



**CONFIRMED MINUTES OF THE
BOARD OF GOVERNORS MEETING
HELD ON WEDNESDAY 17th JULY 2019**

Present: Anna Barnish, Gary Doyle, Sue Higginson (Principal), Sandra Johnson, Joe McArdle, Phil McKeown, Paul Smith, Jayne Winders (Chair), Vix Wrigley

In attendance: Michael Norton, Deputy Principal
Maura Cummins, Vice Principal – Curriculum & Quality
Joe Finneran, Director of Estates (minutes 332 to 336)
Pooja Furniss, Director of People & Organisational Development
Will Jerram, Assistant Principal – MIS
Andy King, Head of Finance
Sarah Norris, Student Enrichment Manager (minutes 299 to 319)
Lesley Venables, Clerk to the Governors
Louise Scott-Kelly, Administrator to Governors

APPOINTMENT OF ACTING CHAIR

271. **Resolved** That Jayne Winders be appointed as temporary Chair for this meeting only.

APOLOGIES FOR ABSENCE

272. Apologies for absence were received from Macen Byatt, Jo Finnerty, Lorraine Jones, Tim Kelly and Richard Mawdsley.

DECLARATIONS OF INTEREST

273. Joe McArdle declared an interest in any matters relating to the University of Chester.

PRINCIPAL'S UPDATE

274. The Principal updated the Board on the end of term celebrations; the FE Awards for personal achievements and the HE Graduation Ceremony, both of which had been well-attended. The College had also given awards to local businesses: The Art School Restaurant, Finsa, Magenta Living, and Peel Holdings to acknowledge their support for students. These accolades for 'Nurturing Talent Award' had been designed and created by art students.

275. A student, who was currently training for the Tokyo Paralympics, had been presented with an Association of Colleges' award for Achievement in Disability Sport by an AoC representative.

276. College alumni and acclaimed artist, Christian Furr, had received an 'Ambassador of Wirral Award.' Christian Furr was Alumni President of the College's Art School and was working with students on a local gallery exhibition.

277. The Board congratulated the College on its success and commended the positive social media posts resulting from the celebrations.

278. Governors were also updated on the College's non-levy apprenticeship contract. Despite significant efforts by management, no other local subcontractors had been able to support the College in its non-levy contract since January 2019. There was a known shortage of funding available and even organisations with a contract had been unable to grow which had been subject to much media attention. The situation continued to impact on the reduction in capacity in the Wirral area.

279. The College had endeavoured to seek a resolution with the ESFA and via the Minister for Apprenticeships through written requests and with support from the AoC, four local MPs and the Metro Mayor, but there had been no further developments since the May Board meeting.

SHARING RECENT SUCCESSES

280. The Board received the routine report on recent successes. Governors congratulated the College on its vast range of achievements and enrichment activities.

JUNE STRATEGIC PLANNING DAY - FEEDBACK

281. The Principal provided a summary of the feedback from the Strategic Planning Day held on the 5th June 2019, which was extremely positive.

ESTATES UPDATE

282. The Deputy Principal provided an update on the College's Estates Strategy. The Microturbine at Twelve Quays campus had been officially opened by the Metro Mayor and had proven to be a successful asset.

283. Subject to formal submission of the project bids, the Liverpool Combined Authority had allocated the College grants of £489k for maintenance of its buildings and £166k to support low carbon strategies. All four campuses had been thoroughly audited and proposals as to how this money should be spent were detailed in the Deputy Principal's report. The aim was to ensure health and safety compliance as well as reducing energy inefficiencies.

284. This would also include equipment to enhance and support the curriculum, such as purchasing a hybrid car for the Motor Vehicle area and working at height equipment for Construction (which was currently hired by the College).

285. Governors were advised that any bids to the LCR would need to be submitted by August, whereas the next Board meeting was not scheduled until October. Therefore, the Deputy Principal asked that, if the College could be provided with match funding from a third party for any other projects that had not been identified in his outline and it provided curriculum and financial benefits, this could be pursued with the delegated approval of the Chair or Vice Chair. This was on the understanding that the College would not be expected to provide any matched funding itself or commit to a contract bid beyond the initial stages.

286. **Resolved**
- 1 That the proposals on future projects and submissions to the LCR be approved
 - 2 That the Chair and Vice-Chair be given delegated authority to approve any bids to the LCR, subject to the conditions outlined above, with actions reported to the October Board meeting

PEOPLE STRATEGY

287. The Director of People and Organisational Development presented the draft People Strategy and action plan that aligned with the College's vision and mission. The Strategy would focus on strengthening staff capacity and capability, and improving the health and wellbeing of staff and students.

288. The Strategy would be monitored through the following Key Performance Indicators:

- Improving the employer brand
- Employee relations and engagement
- Performance, Reward and Organisational Development
- Staff Health and Wellbeing
- Equality, Diversity and Inclusiveness
- Operational Excellence and Efficiency

289. The College had already begun to implement part of the People Strategy by recently signing the AoC Mental Health Charter and through the promotion (both internally and on social media) of national events such as Mental Health Awareness Week.

290. Governors commended the 'Wellbeing Wheel' as a concise representation for staff and students.

291. In response to a question on the use of the Investors in People (IiP) standard, the Principal agreed that it did provide a good set of principles and values and that the College had achieved accreditation.

292. A governor commended the work that had been undertaken to provide the Strategy and acknowledged the policies that underpinned it. The Director of People & Organisational Development was asked how the People Strategy would support specifically the impact of restructures, which can impact on staff wellbeing and staff absence. The Principal confirmed that the sector as a whole was undergoing significant change and that all support and development of wellbeing would be welcomed to help mitigate the inevitable impact and to support the management of change.

293. A governor asked about the apprenticeship levy and how the College was ensuring it developed its approach as an employer, (as distinct from training provider). The Deputy Principal responded that the recent reorganisation of Employer Services was designed to ensure good links between Employer Services and business support functions such as HR, MIS and Finance. This, combined with the new People Strategy, would provide a consistent framework that would benefit all staff.

294. The Internal Audit Plan for 2019/2020 included an audit on staff sickness absence and well-being. The Chair of the Audit Committee asked if the timing of this work did not allow sufficient embedding of the Strategy, to which the Deputy Principal suggested that the audit could be scheduled in the latter part of 2019/2020.

295. **Resolved** That the People Strategy for 2019-2021 be approved.

BALANCED SCORECARD 2018/2019

296. The Deputy Principal presented the Balanced Scorecard for 2018/2019. It was noted that there was an additional item classified as 'red' since the last meeting relating to Out of Funded Learners (OOFs).

297. During the recent restructure of Employer Services it had become apparent that the process for signing up apprentices was inefficient. The process had been strengthened and would be implemented and managed by the new Employer Services Manager.

BALANCED SCORECARD 2019/2020

298. The Principal presented the proposed Balanced Scorecard Profile for 2019/2020. This had been updated following the outcomes of the June Strategic Seminar and monitoring progress against each KPI had been assigned to either the Board or a Board Committee. The targets would be finalised once the outturn for 2018/2019 had been confirmed (October 2019).

299. The Principal also presented a revised exception reporting template. These would now be produced for both 'red' and 'amber' ratings, to effectively drive performance and to mitigate any items graded as 'amber' back towards 'green'.

STUDENTS' VOICE FEEDBACK – ANNUAL SUMMARY

300. The Student Engagement Manager presented the end of year summary of the Students' Voice Feedback.

301. The report detailed the Student Engagement Talks that took place over 2018/2019, covering topics such as the students' experience, advice and guidance, the Prevent agenda and Equality, Diversity and Inclusivity. The results of the external FE Choices Learner Satisfaction Survey and NSS Student Survey would be published later in 2019.

302. Any issues raised at the Student Talks were addressed and actioned as detailed in the report.

303. The Students' Union had reviewed the College's Anti-Bullying Policy and provided feedback to management. Following a question from a governor, the Director of People and Organisational Development confirmed that there was an Anti-Bullying Policy for students, and the required standards to behaviour for staff was within the suite of HR Policies and Procedures as there was an expectation of higher conduct and standards of professionalism from staff. The Principal added that the Student Anti-Bullying policy worked in synergy with

the 'Fitness to Study Policy', which had been specifically designed to support students whose behaviours were directly linked to learning difficulties and or disabilities, including mental health issues.

304. The Students' Union continued to be involved in community projects, including the development of future regeneration opportunities linked to Wirral and Wirral Waters.

305. The Students' Union continued to promote success stories, such as the STAR Awards, where students nominated any outstanding members of staff. A total of 90 staff nominations had been received in 2018/2019.

306. The Vice Principal Curriculum and Quality commended the work of the Student Engagement Manager and the Board thanked her for her efforts in improving this area of the College in her first year in the post.

MANAGEMENT ACCOUNTS

307. The Head of Finance presented the Management Accounts to 30th June 2019. The College was still on plan to meet its forecast and the financial health rating remained 'Good'.

308. A governor enquired if the appointment of an additional Vice Principal would impact on the College's surplus. The Principal responded that the costs for the additional post had been offset against other savings made from restructures, as discussed in the special Board Meeting, prior to appointment.

309. The Deputy Principal would be providing FE benchmark data at the next Board meeting in October.

FINANCIAL REGULATIONS REVIEW

310. The Board received an updated draft of the College's Financial Regulations, Financial Policies & Procedures and Standing Orders.

311. The policies now incorporated recommendations arising from recent audit reviews and the General Data Protection Regulations. The Assistant Principal – MIS, who was also the College Data Protection Officer, added that all staff had undertaken mandatory GDPR training.

312. **Resolved** that the Financial Regulations, the Financial Policies & Procedures for 2019/2020 and Standing Orders be approved.

BUDGET FOR 2019/2020 AND 3 YEAR FORECAST

313. The Deputy Principal presented the draft Budget for 2019/2020 and the College's Three-Year Financial Forecast.

314. The Forecast included the paid 1% pay award for the year and was on plan to achieve a £150k surplus.

315. The pay to income ratio (excluding franchise income) was also forecast to be 70.90% compared to 71.55% in the previous forecast. Governors noted that this was above the target (65%) deemed to be acceptable by the FE Commissioner, but that the College was working towards that level and the Principal emphasised the link between affordability of any pay awards modelled and financial affordability / viability.

316. The Deputy Principal explained that a prudent approach to the College's finances had been taken, given the likelihood of increases in the College's contributions to the Merseyside Pension Fund.

317. **Resolved** That the Three Year Financial Forecast and Budget for 2019/2020 be approved.

STUDENTS' UNION BUDGET AND REPORT

318. The Student Engagement Manager presented the Students' Union Budget and Report on planned activities for 2019/2020.

319. The aim for the next academic year was to develop volunteering opportunities and wellbeing events with staff and external agencies, together with more student excursions with a focus on progression routes.

320. Although the draft budget was £8.5k (the same as the previous year), the Student Engagement Manager did anticipate a slight increase in expenditure overall for 2019/2020.

321. **Resolved** That the budget for the Students' Union be approved at £8.5k for 2019/2020.

SUPPLY CHAIN FEES AND CHARGES POLICY 2019/2020

322. The Assistant Principal – MIS presented the Supply Chain Fees and Charges Policy. There had been only minor amendments compared to 2018/2019

323. **Resolved** That the Supply Chain Fees and Charges Policy be approved.

STANDING ORDERS

324. The Clerk to the Governors presented an updated draft of the Board's Standing Orders. Any amendments were minor and reflected previous discussions on increasing the term of office for the Chair and Vice-Chair from 1 year to 2 years.

325. The procedures had been updated on the process for the removal of a governor who had been absent from meetings for a period longer than six months without providing a valid reason.

326. **Resolved** That the Standing Orders for the Conduct of Business be approved.

APPOINTMENT OF GOVERNORS

327. The Clerk advised that the terms of office for 3 external governors (Anna Barnish, Tim Kelly and Jayne Winders) was due to expire on 31 July 2019. Following discussions, all three individuals wished to be reappointed for a further term of office.

328. The term of office for student governor, Macen Byatt, was also due to expire on 31 July 2019. He had been nominated to serve for a second term of office for 2019/2020.

329. **Resolved**
1. that Anna Barnish, Tim Kelly and Jayne Winders be reappointed as external governors with effect from 1 August 2019 for a term of office lasting until 31 July 2023.
 2. That Macen Byatt be reappointed as Student Governor with effect from 1 August 2019 for a term of office lasting until 31 July 2020.

APPOINTMENT OF CHAIR AND VICE-CHAIR

330. The Clerk informed the Board that following the resignation of the previous Chair, Tim Kelly would become the Acting Chair. Jayne Winders had been willing to step into the role of Vice-Chair on a temporary basis. It was proposed that both appointments would operate until a formal nomination and election process could be undertaken for the appointment of permanent post holder.

331. **Resolved**
- 1 That Tim Kelly and Jayne Winders be appointed as Interim Chair and Interim Vice-Chair respectively
 - 2 That a formal nomination and election procedure be undertaken to appoint a permanent Chair and Vice Chair.

COMMITTEE MEMBERSHIPS

332. The Clerk to the Corporation presented a proposal for the membership of Board committees for 2019/20. However, it was noted that further amendments would need to be made following the appointment of Tim Kelly and Jayne Winders as Interim Chair and Vice-Chair. A further version of the schedule would be presented to the October Committee meeting.

333. **Resolved** That the schedule of committee members be approved, subject to any further amendments being made.

TERM 3 HEALTH & SAFETY UPDATE

334. The Director of Estates provided a Term 3 Health and Safety Update. The long term trend remained positive and showed a 57% reduction in the number of accidents over the last 5 years.

335. The Estates team was currently working on a revised process for recording near-misses, which would enable trends to be identified more effectively. This would then be communicated to managers and staff.

336. There was one claim which was outstanding regarding a student injured on an overseas trip. The Director of Estates would ensure the continuous review and improvements of the processes for trips.

337. Following external advice, the College's process for chemical storage had been reviewed and amended. The approximate cost would be £25K and was being progressed. The Board would be notified of any further developments.

338. On behalf of the Board, the Principal thanked the Director of Estates and the Estates team for their ongoing work and congratulated them on the Carbon Champion Award for the implementation of the Microturbine at the Twelve Quays Campus. This would potentially save up to 75% off energy costs for the College that would be reinvested into additional learning support for students.

BOARD AND COMMITTEE MINUTES

BOARD MINUTES – 1st MAY 2019

339. **Resolved** That the minutes of the meeting held on 1st May 2019 be approved as a correct record and signed by the Chair.

340. Governors received a progress report on the actions identified at the previous meeting. The action regarding Apprenticeships being a Grade 2 by March 2020 would continue to be monitored the QSS Committee. All other actions had been completed.

AUDIT COMMITTEE – 19th JUNE 2019

341. The Board received for information the minutes from the Audit Committee meeting held on 19th June 2019. The Chair of the Audit Committee reported that the External Audit Planning Memorandum 2019/2020 and Internal Audit Plan 2019/2200 had been recommended for approval by the Board.

342. The Deputy Principal presented the Risk Register Update and Risk Management Policy for 2019/2020, which had already been reviewed by the Audit Committee and recommended its approval. Minor changes had been made to the Policy to take into account internal audit recommendations.

343. **Resolved**
- 1 That the Internal Audit Plan for 2019/2020 be approved
 - 2 That the External Audit Planning Memorandum for 2019/2020 be approved
 - 3 That the Audit Committee be given delegated authority to amend the Interim Audit Plan during the year if required.

4 That the Risk Management Policy 2019/2020 be approved.

VICE PRINCIPAL – CURRICULUM & QUALITY

344. It was the last Board meeting for Maura Cummins, the Vice Principal – Curriculum & Quality, who was leaving to take up a role as Senior HM Inspector. The Board of Governors thanked Maura for her invaluable contribution and leadership during her time at the College.

DATE OF NEXT MEETING – Wednesday 23rd October 2019