



GOVERNORS' MEETING Minutes of the meeting on 2 July 2015

Present: Ms Michelle Balcombe, Mr Martin Churchward, Mrs Carol Clapham, Dr Jonathan Godfrey, Dr Marion Hawkins, Dr Ken Hopkins (Chair), Mr James Miller, Dr Amber Tahir, Mr Phil Tranter, Mrs Shirley Tully, Miss Christine Wright (11)

In attendance: Mr Peter Cooper (Deputy Principal), Mr Robert Gorman (Clerk), Ms Sally-Ann Griffiths (Finance Director)

The Chair, having consulted with the Clerk, indicated that the Search Committee report, item 10ii on the agenda, would be taken first.

10. COMMITTEE REPORTS

ii. Search Committee on 11 June

The Committee Chair reported that the Committee had met to consider:

- the re-appointment of two Governors
- maximum number of terms of office for Governors
- succession planning

Dr Ken Hopkins and Martin Churchward left the meeting at this point

The Committee had received an application from Martin Churchward to continue for a second term of office when his current term expires on 5 October 2015, and from Dr Ken Hopkins, supported by a brief statement, to continue for a third term of office when his current term expires on 3 October 2015. The Committee recommended that both Martin Churchward and Dr Ken Hopkins be re-appointed for a further term of office as Governor when their current terms expire. Both applications were discussed by the Board, and the Board, all being in favour of accepting the Committee's recommendation, **AGREED TO APPROVE** the re-appointments.

Dr Ken Hopkins and Martin Churchward rejoined the meeting at this point

The Committee had discussed re-appointment upon the expiry of a second period of office, and that re-appointment for further periods should be subject to more detailed scrutiny by the Search Committee. The Committee had also discussed the maximum number of terms a Governor should serve, and recommended that the Board upholds the view that a Governor would not normally serve for more than four consecutive terms of office. However, the Search Committee may give consideration to a further term of office where, exceptionally, the experience and expertise of the governor were deemed to be of essential value to the College. Following a brief discussion, the Board accepted the Committee's recommendation and **AGREED TO UPHOLD THE VIEW** that Governor would not normally serve for more than four consecutive terms of office.

The Committee had discussed succession planning and various appropriate ways of recruiting governors. The Committee felt that Board members should be reminded that their wider contacts may be a source of possible co-optees or possible full governors. The College website carries an invitation for interested persons to contact the Principal for an initial discussion. The Chair of Governors noted that the process followed in the last few years of co-opting non-governors to committees continued to work well. The Principal confirmed that any interested persons should be asked to contact the Principal or Chair of Governors, in the first instance. In any event, the names of possible governors have to be brought to the Search Committee.

The Committee had also agreed that, to facilitate planning, the Clerk should seek an indication from Governors of their likely decision 12 months before expiry of term of office.

The Committee's Minutes were also considered and **APPROVED AS A CORRECT RECORD**

Dr Ken Hopkins left the meeting at this point

1. ELECTION OF CHAIR AND VICE-CHAIR FOR ACADEMIC YEAR 2015-16

Dr Ken Hopkins was nominated and re-elected as Chair of Governors. No nominations were received for the position of Vice Chair of Governors, which was held over until the next meeting.

Dr Ken Hopkins returned to the meeting at this point

2. APOLOGIES FOR ABSENCE

Mr Charles Davies, Mrs Diane Evans, Mr Clive Hodgeman, Mr Chris Hodson, Mrs Heidi Macdougall, Mr Rob Newton (student governor) Mr Ravi Tandon

(7)

3. DECLARATIONS OF INTERESTS AND GIFTS

None

4. MINUTES OF THE MEETING HELD ON 21 MAY 2015

The Minutes were approved as an accurate record and signed. It was noted that the date of the previous meeting was 14 March and not 15 March as shown.

5. MATTERS ARISING FROM THE MINUTES

None

6. CLERK'S REPORT

The Clerk reported elections will need to be held in the Autumn Term to nominate one Student Governor (to replace Joe Hamblin who leaves the College this term). The Clerk confirmed that Governors, after several years of service on one committee, are encouraged to move to another in order to broaden their experience and contribution, and invited any Governors who wish to change their committee to let him know. The Clerk also indicated that in the next academic year, the majority of committee chairs have to change as existing chairs will have held the post for 3 years. Governors were reminded to contact the Clerk with any changes to their background, experience or job title details.

7. PRINCIPAL'S REPORT

The Principal presented his report including a full listing of new teaching staff and 'leavers' for 2015. The Principal, and Governors, wished to particularly thank long-serving members of staff leaving this year; Matt Walters, Head of Drama and Theatre Studies, and Colin Thompson, teacher of Drama and Theatre Studies, who is retiring. The College has gained a national reputation in Drama, with a record number of students coached for National Theatre auditions, and six students gaining places. A number of new appointments have been made including replacements for the Head of Drama and a teacher of Drama.

In response to a member's question about strength of field in appointments, generally, the Principal indicated that, often the field was not as large as he would have liked, but strong enough to make the process worthwhile, adding that in Maths and Physics the appointees were all extremely well qualified.

Applications received to 17 June at 1578 are 153 up compared with the same date last year. Governors expressed their thanks to Phil Tranter, Staff Governor, and Director of Studies responsible, for all his and his team's efforts.

The Front of College project is expected to be completed on time and within budget.

Regional Schools Commissioner, Pank Patel, had attended a meeting of Midland SFC Principals, and Rob Wye who supports Pank in the Regional Office had recently visited the College. Both had stressed they have no statutory role regarding SFCs, but it was made clear to them the impact some of their decisions could have on SFCs.

Locally, Richard Heatly, Principal of Hereford College of Arts is retiring. His successor, Abigail Appleton, is currently Creative Director of BBC Learning.

National issues highlighted included the SFCA National Conference, which had been attended by the Chair, Principal and deputy Principal. Key conclusions:

- all SFCs and GFECs will continue to face significant funding cuts. Closures and/or mergers for weaker colleges are inevitable
- most SFCs are implanting a change to a standard offer of 3 A Levels next year and seeking to make savings
- Ofsted will need to make changes to meet their funding reductions. The light touch for Outstanding colleges will continue
- SFCA will be adopting a strategy of positioning SFCs in the school rather than the FE sector.

8. CONFIRMATION OF CYCLE OF MEETINGS

A schedule of Governors meetings and calendar of business for 2015/16 was circulated, and **NOTED** by the Board.

9. REVIEW OF COMPLAINTS (2014/15) AND THE COLLEGE'S RESPONSES

The Chair has read and reviewed all 5 complaints against the College during the year, together with the four Principal's responses. One response had been from the Head of Art. All have been resolved without further complaint.

The Board discussed the complaints briefly, which it judged to have been handled promptly and fairly. There had been no complaints about the Board or its committees.

10. COMMITTEE REPORTS

i. Staff and Students Committee on 9 June

The Committee Chair reported that the Committee had received copies of a presentation on the *Reform of Professional Standards Payments (PSP) and the Introduction of Pay progression based on Appraisal outcomes* which had been given to HSFC staff. The Principal had outlined the proposals updating the framework for Pay and Performance management, indicating that there are two main changes:

- modified pay scale for teachers
- pay progression linked to 'acceptable' appraisal outcomes

The College will now be able to review its pay and performance procedures and bring them to Governors at a later date. The College's procedures already incorporate most of the framework, which becomes effective in 2016/17, and the College already collects performance data, and measures outcomes, using the measures of performance indicated. The Committee discussed the new framework and agreed with its adoption.

The only amendment to the Code of Conduct for Staff Policy and Procedures was to the College Polices section such that all employees must be aware of the College's Safeguarding Policies (including the Prevent Strategy).

The Committee had received an updated Recruitment and Selection of Staff Policy and Procedures which indicated two changes from the previous version concerning photographic proof of identity and additional DBS checks.

The Committee had reviewed the above policies and procedures and recommended them to the Board for approval. After a brief discussion the Board accepted the Committee's recommendations and **AGREED TO APPROVE:**

- Adoption of Appraisal and Pay Progression framework
- Staff Code of Conduct for 2015-16
- Recruitment and Selection of Staff Policy and Procedures 2015-16

The College's Safeguarding Policy and Procedures are being updated to take into account all the various recent statutory changes, and will be brought to the Committee in due course. HSFC Governors are expected to complete an online safeguarding training programme provided by Herefordshire Council. All new Governors should complete this training on joining the Board and all Governors should refresh their knowledge at least every three years.

The Committee had received a comprehensive Annual Report on safeguarding issues from the Director of Studies with Lead responsibility, and had **APPROVED** that report under its delegated powers. The Committee were satisfied that:

- The College thoroughly monitors students at risk
- College staff comply with the Safeguarding Policies and Procedures listed above, and wellbeing of students was being addressed.

The Principal informed the board of the tragic death of a student at the end of June. Governors extended their sympathy to family and friends.

The Committee had also received copies of the Prevent Strategy. The Director of Studies, as the Single Point of Contact for Prevent, leads on the operational delivery of Prevent-related duty, and is working with local Police and other colleges in relation to the Strategy. All staff have undergone training, and Governors will also need training. The Committee had recommended that the Board of Governors should receive the training presentation at its September meeting. The Board discussed the Strategy and then **AGREED** to receive the **PREVENT TRAINING** presentation at the Board meeting on 15 October.

The Committee's Minutes were also considered and **APPROVED AS A CORRECT RECORD**

iii. Audit Committee on 16 June

In the absence of the Committee Chair, the Acting Chair presented the report, indicating that positive Internal Audit reports had been received in relation to Efficiency and Effectiveness of IT and Strategic Planning, with no recommendations, and College Learner Number Systems with three low level recommendations. The Finance Director outlined the reports and findings. In response to a member's question as to findings about bandwidth, the Finance Director confirmed that had not been within the scope of the IT audit.

The Value for Money Policy and Procedures had been reviewed by the Clerk, with only minor changes to definitions and agency names. The Committee had discussed the policy and procedures and recommended them to the Board. The Board accepted the Committee's recommendation and **AGREED TO APPROVE** the Value for Money Policy and Procedures.

The Committee had then considered all aspects of Risk Management (RM) and made recommendations to the Board. The Principal confirmed that one new risk had been added to the RM Action Plan in relation to the College's MIS system and compatibility with new external examination board systems. After a discussion, particularly in relation to the RM Action Plan, the Board accepted the Committee's recommendations and **AGREED TO APPROVE** the

- Risk Analysis and Register, June 2015
- Risk Management Report 2014/15
- Risk Management Action Plan, 2015/16

The Committee had also reviewed the College's Governance Procedures, comparing the contents of the Procedures with the Governor Handbook. The Committee discussed possible areas of duplication, and agreed that a degree of cross-referencing in both documents would be useful. The Committee had agreed to recommend the Governance Procedures to the Board, subject to the changes agreed. The Clerk confirmed that the work to effect the changes had been done.

The Board discussed the Procedures, accepted the Committee's recommendations and **AGREED TO APPROVE** the Governance Procedures.

The Finance Director confirmed that 11 proposals were received altogether for the College's audit services, and presentations from the 4 shortlisted firms were given on 10 June. The interview panel had included three Committee members, and after considerable questioning, the panel decided unanimously to recommend:

- external audit – Thorne Widgey, a Hereford-based firm of Chartered Accountants
- internal audit – TIAA Ltd, a national employee-led company, offices in Cardiff, specializing in internal audit with wide-ranging sector expertise

The Finance Director felt that both appointments would deliver cost savings and benefits to the College. Following discussion, the Board of Governors **AGREED TO APPROVE THE APPOINTMENT OF**

- TIAA Ltd, to provide the College's Internal Audit Service for the period 2015-16, subject to annual review and confirmation
- Thorne Widgey, to be the College's Financial Statements Auditors for the period 2015-16, subject to annual review and confirmation

The Committee's Minutes were then considered and **APPROVED AS A CORRECT RECORD.**

iv. Finance & Premises Committee on 18 June

The Committee had reviewed the May Management Accounts. The Balance Sheet remained strong and Financial Health, Good. The Committee had recommended the accounts for approval.

The Committee had considered the Draft Budget for 2015/16 and the Financial Forecast for the 2016/17 in considerable detail. A deficit of £93k is forecast on Income and Expenditure Account for 2015/16, with a £16k surplus forecast for 2016/17, giving Adjusted results of £36k deficit, and £73k surplus, respectively. The improvement from last year's forecast is mainly due to improved student intake and staff restructuring. The Committee recommended the Budget for 2015/16 and Forecast for 2016/17 to the Board.

The May management accounts, draft budget and financial forecast and were all discussed by the Board, and then the Board **AGREED TO APPROVE** the

- Monthly Management Accounts for May 2015
- First Draft Budget 2015/16, and forecast 2016/17

The Committee had also received and reviewed the Health & Safety Annual Report, which included a breakdown of accidents and schedule of accident trends over the last five years, showing fewer incidents over the last two years.

Governors were impressed by the report and wished their comments to be passed on to the Estates Manager and his team.

The Committee had also received an update on the Extension to Front of College capital project. The project was still on track for completion by 31 August.

The Committee's Minutes were then considered and **APPROVED AS A CORRECT RECORD**

11. ANY OTHER BUSINESS

A member, acknowledging that the College had continued to achieve much in a difficult year, wished the Board to express its thanks to all staff. The Principal agreed to pass on the Board's comments.

12. DATE OF NEXT MEETING

Thursday 15 October 2015, at 6.00pm