

## Newbury College Corporation

### Minutes of a meeting held on Monday 16<sup>th</sup> December 2019

Present	Name	Present	Role
1.	Geoff Knappett (GK) - Chair	*	External Member
2.	Jonathan Hopson (JH) - Vice Chair	*	External Member
3.	Simon Thompson (ST)	*	External Member
4.	Glyn Howells (GH)	*	External Member
5.	Iain Wolloff (IW)	*	Principal
6.	Mike Farwell (MF)	*	External Member
7.	Sally Osmond (SO)	*	External Member
8.	Sue Wood (SW)	*	External Member
9.	Tom Rossiter (TR)	*	External Member
10.	Matt Grimston (MG)	*	Student Governor (19+)
11.	Sandy Fernandez (SF)	*	Student Governor (14-19)
<b>Apologies</b>	Jane West (JW)		Staff Member
	John Knight (JK)		External Member
	Gill Parkinson (GP)		Clerk to the Corporation
	Chris Boulton		External Member
	Cathy Wright (CW)		Director of HR
<b>In Attendance</b>	Jackie Heggs (JHe)	*	Teaching & Quality Manager
	Jo Houghton (JoH)	*	Director of Business & Partnerships
	Jayne Steele (JS)	*	Director of Finance & Resources
	Lee Hunt (LH)	*	Deputy Principal
<b>Quorum:</b>	6 required		9 present (at start), meeting quorate

#### PART 1

#### NON-CONFIDENTIAL MATTERS

4.00pm		ACTION
1.	<b>Apologies for absence</b> GP, JK, JW and CW sent apologies for absence.	
2.	<b>Declaration of interests</b> There were no declarations of interest made.	

#### 3. GOVERNANCE

3.1	<b>Minutes of the previous meeting</b> The minutes of the meeting held on 1st July 2019 and on 26 <sup>th</sup> July 2019 were approved and signed by the Chair.	
3.2	<b>Matters arising from the minutes</b> Due to issues of commercial confidentiality, it was requested by GH that item 3 in the Part 1 minutes be included in the Part 2 minutes.	<b>GP</b>

<p><b>3.3</b></p>	<p><b>Reappointment of Governors</b>  A proposal to re-appoint ST and SW was discussed and the reappointment of both members was <b>approved</b>.</p> <p>GK highlighted that there was one currently Board vacancy and a proposal to further increase the Board membership by one additional member. The Board discussed the particular skills which were needed to enhance the expertise of the governors. GH requested that a 'matrix of the skills needed' be produced for governors to consider and GK undertook to discuss this at his forthcoming individual meetings with governors.</p> <p>The Board <b>approved the recruitment of one additional member</b>.</p>	<p><b>GK</b></p>
<p><b>3.4</b></p>	<p><b>Principals Report</b>  IW provided an overview of his report and outlined the following areas:</p> <ul style="list-style-type: none"> <li>• Party manifesto commitments for FE colleges</li> <li>• The new requirements of the Integrated College Financial Model - JS outlined how the model worked and MF suggested that the model could be considered by the Finance and Resource Committee. <b>It was agreed that an Extraordinary Board Meeting would be required in February to consider the ICFM and approve it for submission to the ESFA.</b></li> <li>• The work of the Independent Commission on the College of the Future</li> <li>• The experience of the new Ofsted framework - GF highlighted the expectations around subcontracting and that it was clear that this should not be a way of increasing numbers but must be meaningful and help learners develop. JoH confirmed to the Board that the subcontracting process was robust, and that the College's small subcontracting provision was consistently rated in audit as outstanding and fit for purpose.</li> <li>• Changes to funding for 16-18s  IW confirmed that the Government had confirmed some increases to the funding of 16-19s from September 2020.</li> <li>• Student enrolments</li> <li>• College events and activities</li> </ul>	<p><b>GP</b></p>
<p><b>3.5</b></p>	<p><b>Student Governor Report</b>  SF and MG gave an overview of the points raised within the report.</p> <p>GK asked MG if the impact of the extended HE course would have a detrimental affect on the students future learning. MG explained that it could do, although the college had made significant improvements to the delivery and if the learners wanted to undertake further HE study they would look at commencing the next level in Sep 2020.</p> <p>Based on the issue around student behaviour that was raised by SF, GK asked if there was a safeguarding concern. LH explained that the students concerned were known to the college who were working with YOT/LA in trying to help the students at risk. SO asked if the procedures and policies allowed for timely and effective actions to be taken when dealing with student conduct. LH confirmed that the procedures and policies were fit for purpose and were being used to support the learners.</p>	

3.6	<p><b>Terms of reference</b></p> <p>The following terms of reference were presented to the board for approval:</p> <ul style="list-style-type: none"> <li>• Finance and Resources Committee – <b>some changes required, referred for next Corporation meeting.</b></li> <li>• Curriculum and Quality Committee – <b>approved subject to the word ‘normally’ being inserted into the paragraph for appointment duration</b></li> <li>• Search and Governance Committee – <b>approved.</b></li> <li>• Remuneration Committee – <b>approved.</b></li> </ul>	MF/JS
3.7	<p><b>Change to Instrument and Articles</b></p> <p>GK outlined that, following the reduction in Corporation meetings due to the change from the Carver model to the full Committee model, the Corporation may, on rare occasions need to make decisions electronically. A proposed change to the Instruments &amp; Articles will allow this.</p> <p>GH raised his concern over the sensitivity of the information being discussed and how it could be protected. GK highlighted that the way forward was for the topic heading to be sent out in the first instance and if any member did not feel comfortable to vote for the theme to be debated/voted on electronically it could be vetoed.</p> <p><b>The Board approved the change to the Instrument &amp; Articles</b></p>	GP

#### 4. Curriculum & Quality

4.1	<p><b>Report from the Curriculum and Quality Committee</b></p> <p>SW gave an overview of the recent Curriculum and Quality Committee (C&amp;QC) meeting. The majority of the meeting was focussed on the evaluation of the College Self Assessment Report. SW confirmed that that the judgements were supported by key data within the appendixes and the overall grade for the College was agreed as 2 (good).</p> <p>SW provided an overview of the safeguarding report, discussed at the C&amp;QC meeting. The key area linked to the PREVENT Strategy was discussed. LH outlined the introduction of the Safeguarding Quality Improvement Plan and the action taken by the Safeguarding Panel. ST confirmed that he was part of the panel and the work within the QIP had been discussed by this panel.</p>	
4.2	<p><b>Self-Assessment Report</b></p> <p>IW outlined the importance of the SAR and highlighted the key messages are:</p> <ul style="list-style-type: none"> <li>• Study Programme graded as ‘Requires Improvement’ in 2019/20</li> <li>• Adult Learning was graded as Outstanding</li> <li>• Apprenticeships was graded as Good, which was an improvement of the previous grade of Requires Improvement</li> <li>• High Needs was graded as Good, reduced from Outstanding in 17/18</li> <li>• 14-16 – remained at Requires Improvement</li> </ul> <p>IW highlighted the areas that needed to improve, and the actions being taken to complete this work.</p> <p><b>The Board approved the Self Assessment Report and Quality Improvement Plan</b></p>	

<p><b>4.3</b></p>	<p><b>Equality and Diversity Annual Report</b>  IW summarised the key messages from the Equality &amp; Diversity Annual Report, including:</p> <ul style="list-style-type: none"> <li>• Leaders and managers use very good strategies to promote equality and diversity, tackle bullying and discrimination, and narrow the achievement gaps between different groups</li> <li>• Achievement of students across the College is good.</li> <li>• The College has a high percentage of female students, whilst the profile of other protected characteristics is similar to the local area.</li> <li>• Action has been taken against all Equality &amp; Diversity Impact Measures (EDIMs) during the year, positive progress has been made against all 2018/19 priorities.</li> <li>• Student feedback in respect of the individual at the College is positive and has improved year on year.</li> </ul> <p>GH highlighted the advantages of increasing the diversity of Board members and ensuring that all sections of the local community are represented. The Board agreed that enhancing diversity should be an important factor in seeking new Board members.</p> <p><b>The Board approved the Equality &amp; Diversity Annual Report</b></p>	
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**5. Audit**

<p><b>5.1</b></p>	<p><b>Report from the Audit Committee</b>  SO gave an overview of the Audit Committee report. Key are for further worked identified by the Committee include:</p> <ul style="list-style-type: none"> <li>• Fire evacuation</li> <li>• Health and Safety arrangements</li> </ul> <p>GK asked for confirmation of the H&amp;S structure. IW confirmed that CW is the SMT lead for H&amp;S and she is the line manager for the H&amp;S Manager who works closely with all stakeholders. SO confirmed that there was a great deal of positive work going on and staff should not lose sight of this.</p>	
	<p><b>Audit and Financial Statements and regularity audit</b>  JS updated the board on the Financial statements for year end and gave an update on the Financial and Management accounts - <b>approved</b>. A representative from the Auditors gave an overview of the benchmarking position of the college and confirmed:</p> <ul style="list-style-type: none"> <li>• Positive Financial Improvements had been made</li> <li>• Balance sheet is good</li> <li>• Overall this is a very difficult period for FE as a sector</li> <li>• The College deficit is below the sector average</li> <li>• Pay expenditure – the business is doing well in this area</li> <li>• Capital expenditure is appropriate – 5% in comparison to sector average of 12% (biggest impact were the professional fees for the UCN)</li> </ul> <p>An area to consider is the reliance on ESFA funding. JH asked if the board should be concerned about this. LH outlined that this was being addressed through</p>	

	<p>the implementation of the plans for the UCN, increasing income from the apprenticeship levy and from HE loans.</p> <p>Letter of representation – JS outlined this in detail and <b>the Board approved the Letter of Representation</b></p>	
5.3	<p><b>Audit Committee Annual Report</b></p> <p>The Board received the Annual Report of the Audit Committee and recorded their thanks for the work of the Committee</p>	
5.4	<p><b>Regularity Self Assessment Questionnaire</b></p> <p>JS/IW updated the board on the requirements of the Questionnaire and highlighted that the financial health rating for 2019/20 is good.</p> <p><b>The Board approved the RSAQ for submission to the ESFA</b></p>	

## 6. FINANCE & RESOURCES

6.1	<p><b>Report from the Finance and Resources Committee</b></p> <p>MF gave an update on the recent meeting of the Finance &amp; Resources Committee (F&amp;RC) and referred Board members to the key agenda items brought forward by the Committee.</p>	
6.2	<p><b>Financial Statements for year ended 31<sup>st</sup> July 2019</b></p> <p>JS updated the board on the Financial statements for year end and gave an update on the Financial and Management accounts</p> <p><b>The Board approved the statutory accounts.</b></p>	
6.3	<p><b>Monthly Management Accounts</b></p> <p>JS gave an update on the monthly figures for October 2019 and outlined the reduction in funding for High Needs provision in the current year. The local authorities were seeking to reduce their spend on SEN, which had had an impact on this funding stream. JS highlighted the work that had already been done in reducing costs, such as the reorganisation of the Additional Learning Support team.</p> <p>GH raised a question regarding IFRS 16. This will be reviewed by JS.</p>	JS
6.4	<p><b>ESFA Finance Record</b></p> <p>JS gave an update on the process and outlined the detail of the ESFA Finance Record.</p> <p><b>The Board approved the ESFA Finance Record for 2019/20.</b></p>	
6.5	<p><b>ESFA financial health and dashboard</b></p> <p>JS gave an update on the financial health rating and dashboard, provided by the ESFA. The current financial health of the college is rated as Good.</p>	

## 7. POLICIES

7.1	<p><b>Whistleblowing policy</b></p> <p><b>The Whistleblowing Policy was considered and approved by the Board</b></p>	
7.2	<p><b>Grievance Procedure for SPHs</b></p> <p><b>The Procedure was considered and approved by the Board</b></p>	

## 8. AOB

<b>8.1</b>	<p><b>Princess Trust Contract</b></p> <p>JoH outlined the recommendation to approve the contract for the delivery of the Princess Trust courses with ADVIZA. As additional funding had been requested amounting to £211,820 for 52 learners board approval was needed.</p> <p>MF &amp; JS raised the issue of financial viability for ADVIZA. GK asked what the plan would be to deliver this provision if ADVIZA were unable to continue. JoH confirmed that the college would be able to step in.</p> <p><b>The contract was approved by the Board</b></p>	
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Confirmed as a correct record: .....

Date ..... Signature of Corporation Chair