Governing Body

Confirmed as a correct record at the meeting held on 19 July 2021

and signed by

A handwritten signature in black ink that reads "Stuart Edwards". The signature is written in a cursive style with a large initial 'S'.

(Stuart Edwards) (Chair of that meeting)