

NON-CONFIDENTIAL MINUTES OF THE CORPORATION MEETING HELD ON 5 JULY 2018

Present:	John Butler (Chair))
	Trish Kidd (<i>Vice-Chair</i>))
	John Sidney)
	Don Logan) External Governor
	Jonathan Lake)
	Caroline Vernon)
	Roz Stewart	Support Staff Governor
	Jim Rawnsley	Teaching Staff Governor
	Liz Kershaw	Staff Governor – Rating Lane
	Andrew Wren	Principal
In attendance:	Mark Nicholson	Deputy Principal Curriculum and Quality
	John Smith	Deputy Principal Finance and Resources
	Callum Slater	Student Liaison Officer
	Karen Johnson	Acting Clerk to the Corporation

APOLOGIES FOR ABSENCE

C/18/53 Apologies for absence were received from Mark Crowther, Jan Fielding, Julie Barton and Chris Dodwell (external governors) and Lorraine Falle (HE student governor). Governors were advised that Robin Casson, who joined the Board in March, had tendered his resignation from the Board due to work commitments.

DECLARATIONS OF INTEREST/EQUALITY/DIVERSITY & HEALTH & SAFETY

C/18/54 The Chair drew Governors’ attention to the two paragraphs at the top of the agenda, formerly agenda items reminding Governors of their responsibilities and to declare any interests relevant to agenda items, as that this also included responsibilities around Equality, Diversity and Inclusion

DRAFT MINUTES OF THE CORPORATION MEETING HELD ON 26.4.18

C/18/55 The minutes of the Board meeting were approved as an accurate record of the meeting.

C/18/56 Resolved: the minutes were approved and signed by the Chair

MATTERS ARISING

Actions from the previous meeting:

Principal’s Report to include an update on Gender Pay (with latest data) at July Board – if the data is available at that point in time – This will be included as soon as this data is available & finalised
The DP F&R to produce a Bribery & Fraud Policy to strengthen assurances around this within the College and support existing policies which are in place – COMPLETE
Letter of thanks for services to the Board to be sent to David Schofield who has resigned from the Board – COMPLETE

APPOINTMENT OF SENIOR POSTHOLDER

C/18/57 The Chair advised that following a rigorous selection process, the delegated sub-committee, as approved by Board previously, had agreed to appoint Nicola Cove to the position of Deputy Principal Finance & Resources, following the retirement of the current postholder.

This had been further ratified by the Governance & Search Committee held on 14th June 2018.

The Board agreed with the findings of the sub-committee and agreed to appoint Nicola Cove to the post of Deputy Principal Finance & Resources.

The Board added that they were pleased to note the skills and experience of the new postholder and were confident that this would lead to a smooth transition following the retirement of the current postholder and

C/18/58 Resolved: the Board agreed to appoint Nicola Cove to the post of DP Finance & Resources

APPOINTMENT OF CLERK

(The Acting Clerk left the room)

C/18/59 The Chair advised that following a formal discussion by the Governance & Search Committee, the Committee had agreed to recommend to Board the appointment of Karen Johnson as Clerk to the Corporation. The Chair added that Karen had provided support to the Clerk to the Corporation for many years, had stepped in to the role on several occasions and the G&S Committee felt that Karen would provide stability to the role, mentoring was in place, with more formal training as appropriate.

C/18/60 Resolved: The Board agreed to appoint Karen Johnson to the post of Clerk to the Corporation

PRINCIPAL'S UPDATE

C/18/61 The Principal presented an update on recent activity which included:

- A reminder that, as previously advised the college's funding allocation for 2018/19 is £1.1m lower than this year due to lagged learner number funding. As a consequence a review of costings was necessary to ensure that the college remained financially stable, this had included a thorough curriculum planning process which had resulted in some restructuring, at the present time no compulsory redundancies are indicated. There are around £100k of savings remaining to be made and there is confidence that this can be achieved. The Principal outlined the key aspects of the restructuring.
- The Principal took the opportunity to formally thank John Smith, DP F&R for his expertise and skills over the years in ensuring that the college remained very strong financially in a challenging climate.
- Aspiring manager programme (succession planning and talent managements) has now completed with its first cohort, very successful programme with plans to run for next year with a new cohort.
- Applications – increase on last year, however, the true learner number figure will not be known until these convert to enrolments in September. Lots of “keep warm” activities are taking place in the interim.
- In year learner numbers – around 100 learners down on the allocation (16-18)
- Focus will be on increasing our market share for 2018/19, albeit that we do have a declining demographic of young people in the local area for the next few years, after which point it starts to increase. A summary of number of applications by area and progressing learners was appended to the report
- Apprenticeship numbers – numbers are down on target, however the funding associated with these learners has been met.
- HE learner numbers – down on target
- Roll on roll off programme – Step up Stand out – a new initiative which had proven to be a very positive programme which will continue to run for the foreseeable future, allows learners to start on programmes in year which has been very well received since this provides a programme not previously offered.
- BAE Systems – following a retendering exercise the College was successful in all areas
- CandoFM will transfer to complete independence on 1.9.18- the College has supported the new organisation in its move to independence
- Headline financial data – positive picture as we move towards the end of the year
- Corporate objectives – an overview of performance in all areas against target was appended to the report – the figures will be discussed under the performance monitoring and financial aspects reported to Board later in the meeting

C/18/62 Resolved: The Board noted the Principal's report and added that they were assured that the college is managing the financial situation given the current circumstances, in addition they were pleased to note that the college is offering a new programme which will not only bring learners in to the college in year but also assist with managing the financial situation even further

COLLEGE PUBLIC VALUE STATEMENT AND STRATEGY FOR 2018/19

C/18/63 Following the Governor Strategic Development Session in May, which reviewed the PVS and Strategy, the revisions suggested by the Board at this session had been incorporated into the updated version. This draft had then been shared with stakeholders for further input and comment. The final version was displayed for the Board, along with an overview of each area of change. Underneath each Strategic Objective were KPIs to assist the College in meeting its' objectives. The updated targets to assist the College in meeting its objectives (Corporate Objectives) would be brought to Board in October term for approval.

C/18/64 Resolved: The Board approved the PVS and Strategy for 2018-19

PERFORMANCE MONITORING REPORT

C/18/63 The Deputy Principal C&Q presented the performance monitoring report which provided an update on performance and in particular drew Governors' attention to key areas for improvement which had been identified, these were:

- Apprenticeship achievement will not improve as expected in 2018, this remains a focus to ensure that the outcomes are as high as possible. There is now a strengthened structure and process in place and we are confident that there will be improvement however we will not feel the impact of these until the next academic year. Members of the LE Committee had received a very in depth update from the Head of Business Development at their most recent meeting and were assured by the interventions which have been put in place to increase performance outcomes in the future.
- Adult achievement – significant improvement expected on previous year performance
- English & Maths – ongoing and continued improvement expected, strengthened management and new processes in place
- 6th form – summary of subject requiring improvement, with strategies in place for improvements
- Teaching Learning & Assessment – following revision of the observation process, which is now the same process across both sites, all staff have either received a formal observation or a learning walk observation. Target of good or better observations met.
- TEF for HE – the DP C&Q reminded the Board that we had previously been awarded silver rating, which stands for three years, however we retained our overall rating, with Engineering being awarded Gold

C/18/64 Resolved: the Board were reassured that these had previously been scrutinised by the Learner Experience Committee and the Board were confident that the College had effective improvement processes in place for the areas identified as underperforming

MANAGEMENT ACCOUNTS SUMMARY FOR THE PERIOD ENDED 31.5.18

C/18/65 The DP F&R referred to the management accounts for the period ending 31.5.18 and drew Governor attention to the following points:

Income:

- Apprenticeship funding – the claim submitted today provides assurance that we have met our targets
- Business with BAE Systems for this year has now been met and we are on target

Spend:

- Pay will be just under forecast
- Restructuring costs have now been included and accounted for
- Operating surplus of £1.26m which is above target
- Capital – project to rebuild welding facility has resulted in some increased costs due to additional works – however, overall whilst above budget for this project there is flexibility to cover this without risk

C/18/66 Resolved: The management accounts were noted.

BUDGET APPROVAL FOR 2018/19 AND THREE YEAR FINANCIAL PLAN

C/18/67 The DP F&R presented the Budget for 2018/19 and three year financial plan, this had previously been presented and discussed in detail at the Finance & Resources Committee, who had recommended for full Board approval.

The following key points were made:

- The budget is balanced and provides assurance that the College will remain as financially outstanding
- Pay costs – aligned to curriculum, is achievable and allows for a 1% pay award
- Non pay – savings have been made but those aspects of front line services which support students in some way have been protected
- Programme weighting – disadvantage funding for students – reduction which was anticipated and is as a result of the merger and how students on both campuses are funded
- Income for 2019-20 will be clearer after the November 2018 cut off point for the ILR return which will provide us with an indicator for lagged funding in 2019-20
- Capital planning - £400k – no major commitments planned at the present time
- Balance sheet drives the ratios which drive financial health – bank covenant ratios are all RAG rated as green
- The budget provides assurance that the College remains as financially outstanding
- The DP F&R advised that there is some capacity within the budget (£859,000)
- Teachers Pension contributions are expected to rise in April 2019, it is not known what this will be, capacity has been allowed for within the budget, but should this be more than expected there is flexibility within the surplus to mitigate this

C/18/68 The Board questioned if the budget included an allowance for inflation and the DP F&R confirmed that this is the case.

C/18/69 Resolved: The Board approved the budget for 2018/19 and associated three year financial plan

HEALTH & SAFETY POLICY APPROVAL AND ANNUAL H&S REPORT

C/18/70 The Head of FHSE presented the Health & Safety Policy for approval, and also the Annual Report on H&S activity. The following points were made;

- There are no planned legislative changes that the college is aware of
- Overview of key H&S related activities
- Complex revision to existing workshop to convert to welding facilities to ensure that we were compliant with H&S requirements
- Revision to the storage and usage of industrial gases
- Decrease in reported accidents over the year – however, there have been some modifications which primarily removed medical events – such as epileptic fits and other health conditions, this is in line with practice. Medical events are still reported but this is recorded separately to accidents
- Increase in near misses which provides some assurance that accidents are being reported accurately
- Two instances of accidents involving contractors – which were dealt with and resolved with the organisations involved
- Changes to personnel – across the spectrum of roles
- Two insurance claims relating to accidents have been dealt with this year – regarding falls on campus – these were covered by the College insurers
- Training for staff who have key H&S responsibilities
- Supporting students and staff with medical needs – there has been an increase of 47% over the academic year

C/18/71 The Health & Safety Policy was presented for approval. There are no major changes other than minor changes to staff roles and responsibilities.

C/18/72 Resolved: The Board approved the H&S policy

C/18/73 Resolved: The Board noted the Annual H&S report

LEARNER EXPERIENCE COMMITTEE UPDATE

C/18/74 Summary report of the key activity discussed and agreed at the Committee was presented, the key points included:

The Committee had received a presentation and very detailed update from the Head of Business Development relating to **apprenticeship provision** at the college, the challenges within this area, both nationally and also those

that the college is experiencing and how the College is dealing with these challenges. Following a rigorous discussion by the Committee they had been assured that the actions being taken to improve performance were appropriate to drive forwards improvements in this areas.

The Head of Quality had presented the **annual destination survey** analysis and provided a summary and overview of the destination data of 2016-2017 leavers. The key points were:

- The destinations of 72% of leavers have been captured to date
- 98.7% have a positive destination
- Slight increase in HE as a destination
- Breakdown of destination by level
- Analysis of destinations by each curriculum area – very positive picture across all areas
- Destinations by age, gender and learning difference: no disparity between positive destination by age, gender or by students with/without a learning difference
- Overall a very positive picture, the College is still continuing to collect destination data from leavers who have not yet responded to requests

Curriculum Planning - overview of the changes by course area with the changes being directly related to demand. The Committee had discussed the impact of not being able to offer specific courses due to no or very little demand, However, any provision not being offered due to demand the subject would remain in the prospectus for 2018/19 should demand increase in subsequent years

The Committee had approved the **Quality Strategy** and recommended for Board approval (on Board agenda)

Performance Monitoring - The DP C&Q had presented the report, which identifies the key areas for improvement identified in the SAR and QUIP and monitors improvement against these. This is also aligned to the corporate objectives. Key points of note were:

- Apprenticeship achievement will not improve fully until 2018/19 – increased scrutiny now takes place with a new dashboard reporting system in place to facilitate this. It is likely that apprenticeship achievement will be around 71% which is lower than target but with the new interventions put in place these are expected to have a significant impact in 2018/19. (The Committee had discussed the improvements under the update from the Head of BD earlier in the meeting)
- Retention on adult learner programmes – expect to close at around 93% against a target of 91%
- English & maths – early indications are that programmes will show an improvement once all results are known.
- A level subjects requiring improvement/6th Form update – an overview of subjects requiring improvement due to low value added and subject reviews take place in year with any under performing subjects
- The introduction of two year linear A levels combined with a four choice offer to students in 2016 has created a situation where A level retention is well below target because students have chosen to take three of their four choices into year 2 (thereby affecting retention). Final retention is likely to be around 81%. For future years this will not be the case due to the offer now being 3 x A level with Honours Students only taking an additional subject or programme of study. Retention overall at 6th Form is 95.6%
- Teaching, Learning & Assessment currently 86% good or better. In addition to observations 105 learning walks have also taken place, with exception of any members of staff on leave - all members of teaching and assessing staff have been observed
- Higher Education was awarded a Silver rating under the TEF, the new quality assurance process for HE
- An overview of current performance against each target within the corporate objectives

The Committee had questioned the percentage of study programmes carried out under Independent Learning which was higher than target and queried the nature of these sessions. The Head of Quality advised that sessions are tutor led, timetabled sessions with work being set for learners and are a part of study programmes. Attendance is monitored.

C/18/75 Resolved: The Board noted the LE Committee update

EQUALITY, DIVERSITY & INCLUSION POLICY

C/18/76 The policy had been amended slightly with only minor amendments required around job roles. It was noted that the Strategy section of the policy will need to be updated with the revised strategy as approved by Board this evening

C/18/77 Resolved: The Equality, Diversity and Inclusion Policy was approved.

EQUALITY OBJECTIVES FOR THE 2018/19 ACADEMIC YEAR

C/18/78 The Equality Objectives for the 2018/19 academic year had been revised, following a review of data analysis against protected characteristics. It had been agreed that there were five objectives which would assist the College in improving its performance in areas which have been

identified as requiring improvement. The objectives had been considered and approved by the EDI Committee and also the LE Committee who had approved these and recommended for formal Board approval.

C/18/79 Resolved: The Equality Objectives for 2018/19 were approved.

QUALITY STRATEGY

C/18/80 The DP F&R presented the Quality Strategy which had been revised to update minor structural and internal organisation responsibilities which had changed during the year, in addition there was also an update around the systems and processes which the College uses to monitor quality and to drive forward improvements. These had been implemented since the previous approval of the Quality Strategy. The Strategy had been approved by the LE Committee and recommended for Board approval.

C/18/81 Resolved: The Board approved the Quality Strategy

FINANCE & RESOURCES COMMITTEE SUMMARY

C/18/82 A summary report of the key activity discussed and agreed at the Committee was considered.

MANAGEMENT ACCOUNTS

Highlights and forecast outturn:

- Income to period 10 is £13.1m, forecast of shortfall of just under £300k at year end
- Adult achievement funding income and sub contracting income will contribute positively by year end to income
- Pay – expenditure is currently below budget and this figure will increase by year end, however this will be offset against redundancy payments which will need to be factored in at year end
- Non pay – savings will be made around sub-contracting income and assumes that the sub-contractor will deliver to plan. Commercial income lower than expected as a direct result of lower level of activity in catering, primarily due to lower than expected student numbers
- Utilities - breakdown of spend against budget by each area

The Committee had questioned if there was likely to be a financial impact relating to any potential water ban or restrictions which are likely due to the low rainfall over recent months. The DP F&R indicated that as the college was approaching the Summer period and term is now complete then any potential impact has been significantly reduced, for storage purposes the College has large water tanks in the roof space which should assist during any temporary restrictions

- Operating surplus of £1073k which is behind end of year budget assumptions, although better than at this point last year. Year end position is likely to be a “reportable surplus” of £32k which is lower than the original budget figure of £171k. However, operational surplus has increased to £1225k which means that the amount of cash surplus from normal operations should increase by £205k. This is offset in terms of the reportable surplus by depreciation and the anticipated increase in contributions to the LGPS pension scheme
- Overview of the summary of income and expenditure by each reporting line with overview of each income line, with points made regarding the additional adult income due to the engagement of a sub contractor to assist with bringing in additional income to help us to meet targets in this area
- Funding for apprentices is expected to at least reach target by year end with potential to exceed this figure
- FE learner loans remain below budget, and as previously reported this area is difficult to plan in advance of actual student enrolment
- Income from the local authority for students with special needs will exceed the budget by £18k
- Educational contract incomes assumes lower levels of receipts than planned
- Commercial income down on target – due primarily to the lower number of students than planned in college
- Key risk is around sub contractor not delivering on the planned level of income. The BEST team are continually monitoring and engaging with the sub contractor to track performance and thereby income which can be claimed
- Cash in hand at year end is £200,097
- Total reserves at year end (excluding pension) is forecast as £400,500
- Capital spend, which was increased in year (October Board meeting) to approve the expansion of our welding facilities, the cost of which had increased due to complications re ventilation of the new welding workshop. The final outturn on capital spend will be within budget.

BUDGET FOR 2018-2019 INCLUDING 3 YEAR FINANCIAL PLAN

- Funding income will reduce by around £1.1m due to the reduced funding from the EFSA
- The report follows the guidance of the Governor Checklist which forms part of the Financial Planning Handbook (at appendix 6)
- Financial health remains outstanding
- The plan is consistent with the College Finance Strategy which requires all funding and income assumptions to be prudent based on known funding allocations and or values suitably moderated from the curriculum plan

- An overview of the breakdown of each strand of funding and income, and each area of spend was presented by the DP F&R and discussed with the Committee, the following key points were made in relation to this

The Committee had questioned the predicted numbers of 16-18 learners and were advised that the demographics of the area inform the college that the number of young people joining the college in 18-19 will not increase, any increase in the number of 16-18 learners will be from the retaining and progressing of 16-18 years olds already at College as they finish one programme and move to the next level.

- Cash generation:
The revenue budget sets out to generate sufficient operating net cash to finance all of its non operational commitments, and if possible, an additional margin to grow cash balances to provide contingencies and cash for future capital projects
- Capital programmes and financing – overview of anticipated capital expenditure and advised that there are no major programmes planned for 2018-19 which could attract capital grants or borrowing approvals and therefore all capital expenditure will be financed from the College's reserves
- The bank covenants noted in the report are the new bank covenants with all criteria being RAG rated as green.
- Accounting ratios and financial health – financial health of the college is assessed annually by the EFSA by evaluation a range of ratios drawn from the College's income and expenditure budget and balance sheet. The ratios are also monitored in the monthly management accounts and all remain strong compared with ESFA sector benchmarks, the College policy is to maintain good or better financial health. An analysis of ratios was referred to within the report.

The Committee had questioned the accuracy of one of the ratios noted and it was agreed that this should be amended in the final report to provide clarity.

- Based on this financial plan, College financial health will remain as "outstanding" for the three year period, as it has been in recent years, however, the 2019-20 position is indicative at this stage
- Risk management and contingencies: Links to the risk management plan and the associated risk within this relating to financial health and the management of finances, the DP F&R advised that the risk management register for the college identifies and grades the effectiveness of controls to monitor an address situations that could result in the materialisation of any risks to financial health.

The Committee had approved the budget and three year financial plan and recommended for full board approval (subject to some minor date errors within the report and the revision of the ratio as outlined under FR/18/50)

TERMLY HR REPORT

The Head of HR had presented a report which provided a summary of HR activity for the Spring Term.

Key points were:

- 11 leavers, 13 new starts, 19 contractual changes – minimum changes and lowest since point of merger. This will increase next report due to the current staffing changes
- Number of support staff compared to teaching staff – work has taken place with area managers to refine categories within staff grouped under "support staff" and for the future these will be broken down to sub categories since at the present time curriculum related support staff such as learning mentors are included within this category which as a consequence makes the number of "support" staff appear to be excessive
- Curriculum planning completed earlier this year, which allowed a staffing consultation to commence earlier as a result of the outcome of the process. The curriculum planning review has resulted in a reduction of 12 x FTE, all of which have been managed through voluntary redundancy or staff moving to other roles identified during the curriculum planning process. The Head of HR had provided positive examples of staff who will be undertaking these identified roles as an alternative to potential redundancy
- Absence – a "self service" module of the college's HR system is on track to be rolled out in readiness for the start of the next academic year, this will provide an overview for staff and managers at any point in time of absences, including identifying any trends, The system will allow for a better management of absence.
- Discipline and grievance – two instances over the period of the term with written warnings issued as a result of the investigation
- The Committee commented positively on the outcome of the consultation without the requirement for compulsory redundancies.

C/18/83 Resolved: The Board noted the summary report

AUDIT & RISK COMMITTEE SUMMARY

C/18/84 Summary report of the key activity discussed at the Audit & Risk Committee was considered. This included an update on the outcomes of the recent internal audits which had taken place, these were:

PAYROLL & FINANCIAL CONTROLS Substantial assurance overall..

GDPR READINESS Reasonable overall assurance.

APPRENTICESHIPS – POST LEVY Substantial assurance overall.

FOLLOW UP INTERNAL AUDIT The internal auditor presented the report of the follow up audit which had been undertaken to follow up on outstanding recommendations. 25 recommendations the previous year, 22 had been

completed, with the remained being in process. No issues were found and the opinion was substantial opinion. Three recommendations were carried forward – 2 x H&S and 1 x disaster recovery related to IT (around a strengthening of the encryption system)

INTERNAL AUDIT PLAN FOR 2018/19 AND UPDATED STRATEGY

Overview of the areas identified for internal audit during 2018/19, and the detailed analysis used to identify areas for the internal audit programme, plus opinion on what the IA believe to be the key risks and challenges which the College faces and a review of the College's risk management progress and the Annual Organisational Assessment of the College which provided an analysis of performance around financial management and performance, funding performance, quality of provision, external and compliance.

The areas and scope for internal audit were also provided within the report.

The Committee had questioned if the change in DP F&R was a risk in itself, the EA advised that the key risk to financial management is around management judgement and perhaps there would be some work which could be carried out in year as a checking exercise. The Committee suggested that a mid year analytical "desktop" review could be carried out which would provide some assurance in year. It was agreed that the Internal Auditors include this into the scope of the scheduled review around Key Financial Controls.

The Committee approved the Internal Audit Plan for 2018/19 subject to the agreed amendments

AUDIT RECOMMENDATIONS MONITORING REPORT

Tracks all the recommendations made via internal and external audits and the associated progress made against each of these recommendations. At the present time there are 45 recommendations within the report, of which 18 are current/ongoing, with the College working towards closing these recommendations.

FINANCIAL STATEMENTS AUDIT & REGULATORY REVIEW PLAN External Auditor, KPMG, presented the Financial Statements Audit and Regulatory Review plan and made the following points:

External Audit Plan and Strategy for the financial year 2017/18. The level of risk associated with the College is medium risk – this is as expected in the current climate, with no colleges at the present time being assessed as Low Risk. The areas of significant risk and other areas of audit focus were outlined and the external auditor advised that this is due their size, complexity, subject to external scrutiny, susceptibility to fraud and error.

These are: Pensions – which is the key risk area for organisations, this is not around the pension scheme but around pension actuaries. Revenue recognition – the external auditor advised that there is some assurance around this due to the scrutiny within this area from external funding bodies which is also carried out. Tuition fees and educational contracts. Management Override of Controls – the key focus of this is testing of financial journals which varies year on year. Regularity – to form an audit opinion of regularity

The Committee had approved the Financial Statements Audit Plan and Strategy for the year ended 31 July 2018

RISK MANAGEMENT REPORTS

The Committee had also received a number of reports relating to Risk Management:

These reports were: Risk Register, Risk Register Commentary, Risk Management Action Plan, 10 key risks, with sub risks sitting underneath each risk and the associated controls

Key points were:

Following a recent review, there have been no risks which have changed ratings, some amendment to the wording and date of risks to take account of comments from the recent Governance Strategic Session.

The External Auditor had commented on the format of the risk register and that the number of risks was manageable in comparison to some organisations.

The DP F&R added that the key risk for the College is around Solvency, however, because of good financial management in the current funding climate the college is reporting a positive financial position.

FRAUD & BRIBERY POLICY. GIFTS & HOSPITALITY POLICY

The Policies were presented for approval, The Committee approved the Fraud & Bribery Policy and the Gifts & Hospitality Policy, and recommended these for Board approval

C/18/85 Resolved: The Board noted the Audit & Risk Committee update

BRIBERY & FRAUD POLICY. GIFTS & HOSPITALITY POLICY

C/18/86 Following a Board request, the Bribery & Fraud Policy had been formally discussed and approved by the Audit & Risk Committee (subject to any final amendments submitted) and at the same time the Committee had also approved the Gifts & Hospitality policy for the College. Both policies were approved and recommended for Board approval.

Governors questioned how staff will be made aware of these policies and were advised that staff will be informed of the policies, the requirements and the location of these policies for future reference. The policies are centrally located in an electronic file which is accessible to all staff.

Governors suggested that it would be useful for staff with delegated budget responsibilities to undergo some formal training to ensure that they are aware of their responsibilities around this.

C/18/87 Resolved: The Board approved the Bribery & Fraud Policy

C/18/88 Resolved: The Board approved the Gifts & Hospitality Policy

Action: DP F&R to consider an appropriate method of ensuring that budget holders have clarity on their requirements around these Policies

GOVERNANCE & SEARCH COMMITTEE SUMMARY

C/18/89 Summary report of the key activity discussed at the Governance & Search Committee was considered. This included:

STANDING ORDERS – REVISION FOR THE 2018-2019 ACADEMIC YEAR

The Committee reviewed the revised standing orders, which had been updated to reflect Committee membership changes which had been agreed at the previous meeting of the Committee. In addition, there were some amendments required to ensure that the Standing Orders and Instruments & Articles were aligned.

The Committee agreed the revisions to the Standing Orders, and in addition suggested some additional revisions to be incorporated in to the final version prior to formal approval by Board.

CODE OF GOOD GOVERNANCE FOR ENGLISH COLLEGES'

The Committee had previously discussed the adoption of the Code for Good Governance of English Colleges' with the opinion that the adoption of the Code would provide the Board with assurance this it was meeting and exceeding regulatory and good practice requirements within the sector. This would also allow the Board to assess itself against the framework of the Code and therefore provide the opportunity to recognise its' strengths and also areas for development for the future.

The Code had been drafted by the AoC in consultation with a significant number of Colleges, the vast majority of Colleges' had adopted the code, however, in the past the Corporation had taken the decision not to adopt the code at that point in time. The Committee felt that given that this was now embedded within the sector it was relevant for the Corporation to now adopt the Code and recommended for approval by Board

C/18/90 Resolved: The Board noted the Governance & Search Committee update

CODE OF GOOD GOVERNANCE FOR ENGLISH COLLEGES'

C/18/91 As outlined within the Governance & Search Committee updated, the Committee had recommended that the Board adopt the Code of Good Governance for English Colleges', the code sets out a framework for good governance and has been adopted by the majority of Colleges' in England. This will provide the Board with additional measures to be assured that it is meeting and exceeding regulatory and good practice requirements in the sector and allow the Board to assess itself in meeting these.

C/18/92 Resolved: The Board agreed to adopt the AoC Code of Good Governance for English Colleges'

STANDING ORDERS OF THE CORPORATION

C/18/93 The Standing Orders of the Corporation are presented annually for the Board and set out how the Corporation seeks to operate for the upcoming year. The Standing Orders follow the requirements of the Instruments & Articles of the Corporation. The revisions had been discussed, approved and recommended for full Board approval by the Governance & Search Committee. A summary of the changes made was referred to. The Board considered these and approved the Standing Orders for the 2018-19 academic year/

C/18/94 Resolved: The Board approved the standing orders for the 2018/19 academic year.

APPOINTMENT OF VICE CHAIR

C/18/95 In accordance with the Standing Orders there is now provision for up to two Vice Chairs of the Governing Body, this was primarily to strengthen succession planning of the Board. Nominations were invited from members of the Board.

Jan Fielding, external governor, was nominated, seconded and approved as Vice Chair of the Board for a period of 12 months.

C/18/96 Resolved: The Board approved the appointment of Jan Fielding as Vice Chair for a period of 12 months

TIMETABLE OF BUSINESS AND CALENDAR OF MEETINGS FOR 2018/19

C/18/97 The Timetable of Business and Calendar of meetings were presented for approval. Some members of the Board raised that due to business commitments Thursday meetings were proving difficult to attend on occasion and, following discussion, it was agreed to hold future meetings on a Wednesday rather than a Thursday.

Action: Clerk to amend the Calendar of meetings and circulate dates to members of the Board

CONFIDENTIALITY

No items were noted as requiring to remain confidential.

ANY OTHER BUSINESS

C/18/98 Since this was John Smith, Deputy Principal F&R final Board meeting prior to retirement, the Chair formally thanked John for his commitment over the past 8 years and wished him well for the future.

DATE OF NEXT MEETING

It was agreed that the next Board meeting should be **Wednesday 10th October 2018**

The Corporation agrees that these minutes are an accurate record of the meeting.

SIGNED:

NAME: (Chair)

DATE: