



Board of the Corporation

Minutes of a meeting of the Board of the Corporation

held in the Albert Croney Suite on Tuesday 16th December 2014 at 5.30pm.

Present:

Mr T Edwards (Chairman)
Mrs K Redhead, Mr G Marshall, Mr G Gibson , Mr J Davies, Mr D Temperley, Mrs G Granath. Mrs S Nicholson, Mrs C Richards, Ms A Form, Mr M Short (Observer)

Apologies:

Ms N Dixon.

In attendance:

Mr M Sowerby, (Clerk to the Corporation).
Mr C Todd Director of Finance and Resources, Mrs S Errington Director of Business Development and Mr P Brennan Personnel Manager.

1. Introduction

1.1. The Chair welcomed everyone present and in particular Ms A Form, who had attended the last meeting as an Observer and Mr M Short who was attending this meeting as an Observer.

2. Declarations of Interest

2.1. There were no declarations of interest.

3. Minutes of a meeting of the Board of the Corporation held on Tuesday 7th October 2014.

Matters arising:

3.1. Item 6.2.2. Interest. Confidential Item.

3.2. Item 6.5.5. Langley Park. The sale of the property had been completed and the money was now in the bank.

3.3. Item 7.2. Construction Development business case. The Director of Finance and Resources informed Members that further time to firm up the proposals was required. An update will be provided at the next meeting of the Board in January.

3.4. Item 7.3.2. Incidents of violence. The Clerk reminded Members that these incidents involved disabled students who could not control their movements and were not premeditated actions.

3.5. Item 7.3.4. Risk assessment. The Director of Finance and Resources informed Members that significant progress had been made in the Engineering Department.

3.6. Item 8.1.5. Spelling error and change of wording. The wording was changed to "peer observations by lecturers".

3.7. Item 8.3.4. Safeguarding flowchart. The Principal informed Members that the flowchart would be presented to the next meeting of the Board in January.

Agreed:

3.8. THAT subject to the alteration of item 8.1.5 the Board receive the minutes as a true record.

4. *Draft Minutes of the meeting of the Audit Committee held on Monday 10th November 2014.*

4.1. The Chairman of the Audit Committee confirmed that the minutes were an accurate record of the meeting and many of the reports were on tonight's agenda. The Chairman of the Audit Committee confirmed that the auditors had been very complimentary about what they had identified at the College so far.

4.2. Following a question from the Chairman the Director of Finance and Resources confirmed that item 2.1, the issue of the additional sum requested by Durham County Council, had been satisfactorily resolved. The sum had been removed from the Durham County Council invoice.

Agreed:

4.3. THAT the Board note the draft minutes.

5. *Chairman's verbal report*

5.1. The Chairman advised Members that his report consisted of the following items:

- Several Association of Colleges (AoC) items
- The Awards Event.
- Meetings attended
- Member Personal Review report

5.2. AoC Items

5.2.1. The Chairman informed Members that a meeting with the Director of Governance at the AoC and AoC Regional Director had taken place at the College. The Principal and Clerk also attended the meeting. The main item discussed was the

quality of the Webinars. The Director of Governance accepted all of the criticisms and suggestions made regarding how the webinars could be improved. Unfortunately there has not yet been the opportunity to see if the improvements have been implemented.

5.2.2. As part of the AoC national consultation programme on the development of the new Code of Governance, a meeting took place at New College Durham in October. The meeting was well attended and numerous suggestions and ideas were put forward. The Chairman, two Members, the Principal and the Clerk attended the meeting.

5.2.3. The Chairman and Principal attended the AoC annual conference in November. The Director of Finance and Resources and Director of Business Development also attended the conference. The Chairman reported that the College still appears to be ahead of the game in many respects although there are tough times ahead. The College is in a fortunate position in that it is relatively small, it can adapt quickly to changing circumstances and has a significant surplus. The Chairman further commented that we must however manage our finances carefully if we are to successfully weather the austerity storm we will be facing over the next two/three years.

5.2.4. Following concerns raised by a Member the Director of Finance and Resources confirmed that in the past the funding agencies have never penalised colleges who have surpluses and they cannot force us to spend our money.

5.2.5. The Chairman informed Members that at the conference he had participated in the Governance Code workshop where, along with others, the organisation and functionality of the Board was examined. A lot of criticism about the need for a new Code was made by participants at the workshop. The draft Code is to be circulated for consultation and the Chairman suggested setting up a task group to look at it and respond to the AoC.

5.3. The Awards Event

5.3.1. The Chairman thanked the Director of Business Development and her team for what had been an excellent event. Both presenters and the guest speaker had been brilliant. There had been some very positive feedback about the event. A Member commented that illuminating the sign at the front of the building had been very effective. The Chairman confirmed that the illumination had been a temporary arrangement but permanent illumination is to be arranged.

5.4. Meetings attended

5.4.1. The Chairman informed Members that he had several meetings with the Principal since the last Board meeting. The Chairman informed Members that the Principal had given him a copy of a letter from Ofsted which was extremely encouraging. This item features later in the meeting.

5.4.2. A meeting of the Search Committee had taken place to consider the appointment of Ms Amanda Form as a Member of the Board. The Committee agreed

to recommend the appointment to the Board. The Board approved the recommendation.

5.5. Member Personal Review Report

5.5.1. The Chairman thanked Members for their involvement in the Personal Review meetings which took place in August. The Clerk has produced a full report on the outcome of the review which will be kept in the confidential file. The Chairman then provided a summary of the outcomes which included the following:

- All Members agreed that the primary functions of the Board are still fit for purpose:
- Members got a lot of satisfaction and pride from being involved in the success of the College, being involved in the development of the College and the way some major issues have been managed:
- The lack of student representation on the Board was identified as an issue:
- Members suggested that the Board needed to recruit new Members with strategic experience who are dedicated to the area:
- Succession planning for the Chairman and Vice Chair positions needed to commence within the next eighteen months:
- Informal lunches including informal presentations from managers, assessors or guest speakers are valued and worth continuing:
- The gap between meetings is seen as an issue as is the volume of papers.

5.5.2. The Chairman then outlined the following proposed actions:

- Visits to curriculum areas will continue to be available for all Members.
- The Clerk will arrange access to the AoC website for all Members requesting access.
- Members will be made aware of any regional or national FE events.
- Succession planning for the Chairman and Vice Chair positions will take place within the next eighteen months.
- Informal lunches will continue and informal presentations from managers, assessors or guest speakers will take place before the lunch.

- Board reports are to be amended and changes made to the schedule of work. Reports, in a number of areas, are to clearly show how they link with targets. Some reports will be presented on a termly basis rather than in one annual report.
- The Chairman encouraged all Members to take the time to read the papers prior to the meetings so that time spent on presentations can be reduced and more time spent on discussion. The Chairman also asked Members that if they had any views about format or style of the reports to contact the Clerk:
- An information sheet briefly summarising the past years issues/performance was sent to Members before the first meeting in October. Members confirmed that they had found this information sheet valuable.

Agreed:

5.6. THAT the Board receive the Chairman's report.

6. *Principal's report*

6.1. The Principal presented her report which included the following:

- The 2014/2015 Performance against funding targets
- 2013/14 Reconciliation
- Strategy and re-branding
- Awards Evening
- Ofsted visit
- Self- Assessment Report (SAR) and Quality Improvement Planning
- AoC Executive Search
- Sub-contractor confidential update
- Langley Park update

6.2. The 2014/2015 Performance against funding targets – Confidential Item

6.3. 2013/14 Reconciliation

6.3.1. The Principal informed Members that the Skills Funding Agency (SFA) reconciliation statement had been received. Repayment of the over payment will take place in the period of January to March 2015.

6.4. Strategy and re-branding

6.4.1. The Principal advised Members of the latest progress with the College re-branding. Following a question the Director of Business Development confirmed business cards, letterheads and the website are all in the process of being re-branded.

6.5. Awards Evening

6.5.1. The Principal commented about the success of the evening. A Member stated that she had received some excellent feedback the day after the event. The Director of Finances and Resources informed Members that the two presenters on the evening had commented about the event, the next day on Heart radio.

6.6. Ofsted visit

6.6.1. The Principal informed Members that Ofsted are keen to work collaboratively with Good colleges because they feel that this is the group of colleges most likely to deteriorate between inspection visits. Members were then given details of a visit to the College by Elaine Clinton from HMI Ofsted. The meeting had been very positive and we received affirmation that we are focusing on all the right things. Because we are quite a unique College, this visit and the official confirmation letter will provide background information for any future inspection.

6.7. SAR and Quality Improvement Planning

6.7.1. The Principal explained why the SAR moderation meeting had been postponed and why it was not possible to produce a SAR paper for this meeting. Members were given assurance that there would be minimal impact resulting from this delay. The Principal confirmed that the emerging grade profile for 2013/14 is similar to 2012/13 with no areas in decline.

6.8. AoC Executive Search

6.8.1. The Principal provided Members with an update on the Director of Curriculum and Quality recruitment situation. The AoC Executive Search had not produced satisfactory results. Recruitment adverts are to start tomorrow in regional newspapers and the title of the post is to be changed to include Vice Principal. The Principal explained the current management team structure and where this post would sit. The closing date for applications is to be the 5th January 2015.

6.9. Sub-contractor update – Confidential Item

6.10. Langley Park update

6.10.1. The Principal confirmed that the sale of this property had finally been concluded.

Agreed:

6.11. THAT the Board note the contents of the Principals report.

7. Finance and Resources Reports

7.1. Finance Report up to the end of period 3.

7.1.1. The Director of Finances and Resources presented the report and provided Members with details of the management accounts for the period. Members were informed that the variance in the non- pay income was due to budget profiling issues. The Director of Finances and Resources then outlined the budget holders monitoring process and the forecasted underlying year end surplus.

7.1.2. Members were informed that the College's financial health was still rated as Good but due to potential future funding cuts we will need to strengthen our performance against the key SFA ratios.

7.1.3. The Director of Finances and Resources then outlined the internal audit plan and Members were informed that the first two audits had been completed and will be reported to the next Audit Committee meeting.

7.1.4. The Director of Finances and Resources then provided Members with an update on the implementation of the College's new financial accounting system. Members were informed that system testing and staff training will commence after the Christmas break and the system will now go live in May 2015. Following a comment from a Member the Director of Finances and Resources informed Members that his team of staff were reluctant to handover work to temporary staff, while training took place and instead are prepared to work longer hours.

Agreed:

7.1.5. THAT the Board note the finance and management accounts for the third period.

7.2. Annual Report and Financial Statements 2013/14.

7.2.1. The Director of Finances and Resources informed Members that this report and the following three reports were all considered and approved by the Audit Committee at the meeting held on the 10th November 2014.

7.2.2. The Director of Finance and Resources highlighted several aspects of the report including the surplus and cash balances. Members were informed that financially it had been a very good year. The Chairman confirmed that in his opinion it was a very good report and the opening pages accurately identified what the College is all about.

7.2.3. The Director of Finance and Resources then presented a summary of the key points of the following reports:

- The Audit Findings Report. Members were informed that this was the first report by our new auditors, Pricewaterhouse Coopers LLP (PwC) and there were no significant issues to report.
- The Internal Audit Annual Report. The Director of Finances and Resources outlined the audits carried out and the outcomes and informed Members that this was a very clean and clear report. Members were also informed that as the quality of work undertaken by PwC is much higher than that of our previous auditor, it was likely that more issues will be identified next year. A Member of the Audit

Committee commented that the committee are looking to get better value from the audits in future.

- The Annual Report of the Audit Committee to the Board and Principal. Members were informed that this report had been drafted by the Clerk, on behalf of the Audit Committee and had been approved at the meeting of the committee held on the 10th November 2014

Agreed:

7.2.4. THAT the Board:

- 1. Approve the audited Financial Statements.**
- 2. Note the contents of the Audit Findings Report, Internal Audit Annual Report and the Annual Report of the Audit Committee to the Board and Principal**

8. Curriculum and Quality Reports

8.1. Equality and Diversity report (2013-14)

8.1.1. The Personnel Manager had been invited to present the report and explained the background to the report. Members were given details of the eight protected characteristics as defined by the Equality Act 2010 and the data collected relating to the Staff Profile (contained within appendix A of the report) was outlined.

8.1.2. The Personnel Manager then highlighted a number of sections of the report including the College's policies and procedures, training and the promotion of Equality and Diversity (E and D), governance and monitoring, Teaching Learning and Assessment (TLA) and continuous quality improvement.

8.1.3. Following questions the Personnel Manager confirmed that the Vice Chair represents the Board on the Equality and Diversity Committee, the E and D training package is currently on line but new ideas are being looked at, data in the report included our partner's learners but not their staff. The Chairman commented that as E and D is a Board responsibility all Members should participate in training and awareness development.

Agreed:

8.1.4. THAT the Board note the report.

8.2. Outcomes for Learners report (actual 2013-14)

8.2.1. The Principal presented the report and provided Members with the background to the report. Members were informed that because there had been a number of recent changes to the national approach for measuring success rates the report contained three types of analysis, Learner Responsive Provision (Old methodology), Classroom Learning Provision (New Methodology) and Employer Responsive Provision – Apprenticeships. Members were given full details of each of the categories.

8.2.2. Following questions the Principal confirmed that the higher provision figures in table three of the report only related to the College and not partners and the College did not have any problems with learners referred here by Job Centre Plus or learners with learning difficulties. Once they are at the College they become actively engaged, attend and want to achieve.

Agreed:

8.2.3. THAT the Board note the report.

9. Board Matters

9.1. Board Membership update

The Clerk informed Members of the following:

- Following a meeting of the Search Committee, the Committee would like to recommend the appointment of Amanda Form as a Governor. Members agreed the appointment.
- Stephanie Nicholson has been re-appointed as Support Staff Governor for a further term of office.
- Natalie Dixon will be standing down as Student Member as she will finish her course sooner than originally thought. The Board wished Natalie every success in her future work.

9.2. May Board meeting - date change

The Clerk informed Members that the Chairman had requested that the date of the May meeting is changed from the 19th to the 12th. Members agreed the date change.

9.3. Training and Effectiveness

9.3.1. The Clerk informed Members that he attended an AoC meeting on the 4 December 2014. The Clerk then briefly described the content of the meeting. Members were informed that copies of the presentation material and AoC Manifesto were available on request.

9.3.2. Members were advised that there had been a webinar tonight. It was entitled Governors use of data and the MIDES online benchmarking tool. The webinar will be available from the AoC archive. The next webinar entitled "Healthy Colleges and their impact - what Governors need to know" will be on the 14th January 2015.

9.3.3. The Clerk informed Members that the AoC Regional Committee needed Governor representatives. The Clerk will send out full details of the positions to all Members in the New Year.

9.3.4. The Chairman asked Members for their views on the title of "Governor" and if anyone had any other views about the title. Several titles were mentioned and after consideration it was agreed that the title should be "Board Member".

9.3.5. Finally the Chairman informed Members that the draft version of the Code of Governance is now available for consultation and asked any Member interested in joining a task group to look at the Code to contact the Clerk. The Chairman expressed a hope that the group could meet before the 16th January 2015.

10. *Next meeting Agenda*

10.1. Items for the next meeting include:

- Minutes of the previous meeting
- Chairs verbal report
- Principal's report
- Finance report and Management Accounts.
- Risk Register
- Destinations report
- Teaching, Learning and Assessment report (Autumn Term)
- Outcomes for Learners report (Autumn Term)
- Partnership report (Autumn Term)
- Governor attendance and Performance Indicators report
- Register of Interests

11. *Any other business*

11.1. A Member thanked the Principal and College staff for hosting a Russian visitor on her visit to the UK. The Chairman informed the Member that if the visitor has written a report about the visit the Board would be interested in seeing it.

11.2. The Chairman informed Members that he was aware of an AoC meeting in Darlington, in February. The subject of the meeting was Quality in FE. The Chairman suggested that the members of the Quality Task Group be given priority to attend. The Chairman will forward details of the event to the Clerk.

12. *Date of next meeting*

12.1. The date of the next meeting is Tuesday 27th January 2015 at 5.30pm.

The meeting closed at 7.55pm.

The Chair wished everyone present a healthy Christmas and a very happy New Year.