

MINUTES OF A BOARD MEETING HELD AT 5.00 P.M. ON MONDAY 9TH JULY 2018

Present:	Valerie Allen	External	
	Jayne Caslin	Staff	
	Sarah Hardman	Student	
	Sue Hopper	External	
	Tony McDermott	External	
	Tom McInerney	External	
	Mary Murphy	Principal	
	Lynn Pegler	External	
	Wesley Rourke	External	(Chair)
	Susan Smith	External	
In Attendance:	Ben Barton	Deputy Head of Sixth Form	
	Thalia Bell	Deputy Principal	
	Alan Brown	Assistant Principal	
	Julie Holland	Deputy Principal (Finance & Resources)	
	Lesley Venables	Clerk to the Governors	

PART ONE

APOLOGIES FOR ABSENCE

206 Apologies for absence were received from Karen Banks (External), Neil McGrath (External), Jeannette Brady (Staff) and Ben Smith (Student).

DECLARATION OF INTERESTS

207 A declaration of interest was received from Tony McDermott for minutes 257 and 259.

UPDATE ON STRATEGIC ISSUES

208 The Principal provided a comprehensive update on strategic issues affecting the College.

209 On behalf of the Board the Chair thanked the Principal, Senior Management Team and staff for the high level of performance over the past academic year.

STRATEGIC PLAN 2018/2019

210 Governors received the final draft of the Strategic Plan for 2018/2019. The Principal advised that the strategic plan had been updated following feedback from governors, staff and other stakeholder groups. It was noted that the targets for 2018/2019 would be included

in the version submitted to the October Board meeting, as some of these were based on the outcomes from 2017/2018, which had not yet been finalised.

211 The Plan would be monitored throughout 2018/2019 by the Quality Improvement Plan and the Finance & Resources and Quality & Standards Committees. Sources of external assurance had been included in the Plan to enable governors to be confident that the College was meeting its responsibilities.

212 **Resolved -** That the Strategic Plan and Vision Statement for 2018/2019 be approved

AUDIT COMMITTEE MEETING – 25TH JUNE 2018

213 In the absence of the Chair of the Audit Committee, Tom McInerney presented a verbal summary of the meeting held on 25th June 2018.

214 An extended assurance report on compliance with the new General Data Protection Regulations had been discussed. This area had been graded as providing a 'good' level of assurance, with all recommendations agreed by management for implementation and some items of good practice identified.

215 The Committee had discussed the latest update on risk management activities.

216 The Extended Assurance Plan for 2018/2019 and Financial Statements Plan for 2017/2018, presented by KPMG, had both been scrutinised and were recommended for approval by the Board.

217 A number of policies had also been recommended for approval by the full Board. However, it was noted that some of these required further work to ensure that aspects of good practice were incorporated. Updated versions would be presented to the Committee's September 2018 meeting.

218 The Committee had undertaken its annual self-assessment for 2017/2018 and had graded its performance as 'good' or '2'.

219 Following the publication of new guidance from the ESFA on the Audit Code of Practice, the Clerk had presented revised terms of reference to the Committee, which were recommended for approval.

220 **Resolved -**

1	That the Audit Plan for the 2017/2018 Financial Statements be approved
2	That the revised terms of reference be approved
3	That the following policies be approved:
	Anti-Bribery
	Anti-Fraud & Corruption
	Anti-Money Laundering
	Whistleblowing

QUALITY & STANDARDS COMMITTEE MEETING – 26TH JUNE 2018

221 The Chair of the Quality & Standards Committee gave a verbal report on the meeting held on 26th June 2018.

222 A detailed curriculum report had been discussed by the Committee, including learner numbers for 2017/2018, attendance, achievement and retention and curriculum developments. The majority of curriculum performance indicators were already positive, with the remaining aspects projected to meet the targets by the end of the academic year.

223 An analysis of achievement and retention by learners with protected characteristics under the Equality Act had been presented to the Committee, with no discernible gaps identified.

224 The College had experienced a significant increase in the demands from learners to support mental health, safeguarding and wellbeing issues. An anonymised case study had been provided to governors under the confidential part of the agenda to illustrate the complexity of some of the issues dealt with by safeguarding officers and the high level of resources required for the College to fulfil its role in this area. New national guidance would be issued on safeguarding on 3rd September 2018, so it had been agreed that revised policies would be submitted to the Board's October meeting for approval.

225 The Board was assured that the College had implemented effective measures to support its own staff in dealing with safeguarding and mental health issues.

226 A number of policies were recommended for approval by the Board, copies of which had been provided to all governors.

227 Feedback on the outcomes of the various methods used to collect data on student and employer satisfaction levels had been provided and it was noted that these were high amongst all levels and age groups.

228 The Committee had evaluated its own performance against a number of criteria set out by the Clerk and had graded itself as a '2' or 'good'.

229 **Resolved -** That the following policies be approved:

- Equality & Diversity Policy
- Student Discipline
- Student Complaints

FINANCE & RESOURCES COMMITTEE MEETING – 27TH JUNE 2018

230 Governors were provided with a verbal report from the Committee Chair on the meeting held on 27th June 2018.

231 The Committee had received a progress report on the various capital projects that were either underway or planned for the current year.

232 A report containing Human Resources information (including sickness absence, leavers and staff development) had been presented. The Committee noted that there were no areas of particular concern.

233 Information was received on the total number of accidents in 2017/2018. There had

been one RIDDOR reportable incident and all near misses had been fully investigated, with no trends emerging from the data.

234 The Three Year Financial Forecast had been recommended for approval by the Board and was featured later on the agenda.

235 The Deputy Principal reported that the College had complied with the ESFA's requirement for the Board to ensure that it fulfilled its statutory responsibilities when approving the Financial Forecast. A copy of the letter and the accompanying checklist had been circulated to all governors as part of the agenda for this meeting.

236 The Committee had discussed in detail the management accounts to April 2018.

237 Updated policies on Environmental Sustainability and Treasury Management had been recommended for approval by the Board, together with revised Financial Regulations for 2018/2019.

238 The Committee had received a report on performance against partnership provision contracts for 2017/2018, including information on the College's quality monitoring processes and the rationale for using partner organisations. A number of amendments to the original contracts agreed by the Board were submitted for approval and the Committee had recommended outline proposals for partnership working in 2018/2019.

239 The Committee had evaluated its own performance against a number of criteria set out by the Clerk and had graded itself as a '1' or 'outstanding'.

- 240 **Resolved -**
- 1 That the Financial Regulations for 2018/2019 be approved
 - 2 That policies on Environmental Sustainability and Treasury Management be approved
 - 3 That amendments to partnership provision contracts for 2017/2018 be approved
 - 4 That outline proposals for partnership contracts for 2018/2019 be approved

THREE YEAR FINANCIAL FORECAST 2018/2019 TO 2020/2021

241 The Deputy Principal presented the Three Year Financial Forecast for 2018/2019 to 2020/2021.

242 Management anticipated that the College would achieve its targets for the Adult Skills Budget and higher education programmes. Due to the lagged funding model used by the ESFA, the additional income earned for the learners above the contract value in 2017/2018 had been included in the College's budget for 2018/2019.

243 All staffing targets had been achieved, with one exception, which was being closely monitored by management.

244 There was an overall projected year end surplus and the College's cash reserves would remain within the bank's covenant requirements.

245 The Board noted that the College's projected financial health and performance indicators for 2018/2019 continued to grade the College as 'outstanding' in terms of financial health.

246 A pay contingency had been included in the Budget for 2018/2019 to take account of any pay award and increases in pension and national insurance contributions. There was also an amount for efficiency saving across the College.

247 A comparison of the College's performance against other colleges in the North West and nationally indicated an extremely positive position. All financial performance ratios included in the management accounts had either been met or exceeded.

- 248 **Resolved -**
- 1 That the Three Year Financial Forecast for 2018/2019 to 2020/2021 be approved, including the Budget for 2018/2019
 - 2 That the Board confirm that it had considered its statutory obligations when approving the Three Year Financial Forecast, as outlined by the ESFA

SEARCH & GOVERNANCE COMMITTEE MEETING – 18TH JUNE 2018

249 Governors received for information a verbal report on the Search & Governance Committee meeting held on 18th June 2018.

Appointment of Governors

250 The Committee had discussed two candidates who had come forward for existing vacancies, one of which was for full governorship with significant experience in secondary education locally, with the remaining individual expressing a preference to become a co-opted member of either the Audit or the Finance & Resources Committee and had a financial background. It was felt that both candidates would add to the Board's overall skill profile and had been recommended for appointment.

251 There was currently one further vacancy for an external governor and work was underway to fill this. Nomination and election processes would be undertaken shortly for the imminent vacancies for two student governors and a staff governor drawn from the teaching staff.

Wesley Rourke declared an interest in this item and Val Allen (Vice-Chair) took the Chair.

Re-appointment of Governor

252 The Clerk advised that the term of office of Wesley Rourke would terminate at the end of July 2018, which would mean that he had served as a governor for a total of 8 years. The Search & Governance Committee had discussed the individual's performance and contribution and had recommended that the Board's Standing Orders should be varied to allow him to serve a further term of office.

Wesley Rourke re-assumed the Chair.

Committee Memberships

253 Governors received for information a revised list of committee memberships for 2018/2019, which included the two candidates who had been recommended for appointment earlier in the meeting. This would be finalised once all current vacancies had been filled.

Chair's Evaluation

254 The Clerk reported that governors would be asked to complete an additional evaluation proforma on the performance of the Chair in 2017/2018, together with the usual self-assessments on the operation of the Board and their own performance.

General Data Protection Regulations

255 Governors were advised that, in line with the requirements of the GDPR, a privacy notice had been prepared for governors, which set out the data that would be collected and retained by the College, how it would be processed and governors' rights in relation to this information.

Office for Students

256 Following the creation of the Office for Students (the successor body to the Higher Education Funding Council for England), all institutions offering higher education provision were now required to be listed on a single register, which detailed their regulatory status through demonstrating that satisfied certain criteria.

Instrument of Government

257 Following recent national developments and guidance issued by the Charity Commission on director disqualifications, the Clerk had drafted an amendment to the Instrument of Government.

258 With effect from 1st August 2018, as trustees, governors who are or become automatically disqualified from being a trustee by Charity Commission regulations or other similar legislation or regulations (such as the Company Directors Disqualification Act 1986), should not apply for governorship or should resign from the Board if they are already a governor.

259 The Board's processes and recruitment procedures would be reviewed and updated to take account of the new guidance with effect from the 2018/2019 academic year.

260 Recently there had been a number of property issues which had required speedy decisions by the Board, as they were time-critical. The Clerk had suggested that, to improve efficiency of the governance process, provision should be made in the Instrument of Government to allow decisions to be made outside of the normal schedule of business through written resolutions and had drafted an amendment to the Instrument of Government to reflect this.

- 261 **Resolved -**
- 1 That Bob Towers as a co-opted member of the Finance & Resources Committee for a one-year term of office
 - 2 That Michelle Bacon be appointed as an external governor for a
4 year term of office
 - 3 That Wesley Rourke be re-appointed as an external governor for a further 4 year term of office

- 4 That the revised schedule of committee memberships be noted
- 5 That the proformas for the evaluation of the Chair, GDPR and Office for Students be approved and circulated for completion
- 6 That the Instrument of Government be amended to reflect the changes outlined above

MINUTES

- 262 **Resolved -** That the minutes of the meeting held on 19th March 2018 be approved as a correct record and signed by the Chair

MATTERS ARISING

263 Governors received an action list of the matters arising from the previous minutes. It was noted that all of these issues were either in progress, had been completed or were featured on the agenda.

APPOINTMENT OF CHAIR AND VICE-CHAIR

Wesley Rourke and Val Allen declared an interest in this item.

264 The Clerk reported that, following discussions at the March 2018 Board meeting, nominations had been sought for the roles of Chair and Vice-Chair. However, only one candidate had come forward for the Vice-Chairship and one candidate for the Chairship.

- 265 **Resolved -** That Wesley Rourke and Valerie Allen be appointed as Chair and Vice-Chair respectively from 1st August 2018 to 31st July 2019

HE FEES POLICY

266 The Assistant Principal (Quality) presented a draft policy for Higher Education Fees for 2018/2019. Governors were advised that this had previously formed part of the College's overall Fees Policy, however, it was now considered to be good practice to separate HE provision into a separate document.

- 267 **Resolved -** That the Higher Education Fees Policy for 2018/2019 be approved.

RETIREMENT OF GOVERNORS

268 On behalf of the Board the Chair thanked those governors who would be retiring at this meeting for their contributions throughout their terms of office – Sue Hopper (External Governor), Jayne Caslin (Staff Governor), Sarah Hardman (Student Governor) and Ben Smith (Student Governor).

DATES OF FUTURE MEETINGS

24 th September 2018	Audit Committee
October 2018	Search & Governance Committee
15 th October 2018	Board