



**CONFIRMED MINUTES OF THE
BOARD OF GOVERNORS MEETING
HELD ON TUESDAY 17th JULY 2018**

Present: Paul Smyth (Chair), Lucky Ali, Anna Barnish, Andrew Davies, Gary Doyle, Sue Higginson (Principal), Tony Mann, Joe McArdle, Phil McKeown, Jayne Winders

In attendance: Michael Norton, Deputy Principal
Steve Cain, Assistant Principal Finance
Will Jerram, Assistant Principal MIS
Alex Lang, Assistant Principal Quality
Joe Finneran, Director of Estates
Ian James, Clerk to the Corporation
Lesley Venables, Clerk to the Corporation (Designate)
Louise Scott-Kelly, Administrator to the Governors
Sandra Johnson, observer (governor from 1 August 2018)

APOLOGIES

290. Apologies were received from Maura Cummins, Joanne Finnerty, Lorraine Jones, Tim Kelly, James King, Somnath Saha and Richard Mawdsley.

DECLARATION OF INTERESTS

291. There were no declarations of interest.

APPOINTMENT OF GOVERNORS

292. The Governance & Search Committee had met with Phil McKeown and Somnath Saha and had recommended both appointments as they felt that the knowledge and experience they offered aligned well with the Board's skills matrix. These appointments would fill the current vacancies on the Board with immediate effect.

293. Furthermore, the Principal and Chair had met with Sandra Johnson and felt that her experience in education and health would be valuable to the Board. Based on delegated authority from the Committee, the Principal and Chair also recommended her appointment to the Board. This appointment would run from 1 August 2018 when two further vacancies occurred.

294. Resolved

- 1 that Phil McKeown and Somnath Saha be appointed as governors in the 'external' category with immediate effect for a term of office lasting until 31 July 2021

- 2 that Sandra Johnson be appointed as a governor in the 'external' category with effect from 1 August 2018 for a term of office lasting until 31 July 2022

PRESENTATION ON FINANCIAL STRATEGY

295. The Board received a detailed presentation from the Principal and the Deputy Principal setting out the financial strategy for the College over the next few years and how this linked to the outcome of the recent review by the FE Commissioner.

SHARING RECENT SUCCESSES

296. The Board received the routine Sharing Recent Successes report (copy attached to signed minutes). Governors particularly valued the letter of thanks to a lecturer from a parent, whose son had been supported by the College following the Carillion collapse.

PLANNING EVENT FEEDBACK

297. The Principal provided the Planning Event Feedback from the 6th June Governors Strategic Planning Seminar (copy attached to signed minutes). The Principal explained that for the next seminar an additional evaluation form would be designed specifically for the Senior Leadership Team to complete.

QUALITY IMPROVEMENT PLAN

298. The Assistant Principal Quality presented the updated Quality Improvement Plan (QIP) (copy attached to signed minutes). The Board were informed about the improvements made in Apprenticeships such as the reduction of Out of Funding (OOFs) and improved assessor training, recording and engagement. A new Assistant Principal for Apprenticeships had been recruited to start in September 2018 and would lead on further improvements.

299. Progress had also been made in English and maths. Functional skills achievements had increased by 2.3% in maths and 7.7% in English compared to the same point last year, with more results pending. Students on English study programmes for 2018/19 would now take their Speaking and Listening Assessment in their vocational curriculum area with the support of their vocational teacher and their English teacher. There was a staff development event dedicated to ensuring consistency of application for the change and that it was appropriately assessed.

300. The QIP detailed the number of observations and Learning Walks conducted throughout 2017/18. Following a request from the Scrutiny Group, the Assistant Principal Quality intended to brief governors on the Learning Observation process and the Learning Walk App at a future governors meeting.

301. The Assistant Principal Quality explained that the Ofsted Inspection Framework would be changing from September 2019. As the QIP documented and tracked the College's drive to Outstanding, governors were assured that the new framework would be incorporated into the QIP.

BALANCED SCORECARD

302. The Deputy Principal presented the Balanced Scorecard (copy attached to signed minutes) highlighting that there were three new 'red' items; Maths attendance rates on study programmes, Retention Rates for 16-18 and the number of Out of Funding (OOF) apprenticeships (copies of 'red' item exception reports attached to signed minutes).

Maths attendance rates on study programmes

303. The Deputy Principal explained that although maths attendance was below forecast at 75% compared to the planned 80%, maths outcomes had still improved. The College had provided the opportunity for Functional Skills students to achieve earlier rather than wait until the end of the academic year. Consequently, students were achieving earlier, however; students then tended to choose not to attend their English and Maths lessons post-exam, despite all Functional Skills students being required to progress on to GCSE.

304. The Chair referred to the B2 and B3 exception report that “Vocational teachers are escorting students to English/maths classes in many areas.” The Chair felt that ‘many areas’ suggested that not all areas were escorting students and queried if there was a consistency issue. The Deputy Principal responded that it stemmed from a timetabling issue where English and maths classes were scheduled away from the vocational curriculum areas. However, the Deputy Principal assured that timetabling for the next academic year had addressed the problem.

Retention Rates for 16-18

305. The Deputy Principal also explained that Retention Rates for 16-18, which were 92% against a planned 95%, would be investigated further during the College’s Self-Assessment Report (SAR) to look for trends or patterns specific to a course or lecturer.

Out of Funding (OOF) apprenticeships

306. Although the number of OOFs had reduced to 36 (16 of which were pending on ACE) it still did not meet the zero target. The Principal explained that OOFs would remain a key focus and would be scrutinised in detail during the SAR process and Performance Reviews.

307. A governor asked if the rate of work experience (74.79% against a target of 100%) should also be assessed as ‘red’ rather than ‘amber.’ With T Levels soon to be implemented and formal partnerships with the NHS and Magenta, the Principal assured that Work Experience would be reviewed in detail during the SAR process and was confident the rate would improve in year because not all work experience had been included to this point.

BALANCED SCORECARD PROFILE 2018/19

308. The Principal presented the Balanced Scorecard content for 2018/19 and asked the Board to review the proposal and agree the framework (copy attached to signed minutes).

309. A governor suggested a separate line under Financial Health to track the College’s contingency. The Chair also asked if a report should be in place to monitor apprenticeship subcontractors. The Principal responded that she would look into their suggestions further.

310. The Principal also explained that as part of the Balanced Scorecard for 2018/19 the College would be considering triangulation of data as part of performance review that covered attendance rates, Quality observations and achievements.

STUDENTS’ VOICE FEEDBACK – ANNUAL SUMMARY 2017/18

311. The Assistant Principal Quality provided the Student Voice Feedback – End of Year Summary (copy attached to signed minutes). She presented feedback from external surveys such as the Ofsted Learner Views Survey, which evidenced positive responses. Feedback

from the FE Choices Learner Satisfaction Survey and National Student Survey was due later in the year.

312. The Board were also informed of the three internal Learning Talks that had taken place in 2017/18. The Learning Talks provided curriculum managers with a snapshot of any quality issues raised by students.

313. In addition, the Board were informed that the Student Engagement Manager had recently retired and that an experienced teacher had been recruited for the role. The Chair acknowledged and thanked the Student Union for their ongoing efforts.

MANAGEMENT ACCOUNTS

314. The Assistant Principal Finance presented the Management Accounts (copy attached to signed minutes). The Management Accounts showed a revised surplus of £30k and that the forecast financial health was rated Good. The Board noted its content.

FINANCIAL REGULATIONS REVIEW

315. The Board received an updated version of the College's Financial Regulations, Financial Policies & Procedures and Standing Orders (copies attached to signed minutes).

316. The Financial Policies and Procedures made a specific reference to the new controls regarding the centralised agency budget. Also, the policy allowed the College to use an alternative Purchasing Consortia if a framework was not available or suitable. The majority of other amendments were changes to job titles or departments.

317. A governor questioned if the policies and procedures should refer to funding from the ESFA via a subcontractor. The Deputy Principal agreed to look into further.

318. **Resolved** that subject to a few minor amendments to data protection and GDPR, the Financial Regulations, the Financial Policies & Procedures and Standing Orders be approved.

STUDENTS' UNION BUDGET AND REPORT

319. The Assistant Principal Quality presented the Students' Union Budget and Report on planned activities for 2018/19 (copy attached to signed minutes). The Board noted its content.

320. **Resolved** that the funding for the Students' Union be approved at £8.5k for 2018/19.

SUPPLY CHAIN FEES AND CHARGES POLICY 2018/19

321. The Assistant Principal Quality presented the updated version of the Supply Chain Fees Policy (copy attached to signed minutes). The policy was updated in response to increased focus from Ofsted regarding franchise partner activity and to ensure transparency.

322. **Resolved** that, subject to the subheading 'Management Fee' being changed to 'Supply Fee', the Supply Chain Fees and Charges Policy be approved.

RISK MANAGEMENT UPDATE & POLICY

323. The Deputy Principal presented the Risk Management Update and Policy for approval (copy attached to the signed minutes). The Register and Policy had previously been reviewed by the Audit Committee. The latest version incorporated the Committee's suggestions to change Data Security on the risk register to Data and Cyber Security and updated for GDPR. Also, the policy now referred to the newly established Quality & Standards Scrutiny (QSS) Committee.

324. **Resolved** that the Risk Management Policy be approved.

TERM 3 HEALTH & SAFETY UPDATE OF RISK REGISTER

325. The Director of Estates provided the Health & Safety Risk Register and Update for Term 3 (copy attached to signed minutes). The Board were informed that accidents or near-miss incidents were now recorded on Smart Log, which had proven to be effective. The electronic recording system would ensure more consistency across the College than the previous paper-based system. The data collected would enable the College to monitor any trends more effectively.

326. The Director of Estates advised that the team were working on a new Health & Safety Strategy and were preparing for an internal audit in October. In addition, the Wirral Waters campus would now grade curriculum areas to industry Health & Safety standards. For instance, the Construction area would be graded in accordance to construction site Health & Safety standards. Staff, students and visitors were all required to comply. The Board were pleased with the College approach to Health & Safety.

APPOINTMENT OF CHAIR & VICE CHAIR

327. The Clerk reminded the Board that they had decided at the last meeting not to operate the formal procedure for the appointment of the Chair and Vice Chair this year.

328. **Resolved** that Paul Smyth and Tim Kelly be appointed as Chair and Vice-Chair respectively for one year with effect from the 1 August 2018.

APPOINTMENT OF CLERK TO THE CORPORATION

329. The current Clerk to the Corporation would be retiring from the College 31st July 2018. As a result, the Principal and Chair conducted interviews and recommended to the Board the appointment of Lesley Venables, who had valuable experience and knowledge in FE college governance.

330. **Resolved** that Lesley Venables be appointed as Clerk to the Corporation with effect from 1 August 2018.

APPOINTMENT OF STAFF GOVERNORS

331. The Clerk advised that the support staff governor's term was due to expire on 31 July 2018 and that the current teaching staff governor would be leaving the College. Following a nomination and ballot process for both appointments, Lorraine Jones and Vix Wrigley, a Specialist Lecturer within the Additional Learning Support team, had been nominated.

332. **Resolved** that Lorraine Jones (support staff) and Vix Wrigley (teaching staff) be appointed as the staff governors with effect from 1 August 2018 for a term of office lasting until 31 July 2022.

COMMITTEE MEMBERSHIPS FOR 2018/19

333. The Clerk to the Corporation presented a proposal for the membership of Board committees for 2018/19 (copy attached to signed minutes). Following the establishment of the Quality & Standards Scrutiny (QSS) Committee, governors had been asked to share with the Clerk their committee preferences. In view of the increased number of committees, it was proposed to reduce the number of members which required changes to the committee constitutions contained in Standing Orders.

334. **Resolved**

- 1 that the constitution and membership of committees from 1 August 2018 be as follows:

Committee	Constitution	Membership
Audit Quorum 3	Six eligible governors or five eligible governors and one co-opted non-governor. (Ineligible governors are the Chair and the Principal)	Jo Finnerty Tim Kelly Joe McArdle Somnath Saha (Accountant - to be recruited) Co-optee: Nigel Woodcock
Governance & Search Quorum 3	Chair, the Principal and three other governors	Paul Smyth (ex-officio) Sue Higginson (ex-officio) Phil McKeown Jayne Winders (Staff governor)
Quality & Standards Scrutiny Quorum 3	Chair (ex officio) and four other external governors	Paul Smyth (ex-officio) Anna Barnish Gary Doyle Tim Kelly Sandra Johnson
Remuneration Quorum 2	Chair, Vice-Chair and two other eligible members. (Ineligible members are the staff and student governors)	Paul Smyth (ex-officio) Tim Kelly (ex-officio) Gary Doyle Jo Finnerty

- 2 that the Board's Standing Orders be amended to reflect the revised committee constitutions

BOARD AND COMMITTEE MINUTES

Board Meeting

335. **Resolved** that the minutes of the meeting held on 21st May 2018 be approved as a correct record and signed by the Chair.

Audit Committee

336. The Board received the minutes of Audit Committee meeting held on 14th June 2018 (copy attached to signed minutes). The Committee had recommended that the Board approve the Internal Audit Plan for 2018/19 – 2020/21.

337. **Resolved** the Board approve the Internal Audit Plan for 2018/19 – 2020/21 and delegate to the Committee the ability to alter the Plan during the year should the need arise.

Governance & Search Committee

338. The Board received the minutes of the Governance & Search Committee meeting held on 21st May 2018 (copy attached to signed minutes). Following the appointments made earlier in the meeting, there remained one vacancy on the Board from 1 August 2018.

RETIREMENT OF GOVERNORS

339. Andrew Davies and Tony Mann would retire as external governors with effect at the end of the meeting. Firstly, the Principal and Board thanked Andrew and acknowledged his forensic approach during his two terms as governor, which contributed immeasurably to the success of the Scrutiny Group and his input onto the Wirral Waters and STEM Executive Project teams. The Principal then thanked Tony Mann for contributing his financial management skills and knowledge during his term as governor, especially during his time as Chair of the Audit Committee and also his commitment to the Executive Project Teams .

340. James King was also leaving the College and the Principal and Board thanked James for his contribution as staff governor and wished him success in his new post.

341. Student governor, Lucky Ali was leaving the College to study applied medical science at a HE institution. The Principal and Board thanked Lucky for her valued input and wished her every success in her future endeavours.

RETIREMENT OF CLERK TO THE CORPORATION

342. Ian James had previously announced his retirement as Clerk to the Corporation with effect from 31 July 2018. Ian became Clerk to the College in 1999 and led the successful transformation of governance. The Principal and Board thanked Ian for his outstanding guidance which undoubtedly aided the success of the College.

DATE OF NEXT MEETING – Thursday 1st November 2018