

Minutes of the Corporation Meeting held on Monday 10 February 2020

Present: - Mr Mervyn Jones (Chair)
Ms Abigail Appleton (Principal)
Professor Robin Baker
Ms Stevie Callender
Ms Peta Darnley
Mr Daniel Fox
Dr Mia Gordon
Mr Joe Hedges
Mr Clive Hodgeman
Miss Hannah Jones
Mr Tim Newsholme
Mr John Nicol
Mr Mike Rookes
Ms Kay Sandford-Beal
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 a minimum of thirteen Governors were present during the meeting.

1. Appointment of Independent Governors to the Board and Committees

The Chair introduced Peta Darnley and Clive Hodgeman; introductions followed.

The Board agreed: -

- To appoint Peta Darnley and Clive Hodgeman as Independent Governors for four-year terms in office and to become members of the F&GP Committee, as recommended by the Search and Governance Committee. Clive Hodgeman also agreed to be the designated Health and Safety Governor.

2. Process of the Meeting

- I. Apologies for absence were received from Ms Jennifer Hodgeman and Mr Scott Rolfe. Professor Baker and Kay Sandford-Beal would be arriving during the meeting due to delays to public transport.
- II. There were no declarations of interests.

3. Office for Students (OfS) Regulatory Requirements and Governance Review

The Chair explained that one of the roles of OfS is to inform student choice and protect their interests as consumers. This has placed numerous regulatory requirements on institutions. There had been discussion at a recent Guild HE conference about requirements for small institutions delivering HE which are akin to all HE institutions. The Chair attended a network event for College Chairs where different models of governance, risk management and effectiveness had been discussed. The Chair summarised the Carver model of governance, which would reduce the number of committees compensated by an increase to approximately ten Board meetings each

year, three away days and more use of task and finish groups. Agendas would be focused on overarching financials, compliance, strategic objectives, operational monitoring of key indicators and risk. It was concluded that this would put more demands on the executive and all Governors' time commitment.

The Search and Governance Committee had discussed mechanisms the College uses to complete its self assessment of the Board which included a benchmarked exercise with some colleges in the West Midlands, one to one Governors' appraisals and Chairs' appraisals. It had been agreed complete an independent review of governance every four years when the existing self assessment process would not be used. This would focus on the effectiveness of the Board which could include size, structure, terms of reference, use of task and finish groups.

Comments were invited about the current structure of the Board and its committees, noting that the Board also established a Chairs' Committee which can address specific issues. In conclusion, it was agreed that the present structure works effectively which draws on individual Governor's expertise at committees. Based on the increased regulatory requirements for the Corporation, it is crucial that some items are streamlined to ensure the Board operates effectively. An option could be to use task and finish groups for specific items which warranted additional input from Governors beyond time permitted at Board or Committee meetings. Membership could be agreed based on Governors' expertise and time commitment with an option to invite external members to join task and finish groups. The Standing Orders would be amended.

ACTION: CLERK TO THE GOVERNORS

Governors noted the table that the Clerk had prepared showing OfS regulatory requirements. Governors recorded their support for the development and confirmation, at Committee level, of the table aligning OfS regulatory requirements with Committee remits. The Clerk reminded Governors that the Articles of Government list the responsibilities of the Corporation. These are incorporated in the Board and Committees annual business cycle. The Clerk will work with Chairs to ensure that discussion around the key responsibilities are brought to the Board's attention with sufficient focus. **ACTION: CLERK TO THE GOVERNORS**

A Governor raised the potential risk if a senior member of staff, or a member of staff undertaking a critical and unique role, suddenly left the College concluding that this should be added to the risk register. **ACTION: FINANCE DIRECTOR**

Cover sheets on reports are very useful with an option suggested to provide an executive summary to reports to assist Governors to identify key points when making decisions. **ACTION: SLT/CLERK TO THE GOVERNORS**

The Search and Governance Committee are continuing to seek to ensure that the Board is diverse when considering vacancies on the Board.

The Board agreed: -

- The Board and Committee structure is effective; however, task and finish groups with external members could be used when necessary
- Committee Chairs' role is to ensure priority items are reported to the Board

4. **Station Approach**

Modularised units will be delivered over the next six weeks with the project on time. There had been a press release last week with the positive message of benefits to Hereford and students continuing to be shared. Consultation with partners and students continues including the fit out of the social space and changes to internal walls. There will be further discussion with contractors regarding the development of external landscaping and displays. Artwork from a national collection would be sought to display on loan which would benefit Herefordshire.

A Governor asked if it would be possible to arrange a visit to No 1 Station Approach; this would be arranged. **ACTION: PRINCIPAL/CLERK TO THE GOVERNORS**

The Board agreed:

- To note the written report outlining construction, communications, design development and student engagement

5. Minutes of the Last Meeting

- I. The minutes of the Board meeting held on 16 December 2019 were agreed and signed by the Chair as a true record.
- II. Progress of matters arising was reported in the action list. Appreciation was recorded to the Head of HE for conducting a tour of CRC for Governors before the meeting. A Governor commented that they were encouraged that rooms were in order from a health and safety aspect. The time to commission the governance review focusing on compliance and ideas from other institutions to improve governance practices was raised. Costs would be sought from three companies. **ACTION: PRINCIPAL/CLERK TO THE GOVERNORS**

The Board agreed: -

- To approve the minutes

6. HE Course Curriculum Report [A confidential minute was recorded]

7. Principal's Report

FE recruitment had increased last year and, to date, applications are significantly higher than the same time last year; specific numbers of applications was provided. The Head of FE was cautious as online applications are more accessible to applicants with uncertainty on the conversion rate.

Activities in the FE recruitment strategy were outlined with confirmation that the College has positive relationships with secondary schools. A Governor asked the reason why Foundation course applications were lower than last year; the College had arranged to visit to HSFC as the feeder college to the course. A Governor asked about contact with schools and if this extended outside of Herefordshire, this included some areas in Shropshire and Worcestershire, particularly for the Foundation course. Transport issues for students in rural areas was raised with a suggestion to consider collaboration with another school or charity for shared transport.

HE recruitment is marginally higher than last year. Intelligence shows that regional competitors' applications have decreased. There appears to be an uneven profile in the arts based on intelligence. Traditionally some arts HE applicants apply after January. Internal progression is being pursued.

Effectiveness of marketing processes continues to be assessed. The Principal may approach some Governors to glean their expertise.

The F&GP Committee is meeting to discuss and recommend the Board approve the Integrated Financial Model for College for submission to ESFA by 28 February. This is a 2-year plan in addition to the budget which is submitted annually in July,

CenturyTech software has been introduced for English students which has been positively received and evidenced by the improved GCSE results from resits in November.

Dr Halford, (a former HCA Governor), has been commissioned to assist with the HE course revalidation regarding interdisciplinary delivery of some course modules and ensuring delivery of appropriate curriculum modules.

Meetings continue with Herefordshire Council to discuss CRC site and access to the chapel and the wedge in the short term without taking on significant costs initially. The Chair asked the timescale for space utilisation noting that an estates plan would identify space requirements based on projected student numbers. SLT would discuss the timescale for a space utilisation survey. **ACTION: PRINCIPAL**

Herefordshire Council will commission a feasibility study on the development of CRC to support HE and community arts. The College is working with Herefordshire Council to have input into ideas for the feasibility study.

A staff survey had been undertaken with results being discussed by the wider leadership team to identify subsequent actions. The summary will be reported to F&GP Committee and the Board. Information on staff salaries in the sector was raised with context to be provided for further discussion by the F&GP Committee. **ACTION: FINANCE DIRECTOR**

The Board agreed: -

- To note the report

8. Any Other Business

There were no items.

9. Date and Time of Next Meeting

The strategy meeting would be on Monday 11 May 2020 commencing at 4.30 pm.

Signed as a true record of proceedings

Chair: Date: