

Minutes of a meeting of the Corporation

Held at the College at 4.30pm on 05 February 2019

Present: Ms Danvers Hewitt, Mr Mason, Mrs Mbubaegbu, Mr Minter, Mr Pembleton, Mr Pretty, Mr Royston-Ford (left at 6pm).

Apologies: Mr Craft, Mr Henson and Mr Slidel

In Attendance: Ms H Brennan Managing Director Student Central (Minute 2763)
..... Mr Cottrell Health & Safety Officer (Minute 2769)
..... Ms Schweitzer Clerk to the Corporation

Minutes

1 – Standing Items

Minutes 2750 and 2751 were confidential.

2752 Attendance and Participation

Mr Craft, Mr Henson and Mr Slidel sent their apologies.

The Clerk stated that following Ms Youern's resignation in December 2018, nominations for a new Chair of Corporation had been sought and Mr Mason had been nominated. She therefore asked members to consider his appointment. It was **Agreed** that Mr Mason be Chair of Corporation for a two year term of office from 05 February 2019. The Clerk stated that she would now seek nominations for the office of Vice-Chair of Corporation so that an appointment could be considered at the Board's next meeting on 19 March 2019.

2753 Corporation considered the remaining Standing Items and then returned to Paper 2461/19/C setting out Corporation membership and Skills Audit.

It had been previously agreed that the Board comprise between 11 and 14 members but there were currently only 10 members. Members were therefore asked to consider the recruitment of additional governors, drawing on the Skills Audit. The Skills Audit showed that the areas of business, communities and education were well represented and that there was good knowledge and experience of developing and monitoring a quality strategy. However, there were some areas that could be strengthened: knowledge and understanding of minority communities, local / national / regional authorities and implementing equality and diversity policies and good practice. The Clerk noted that knowledge and experience of accountancy and financial matters, financial and strategic planning,

audit matters and risk management could be further strengthened. The Chair asked members to think of candidates who could bring their expertise to the Board, drawing attention to the additional area of marketing. He noted that the Board needed to be more diverse and representative of its owners. Another member agreed, believing it would be advantageous to have more private sector representation on the Board and that the Board could advertise and recruit new members in a similar manner to that used by the LEP Board and Shaping Portsmouth. One member noted that the City Council had an initiative to address the shortage of school governors in the city which could possibly be extended to colleges. It was **Agreed** that the Clerk would circulate the *Role Description and Person Specification for Highbury Governors* and would advertise for potential governors using appropriate channels. The Chair stated he would like to see a queue of people wishing to be governors and that it was important to have one or more potential governors for consideration at the next meeting.

There was a brief discussion about Committee membership and it was **Agreed** that Mr Slidel would join Audit Committee (in line with the audit knowledge and experience he had identified in the Skills Audit) and Mr Royston-Ford would step down. Remuneration Committee membership would be considered at the next meeting, as the Vice-Chair of Corporation was usually the Chair of this Committee.

2754 Declaration of Interest

There were no declarations of interest.

2755 Minutes

The minutes of the meeting held on 18 December 2018 were **Agreed** as a correct record and signed by the Chair.

2756 Matters Arising

Members **Noted** the Matters Arising sheet.

Minute 2745: Safeguarding Adults and Child and Young People Protection Policy: The Clerk had met with the Managing Director, Student Central and asked members when would be most convenient for training to take place. Members agreed the best time would be 4pm (prior to a Board meeting was no longer feasible given the earlier start time).

Minutes 2757 and 2758 were confidential.

2 - Principal's Report

2759 The Principal presented Paper 2450/19/C setting out the Principal's report. The report responded to the executive limitations policy that the Principal would not permit the Board to be uninformed or unsupported in its work (EL9). The report was divided into four sections: for information, to note and discuss, to endorse and of concern. For information included stakeholder and other meetings held in College, student / Apprentice / College successes and awards and policy matters. There were no matters to endorse or of concern.

The Principal drew members' attention to a recent meeting with the Association of Colleges (AoC) as the College had now rejoined the network. Members noted the Ofsted consultation concerning the new Common Inspection Framework which would take effect from 01 September 2019. The Principal stated it was likely the College would be inspected under this new framework. The framework was significantly different to the existing one and would make judgements on quality of education, personal development, behaviour and attitudes and leadership and management. The Principal welcomed the changes as it was curriculum based and supported by underpinning research, however, she believed it was more open to subjective judgement. She noted it was pleasing that the framework acknowledged the positive impact of competitions on student outcomes. One member noted that data would still be a key part of any inspection. One member wondered whether this was part of the government drive for an employer-led curriculum that was geared to the local rather than national economy. The Principal confirmed that the College would respond to the consultation.

The Principal provided an update on the Ofsted progress review visit the previous week where the College was found to have made '*reasonable*' progress (as opposed to *insufficient* or *significant*). The report would be brought to the next meeting.

The Chair thanked the Principal for her report and stated that he enjoyed reading about student success! He had attended the last All Staff Development Day and asked whether governors could be invited to the next Teachers' Conference. The Principal didn't think that would be appropriate (it would depend on the agenda) but **Agreed** to circulate a calendar of events for governors.

One member asked about the themes and outcomes of Solent LEP's FE and 6th Form Academy meeting organised in December and the Chair asked how it might support the College's outcomes for owners. The Principal confirmed these were regular meetings and that LEP documents were taken into account in the College's sector business planning process. One member stated that Portsmouth was one of four UK areas that had been given additional funding by the DfE to support higher level apprenticeships. One member asked about the academic and applied general minimum standards for the 2017/18 academic year, asking what it would mean for the College. The Principal stated that the College had small numbers and the data would be published if it was below the standard. Finally, there was a brief discussion concerning the NHS plan and the Principal stated that she would bring further information on the College's partnership work with Queen Alexandra Hospital and the University of Portsmouth to the next meeting.

The Principal's Report was **Noted**.

3 – Ends Policy matters

2760 Global Strategic Purpose Policy and Ownership

The Chair presented Paper 2459/19/C setting out the global strategic purpose policy and ownership. This policy identified the College's strategic purpose (ie what it should produce, for whom and at what level of cost-efficiency) and identified its owners. Once agreed, the Principal would identify the outcomes to deliver it (the

bullet point outcomes in the report would be revised as appropriate).

The policies were initially drafted at a planning day in summer 2018 and the Task and Finish working group had further refined them. The College's seven priority themes (Ends) needed to be integrated into the policies and the Chair proposed that the Board carry out a 'deep dive' on each of these themes to ensure that these Ends were right. It was **Agreed** that the first deep dive would take place at the next meeting and would explore *Amazing College, Amazing Staff*.

The following was **Agreed**:

- SPO-5: global strategic purpose policy & owners (bullet points to be revised)
- To insert the seven priority themes.

4 – Monitoring Organisational Performance

Minutes 2761 and 2762 were confidential.

2763 Safeguarding Adults and Child and Young People Annual Monitoring Report

The Managing Director, Student Central presented Paper 2453/19/C setting out the Safeguarding Adults and Child and Young People Annual Monitoring Report.

The report updated Corporation on how the College safeguarded and promoted student welfare. The Managing Director Student Central outlined key points:

- The criminal record checking mechanism for staff had been changed so that staff with student facing roles underwent DBS checks every three years. The Managing Director Student Central stated that HR was using a new system that enabled the checking process to take place more quickly;
- Staff training was delivered through inductions, All Staff Development Days and OCNL Level 1 Awareness of British values and Citizenship qualification;
- Work had been carried out in 2017/18 to ensure that students and Apprentices understood the dangers of radicalisation and how to keep safe;
- 101 safeguarding related interventions took place in 2017/18, with 51 referred externally (compared to 30 in 2016/17).

The Chair thanked the Managing Director, Student Central for the informative report, noting that it was useful to see how the College was keeping its students safe. The Safeguarding Adults and Child and Young People Annual Monitoring Report was **Noted**.

2764 Quality Monitoring Report

The Chair stated that the quality monitoring report had not been tabled at this meeting because there was no change from the December 2018 report. He believed quality was every member's responsibility and whilst he did not wish to create additional work for College staff, he strongly believed that members needed to get to the point where they considered quality issues in the same way as finance. Members agreed that quality needed to be considered at every Board meeting (the Chair noted that the Principal had provided this assurance to the FE Commissioner). At the last meeting Mr Royston-Ford and Ms Danvers Hewitt had been asked to 'contribute to a quality monitoring report template for future reports' and he stated

that this still needed to happen. Ms Danvers Hewitt believed that presenting data in the same way at every meeting would enable members to become more familiar with the issues and to understand them more fully. She noted that monitoring and scrutiny was a key element of governance. The Principal stated that finance was reported monthly, whereas quality was reported every quarter which had aligned with the Board when it met four times a year. She stated that everything the College did was about quality, including the governor liaison scheme. The Chair asked that the Principal meet with Mr Royston-Ford and Ms Danvers Hewitt to discuss a revised template for the quality report.

5 – Governance Process matters

2765 Board Objectives 2018/19

The Chair presented Paper 2460/19/C setting out Board objectives for 2018/19.

Under Carver, the Board took direct responsibility for connecting with owners; creating written policies that directed and controlled the College; and assuring performance. These informed the Board's ongoing agenda and members were invited to identify midterm objectives for these three areas in 2018/19. The Chair stated that the Task and Finish working group had considered objectives at its meeting and had made a number of suggestions. Members discussed various objectives including one concerning members' engaging with policy makers (ie MPs and local councillors) and those with indirect but significant influence eg industry and the CBI. Members also referred to the commitment to carry out deep dives on the College's seven priority themes. Finally, members discussed the objective of achieving a grade 2 'good' for leadership and management, although the Principal stated that the College's objective was to achieve a grade 1 'outstanding.'

The following Board objectives 2018/19 were **Agreed**:

- Approve governance framework / handbook at next Board meeting;
- Review policy governance model at end of the year;
- Create digital governance / paperless meetings;
- Carry out deep dives on the College's seven priority themes;
- Engage with policy makers and those with indirect but significant influence.

2766 Task & Finish Working Group progress report

The Chair stated that the working group had met the day before and had discussed Ends policies. Work continued on the governance document, with Standing Orders to be deleted (integrating important paragraphs into the document). The Chair stated that the green booklet had already been circulated to Remuneration Committee members and other members would receive their copy shortly.

2767 Board Governance Policies

The Clerk presented Paper 2462/19/C setting out the Board Governance Policies and Business Plans.

The Board governance policies, first approved by the Board in October 2018 subject to further amendments, set the framework for policy governance. The

working group had met four times and a number of further changes were proposed. The Clerk drew attention to the significant changes, the 2019 and 2020 Board Business Plans and Audit and Remuneration Committees' 2019 Business Plans.

The following amendments were **Agreed**:

- Changing the name of the document to '*Highbury College Framework for Policy Governance: Board Handbook and Policies*';
- Providing for individual Board member assessments;
- Providing for the Board to meet, from time to time and where deemed necessary by the Chair, without the staff governor, student governor or Principal present;
- The review of confidential items to be carried out by the Principal and Clerk;
- The Board to comprise at least 11 and not more than 14 members;
- The Board to operate a calendar year cycle of business;
- Amendments to Standing Orders;
- Audit and Remuneration Committee's Terms of Reference
- Board Business Plans for 2019 and 2020
- Audit and Remuneration Committees' 2019 Business Plans

It was **Agreed** that the Clerk would circulate the Board Business Plans for 2019 and 2020 and Audit and Remuneration Committees' 2019 Business Plans.

Minute 2768 was confidential.

6 – Required Approvals

2769 Annual Health & Safety Report & Policy Review

The Health & Safety Officer joined the meeting and presented Paper 2454/19/C setting out the annual Health and Safety report and policy review. He stated that he had been in post for seven months, having previously worked in the private sector, and that it was a challenge but that he felt he was making good progress.

The report summarised recent changes to the Health and Safety department, reviewed topics that impacted on the business and set out the way forward. The reported accident total in 2018 showed an increase on 2017 but was consistent with 2016 figures and remained good compared to previous years. Increased student numbers and an emphasis on reporting accidents might have contributed to the 2018 increase. 98% of students had been provided with a health and safety induction and students responded well to the recent Run, Hide, Tell exercise.

One member asked if there were any concerns the Health & Safety Officer wished to raise, to which he responded that he had changed the work placement documentation to make it easier for staff to complete the appropriate paperwork and that requests had now increased. He noted that this area had been audited today and that seemed to go well. One member noted that there had been a significant increase in the 'cut' category of common student accidents and asked why that was the case. The Health & Safety Officer stated that he was not sure why but reassured members that most of those injuries were minor and the category included splinters. He stated that there were good preventative measures in place.

Members thanked the Health & Safety Officer and the Annual Health & Safety Report & Policy Review was **Approved**.

2770 Freedom of Speech Policy

The issue was discussed under confidential matters arising (a paper was not tabled).

7 – Next Meeting: 19 March 2019

2771 Members **Noted** that four items had been discussed during the meeting and would be added to the next agenda: OfS Freedom of Speech requirements, a deep dive on *Amazing College*, *Amazing Staff*, the Ofsted progress review report and a report from Remuneration Committee concerning the Clerk’s remuneration.

8 – Self-Evaluation

2772 Ms Danvers Hewitt evaluated the meeting against a number of criteria using the grades Satisfactory, Requires Improvement or Unsatisfactory or yes / no.

	Statement	Evaluation	Comments
1	The Board was prepared for the meeting.	Satisfactory	
2	The Board’s time was appropriately spent on Ends as opposed to means.	Satisfactory	
3	Each Board member was given an adequate opportunity to participate in discussion and decision making	Satisfactory	
4	The Board’s treatment of all persons was courteous, dignified, and fair.	Satisfactory	
5	The Board’s deliberations were open, fair, thorough, timely and orderly with discussions kept to the point.	Satisfactory	
6	The Board adhered to its Standing Orders	Satisfactory	
7	The Board adhered to its adopted Governance style:		
	a. It emphasised outward vision	Yes	
	b. It encouraged diversity in viewpoints	Yes	
	c. It exercised strategic leadership more than overseeing management detail	Yes	
	d. It maintained a clear distinction between Board and management roles	Yes	
	e. It used collective decision making	Yes	
	f. It looked to the future.	Yes	
Evaluator’s comments: Some good points raised regarding strategy – Principal’s report brought some good points (NHS / LEP / strategic partners).			

The meeting finished at 7pm.