

MINUTES



Directorate: Governance

Minutes of: Commercial Operations Committee. **Venue:** Online MST

Date: 11th September 2023 **Time:** 5.00pm – 7.30pm

Present: Steven Cochran Governor (Chair)
Keith Smith CEO (ex Officio Member)
Amanda Priem Governor

In attendance: Dylan McTaggart Deputy CEO, Group Principal & Principal UC
Shane Woodhatch Chief Finance Officer
Jo Withers Principal Harrow College
Gavin Hughes Principal Richmond upon Thames College
Mark Burey Group Director – PR, Marketing & Communications
Asif Khan Assistant Principal – IoT, Engineering & Technologies
Mark Byerley IoT Project Manager
Paul Carruthers Managing Director – Employer Services & Partnerships
Perry Perrott Group Director of Governance
Rekha Kaul HRUC Governance Lead

Apologies: Alasdair MacLeod Governor
Ian Valvona Governor (Vice-Chair)
Vincent Neate Governor

Action Tracker:	Actions:	Responsible:	By When:
1	The election of Chair and Vice Chair will take place at the next GB Commercial Operations meeting on Monday 4/12/23.	PP	4/12/2023
2	Formation and Terms of Reference to be distributed by PP via email in next 14 days.	PP	29/09/23
3	Declaration of Interest forms will be issued to all committee members (Governors and Staff Governors) via email in the next 14 days for the central records.	PP	29/09/23
4	Approval of 230621 WLIoT Project Board minutes to be ratified via email in the next 14 days.	PP	29/09/23
5	PP/SW to finalise the new Risk Register and present it to 230922 GB Finance & Resources committee and 230928 GB Audit & Risk committee, for APPROVAL by each sub committee.	PP/SW	22/09/23
6	PP/SW to present the new Risk Register to 231010 GB Corporation Board.	PP/SW	10/10/23
7	Governors & Staff training on how to use the new Risk Register software at 231030 October GB Strategy Day.	PP	30/10/23
8	PP/JW to create a new Partnership and Stakeholder Group to enable the effective engagement of IoT guest stakeholders/external experts.	PP/JW	Oct 2023
9	JW/MBy to prepare a written submission to be sent to the full Corporation (by end of the week) seeking APPROVAL of a RESOLUTION BY EMAIL to renew the new 10 year WLIoT license.	JW/MBy	15/09/23
10	PP to provide clarification on the protocols around how the committee will be run, what is being discussed, who is present (attendance/attendees) and commercial confidentiality / minuting of the meeting.	PP	See item 2
11	PP to add General Disclaimer Statement at cover of packs, at start of each meeting / minutes.	PP	29/09/23
12	PP to provide clarification of commercial reporting of Subsidiary Companies into this Committee. ToR to be confirmed. What scope will this board cover and then decide correct membership.	PP	Oct 2023

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1.0 Election of Chair / Vice Chair:

The committee meeting was held as non-quorate.

ACTION 1 The election of Chair and Vice Chair will take place at the next GB Commercial Operations meeting on Monday 4/12/23.

Chief of Staff & Governance (PP) nominated (SC) as Chair Elect to continue with today's committee meeting. No objections were received to this decision from (AP) or others present.

2.0 Formation and Terms of Reference:

ACTION 2 The Formation and Terms of Reference will be distributed by PP via email by 29/09/23.

3.0 Apologies of absence:

Apologies were received in advance from AM.

Apologies were received from IV and VN during the meeting.

4.0 Declaration of Interest:

ACTION 3 Declaration of Interest forms will be issued to all Committee Members (Governors and Staff Governors) via email by 29/09/23 for the central records.

5.0 Minutes of the WLIoT Project Board meeting dated 21st June 2023:

Due to the meeting being held as non-quorate, the 230621 minutes were not able to be approved at today's committee meeting. It was indicated that there were no matters arising.

ACTION 4 Approval of 230621 WLIoT Project Board minutes to be ratified via email by 29/09/26.

6.0 Risk Register update – Commercial Operations:

The Chief Finance Officer (SW) and PP presented a quick overview of the revamped Risk Register, Dashboard and Balance Scorecards using a new software called Monday.com.

The five elements of the risk register have been transferred across:

- College Performance and reputation, provision to meet learner, local skills
- Industry needs
- Resources
- Workforce Skills & Partnerships
- Compliance and regulatory risks

The Post Merger Optimisation Plan (PMOP) has been dissolved and now presented as a series of risks translated into the master Risk Register.

ACTION 5 Finalised Risk Register to be presented at 230922 GB Finance & Resources committee and 230928 GB Audit & Risk committee, for APPROVAL by each committee.

ACTION 6 Finalised Risk Register to be presented at 231010 GB Corporation Board for APPROVAL.

ACTION 7 As part of a comprehensive training & development programme 2023-24, Governors & Staff will receive training on how to use the new Risk Register software at 231030 GB Strategy Day.

7.0 Reorganisation of EMT to recognise Commercial:

- a) An All Staff email was sent today, informing of JW's new role as Chief of Business Strategy. Whilst JW is transitioning to the new role, potential destabilisation of Harrow College Principalship will be minimised, with the placement of an interim Harrow Principal.
- b) KS took the opportunity to formally thank JW for her work as Principal of Harrow College and congratulated JW into her new and growing brief as the Chief of Business Strategy.
- c) JW welcomed & thanked the following colleagues who will be supporting her in the new role:
 - i) Managing Director, Apprenticeship & Skills (Paul Carruthers).
 - ii) New Managing Director IoT (Yaseen Akthar), to join HRUC soon.
 - iii) Managing Director for Business Development Communications Innovation of the wider college (Mark Byerley).
 - iv) Group Director – PR, Marketing and Communications (Mark Burey).
- d) There as a discussion about GB Commercial Operations Committee focus to be on specific areas of the HRUC Strategic Plan to 2030:
 - i) Commercial and business development acquisitions opportunities.
 - ii) WLIoT (confidence to have its own profit & loss) clear confidence on strategic direction of IoT.
 - iii) Development of technology and technical capabilities which is a potential acquisition/partnership. This is important for future commercial expansion incl. drive towards outstanding).
 - iv) International Offer (bid for representation for trade missions to China and Singapore).
 - v) Estates and premises.
- e) The Chair (SC) thanked KS, JW and colleagues and looks forward to the new direction and important work of Business Strategy that is linked to the Group's overall growth strategy.

8.0 Integration of external stakeholders into GB Commercial Operations:

RESOLUTION 1 There was a general agreement to the commercial Paper 8.0 'Integration of external stakeholders into GB Commercial Operations'.

Due to commercial confidentiality, the recommendation to not to invite permanently invited guests to this committee, but rather devolve these roles to a new partnership and stakeholder group, was APPROVED.

ACTION 8 PP/JW to create a new Partnership and Stakeholder Group to enable the effective engagement of IoT guest stakeholders/external experts.

9.0 Any Other Business (AoB):

- a) JW provided a verbal update about the new WLIoT KPIs to be measured against under the new re-licensing rules.
- b) DfE have updated with 4 new KPIs: proportions of learners from Level 4 and 5 from Technical disciplines. To be reflected in updated balance scorecards.
- c) The new WLIoT renewal license is for a period of 10 years (with 5 year review period).
- d) HRUC formal decision to be taken at the end September to accept the new 10 year license.

JW left meeting at 5.32pm to attend to Fire Alarm at Harrow Campus.

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ACTION 9 JW/MBy to prepare a written submission to be sent to the full Board (by end of the week) seeking APPROVAL of a RESOLUTION BY EMAIL to renew the new 10 year WLIoT license.

ACTION 10 PP to provide clarification to committee on the protocols around how the committee will be run, what is being discussed, who is present (attendance/attendees) and commercial confidentiality / minuting of the meeting.

ACTION 11 General Disclaimer statement to be added to meeting packs, at start of each meeting / minutes, to remind colleagues of confidential and commercial expectations.

Protocol for publication of minutes:

Part 1 minutes: Open section (published).

Part 2 minutes: Confidential/commercially sensitive section (not published).

JW rejoined the meeting at 5.38pm.

ACTION 12 PP to provide clarification of commercial reporting of Subsidiary Companies into this Committee. ToR to be confirmed. What scope will this board cover and then decide correct membership.

Extraordinary Recruitment company has now been APPROVED by majority on Board.

10.0 Suggested dates of meetings 2023 - 24

Monday 4/12/23 @ 17:00 – 18:30 online

Monday 26/02/24 @ 17:00 – 18:30 online

Monday 29/04/24 @ 17:00 – 18:30 online

Monday 24/06/24 @ 17:00 – 18:30 online

The meeting closed at 18:00pm.

Signed.....

Date.....