

**GOVERNING BODY**
**Minutes of the meeting held at 2.00pm on 13 December 2013**

**Present:**

R Carter (Chairman)	R Millea (Vice Chairman)
M Symonds	A Maltpress
S Gerber	W Burrlock
J Bloomfield	K Golding
A Gordon-Stables	J Finn
D Wildridge	S Clarke
C Manning	C Styles
C Newton	N Savvas, Principal

**In attendance:**

- D J Howells (Deputy Principal)
- M Wagner (Vice Principal, Business and Community)
- L Johnson (Vice Principal, Curriculum and Quality)
- J Bridges (Clerk to the Corporation)

**Standing Declaration of Interests declared by members:**

R Millea is the Clerk to the Corporation at South Essex College. He is also a member of the UCS Audit Committee. There was one interest relevant to item 7.1 on the agenda declared by a member.

**Action**
**1 Apologies for absence**

There were no apologies for absence.

**2 Minutes of the meeting held on 18 October 2013**

Members designated part II of the minutes as confidential under paragraph 18(2) of the Instrument and Articles of Government. These will not be publicly available until such time as deemed no longer confidential. The minutes of the meeting (minute book pages F874-878) were confirmed as a correct record. **Proposed** by S Gerber and **seconded** by K Golding.

**3 Matters Arising**
**From the Corporation meeting held on 18 October 2013**

The matters arising from the meeting were summarised in the report (minute book page F879) and all actions reported had either been resolved or, where appropriate, an update had been provided on progress elsewhere on the agenda. The property strategy under item 8.4 of the minutes will be taken up at the Governors' Conference in January 2014.

**4 Appointment of Governors**

The report was received and **considered** by members (minute book pages F880-F881).

The nomination and election processes for the FE and HE Student Governor vacancies were completed in November. The Corporation **approved** the appointment of C Styles and C Newton whose terms of office will both expire on 31 July 2014. **Proposed** by R Millea and **seconded** by J Finn. C Styles will join the Curriculum and Quality Committee and C Newton will discuss Committee membership with the Clerk.

Members formally noted the resignation received from R Harvey. He has, regretfully, resigned due to work commitments. His departure has created vacancies on the Curriculum and Quality and HR Committees. The Audit and Risk Management Committee is also carrying a vacancy. Members were asked to contact the Clerk if they are interested in joining these Committees.

**5** First 100 Days

The Principal delivered a presentation on his first 100 days in post. This highlighted the strengths, weaknesses, opportunities and threats that have/are emerging. He has found a College that is ready to embrace change. The staff survey undertaken in September has emphasised what and where the issues are for staff and the Senior Management Team is working on how best to respond to them.

The Principal's first term in office has delivered a complete rewrite of the College's self-assessment report, undertaken by the new Vice Principal – Quality and Curriculum. There are areas of significant strengths and areas of significant weaknesses. The areas for improvement form part of the College's new Quality Improvement Plan with an emphasis placed on delivering and achieving high expectation and aspirations.

In his second term the Principal will continue to focus on where opportunities exist to increase student numbers, market share and/or diversify the curriculum in response to funding cuts in year and further announcements for cuts to 18 year old funding in 2014/15.

**5.1** Performance

**5.1.1** Draft College Self-Assessment Report 2012/13

The report was received and **considered** by members (minute book page F882). The Clerk will supply a hard copy of the College Self-Assessment Report to members.

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The detail of the report is still under the scrutiny of the Curriculum and Quality Committee and a subsequent meeting has been convened for 31 January 2014. All governors will be invited to attend.

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The draft self-assessment report has been subject to a desk-based external validation by an Ofsted HMI and detailed feedback has been received. The College has self-assessed at grade 2 (good) overall. Members debated the accuracy of the assessment grade and it was recognised that the College is currently between grade 3 and grade 2. The debate concluded that the College is prudent to aspire to achieve grade 2 assessment. An additional paragraph will be added to the report to recognise the agreement of the areas for improvement and of the further scrutiny undertaken and evidence gathered to validate the grade assessment. The draft report was **approved** to be uploaded to the Provider Gateway before the end of the month. **Proposed** by A Gordon-Stables, **seconded** by J Finn and **approved** by a show of hands. It was noted that the Vice Chairman did not support the proposal.

LJohnson

**5.1.2** College summary of observations of Teaching, Learning and Assessment 2012/13

The report was received and **considered** by the Corporation (minute book pages F883 to F887).

The College has revisited the observation process to provide a greater level of rigour. Associate HMIs have undertaken joint observations with the College observation team to objectively validate the grading. To date the profile of observations is 80.8% good or better and the College has determined a target of 85% for 2013/14. The College aspires to achieve a higher profile of grade 1 lesson observations; currently this stands at 16.7%.

Governors were assured of the robust process in place to improve and support the teaching staff with grade 3 or 4 observations and of the rigour placed upon performance managing those who fail to improve. Understanding the experience of the learner is paramount. Further initiatives to capture students' opinions and experiences have been introduced in the form of themed learning walks and student questionnaires about the teaching staff to produce a 360 degree perspective. Governors will be encouraged to take part in the learning walks.

### **5.1.3 Quality Improvement Plan – 'Journey to Outstanding'**

The plan was received and **considered** by the Corporation (minute book pages F888-F889).

The plan articulates the high level actions that need to be taken by the College in order to become 'outstanding'. The criteria from the Common Inspection Framework has been aligned to areas for improvement and progress against the plan will be reviewed and monitored on a monthly basis. Members asked that this be shared with the Corporation at each meeting and to also include milestones that are RAG (Red, Amber, Green) rated to easily identify those that are in danger of not being met. It was agreed that further scrutiny and monitoring of the plan will be carried out by the Curriculum and Quality Committee with the Senior Management Team held to account if the plan is under threat of not being achieved. It was recognised that this will take more than a year to achieve and changes will be made as the journey progresses. Members were interested to learn what an outstanding College looks like and were encouraged to study the Common Inspection Framework.

### **5.1.4 Key Performance Indicators**

The report was received and **considered** by the Corporation (minute book pages F890-F891).

The key performance indicators reported to Committees since the Corporation meeting held in October were presented in one report. Members questioned the yellow status marked against fee income for funded courses. The Deputy Principal confirmed that a red status had not been allocated to the performance indicator as the high variance was attributable to the phasing of income which is expected to fall back into line later in the year. The yellow flag had been put in place to alert members to the issue in recognition that the situation is being closely monitored.

The Committee Chairs and Vice Chairmen will meet with the senior management team on 13 January 2014 to discuss the future reporting and presentation of KPIs to the Corporation.

### **5.1.5 Operational Plan Update 2013/14**

The report was received and **considered** by the Corporation (minute book pages F892-F893).

Once a term the Corporation asks the senior management team to report on the progress made against the operational plan. The full plan is linked to the report. Targets for 2013/14 were determined in the previous academic year and there is an appetite now to review these to ensure that they remain relevant. As a consequence of the review and potential change in the strategic direction of the College operational targets may no longer be relevant or will change. Members were assured that while the College is between two approaches to operational

planning progress has been made against the current plan and where targets are not complete managers have been tasked to get these back on track where relevant.

#### **5.1.6 Staff Survey**

The report was received and **considered** by the Corporation (minute book pages F894-F896).

The Principal undertook a survey at the beginning of the autumn term to ascertain the opinions and feelings of staff. The results placed the College in the bottom quartile among Colleges that had undertaken the survey indicating that staff morale is low. The only positive conclusion from the survey is that staff feel confident about the future of the College.

The survey has produced over 130 pages of raw data that the senior management team is currently working through. Communication issues appear to be the most prominent concern with staff commenting that they do not feel they play a part in the decision-making being made or being offered the opportunity to have their say. They are left not understanding why or how decisions have been reached. The senior management team is responding to the survey and intends to use a variety of techniques to disseminate information to improve communication at all levels. J Bloomfield offered to share her experience of developing effective communication strategies across complex and large organisations.

### **5.2 Strategy**

The report was received and **considered** by the Corporation (minute book pages F897-F899).

#### **5.2.1 Ipswich City Deal**

The report updated the Corporation on the external initiatives that might inform the strategic direction of the College. The Ipswich City Deal is closely aligned with the New Anglia Local Enterprise Partnership priorities for reducing unemployment and meeting skills needs. It includes the Youth Guarantee project which will support young people back into training or work in the way that the College's Participation Unit currently operates. Tenders will be released in March 2014. The College has delivered the Youth Guarantee project in West Suffolk, sub-contracted from TCHC who currently deliver in Ipswich, and intends to bid for the contract.

#### **5.2.2 Local Enterprise Partnership and Skills Agenda**

The New Anglia Local Enterprise Partnership published a skills manifesto in November 2013. This sets out the perceived challenges, key actions and roles. A Skills Board has been established in order to progress the Skills Strategy and Plan. Membership includes the Principal. It was noted that from 2015 the New Anglia Local Enterprise Partnership will control a proportion of the FE Capital spend and responsibility for allocation taken from the Skills Funding Agency.

#### **5.2.3 Raising the Bar (Academies, Schools)**

A range of meetings have been held to explore possible collaborations and how the College can develop existing working relationships.

#### **5.2.4 Community Work**

The report was received and **considered** by the Corporation (minute book pages F900-F903).

Leisure learning will be a discrete offer promoted with no funding support. Predominantly evening classes, the provision includes subjects such as art, conversational languages and digital photography. This will take the provision out of the Skills Funding Agency and Ofsted inspection rules.

#### 5.2.5 UCS

The report was received and **considered** by the Corporation (minute book pages F904-F906).

UCS has recently announced a significant restructure. It is not anticipated that this will pose a risk to the provision or delivery to of courses at UCS BSE during this period of change. The Principal has been appointed to the UCS Board representing the Learning Network. It is important that UCS BSE is seen as a primary partner of UCS and that as an integral partner provision is maintained and grown. The report details the planned validations for 2014/15 and new proposals that have all been approved by the UCS Portfolio Development Group to move forward to the next stage which involves market research, costings and internal UCS competition discussions and the Universities of UEA and Essex.

### 6 Annual Report and Accounts

#### 6.1 Annual Report of the Audit and Risk Management Committee 2012/13

The report was received and **considered** by the Corporation (minute book pages F907-F916).

The report has been agreed by the two former Committee Chairmen, Steve Cook and Barry Smith. It was presented by K Golding. The report details the audit and risk management activities in the year. The control evaluation assessment of the Committee has determined that satisfactory assurance can be drawn that the financial management and control arrangements of the College are effective. In the opinion of the Committee, an effective framework has been in place for the year and the framework is based upon effective risk management. Members **approved** the annual report and for the Principal to sign the control evaluation assessment. **Proposed** by S Gerber and **seconded** by M Symonds.

#### 6.2 Annual Report of the Internal Auditors 2012/13

The report was received and **considered** by the Corporation (minute book pages F917-F925).

The internal auditors for the 2012/13 academic year reported that they are satisfied that sufficient internal work has been undertaken to allow a reasonable conclusion to be drawn on the adequacy and effectiveness of the College's arrangements. In their opinion the College has adequate and effective governance, risk management and control processes in place to manage the achievement of its objectives and provided an unqualified opinion.

Members noted that the College's external auditors, Baker Tilly, have since acquired the internal audit services of RSM Tenon and asked that the College obtain written confirmation from Baker Tilly that the internal audit report has been undertaken by RSM Tenon and no conflict of interest with Baker Tilly in their role as external auditors exists. Subject to this confirmation the Corporation **approved** the Annual Report of the Internal Auditors for submission to the Skills Funding Agency. **Proposed** by R Millea and **seconded** by S Gerber.

### 6.3 Financial Auditor's Findings Report for the year ending 31 July 2013

The report was received and **considered** by the Corporation (minute book pages F926-F953).

Baker Tilly, the College's external auditors have completed the audit for 2012/13 and their findings are confirmed in the report. This has been scrutinised and considered by the Audit and Risk Management Committee at the 28 November 2013 meeting, which confirmed an unqualified opinion. The Chairman of the Audit and Risk Management Committee recommended that the audit findings report be approved and that the letters of representation for the financial statements and regularity audits be signed. **Proposed** by C Manning and **seconded** by J Finn.

### 6.4 Annual Report and Financial Statements for the year ending 31 July 2013

The report was received and **considered** by the Corporation (minute book pages F954-G012).

The opinion of the external auditors is that the financial statements give a true and fair view of the state of the College's affairs as at 31 July 2013.

The Annual Report and Financial Statements for the year ending 31 July 2013 were **approved** by the Corporation. **Proposed** by R Millea and **seconded** by J Finn.

The Chairman of the Corporation proposed a vote of thanks to the Deputy Principal and the Finance Team for achieving a clean set of audit reports.

## 7 Information Sharing

### 7.1 Committee Reports

The summary reports were received and **considered** by the Corporation (minute book pages G013-G017).

The Curriculum and Quality Committee has observed and scrutinised the extensive and rigorous process followed to get the College self-assessment report aligned with the Common Inspection Framework.

It was noted that the fifth bulleted point of the Finance and Property summary report should read that the staffing cost ratio to income has increased to 63.6% from 61.2%, not 6.12% as reported. The Clerk will amend the report.

The Principal and Deputy Principal have met with the SFA concerning the £3m College Capital Investment Funding. The SFA has confirmed that the grant cannot be accessed if the College does not complete the proposed project for a new engineering building. The Corporation will discuss the property strategy of the College at the Governors' Conference to be held in January 2014.

### 7.2 Safeguarding Board

The minutes of the 9 October Safeguarding Board meeting and the Annual Report for 2012/13 were received and **considered** by the Corporation (minute book page G018).

The minutes and the papers presented provided members with an overview of the Board's activities in the year and of the issues presented by students.

### 7.3 Health and Safety

The minutes of the 6 November Health and Safety Committee meeting and the Annual Report for 2012/13 were received and **considered** by the Corporation

JBridges

(minute book page G019).

There has been slow progress made to bring about a cultural change and recognition that health and safety is everyone's responsibility. This has been a fundamental shift for the College and resistance has been met from some areas to complete, update and take responsibility for activity based risk assessments. Health and safety awareness has increased in the year and members said that they felt reassured that change is happening.

C Newton left the meeting at 4.55pm.

**8 Risk Management**

The report was received and **considered** by the Corporation (minute book pages G020-G029).

The Corporate Risk Register has been reviewed by the Senior Management Team to ensure that the key risks for the 2013/14 academic year are identified and appropriate. The risk movement since its last review is identified in the report and the heat map presented the risks as a graphical representation on a grid in relation to each other. Members noted that a second red rated risk has appeared on the register. This relates to the 10% reduction in HE student numbers against the budget that was also identified as a red status in the KPI report (item 5.1.4) earlier at this meeting.

**9 Governance Issues**

The report was received and **considered** by the Corporation (minute book pages G030-G031).

**9.1 Governors' Conference**

The Governors' Conference this year will be held at the Bedford Lodge Hotel in Newmarket on Thursday 16 and Friday 17 January 2014. Day one will focus on determining the strategic direction, mission and vision of the College and day two will be focused on Governance and risk assurance. The Conference will be facilitated by Ron Hill who specialises in the governance of Further Education Colleges. Members received an updated draft agenda. J Finn will lead a Governor/Student Engagement session. Members are keen for C Styles and C Newton to play an active part in this item of the Conference in particular.

**9.2 Committee Terms of Reference and Corporation Standing Orders**

Each Committee has been asked to consider including a clause in their Terms of Reference to appoint a Vice Chairman. This has been added to the Finance and Property, HR and Curriculum and Quality Committees. For consistency headings for the responsibilities of the Clerk and a section to determine the frequency of meetings has been added.

The Standing Orders have been amended to accurately reflect the agreed reduced membership number of the Audit and Risk Management, HR and Curriculum and Quality Committees.

The changes to both documents were **approved** by the Corporation. **Proposed** by S Gerber and **seconded** by C Manning.

**10 Governors' Reports and Information**

**10.1 Representational Activities**

The Chairman of Governors attended the AoC Annual Conference in November

2013.

The Vice Chairman and the Deputy Principal attended the funeral of former governor, Tony Dahlman. He was a member pre-incorporation to 2000.

**10.2 Training, Development and Faculty Link Activities**

Members' activities included attending a range of student representative meetings across the College, SSA self-assessment meetings for Business and Service Industries and other sector subject areas, equality and diversity meetings plus the latest Princes Trust Award ceremony. Members have also been involved with activities within their faculty links and C Styles had invited M Symonds for a tour of the Milburn Centre.

**11 Any other business**

- None

**12 Meeting review**

Members are reminded to express any comments concerning the meeting to the Clerk. Alan Gordon-Stables commented that the Self-Assessment Report grading issue had produced a lively and healthy debate among governors.

**Date of next meeting**

Friday 21 March 2014 at 2.00pm. Room TG1.16

Meeting ended at 5.10pm