



**Minutes of the Corporation Meeting held on Monday 16 December 2019**

**Present: -**

- Mr Mervyn Jones (Chair)
- Ms Abigail Appleton (Principal)
- Professor Robin Baker
- Mr Daniel Fox
- Dr Mia Gordon
- Mr Joe Hedges
- Ms Jennifer Hodgeman
- Miss Hannah Jones
- Mr Tim Newsholme
- Mr John Nicol
- Mr Mike Rookes
- Mr Scott Rolfe
- Ms Katie Seekings

**In attendance: -**

- Mr Ben Gamble (Head of FE)
- Mr Justin Gregory (Head of HE)
- Mrs Linda Watkins (Clerk to the Governors)
- Mr Tim Williams (Finance Director)

The meeting was quorate as twelve Governors were present during the meeting. Governors recorded their appreciation to the FE Course Leader and students they had met on the tour of the workshops and Foundation Studies.

**1. Appointment of Joe Hedges**

The Chair introduced Joe Hedges and introductions followed.

The Board agreed: -

- To appoint Joe Hedges, Independent Governor for a four-year term and to become a member of the Audit Committee as recommended by the Search and Governance Committee

**2. Process of the Meeting**

- I. Apologies for absence were received from Ms Stevie Callender and Ms Kay Sandford-Beal.
- II. There were no declarations of interests.

**3. Minutes of the Last Meeting**

- I. The minutes of the Board meeting held on 21 October 2019 were agreed and signed by the Chair as a true record.
- II. Matters arising had been addressed with progress shown on the action list.

The Board agreed: -

- To approve the minutes

#### 4. Principal's Report

- I. The Principal drew Governors' attention to the buoyant FE student numbers. Marketing for HE courses had been tailored during the previous year with changes implemented for 2020 applications. A pilot to change the offer process to provide an option to offer unconditional offers, subject to applicants meeting the criteria, is being trialled. A Governor asked who would make decisions on offers and was advised that this would be registry with an option to consult with academic staff if required. A Governor raised the process for applications to the Foundation course, with confirmation that offers will continue to be made based on individual portfolios.
- II. A summary of strategy implementation 2019/20 objectives and KPIs was dovetailed together with a milestone map showing a summary of pillars and enablers. Priorities have been assigned to College areas with some collaborative objectives. The wider leadership team is reviewing the action plan, monitoring how the strategy is embedded. Progress will be RAG rated and continue to be presented at Board meetings. Governors were invited to submit any comments to the Principal. The Chair referred to the Principal's objectives afoot the strategy implementation plan showing three key targets which were supported by Governors.
- III. Conversations with ESFA have included the implications of fundamental regulatory changes by funding bodies this year and the College introducing the FE digital futures curriculum. The College worked closely with ESFA on its strategy implementation plan including costs and enrolments for the course. There are significant financial pressures in the sector and the Board have already agreed trigger points as part of its strategy and financial oversight.

Office for Students (OfS) correspondence regarding a new payment for the Quality Assurance Agency (QAA) for which the College had submitted a late payment, had been brought to the Chair's attention and shared with the Board. A Governor asked the reasons the deadline had been missed noting that the QAA had not highlighted the payment deadline and that the College could find no record of the invoice which had been issued in June. The invoice had subsequently been paid in August. A Governor asked if there was a schedule of payment dates to ensure that these are achieved which was confirmed.

OfS require institutions to inform the OfS of any reportable events. In consultation with the Chair the Principal had reported the ESFA letter confirming early intervention to OfS. This had not triggered any immediate action. OfS will issue guidance slides on reportable events for Governors in due course. The Board confirmed its agreement that the Principal had notified OfS of ESFA's letter placing the College in early intervention.

The Principal had notified UWTSD that the College had increased the risk level in its risk register regarding its relationship with UWTSD following the College's late submission of individual course reports. Assurance was provided that processes are in place to avoid reoccurrence.

- IV. The risk register showed specific changes to risks and scoring. There were several new councillors at Herefordshire Council which had been identified as a risk. The Principal continues to work with Herefordshire Council, particularly regarding student accommodation.
- V. Finance update October 2019 management accounts had been emailed to Governors and submitted to ESFA as the quarterly financial report.

Additional income was anticipated from students who have Education Health Care Plans (EHCP). The FRS102 pension adjustment was recorded which had been discussed by the F&GP Committee. The cash surplus is marginally below budget at this stage in the year. The Principal explained that ESFA are changing the financial reporting for Colleges to introduce an Integrated Financial Management Plan for Colleges (IFMC) including submission of a cashflow to ESFA by 28 February. The Board will be required to approve the IFMC and agreed to an additional F&GP Committee to discuss the IFMC and recommend approval to the Board by a special resolution. **ACTION: CLERK**

The Board agreed: -

- To note the reports

#### 5. **Station Approach**

The Principal updated Governors that she and some students had visited the contractor building the modular units. Student designs will be displayed on the hoardings in the new year. The name of the building was required with No1 Station Approach being the preferred name.

The Board agreed:

- To note the report and preferred name for the student accommodation building

#### 6. **HE Course Portfolio Review [ A confidential minute was recorded]**

#### 7. **Annual Assurance Reports**

The Board agreed to approve the following reports: -

- RSM Internal Audit Service's Annual Report 2018/19
- Audit Committee's Annual Report 2018/19
- Value for Money Annual Report 2018/19
- Health and Safety Annual Report 2018/19
- Treasury Management Annual Report 2018/19
- Personnel Annual Report 2018/19. The Committee had congratulated the Personnel Manager for producing an excellent benchmarked report.

#### 8. **Report and Financial Statements for the year 31 July 2019**

- I. The regular self assessment questionnaire had been discussed by the Audit Committee making a recommendation that the Chair and Principal sign the questionnaire for submission to the ESFA.
- II. The F&GP Committee had discussed financial aspects of the report and the Audit Committee had discussed the report making a recommendation to the Board to approve the Members' Report and Financial Statements for the year ended 31 July 2019.
- III. ESFA correspondence regarding Hereford College of Arts' financial plan 2019/21 had been discussed by the F&GP Committee and was presented for information. This showed ESFA's 5-year financial assessment of the College based on ESFA's financial indicators.

The Board agreed: -

- To authorise the Chair and Principal to sign the regulatory self assessment questionnaire
- To endorse the Members' Report and Financial Statements for the year ended 31 July 2019 and authorise the Chair and Principal to sign the Letter of Representation
- To note ESFA correspondence regarding the College's financial plan 2019/21

## 9. Quality Report

- I. There is a rigorous process to prepare the Self Assessment Report (SAR) 2018/19 which included involvement of some Governors in the moderation process to scrutinise the SAR. Overall it indicated the College's direction of travel and gave a summary of the judgements for the whole College based on the Education Inspection Framework (EIF). The AQ&S Committee (FE) discussed the SAR agreeing that the overall grade 2 was appropriate and reflected the College's journey this year to address gap in achievement between the learner groups aged 16-18 and 19+. The latter group have attained an exceptional result of 96%.

A Governor asked about Maths and English results noting Maths results had decreased last year but remain above the national average. Actions have been taken with the team to improve results with a report and action plan discussed by the AQ&S Committee.

- II. The AQ&S Committee recommended the Board approve the Safeguarding Policy which met the Keeping Children Safe in Education (KCSIE) legislation issued in September 2019. Key changes included peer on peer abuse and up-skirting which is now a criminal offense. The College has a behaviour policy and staff code of conduct which link to the policy. Staff training had been arranged on the code of conduct in January.
- III. The AQ&S Committee recommended the Student Charter for approval which sets out terms for the College and students. The Charter followed sector guidance and will be reviewed annually.
- IV. The HE Annual Provider Report for UWTSD gave a summary of all course reviews which will be submitted to UWTSD. This incorporated all aspects of course feedback including student and the NSS feedback. Some members of the AQ&S (HE) Committee had detailed discussion about the APR acknowledging that this ensures additional rigour to the HE quality process.

### The Board agreed: -

- To approve the Self Assessment Report which would be uploaded to Ofsted
- To approve the Safeguarding Policy and Procedure which will be implemented throughout the whole College
- To approve the Student Charter
- To approve the HE Annual Provider Report for submission to UWTSD

## 10. Sustainability Statement

This was a new document prepared with input by F&GP and AQ&S Committee, and consultation with the wider leadership group and the Student Council.

### The Board agreed: -

- To endorse the Chair and Principal to sign the Sustainability Statement

## 11. Governors' Self Assessment

The Search and Governance Committee had discussed the results from the benchmarked self assessment exercise 2018/19 providing comparisons with some colleges in the West Midlands. Areas for improvement were summarised in the cover sheet and will be addressed during the year.

The Committee had also discussed options for the Governors' assessment 2019/20 recommending current practices be replaced with an external review of governance to be completed every four years. This would also meet the recommendation from OfS.

### The Board agreed: -

- To note the positive self assessment and agree an external review of governance should be commissioned this year **ACTION: PRINCIPAL/CLERK**

**12. Minutes**

The following minutes from Committees were noted: -

- I. Audit Committee: 2 December 2019
- II. Search and Governance Committee: 25 November 2019
- III. Finance and General Purposes Committee: 25 November 2019
- IV. Academic Quality and Standards Committee: 26 November 2019

**13. Any Other Business**

- I. The Chair referred to the late receipt of Board papers creating a challenge for Governors to read at short notice. Management were requested to aim to issue papers 10 days in advance. The Clerk was looking at the option of using Office 365 SharePoint for papers which would simplify the process.

**14. Date and Time of Next Meeting**

The strategy meeting would be on Monday 10 February 2020 commencing at 12.30 pm.

**Signed as a true record of proceedings**

**Chair:** ..... **Date:** .....