

**MINUTES OF A MEETING OF THE CORPORATION HELD ON
MONDAY 1st OCTOBER 2018 at 4pm**

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| Present: | 1. Geoff Knappett (GK) | External Member | Chair |
| | 2. Jonathan Hopson (JH) | External Member | Vice Chair |
| | 3. Mike Farwell (MF) | External Member | |
| | 4. Simon Thompson (ST) | External Member (from Item 3.3.1) | |
| | 5. Sue Wood (SW) | External Member | |
| | 6. Tom Rossiter (TR) | External Member | |
| | 7. Chris Boulton (CB) | External Member (to Item 4.1) | |
| | 8. Iain Wolloff (IW) | Principal | |
| | 9. Jane West (JW) | Staff Member | |
| | 10. John Knight (JK) | External Member | |
| | 11. Glynn Howells (GH) | External Member (from Item 3.3.4) | |

Apologies: Sally Osmond (SO) External Member

Quorum: 5 required 9 present (at start), meeting quorate

In attendance: Fadia Clarke (FC) Deputy Principal (DP)
 Marion Shepherd (MS) Acting Director of Finance (DoF)
 Cathy Wright (CW) Head of HR (HHR)
 Gill Parkinson (GP) Clerk to the Corporation

**PART 1
NON-CONFIDENTIAL MATTERS**

| 4.00pm | | ACTION |
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| 1. | APOLOGIES FOR ABSENCE Sally Osmond had sent apologies. Simon Thompson arrived later in the meeting | |
| 2. | DECLARATION OF INTERESTS There were no declarations of interest made. | |

GOVERNANCE

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| 3.1 | MINUTES OF THE PREVIOUS MEETING The minutes of the meeting held on 2 nd July 2018 were approved and signed by the Chair. | |
| 3.2 | MATTERS ARISING FROM THE MINUTES There were several matters arising: Item 4.1 – Apprenticeships and the Technology curriculum area – to be discussed at December meeting Item 8.1 – Safeguarding Governor Report – this would be included in the annual programme of lead governor reports – see Point 3.3.1 | <i>SW/FC/GP</i> |
| 3.3 3.3.1 | BOARD MEMBERSHIP College Management structure and lead governor roles IW welcomed all Governors back and introduced them to MS, the acting DoF. He explained that the management restructure had been partially driven by the | |

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| | <p>resignations of the DP and previous DoF, Mike Lewis, but also to ensure alignment with the new College Strategic Plan and refreshed values. Key changes to the structure were:</p> <ul style="list-style-type: none"> • The Teaching and Quality Manager was joining the Senior Team ; • New roles had been created – VP (Students & Curriculum) and Director of Business and Partnerships – to include HE Development; • The DoF role had been renamed Director of Finance & Resources; • The Head of HR role to be retitled Director of HR. <p>Additionally, the Deputy Principal role would now be offered as an additional responsibility for a member of the SMT. This would continue to be an SPH role which requires Board approval and consideration of salary and benefits by the Board.</p> <p>MF enquired whether the DP role was a required role. IW explained that it wasn't, but was needed to ensure the smooth running of the College, particularly in his absence.</p> <p>ST joined the meeting. SW queried the fact that the Teaching & Quality Manager role was lower on the College management structure plan than the rest of the SMT. IW explained that this reflected the lesser breadth of this role, whilst ensuring Quality was represented at senior level. JH requested an additional sheet listing responsibilities of the roles. IW would provide this.</p> <p>The Corporation approved the new College Management Structure.</p> <p>Lead Governor roles GK noted that the new roles which had been circulated built on the refreshed version developed earlier in the year. Lead Governors would be timetabled to address the Corporation meetings throughout the year – GP to develop a programme and include in Board agendas.</p> | <p><i>IW</i></p> <p><i>GP</i></p> |
| <p>3.3.2</p> | <p>Consideration of increase in Board membership IW noted that the Board had adopted the Carver model of Governance several years ago, one consequence of which was to decrease the number of Board members. Although this had served the College well, he and GK believed two more Board members were necessary to support finance, which was increasing in importance as budgetary constraints persist, and the curriculum. GP noted that more potential members were needed for the Audit Committee as there should be no fewer than 3 members in attendance at meetings and there were currently only 4 members in total.</p> <p>The Board approved the increase in membership of the Board from 12 to 14.</p> <p>NB This would be written into the refreshed standing orders – see Point 3.3.5.</p> | |
| <p>3.3.3</p> | <p>Re-appointment of Mike Farwell and Sue Wood – to be minuted GK explained that the two Governors' terms of office had been renewed on 31st December 2017 for 4 and 1 year respectively but had not been minuted in the absence of the official Clerk. Sue to serve an additional one-year term from 31st December 2018. The reappointments were re-approved by all.</p> | |

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| 3.3.4 | <p>Appointment of new governor</p> <p>IW stated that Glynn Howells had applied to be a Governor in the Summer. His background was in finance and he had connections to the sector. MF agreed that additional financial expertise would be welcome. The Board approved the appointment of Glynn Howells. GH then joined the meeting and expanded on his skills and experience. GK welcomed him to the Board.</p> | |
| 3.3.5 | <p>Intention to reapprove standing orders on 4th February 2018</p> <p>GP explained that the Standing Orders provide a framework setting out the procedures, rules and arrangements approved by the Corporation and its Committees to ensure the efficient running of the business. These had been in the process of being reviewed when she joined the College in 2016, and currently needed updating. GP would review and bring to the Corporation for approval in February.</p> | GP |
| 3.3.6 | <p>Governor Attendance 2017-18</p> <p>GP explained that the figures provided were included in the notes to the statutory accounts and could be considered as part of Governor self-assessment.</p> <p>Some Corporations set a target for attendance, but as most of the current Governors also had paid jobs and other commitments which could affect attendance, and this needed to be weighed against the contribution they made, it was agreed that it would not be useful to set a target, although this could be discussed as part of the appraisal process.</p> | |
| 3.4 | <p>APPOINTMENT OF DIRECTOR OF FINANCE AND RESOURCES (SENIOR POST HOLDER)</p> <p>IW recommended that the Director of Finance and Resources role be designated as a Senior Post Holder (SPH) although the previous Director of Finance hadn't been, as this would allow direct reporting to the Board, and complement IW's non-financial expertise.</p> <p>He informed the Board of the thorough process which had been undertaken in appointing this role. AOC Create had generated a field of 9 which had been reduced to 5, then 3 candidates had been selected for a two-day process, during which they had been set tasks and met managers and Board members as well as being interviewed. The selected candidate was Jayne Steele who had extensive experience of finance in the commercial world, as well as more recent experience in education including her current role at Mary Hare School. Although her CV had not been circulated, IW could address any questions.</p> <p>MF enquired whether there could be a detailed handover process. MS confirmed that she would be completing the year end procedures, which GK and MF supported, but would provide a detailed handover to Jayne.</p> <p>All approved the appointment of Jayne Steele to the role of Director of Finance & Resources, and accepted IW's recommendation that this role be designated a Senior Post Holder (SPH).</p> <p>The Director of Business & Partnerships role, taking the lead on partnership work, employers, apprenticeships and HE had attracted a range of very well qualified candidates and had been offered to Jo Houghton who would be moving into this new role from her current job at the College as Adult Funding & Contracts Manager. Prior to working at Newbury for ten years she had been</p> | |

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| | <p>at BCA and she was possibly the first in the country to have obtained a PhD in Apprenticeship policy.</p> <p>CW noted there were 19 applicants, 3 of which were internal, for the VP (Students and Curriculum) role, and interviews would take place during the following week.</p> | |
| 3.5 | <p>STRATEGIC MONITORING</p> <p>The Board were asked to note the approach used to monitoring the progress of the Strategic Plan. This would be a standing item at the last Corporation meeting each term.</p> | |
| 3.6 | <p>POLICIES TO APPROVE – HEALTH & SAFETY</p> <p>All approved the H & S policy based on the management structure as at 30th August, but noted this would change to reflect the new structure.</p> <p>GK noted this was FC’s last meeting and thanked her for her valuable contribution to the College and made a presentation.</p> | |

STUDENTS & CURRICULUM

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| 4.1 | <p>STUDENT GOVERNOR REPORTING PROCESS</p> <p>FC circulated a timeline of the Student Governor selection process. GK asked whether the Student Council Chair could automatically be the Student Governor as happened in some other Colleges. FC noted that this could create time constraints for the student concerned. IW noted different Colleges have different systems but FC would suggest this to students.</p> <p>CB left the meeting at 5.27pm.</p> | FC |
| 4.2 | <p>ANNUAL SAFEGUARDING REPORT</p> <p>FC had distributed the report. There had been 164 recorded cases, 56 of which were safeguarding related, 63 cause of concern related and 45 disciplinary related incidents. FC was confident that the College continues to have robust and comprehensive safeguarding measures in place. Mental Health was a consistent theme as a cause for concern – in response to this the student counsellor role has now been replaced with a ‘well-being mentor’. There was also a new, informal drop-in centre which had been welcomed by students and staff.</p> <p>MF asked how the number of incidents compared to other Colleges. IW replied that this information isn’t published however he thought it was probably typical for the sector. The incidents actually related to individuals so that a student could be recorded in all 3 categories. ST confirmed the report was consistent with his observations – there was a strong team, with no gaps. One identified area for further development is on the ability to produce summary reports of safeguarding actions at short notice.</p> <p>There were no further questions.</p> | |

QUALITY DASHBOARD

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| 5.1 | QUALITY DASHBOARD | |
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| | <p>Overall, early indications on retention and pass rates indicate that achievement rates will be good, and higher for 2017/18 than for the previous year. FC noted that the final data return would be made to the ESFA in October however key points were:</p> <ul style="list-style-type: none"> • Overall FE retention 93.1% -2.1% point improvement on 2016-17; • 14-16 students' retention at 89.6%, a 9.6% point improvement on 2016-17; • Adult retention 96.7% - a 3.8% point improvement on the previous year. • 16-18 students' retention at 86.6%, a 2.3% point reduction on the previous year, though a higher pass rate is likely to result in an improved achievement rate overall; • Apprenticeships achievement had decreased (predicted at 70.8%, a drop of 6.8% points, though likely to remain above the national average). <p>GK thanked FC on behalf of the Board. There were no questions.</p> | |
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BUSINESS & PARTNERSHIPS

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| <p>6.1</p> | <p>ENROLMENT & GROWTH (new report)</p> <p>IW explained that this was the first time that early indications on enrolment had been provided to the Board in October. Key points include:</p> <ul style="list-style-type: none"> • 16-19s - Early enrolments are higher than the number of funded students in 2017/18, although a level of early withdrawal is to be expected; • Students potentially withdrawing from courses are now referred to IW and FC for consideration of alternative courses etc.; • Pre-16s (funded in year) – Early enrolments indicate a significant growth of around 40%. <p>GK thanked IW and noted that the impact on staff and student experience was key. CW noted that staff nos had been minimally impacted as some class sizes were smaller. She also highlighted difficulties in recruiting high needs support staff as they were relatively low-skilled which was reflected in pay. GH explained that competition with the NHS could adversely affect this as pay rises were skewed towards lower level staff.</p> <p>Other factors noted – minimum wage increases, pension cost increases and lack of extra funding to the FE sector, meaning pay rises had to be absorbed.</p> | |
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FINANCE & RESOURCES

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| <p>7.1</p> | <p>FINANCE DASHBOARD</p> <p>MS updated the Board verbally:</p> <ul style="list-style-type: none"> • A 'trading' deficit of £410K is forecast at present for year ending 31st July 2018 (up from £378K in July), pending other financial adjustments required for the statutory accounts; • Financial Health score is likely to move down from Outstanding to Good, as forecast; • Year end audit due to commence at the end of October; • Management accounts to be provided by end of October. | |
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| | <p>MF estimated that teachers' pension costs would increase by £150K in 2018-19. IW confirmed that the AOC was lobbying for financial assistance from Central Govt for increases in pension and pay costs as this had been provided to schools. MF and MS would meet to discuss the issues prior to finalising the year end accounts.</p> | |
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STAFFING & HR

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| <p>8.1</p> | <p>HR DASHBOARD CW presented the new HR dashboard report, providing data on new starters, leavers, recruitment and sickness absence.</p> <p>MF enquired whether staff turnover had decreased. CW replied that it had and now stood at 32%. For December comparisons with other Colleges would be included.</p> <p>MF suggested information on training and staff satisfaction could be helpful to Governors in the future.</p> <p>GK thanked CW.</p> | |
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| <p>Confirmed as a correct record:</p> | <p>17th December 2018</p> |
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