



# BOARD OF GOVERNORS

## 23 May 2013

### MINUTES

**Present:** Mr Neil Arlett, Miss Katie Baker, Ms Michelle Balcombe, Mr Martin Churchward, Mr Charles Davies, Mr Rob Doran, Dr Jonathan Godfrey, Mr Chris Hodson, Dr Ken Hopkins (Chair), Ms Blair Priday, Dr. Amber Tahir (new Parent Governor), Mr Phil Tranter, Mr Fraser Williams, (13)

**In attendance:** Mr Peter Cooper (Deputy Principal), Ms Claire Hodson (Clerk)  
Mrs Ruth Jones, Mr Robin Warren (for Item 7 Student Representative Council Report)

#### **GOVERNORS' TRAINING EVENT**

*Immediately prior to this meeting Ms Stephanie Mason of Baker Tilly, the College Auditors, had given a presentation on Legal and Financial. Governors' reported they found the subject matter and the style of presentation very interesting and requested that Stephanie be asked to present on another of her specialist subjects at a later date.*

#### **1. INTRODUCTION**

The Chairman explained that, in parallel to the above training event, an appeal hearing had taken place in the Principal's office. It had been convened to hear the first appeal against dismissal at the College in 16 years. The Appeal Committee heard both the Employee's and the Employer's case and had decided there had indeed been a substantive dereliction of duty and the dismissal was upheld.

The Chairman then welcome Mrs Amber Tahir to her first meeting. Mrs Tahir and Mr Clive Hodgeman had been selected, out of a possible seven candidates, as new Parent Governors. All parents of current students had received notification of the vacancies and an election had been carried out via a postal ballot.

#### **2. APOLOGIES FOR ABSENCE**

Mrs Carol Clapham, Mrs Diane Evans, Mr James Miller, Mr Ravi Tandon, Miss Christine Wright and Mr Clive Hodgeman

#### **3. DECLARATIONS OF INTERESTS AND GIFTS**

The Principal declared that he had received a gift of a bottle of wine from a grateful and contented parent as a 'thank you'.

#### **4. MINUTES OF THE MEETING HELD ON 16 MARCH 2013**

The Minutes were approved as an accurate record and signed by the Chairman.

#### **5. MATTERS ARISING FROM THE MINUTES**

There were no matters arising. However, the Chairman took the opportunity to **congratulate** all concerned on the successful bid to the Education Funding Agency for £1.3m for the Business Block Extension project.

#### **6. NOTIFICATION OF THE ELECTION OF CHAIR AND VICE CHAIR OF GOVERNORS and CLERK'S REPORT**

The Clerk notified the Board that the election of the Chair and Vice Chair of Governors for 2013-14 will take place at the next Board meeting in July.

She then read aloud words of thanks and appreciation sent to Governors by former Deputy Principal, Dr Ruth Brinton following her retirement from College.

The Clerk also briefly reported that she had attended Sixth Form Colleges Forum Annual Conference in London and that she will be attending the upcoming workshop on Audit Requirements and Board Assurance led by RSM Tenon.

#### **7. STUDENT REPRESENTATIVE COUNCIL REPORT 2012/13**

The Chairman proposed a change of agenda order to allow students to present their Student Representative Council (SRC) report. This report would normally be heard by the Staff & Students Committee but due to confusion over dates the Principal had suggested the full Board of Governors be given a chance to hear the report.

September saw the delayed arrival of NUS cards, which caused some difficulties but otherwise things have worked out well, with a good mix of first and second year students becoming active members. Some thought has been given to reforming the way members are elected and this review of procedures will be completed next year.

The year included successful and well attended events in support of Comic Relief (£630 raised), Concern Universal and Children in Need (£836 raised), all of which made good use of the new sound system.

Shires Catering collaborated with the SRC in an electronic customer service questionnaire, the results of which will inform Shires' future decision making on recruitment, layout, decoration, food offering and provision for special dietary needs at the Bridge Café. Governors were keen to encourage the SRC to monitor developments and to provide an update in next year's report.

In addition, the year saw a farewell to Dr Ruth Brinton, who was presented with flowers as she retired from College. It also saw initial discussions the SRC's equivalent body at the College of Technology regarding jointly held events and other possible activities - to be pursued next year.

#### **8. PRINCIPAL'S REPORT**

The Principal welcomed Mrs Tahir and Mr Hodgeman as Parent Governors and commented that an unusually large number of people (eight) had shown interest in the roles. All eight been invited in to meet the Chairman, Principal and Clerk to discuss the role in more detail and seven parents went on to put their names forward and provide election statements.

It is a fact that Parent Governors are elected by parents, but it was underscored by Governors that once elected Parent Governors are not expected to represent parents' views.

The Principal reminded Governors that it was important to keep up-to-date with how Safeguarding requirements impact at the College. This involves all Governors (re)taking an annual online training and testing process. **ACTION:** Further guidance would follow by email.

Five students have gained places with the National Youth Theatre, making the College the NYT's biggest feeder school. This was noted as a significant achievement.

The outcome of the application to the Wolfson Foundation is as yet unknown but a recent visit by a retired head teacher on behalf of Wolfson went very well; a follow-up query, wishing to confirm the fact that the College is required to pay VAT, could be considered to be a good sign also.

The Principal reported that SFCA is lobbying the Government hard on funding. He also reported that he had communicated Governors' thoughts regarding this year's pay negotiations to the National Negotiation Committee (07/05/13 Staff & Students Committee Minute 8 refers).

Other matters of Quality Assurance, such as Retention, and Attendance rates, Student Perception of Course, Funding and Building Improvement Fund were on today's agenda as part of Committee reports.

#### **9. CALENDAR OF MEETINGS 2013/14**

The Principal presented the 2013/14 Calendar of Meetings and there followed a discussion. It became apparent that proposed changes to regular days of the week for certain meetings would cause difficulties for some. **ACTION:** It was concluded that issues would be best discussed and resolved 'off-line' amongst the parties concerned.

**10. 40<sup>th</sup> ANNIVERSARY CELEBRATIONS**

A series of possible events were discussed ranging from a Governors' Dinner for Geoff Barnes, ex-governors, local authority staff and council members, to an event for current and ex-students; the theme being 'a celebration of 40 years of excellence' and the objective the provision of useful public relations opportunities. **ACTION:** The Principal proposed a small working group to move the programme forward. It was agreed that the initial date of 15 November 2013 for the dinner event could be changed to 22 November 2013. Governors noted that being 40 years old meant the College must have been one of the very earliest pioneers in the sector.

**11. REVIEW OF GOVERNORS CONFERENCE**

It was noted that the vast majority of responses to the feedback questionnaire were under the heading 'very useful' and only one respondent said one item was 'of little use'. It was proposed that, after three years without an overnight stay, organisers should consider a residential event for 2013/14. Arrangements and proposed agenda for the Conference will be discussed by the Board in January 2014.

**12. REVIEW OF GOVERNANCE PROCEDURES**

Governance Procedures had been reviewed by the former Clerk, Philip Eyles and the new Clerk, Claire Hodson. There were however, still a number of items that required updating. **ACTION:** it was proposed that a completely revised version of Governance Procedures be presented to the July 2013 Audit Committee.

**13. COMMITTEE REPORTS**

i Audit Committee 23 April 2013

A very brief meeting with an unusually short agenda.

Minute 4 refers to Governors noting the two internal audit reports: 1. 2012/13 Framework for Compliance with Legal Requirements; Equality Act 2010 Report and 2. 2012/13 Risk Management: Student Experience Report, where auditor's assurances were given at the highest level.

Minute 5 has the Committee recommending the existing **Audit Committee Terms of Reference** (with one minor correction) to the Board for **APPROVAL**

ii Finance & Premises Committee 2 May 2013

In the absence of Heidi Macdougall, the Committee Chairperson, the Chairman of Governors reported back to the Board.

Minute 4 records the recommendation of the **Fees and Charges Policy**, with amendments to clarify those responsible for waiving or varying fees and charges – as may be necessary. It had since been agreed by the Chair of the Committee, in consultation with Committee members and the Director of Finance that the wording of the amendment under Fees should actually read: *'Tuition fees may be waived or varied at the discretion of the Principal and the Director of Finance'* and the wording under Lettings and other Charges should read: *'Lettings and other charges may waived or varied by the Principal and the Director of Finance and/or Estates Manager'*. Board **APPROVAL** was therefore sought for this wording.

Minute 5 notes the financial position is as one would expect at this time of year, with a buoyant cash position being maintained. The Committee recommended the **March Management Accounts** for Board **APPROVAL**

Minute 6 records the Committee's recommendation of a fully revised and updated **Financial Regulations** document for Board **APPROVAL**. The two areas of major revision were the Schedule of Financial Authorities – 1. Authorised Persons / Bank Mandates, where the words 'Deputy Principals' have been replaced with 'Deputy Principal' and another signatory has been added – Ms Jackie Jones, and 2. Spending Limits, where in order to keep pace with inflation a number of spending limits have been increased.

Minute 7 records the Committee's recommendation of a budget adjustment of £60,000 to the **Minor Works Budget for 2012/13** for Board **APPROVAL**. This is due to health & safety

concerns arising from an inspection of theatre lighting, which had been installed in 1995.

**ACTION:** The Board further suggested that the opportunity to update the technology involved, so that it becomes as energy efficient as possible, should be explored.

Minute 8 notes records the Committee noting the previously unforeseen £60,000 needed to further reduce the Business Block development's CO<sup>2</sup> emissions. This was as a result of regulations emerging relevant to the College's specification and not a fault of the contractor. Governors were keen to understand whether 'non-compliant specification' might be a risk that the College should plan to mitigate in future. For example, does Management's estimation of contingency requirement, as a percentage of project cost need to be increased? It was reported that this is the 6<sup>th</sup> capital scheme undertaken by the College and the first time that non-compliance at specification stage had been an issue and contingencies are normally more than enough to cover any unforeseen issues. Governors took comfort from this and agreed contingency elements need not be increased. **ACTION:** Governors did however go on to suggest exploring whether the Architect's Professional Indemnity insurance should be made to cover the cost of the 'oversight'. The Director of Finance was instructed to ask the Estates Manager to look into this possibility.

Minute 10 records the Committee's recommendation that the Board **APPROVE a budget of £20,000** to be spent on preliminary design and planning work in preparation for a possible revamp of the front of the College. It is thought extending the Reception area upwards to create a second floor, might allow for much needed student study and social space, whilst also offering the opportunity to improve the impression given by the Folly Lane frontage. It was confirmed that the number of car parking spaces would be maintained in this process.

Minute 11 recommends **APPROVAL** of the **transfer of monies to two NEW bank accounts** (some £2 million needs to be kept in investment accounts); one with the Nationwide Building Society and the other with Barclays Bank. It was reported that the Co-op Bank had been further downgraded since the Committee meeting; so much so the Director of Finance had been forced (by College Financial Regulations) to withdraw the vast majority of cash and deposit it temporarily with Lloyds Bank. The Board agreed that it was currently impossible to know with any certainty that any bank could actually offer what the College requires. However, Nationwide and Barclays have maintained comparatively high capital ratios and any problems arising from the Nationwide's small, wholly owned Isle of Mann subsidiary would likely boil-down to an issue of reputation; meaning Nationwide would very probably 'pay-up', but it might take time.

iii Staff & Students Committee 7 May 2013

Minute 4 records the Committee's recommendation of the **Student Representative Council Constitution and Code of Practice** for **APPROVAL** - with one minor amendment.

Minute 6 records an update on the Tutorial and Reporting System given by Helen Moxley, Director of Studies. Student Governors confirmed the systems, particularly the Traffic Light System work very well, with students appreciating the chance to see how they are progressing against important criteria on a daily basis. **ACTION:** It was suggested that a further update on developments be presented next year at the annual residential conference.

Minute 7 recommends for **APPROVAL** the **Staff & Students Committee Terms of Reference** with one amendment:- there should be **six** rather than seven members of the committee.

Minute 8 records the Committee's view on **National Pay Negotiations**. The Board concurred with this view and expressed concern that the growing gap between the pay levels offered in mainstream schools vs. that in sixth form colleges could potentially damage the sector's ability to recruit good quality staff. The Board believes therefore that College staff should not suffer or be put at a disadvantage in the national pay negotiations process.

iv Curriculum Committee 7 May 2013

Minute 4 recommends the **APPROVAL** of the Curriculum Committee Terms of Reference with no changes.

Some discussion followed the Minute 5 record that AS/A2 Latin is now considered 'on probation' as student numbers are currently low. The Board agreed that by the end of next year this could change and it would be wrong to 'pull the plug' at this point.

Minute 6 records the Committee's recommendation for **APPROVAL** that Curriculum Policy and Procedures should not be changed at this time. The College should await further legislative changes, potentially impacting at points throughout 2013/14/15, before reviewing policy and procedures in this area.

Minute 7 recorded projected **student numbers** 'up' on this time last year. However, since then performance has fallen back such that numbers are slightly 'down' on this time last year (-41). This is as a result of falling rolls amongst local schools - our natural feeder institutions - and is to be expected therefore. However, the numbers still look comparatively healthy compared with demographic implications implying we are becoming increasingly more reliant on applications from outside the College's usual catchment area.

Governors encouraged Management to proceed at a pace with updating student IT facilities, following the results of the **Cross College and Course Questionnaire** and commended the SRC in its attempts to motivate the external catering provider.

It was noted that **attendance** and **retention** figures are presently at very high levels and Governors concluded that this was due, in part to the new student portal Traffic Light System, which Student Governors confirmed had provided that little extra motivation that made the difference. Improving attendance levels whilst also increasing retention numbers was considered to be a very significant achievement and staff were commended for their work in this area. Governors also noted the actions for Management recorded under the heading HE destination data and looked forward to hearing reports on the outcome.

With the exception of the Governance Procedures document, which is to be fully updated and reviewed by Audit Committee in July 2013, the various Committee Recommendations were considered in detail and **APPROVED** and the contents of the Committee Minutes **APPROVED** as a correct record.

**14. ANY OTHER BUSINESS**

None

**15. DATE OF NEXT MEETING (change)**

7.30pm on **Wednesday 10 July 2013**