

CORPORATION

Minutes of the meeting of the Corporation held on Wednesday 30th November 2016 commencing at 9.30am in Room SC109, Easton Campus, Easton, Norfolk

Present

S Bendall	SB	Independent Member & Chair
F Baugh	FB	Independent Member
M Coleman	MC	Independent Member
B Feltwell	BF	Independent Member
C Hard	CH	Staff Governor
D Henley	DH	Principal
C Kerrison	CK	Staff Governor
D Nunn	DN	Independent Member
G Pilcher	GP	Independent Member
D Provis	DP	Student Member
D Redhead	DR	Independent Member
P Richardson	PR	Independent Member
R Sheasby	RS	Independent Member
J Whyman	JW	Independent Member

In Attendance

R Robson	RR	Acting Clerk to the Corporation
M Ferguson	MF	Vice Principal
M Wilkinson	MW	Director of Finance
C Nix	CN	Director of Estates
L Wilson	LW	Curriculum Director
C Dyble	CD	Director of Marketing and Student Recruitment
B Jones	BJ	Interim HR Director
M Pacey	MP	Director of Student Services and Support
D McAuley	DM	Director of HE

Action

The meeting was preceded by a presentation from MW to members on College finance. A copy of the presentation is in the minute book.

1. PRELIMINARY PROCEDURAL MATTERS

1.1 Welcome and Apologies for Absence

SB welcomed all to the meeting. Apologies were received from Sandra Dinneen, Daniel Noble, Mark Pendlington and Phil Thirkettle.

1.2 Timing of Agenda and items of Urgent Business

The Agenda was accepted and no additional items were received.

1.3 Declarations of Interest

The following declarations of interest were declared:

- PR in relation to Morley
- GP in relation to RNAA

- DR in relation to Tex Holdings Ltd

No other declarations were received in relation to items on this Agenda.

1.4 Minutes of the Meeting of 26.10.2016

The minutes of the meeting held on 26th October 2016 were **confirmed** as a true record of the meeting for signature by the Chair subject to the amendment of a typographical error.

1.5 Actions and Matters Arising

The Clerk took Members through the Open Actions Tracker. It was **agreed** that actions 1 to 3 were complete.

Action 4 – DM noted that an annual review of HE was to be taken later on the agenda. The areas of poor retention were highlighted and discussed. DM confirmed that the work being undertaken by the external consultant Kevin Kendall had identified reasons for this. Ensuring that modules were semisterised would assist as would additional support for students to aid the transition to level 4. The action was **agreed** complete.

Action 5 – DH confirmed that the Report had not yet been received and that it would be distributed to Members when it was. **Action ongoing.**

In terms of matters arising SB confirmed that there was no clash with meeting dates and the Suffolk Show. The venue of the meeting immediately preceding the Norfolk Show will be changed to Easton.

SB confirmed that the Report from Kevin Kendall would be shared with the Board when it is available. A member suggested that needs of employers were of paramount importance, that employers should be encouraged to lead on what they require and that the timing for this was of great significance. DM confirmed that this was being pursued, a working party had been established with UEA and CCN to pursue these issues.

2. GOVERNANCE BUSINESS

CH and DP left the meeting for items 2.1 and 2.2

2.1 Appointment of Student Member

RR advised the Corporation that the Easton campus student body had now elected their student member for the 2016/17 year, the student elected is Deanna Provis a Level 3 Animal Management student.

Resolved: to confirm the appointment of DP **Unanimously agreed** by all

2.2 Appointment of Staff Member

RR confirmed that an election had taken place amongst the Otley campus staff for the new Otley staff governor. Three nominations were received with a subsequent successful and well supported vote via Survey Monkey resulting in the election of Carl Hard. Carl is a motor vehicle lecturer.

Resolved: to confirm the appointment of CH **Unanimously agreed** by all

CH and DP returned to the meeting

SB congratulated CH and DP on their election to the Corporation.

2.3 Amendment to Standing Orders

Members reviewed the proposed amendment to standing Order 10. RR confirmed that this was required following the change to the Carver model of governance and was a follow up to the changes made in September 2016.

Resolved: to amend Standing Order 10 **Unanimously agreed** by all

2.4 Report on Governor Liability/The Insolvency Regime

Members noted the Report distributed with the papers. SB sought confirmation that Governor Liability Insurance was in place. CN confirmed that this was but highlighted that this would not provide protection from fraudulent activity. The need to check the cover to ensure that it continued to be fit for purpose was noted. A member asked for clarification of members duties as trustees.

RR

2.5 Report on Corporation Self-Assessment

RR referred members to the Report and confirmed the assessments undertaken. The results of all self-assessment work will be reviewed by the Chair, the Principal and the Clerk in order to ensure that governance remains fit for purpose and robust, and that any necessary changes are implemented.

3 STRATEGIC PLANNING

3.1 Monthly KPI Report

DH introduced the Report. He noted that this was now the third meeting at which a report in this form had been presented. Areas of concern are identified, these are being reviewed at weekly meetings and any necessary actions implemented. Questions and comments from members were invited.

A member noted the Staff Student Ratio (SSR) and asked if there was an expectation that this would decrease. MW confirmed this was likely as students withdraw in year. DH suggested that management intervention, for example in combining classes where possible, could limit any decrease. The FE Commissioner's KPI was noted as being 16.

The impact of pension cost on the staff cost at EOC was queried. MW confirmed that the benchmark (BM) figure of 55% was historic (14/15). Another member noted that however the figure was compiled it needed to be reduced. The impact on EOC in the Area Review was noted but CN reflected that the sector BM in GFE was higher than in Landbased colleges.

Members discussed the dip in schools engagement and the reasons behind that.

SB asked if students had been consulted on ways to maintain their engagement with the monthly satisfaction survey. MF confirmed that this has been considered at student council meetings. IT are being asked to look at on-screen pop-ups and prize draws for participants are being used.

A member asked at what point in the year, when it is apparent that a particular KPI cannot be met, will proposals come to the Corporation for action/decision. DH encouraged members to continually review each KPI month by month and to challenge him and the directors on what is being done to resolve any particular issue if a KPI is not being met. KPIs are continually reviewed by the leadership team and interventions put in place as necessary. SB noted that it may be necessary to amend KPIs overtime to ensure that the Corporation is receiving the information it requires, this can be considered at the Strategy Day in February.

Members were updated on the figures from the recent course advice day. It was noted that the applications KPI would be reported from the November onwards.

DH asked members to reflect on the staff cost as a percentage of overall spend; this is in excess of the Landbased colleges BM. He confirmed that curriculum business planning was working towards a more efficient delivery design. DH referenced the need to decrease expenditure over the next 3 years and asked for views on reducing staff costs by an equal amount per year to achieve the BM figure in 3 years. Members discussed the merits of this, the need to increase quality during the period was noted. MW advised that it was necessary to ensure that the College was financially sustainable moving forward, he further suggested that the current SSR was not sustainable in the medium to long term. After considerable discussion it was agreed to revert to this issue at the next meeting in order that reducing staff costs whilst increasing recruitment and quality could be considered.

3.2

Monthly KPI Report for Apprenticeships

DH noted that delivery of apprenticeships was different to full time provision. For this reason, and the overall significance of apprenticeships, this report was being presented to the Board. Comments to help refine the report were welcomed as it was noted that the content had not previously been agreed. A member queried if the growth target was appropriate in view of the data, DH confirmed the 4 week time lag between signing up and enrolment as the reason for this. An updated Report will come back to the Board at the next meeting.

3.3

HE Balanced Scorecard

DM presented the information to members. He acknowledged that this was not in the same format as the other KPI reports.

Landbased HE apprenticeship events are being planned with UEA. A member asked for confirmation that new courses and events were being marketed. This was confirmed, marketing of some courses is being revised to make it more engaging. A member reflected that schools engagement is promoting the FE courses within schools but asked if HE courses were similarly

promoted. DM confirmed that this point has been identified by Kevin Kendall and that this is being reviewed.

4.

PERSONAL DEVELOPMENT OF STAFF AND STUDENTS

4.1

Self-Assessment Report (SAR) and Quality Improvement Plan (QIP)

MF took members through the SAR and QIP. He confirmed that this is a working document.

Destination data is good; students not yet in employment will be contacted with a view to them being invited to join a back to work program. The outcomes data was shared and reviewed. MF explained how the KPIs are now presented to the Corporation will allow members to monitor the areas of attendance, retention and student satisfaction in year. He reflected on the interventions now in place to improve outcomes moving forward.

The overall grade proposed is a 3. He asked for members' comments and approval of the SAR.

The reasons for the self-assessed grade and the need to show progress was discussed. The staff governors reflected on improved attendance for English and maths and the support available for those students; those that take up all the support offered are able to progress.

MF highlighted that the Report was still to be subject to external validation.

Resolved: to approve the SAR and QIP as presented subject to external validation **Unanimously agreed** by all

4.2

Safeguarding and Prevent Update

The Safeguarding and Prevent Update (Sept to Nov 16) was presented by MP. Members noted the data on risks and concerns raised during the period.

Members were also asked to note the draft 'Fitness to Study Procedure', this is complimentary to the College's Safeguarding procedures in the area of students' mental health issues.

FB, link governor for Safeguarding and Prevent, confirmed that she had met with MP prior to the Corporation meeting. She further advised that following their discussions she remains confident that Safeguarding and Prevent issues are being dealt with as appropriate by MP and her team.

4.3

Safeguarding and Prevent Policy

Members reviewed the updated Safeguarding and Prevent Policy. It was noted that it included all updated legislation and responsibilities required.

Resolved: to approve the updated Safeguarding and Prevent Policy **Unanimously agreed** by all

4.4

Ofsted Care Standards Report

The Report from the Inspection carried out in September was received. The Report confirms a grade of 'Good' in areas inspected. SB offered the congratulations of the Corporation to all members of staff involved in the report outcome.

4.5

Matrix Report

Members received the Matrix Report on IAG offered to students by the College. The action points raised are already being implemented. Continued accreditation was noted.

RS offered congratulations from the Corporation on the successful outcome of the inspection.

4.6

HE Self-Assessment Review and Evaluation

DM highlighted the recent change in the review process by HEFCE of College HE provision; the Corporation is now required to confirm its assurance of the quality of HE provision in terms of student academic experience, student outcomes and reliability of degree standards. Corporations will be required to do this by 1st December annually. The requirement to do this in 2016 has meant bringing forward the review of HE provision.

Members were taken through the Review for UEA validated provision. Outcomes and student satisfaction (relatively low take up rate for survey) were noted to be good. The retention issues from year 1 to year 2 were considered, DM confirmed that the issues raised were being addressed.

Members considered and discussed the potential for the College of the development of a Research Committee as referred to at page 23 of the report. DM confirmed that this was in the early stages of development but was being actively progressed with a view to developing further to enable larger projects to be taken on in the future.

A proposed schedule of reports to the Corporation was reviewed. The receipt of these report through 2017 will enable the required assurance to be given in December 2017.

Resolved: to agree schedule of HE Reports to Corporation **Unanimously agreed** by all

4.7

Annual Schedule of HE Information for Presentation to Corporation

DM explained the new procedure to report to HEFCE. He confirmed that, due to the reports submitted to Corporation in year, Corporation would be able to give a partial assurance for 2015-16. This was permissible during the transition period of the introduction of the requirement for assurance to be given.

Resolved: to provide partial assurance to HEFCE for 2015-16 **Unanimously agreed** by all

5.

NEEDS OF RURAL BUSINESS

5.1

Fabric First Institute

LW advised members of the College's involvement in the Fabric First Institute Scheme. The Scheme aims to teach energy efficient passive house skills to those from multiple trades. The courses will be held in the bespoke Fabric First Unit in the Construction Centre at the Easton campus. Delivery will start in January, giving the opportunity for employees to come on to the Easton site to train. The project is funded for one year.

5.2

Skills Deal Application

DH provided members with an update. The application for this was submitted on 28th November. A member asked for clarity on the investment required. DH confirmed that there would be some investment from the employers involved and some from the College, the overall intention was that this would bring net investment into the College.

Due to the time and governor availability for the remainder of the meeting it was agreed to vary the running order of item 6 as below

6.

ENSURE CONTINUED FINANCIAL VIABILITY OF THE COLLEGE

6.1.2

Annual Report of the Audit Committee to the Corporation

JW presented the Report to the Corporation. He explained the work undertaken by the Committee throughout 2015/16 to enable the opinion at the end of the Report to be given.

Resolved: to accept the Annual Audit Report to the Corporation
Unanimously agreed by all

6.7

College Company Accounts

It was noted that there were no material matters to report. The accounts presented were pre-tax adjustments but these were likely to be none or very small.

6.2

Going Concern

A paper confirming why the college management team believe it is appropriate for accounts to the year ended 31st July 2016 to have been on the 'going concern' basis was presented by MW for information. This was noted by the Corporation.

6.3

Member's Report and Financial Statements for year ended 31st July 2016

MW took members through the Report and Financial statements for the year ended 31st July 2016. He highlighted to members that the accounts were in line with budget and the forecasts presented throughout the year to the Finance Committee and to the Corporation, subject to the necessary adjustments required for accounting standard changes and year end pension accounting requirements.

GP, link governor for finance, confirmed that the accounts had been audited without need for adjustment, an achievement for MW and the finance team.

Resolved: to approve the Member's Report and Financial Statements for year ended 31st July 2016 **Unanimously agreed** by all

6.4

Meeting held with Barclays Bank

MW and GP confirmed that they, together with DH, had recently met with Barclays Bank. Members had previously been advised of the probability of a breach of covenant. This did not happen in 2015/16 but will occur before the end of July 2017. MW and GP emphasised the need to manage this issue. They reflected on the new insolvency regime for the sector; this is having an impact on the view of the banks to lending. Banks now perceive an increased risk and so therefore costs of lending will rise and banks are adopting a more cautious approach. Discussion with the bank will continue.

GP left the meeting

6.5

October 2016 Management Accounts

MW presented the accounts to the Corporation. The accounts were noted to be in line with the revised forecast, the revised forecast is currently underperforming against the original budget due to lower recruitment.

6.6

Update on Land Sale

The Corporation received an update on progress from CN. An informal tender process is open, that will close on 20th January. The LLP is scheduled to meet on 26th January to discuss tenders received.

6.1.1

Minutes of Audit Committee Meeting held on 23rd November 2016

JW, Chair of the Committee, took members through the main items of business from the meeting.

6.1.3

Audit Highlights Memorandum and Management Letter

JW confirmed that this had been reviewed by the Audit Committee and recommended for approval by the Corporation. Members' attention was drawn to the executive summary.

Resolved: to approve the Audit Highlights Memorandum and Management Letter **Unanimously agreed** by all

6.1.4

Management Representation Letter

JW confirmed that this had been reviewed by the Audit Committee and recommended for approval by the Corporation.

Resolved: to approve the Management Representation Letter **Unanimously agreed** by all

6.1.5

Audit Terms of Reference

The Committee Terms of Reference have been reviewed, amendments are required to reflect the change to the governance structure and to ensure compliance with the JACOP 2016. Amendments have been recommended by the Audit Committee to the Corporation for approval

Resolved: to approve the amendments to the Audit Committee Terms of Reference **Unanimously agreed** by all

7.

AREA BASED REVIEW

DH provided a verbal update on the process to date. The College had been asked to supply information to the process in advance of the site visit. This information has been uploaded to Board IQ for members to access. The site visit is scheduled to take place on 5th December. SB confirmed that governors will be meeting the ABR representatives. The first ABR steering group meeting is on 7th December, this is preceded by a meeting for governors.

8.

AOB

None

9.

DATE OF NEXT MEETING

The next meeting was confirmed as Wednesday 18th January 2017 at 9.30am at the Otley campus.

The Chair closed the Non-Confidential meeting at 12.23pm