

## MINUTES OF THE BOARD MEETING HELD ON 9<sup>TH</sup> OCTOBER 2023 AT 4.30PM AT THE KINGSWAY CAMPUS

<b>Present:</b>	Katie Anderson	External Governor
	Michele Bacon	External Governor
	Karen Banks	External Governor
	David Copeland	Staff Governor
	Jayne Edwards	External Governor
	Andrew MacManus	External Governor
	Neil McGrath	External Governor, Chair
	Tom McInerney	External Governor
	Mary Murphy	Ex-Officio, Principal
	Rachael Owen	External Governor
	Chris Sikorski	Staff Governor
	Susan Smith	External Governor
	Lucy White	Student Governor
	Sarah Worsley	Student Governor
Stephen Young	External Governor	

<b>In Attendance:</b>	Ben Barton	Assistant Principal
	Leeann Bellfield	Assistant Principal
	Thalia Bell	Deputy Principal (Curriculum)
	Alan Brown	Assistant Principal
	Julie Holland	Deputy Principal (Finance & Resources)
	Catherine Shaw	Clerk to Governors

The Chair welcomed all attendees to the meeting and extended a warm welcome to newly appointed Governors.

### 1. **APOLOGIES FOR ABSENCE**

The Clerk advised that Rachael Owen had asked the Clerk to submit apologies on her behalf, as she would be late arriving to the meeting due to a prior commitment. This was noted by the Board.

### 2. **DECLARATIONS ON INTEREST**

In addition to the interests recorded at the commencement of the academic year the following interests were declared in relation to the agenda:

- Lucy White and Sarah Worsley – agenda item 3
- Andrew MacManus and Tom McInerney – agenda item 9.4
- Rachael Owen and Michele Bacon – 10.2

*Lucy White and Sarah Worsley withdrew from the meeting*

### 3. **ELECTION OF STUDENT GOVERNORS** *(previously circulated)*

3.1 The Clerk provided background information to the respective student governor election processes.

**Resolved:** The Board **approved**

- (i) The appointment of Lucy White as Student Governor (student at Cronton Sixth Form College) for one academic year and to become a member of the Quality and Standards Committee. The term of office was to expire on 31<sup>st</sup> July 2024
- (ii) The appointment of Sarah Worsley as Student Governor (student at Riverside College) for the duration of two academic years and to become a member of the Quality and Standards Committee. The term of office was to expire on 31<sup>st</sup> July 2025

*Lucy White and Sarah Worsley re-joined the meeting and were congratulated upon their respective appointments as student governors.*

### 4. **CHAIR'S UPDATE**

The Chair provided a summary of his activity since the last Board meeting in July 2023 which included:

- His attendance at regular three-weekly meetings with the Principal and Clerk
- A joint meeting with the Principal to undertake the Clerk's personal development review, in accordance with policy
- Attendance at the Search and Governance Committee meeting on 26<sup>th</sup> September 2023
- Attendance at the Remuneration Committee meeting on 6<sup>th</sup> October 2023
- Completion of annual safeguarding refresher training.

**Resolved:** The Board **noted** the contents of the Chair's activity report.

*Karen Banks and Rachael Owen joined the meeting during the presentation of agenda item 5.1*

### 5. **PRINCIPAL'S STRATEGIC REPORT** *(previously circulated)*

5.1 The Principal delivered a presentation highlighting key areas from her strategic report that had previously been circulated. She drew the Board's attention to:

- College performance 2022/2023 – the College had either met or exceeded all of its targets with the exception of 16-19 achievement rates which had declined since last year. Financial health remained outstanding for the eighth consecutive year
- Class of 2023 Student Destinations
- 16-18 student enrolment 2023/2024 – significantly ahead of last year which had demonstrated the success of the marketing strategies implemented to address the shortfall in enrolment in August 2022. Exceeding the recruitment target coupled with the recently announced increase to the 16-18 funding rate would have a positive impact on the financial stability of the College going forward.
- GCSE resit students – nationally there had been a significant increase in the number of students required to re-sit English and Maths, due to the return of the 2019 standards in the summer exams. It was anticipated that the additional costs in teaching hours, exam entry and logistics of GCSE exam

days would be challenging issues given the 19% increase in the number of students re-sitting these GCSEs at the College.

- Local Skills Investment Fund (LSIF) – this was designed to deliver and support the Local Skills Improvement Plan (LSIP). The Liverpool City Region (LCR) colleges had worked collaboratively to develop the full LSIF application and this was submitted to the Department for Education (DfE) on 15<sup>th</sup> September 2023. The LSIP comprised of six projects designed to address the priorities contained within it and the College was responsible for Project 4 which was being led by the Deputy Principal (Curriculum) and related to ‘new pathways to learning.’
- On-going collaboration with stakeholders – updates were presented in relation to (i) Reconnecting Runcorn, Town Deal and (ii) Halton Association of Headteachers.
- Surveys – the National Student Survey had ranked Riverside College as 1<sup>st</sup> for Teaching and 1<sup>st</sup> for Assessment and Feedback.
- Staff Pay Awards 2023/2024 – the Association of Colleges (AoC) had recommended to its member colleges that a pay award of 6.5% was made to staff, wherever possible
- Celebratory events – these were plentiful and included (i) the MacMillan ‘Bake Off’ fundraising event, (ii) three members of staff were players when the St Helens Women’s Rugby League Team won the Challenge Cup at Wembley in August 2023, (ii) Motorsport students showcased their impressive eco-car ‘The Viking’ at the Widnes Vikings Rugby League Club final home game and (iii) the successful Enrichment Fairs that had taken place at the start of the term
- College Priorities 2023/2024 – these included (i) safeguarding/wellbeing of staff and students, (ii) achievement rates/added value in respect of 16-18 learners and apprenticeships.
- Quality-Efficiency-Growth (QEG) – each section was addressed and directly linked to the College’s Strategic Plan. Headline data from the 2022/2023 outturn report was presented in conjunction with the Annual Report. The Principal sought approval of the key performance indicators for inclusion in the Performance Monitoring Report for 2023/2024.

A discussion took place with numerous questions raised by Governors and responded to by the Principal and senior managers. Governors sought clarification regarding capacity and teaching resources given the increased number of students re-sitting GCSE English and Maths. In response, the Board was advised that (i) there would be no issue with accommodation, (ii) the recruitment and retention of skilled teachers would be closely monitored, (ii) the summer series of examinations were likely to be challenging in terms of exam arrangements and the number of invigilators required.

In response to a question raised regarding the achievement rates of apprentices, the Principal advised that despite the College’s achievement rate being lower than were she would like it to be, it remained significantly above the national average. The Board received assurance that there were no concerns with the performance of any specific programme area regarding apprenticeships. Some of the complexities and variances across the individual programmes were outlined. Governors acknowledged the overall national picture regarding apprenticeships in general.

In response to a question raised regarding the decline in 16-18 achievement rates, the Principal provided an overview of the action plan to address the decline which was due to a number of factors including the legacy of lockdown, grade inflation,

lower levels of resilience, financial hardship and retention challenges on two year programmes.

**Resolved:** The Board

- (i) **approved** the Annual Report 2022/2023
- (ii) **approved** the QEG performance outturn for 2022/2023
- (iii) **approved** the quality targets, financial targets and QEG for 2023/2024
- (iv) **noted** the contents of the report

*The Principal was thanked for her report and she left the meeting.*

## 6. **SAFEGUARDING** *(previously circulated)*

The Board considered its responsibilities regarding safeguarding as detailed in the supporting documentation that had previously been circulated. The Clerk advised that safeguarding training had been circulated to all Governors to undertake and to notify the Clerk upon completion, together with confirmation that the Keeping Children Safe in Education (KCSIE) government publication had been read and understood.

A discussion took place. In response to a question raised by a Governor, the Deputy Principal (Curriculum) confirmed that the College was compliant with all aspects of KCSIE. In respect of a question raised, she provided an overview relating to on-line safety, together with the measures in place to swiftly identify and address issues of a safeguarding concern.

**Resolved:** The Board

- (i) **noted** the contents of the report and that a meeting had been scheduled to take place with the Safeguarding Link Governor.
- (ii) **agreed** to notify the Clerk that all required safeguarding training had been undertaken and the KCSIE read/understood paying due regard to Part 2 which sets out the management of safeguarding.

## 7. **FINANCIAL MANAGEMENT**

### 7.1 **To receive the Management Accounts to 31<sup>st</sup> July 2023** *(previously circulated)*

The Deputy Principal (Finance & Resources) presented this report and highlighted the following aspects which were measured against the budget and the five-year financial forecast presented to the Board in July 2023:

- Operating surplus – remained positive though £66k lower than planned. Favourable variance income, though offset with adverse variances on non-pay and pay. The College was on track to achieve the main funding targets. Whilst pension costs had reduced, it was highlighted this was an actuarial valuation. The Board was referred to Appendix 1, full Income and Expenditure Statement.
- Cash balances – remained positive. The difference in the actual to forecast balances had occurred for a number of reasons which included the delayed start of the Cronton Music Hub build, the cladding works at Kingsway, the College being in receipt of funding from the FE Transformation fund and interest earned due to the national rise in interest rates.
- Cashflow – the projected cash flows remained well within the banks covenant limits. The Board was referred to Appendix 2, Cash-Flow Reconciliation.
- Annual Capital Expenditure – a total of (£3,764k) remained within the total amount approved of (£5,176k).

A discussion took place. In response to a question raised by a Governor, the Deputy Principal (Finance & Resources) confirmed that whilst costs continued to rise, it was anticipated that the recently announced increase in 16-19 funding rates ought to yield a net benefit to the financial position of the College; this was welcomed by the Board.

**Resolved:** The Board **noted** the Management Accounts.

7.2 **Higher Education (HE) Fees 2024/2025** (*previously circulated*)

In response to a question raised by a Governor, the Assistant Principal clarified the proposed cost of the HNC Engineering course. He provided an overview of the process undertaken when reviewing fees which included a competitor analysis.

**Resolved:** The Board **approved** the HE Fees 2024/2025 which remained unchanged from those charged in the current academic year.

8. **AUDIT COMMITTEE MEETING**

8.1 **To receive a summary report on the Audit Committee meeting held on 25<sup>th</sup> September 2023** (*previously circulated*)

The Chair of the Audit Committee provided a summary of the meeting held on 25<sup>th</sup> September 2023 and drew the Board's attention to the following:

ESFA Subcontracting Audit – July 2023

This was undertaken by Beever & Struthers in June 2023 in compliance with the reforms introduced by ESFA to enable the Board to strengthen its oversight of the use of sub-contracting. The sub-contractors had reduced in number in recent years to two; Crosby Training and Power in Partnership. The audit focussed on ten key areas and provided a green RAG rating for nine of those and an amber/green RAG rating for one area. One recommendation had been made within the report which related to the 'contract development' aspect of the audit. The Audit Committee had received assurance that this sole recommendation had been acted upon. In summary, a very pleasing report had been presented by the Auditors.

Internal Audit Reports

(i) Corporate Governance Internal Audit – June 2003

The auditor provided the Committee with substantial assurance that the areas of the control environment tested were designed and operated effectively with no significant weaknesses. Two recommendations of a low-level nature had been made. In respect of benchmarking performance against other colleges, the Internal Auditor advised that it was a strong report with only two housekeeping recommendations having been made. In respect of the two recommendations the Clerk advised that she anticipated that both would be actioned by the imminent half term break.

(ii) ICCA Annual Report 2022/2023

The auditor advised that assurance could never be absolute and the highest level of assurance the internal audit service could provide was reasonable assurance that there were no major weaknesses in the College's governance and risk management arrangements, or systems of internal control. This level of assurance was provided to the Committee in respect of the College. In summary, eight individual audits had been completed in accordance with the approved plan; all resulted in substantial assurance being provided to the Committee that the areas tested were designed and operated effectively with no significant weaknesses.

In response to a question raised by the Committee, the Internal Auditor had

advised that in terms of benchmarking against other FE colleges, this annual report was sector leading.

- (iii) **Internal Audit Plan 2023/2024**  
This had previously been approved by the Board at its meeting in July 2023, subject to the inclusion of two additional audits, namely Key Financial Controls and the Student Voice.

#### Committee Self-Evaluation 2022/2023

This annual assessment on performance took place measured against set criteria. The committee's terms of reference had all been discharged effectively. There had been an identified risk to quoracy throughout the year, though all meetings took place as planned. The Committee Chair advised that as from 2023/2024 the membership had increased.

#### Calendar of Governance Business 2023/2024

The annual schedule of business covering all committee and board meetings was reviewed and approved by the Audit Committee. This was considered to be a very useful document and assisted the Committee when tasked with providing its annual written opinion to the Board, in accordance with the Post-16 Audit Code of Practice (ACOP).

**Resolved:** The Board **noted** the report.

### 8.2 **Annual Risk Management Report 2022/2023 and Risk Management Activity since July 2023** *(previously circulated)*

This report had been scrutinised by the Audit Committee and was presented to the Board for information purposes in overseeing risk management within the College as a whole. The Risk Register and Risk Management Action Plan accompanied the annual report for the Board's consideration.

The Audit Committee was satisfied that key risks were identified and closely monitored on a regular basis, as part of the College's strategic planning and reporting cycle. Associated key performance indicators for 2022/2023 had been included in the College's Strategic Plan.

**Resolved:** The Board **noted** the contents of the report which included the Risk Register and Risk Management Action Plan.

### 8.3 **Assessment of Controls on Fraud and Irregularity** *(previously circulated)*

The Board was advised that the Audit Committee scrutinised several reports to support the Board in making required representations on fraud and irregularity, together with the controls in place to mitigate against them when approving the Financial Statements for year ended 31<sup>st</sup> July 2023 at its next meeting. Those reports included:

- A self-assessment summary of each of the potential risks
- The updated version of the Regularity Self-Assessment Questionnaire 2022/2023
- Evaluation of performance against Annex D of the Post-16 ACOP
- Review of the fraud/irregularity questionnaire to be completed by individual governors

**Resolved:** The Board

- (i) **approved** the Regularity Self-Assessment Questionnaire

(ii) **noted** the contents of the report

8.4 **Risk Management Policy 2023/2024** *(previously circulated)*

The Board noted that this policy had been considered by the Audit Committee at its meeting on 25<sup>th</sup> September 2023.

**Resolved:** The Board accepted the recommendation made by the Audit Committee and **approved** the Risk Management Policy 2023/2024.

9. **SEARCH & GOVERNANCE (S & G) COMMITTEE MEETING**

9.1 **To receive a summary report on the Search and Governance Committee meeting held on 26<sup>th</sup> September 2023** *(previously circulated)*

The Chair of the Search and Governance Committee provided a summary of the meeting held on 26<sup>th</sup> September 2023 and drew the Board's attention to the following:

Committee Self-Evaluation 2022/2023

This annual assessment on performance took place measured against set criteria. The committee's terms of reference had been discharged effectively. The recruitment of appropriately skilled Board Members had proved challenging, though aims were successfully achieved as demonstrated with full Board membership at the start of the current academic year.

Annual Governor Performance Reviews Update

Individual governor performance review meetings with the Board Chair and Clerk were nearing completion and to date all had been very productive. Once fully completed an anonymised summary of the outcomes was to be presented to the Board accompanied with a proposed action plan to address any areas requiring further development.

Governor Review Combined Action Plan 2020/2022

The Committee agreed that significant progress had been made against the merged action plan. It was agreed that the few action points that remained outstanding would be carried forward into a new action plan which would be formulated based upon the outcomes of the individual governor review meetings that were currently taking place in respect of 2022/2023. It was anticipated that a further update was to be provided to the Board at its next meeting in December 2023.

Statutory External Board Review of Governance

The Clerk referred to her email circulated to all Governors on 6<sup>th</sup> September 2023 which provided an overview of the position at that time. She advised that productive meetings continued to take place with Chris Jones to facilitate the smooth-running of the review process. The Board was informed of Chris' attendance as observer at various meetings throughout the Autumn Term 2023.

Training Schedule 2023/2024

The Clerk advised that details of numerous training opportunities offered by the Association of Colleges (AoC) and the Education Training Foundation (ETF) had been circulated to Governors. She was pleased to report that at least one Governor had registered to attend the training sessions on offer, after which time updates could be disseminated to Board Members.

**Resolved:** The Board **noted** the contents of the report.

9.2 **Proposals for the reclassification of confidential minutes 2022/2023** (*previously circulated*)

The Clerk referred to the requirement contained within clause 18 of the Instrument of Government for any approved confidential minutes to be reviewed to determine whether the minutes could be reclassified as non-confidential and become publicly available. The Chair of the S & G Committee informed the Board that the said minutes had been reviewed by the Committee.

**Resolved:** The Board accepted the recommendation made by the Search & Governance Committee and **approved** that all minutes on the appended report were to remain confidential for the reasons stated.

9.3 **Search and Governance Committee Annual Report 2022/2023** (*previously circulated*)

This report provided information on:

- The attendance levels of all Governors with the vast majority having met or exceeded the target level of 80%. The final percentage of attendance for board and committee meeting was 89% against the national benchmark of 83%
- Board constitution and membership
- Completion of a skills audit
- Equality and diversity profile of the Board
- Committee Structures
- Developments
- Favourable outcome from the internal audit on corporate governance undertaken in June 2023

**Resolved:** The Board **noted** the Search & Governance Committee Annual Report.

*Tom McInerney and Andrew MacManus left the meeting.*

9.4 **Membership and Succession Planning** (*previously circulated*)

The Chair of the S & G Committee summarised the discussions that had taken place at the recent meeting and had been outlined in the appended report. Due consideration was given to section 9.29 of the AoC Code of Good Governance relating to membership/terms of office and the FE Commissioners guidance in that Boards should include at least two individuals with qualifications or extensive experience in finance, audit or risk management.

**Resolved:** Provided no unforeseen circumstances arose prior to expiration of terms of office in 2023/2024, the Board **accepted the recommendation** made by the Search & Governance Committee and **approved** the re-appointment of:

- (i) Tom McInerney as External Governor for four years upon the expire of his current term of office
- (ii) Andrew MacManus as External Governor for four years upon the expiry of his current terms of office

*Tom McInerney and Andrew MacManus re-joined the meeting.*

9.5 **AoC Code of Good Governance** (*previously circulated*)

Following on from previous updates provided to the Board, the Clerk advised that on 27<sup>th</sup> September 2023 she had received formal notification that the AoC National



Chairs' Council had approved the revised Code as appended. She recommended that this revised Code be adopted, as it aligned closely to the principles of governance and reporting requirements commonly found in the further education sector.

**Resolved:** The Board **adopted** the revised AoC Code of Governance.

## 10. WRITTEN RESOLUTIONS

### 10.1 To receive a report on written resolutions during 2022/223

The Board considered the summary of written resolutions approved in 2022/2023 and their permission had enabled more efficient decision-making and avoided the need to convene a special Board meeting at short notice.

**Resolved:** The Board **noted** the annual report.

*Rachael Owen and Michele Bacon left the meeting.*

### 10.2 To ratify the approval of the appointment of Rachael Owen as an External Governor for a four-year term of office and the appointment of Michele Bacon as Special Educational Needs and Disability (SEND) Link Governor for one year

**Resolved:** The Board

- (i) **ratified** the appointment of Rachael Owen as an External Governor for a four year term of office and membership of the Audit Committee
- (ii) **ratified** the appointment of Michele Bacon as the SEND Link Governor for 2023/2024

*Rachael Owen and Michele Bacon re-joined the meeting and were congratulated upon their respective appointments.*

## 11. MINUTES (previously circulated)

### 11.1 To approve the draft minutes (Part One) of the Board Meeting held on 3<sup>rd</sup> July 2023

The Board reviewed the minutes from the previous meeting.

**Resolved** – The Board **approved** the minutes as a correct record of the meeting.

### 11.2 To review the action log and to consider any matters arising from the previous meeting

Governors received a progress report on the actions identified at the previous meeting.

A Governor requested further information regarding the response rate by apprentices in respect of the 'Have Your Say' student survey. The Assistant Principal confirmed that it was approximately 30% and this had identified a need to promote greater participation in future surveys.

**Resolved** – The Board **noted** that all action points had been completed.

## 12. DATES OF FUTURE MEETINGS

These were **noted** as follows:

- Audit Committee - 20<sup>th</sup> November 2023
- Finance and Resources Committee - 22<sup>nd</sup> November 2023
- Quality and Standards Committee – 30<sup>th</sup> November 2023

- Board – 11<sup>th</sup> December 2023

The Chair thanked all attendees for their participation and he closed the meeting at 5.50pm.

**Signed:** ...Office copy signed by Neil McGrath...

**Board Chair**

**Date:** ...11<sup>th</sup> December 2023.....