

Minutes of a meeting of the Corporation

Held at the College at 4pm on 14 May 2019

Present: Mr Burke, Mr Craft (left at 5.40pm), Ms Danvers Hewitt, Mr Mason (Chair), Mr Mbombo, Mrs Mbubaegbu, Mr Minter, Mr Pembleton, Mr Prangnell, Mr Pretty (left at 6pm) and Mr Royston-Ford.

Apologies: None

In Attendance:

Ms Brennan	MD Student Central LC (Minutes 2807-2817)
Ms Cole	MD Highbury Foundations LC (Minutes 2805-2817)
Mr Cox	Group Finance Director (Minutes 2805-2817)
Ms Davies	Quality & Standards Manager (Minute 2809)
Mr Graham	MD Highbury Technical Professional LC (Minutes 2807-2817)
Ms Schweitzer	Clerk to the Corporation
Ms Walter-Nelson	ED HR & Organisational Development (Minutes 2807-2817)
Ms Warren	Associate Director Teaching & Learning Excellence (Minutes 2807-2817)

Minutes

1 – Standing Items

2797 Attendance and Participation

The Chair stated that he, the Vice-Chair and Principal had recently met with Mr Burke and Mr Mbombo, and believed that both had qualities which would be of benefit to the Board. Mr Burke worked for the Royal Navy and had a remit to connect the organisation more closely to the city and Mr Mbombo had a financial background. The Chair, Vice-Chair and Principal therefore recommended their membership to Corporation.

Corporation **Agreed** that Mr Stephen Burke join Corporation under the general category 2(1)(a) of Highbury College’s Instrument of Government for a term of four years from 14 May 2019 – 13 May 2023.

Corporation **Agreed** that Mr Kayembe Mbombo join Corporation under the general category 2(1)(a) of Highbury College’s Instrument of Government for a term of four years from 14 May 2019 – 13 May 2023.

Mr Burke and Mr Mbombo joined the meeting and the Chair welcomed them.

2798 Declarations of Interest

Mr Pretty and Mr Pembleton reminded members that they worked for the Collab Group and Portsmouth City Council respectively and this represented a potential conflict of interest with the *Alliances, Partnerships and Collaborations* deep dive (Minute 2813). The Clerk declared an interest concerning the Clerk's remuneration and contract (Minute 2814). There were no other declarations of interest.

2799 Minutes

The minutes of the meeting held on 19 March 2019 were **Agreed** as a correct record and signed by the Chair.

2800 Matters Arising / Action Sheet

The Chair stated that he had instigated an action sheet, capturing matters arising with deadlines. Members **Noted** the actions, in particular:

Minute 2756: Mr Craft, Ms Danvers Hewitt, Mr Mason, Mr Minter, Mr Pretty, Mr Prangnell and Mr Royston-Ford had undertaken Safeguarding & Prevent training prior to the meeting.

Minute 2784: Work had started on the review of the Highbury Way.

Minute 2797: The first review of a Learning Company would take place under Agenda Item 3.1 (Educational Character).

Minutes 2801 and 2802 were confidential.

2 – Chair's Report

2803 The Chair stated that he wished to update the Board on his activity to date.

The Chair had held four **Meet the Chair coffee meetings** with staff across three College sites, finding that staff welcomed the opportunity to meet with him and that they wished to meet other governors. He intended to hold meetings every term. A number of issues were raised:

- Staff wanted management, especially the Principal, to be more visible within the College;
- Staff wanted to feel valued and heard. They wanted more effective engagement with, and reporting back from, management. The Chair believed morale was low and that staff felt disempowered.
- Staff wanted to reduce printing costs and the Chair noted that the Board would start considering its own printing costs at this meeting.
- The Chair had raised security issues with regards to the Arundel Centre and these were being dealt with by senior management.

The Chair had, on behalf of the Board, attended **Mr Slidel's funeral**.

The Chair and Clerk attended the **Association of Colleges' Governance Summit** on 28 March 2019 at which a number of important issues had been discussed including an overview of the new Ofsted Framework which focused on quality of education and curriculum content; building and maintaining a positive relationship

with the Chair, CEO and governance professional; the *Love our Colleges* campaign; Unloc and supporting student governors; an Office for Students update stressing the importance of robust governance procedures; and College turnaround whereby governors had appointed two additional Senior Postholders to support College improvement. The Chair had met the Vice-Chair of Portsmouth College at the event and this was subsequently followed by a meeting with the Chair. The Chair believed that there was a real opportunity for greater collaboration between the two colleges and that the Board could action this through its Ends policies.

The Chair summarised with a number of observations:

- There needed to be culture change within the College to empower staff at all levels;
- There needed to be investment in staff;
- The College needed to focus on its owners, ie communities in Portsmouth;
- College spending needed to reflect its status as a public body;
- There needed to be greater transparency across the College.

There was a discussion about FE colleges' status with one member noting that they were legally outside the public sector and many, including Highbury, drew down private funding, so they were not simply public sector organisations. Another member agreed that it was important to maximise private funding but that it was important to run a College as a public body and to ensure that it was publically accountable. There was also a discussion on the need to collaborate rather than compete with other organisations in order to access funding. One member noted that a large number of relatively small colleges existed in the area and that they were outliers in terms of size in the sector where the average turnover was £60m.

3 - Principal's Report (extract)

2804 The Principal presented Paper 2482/19/C setting out information concerning student successes, policy and funding.

The report identified a number of reasons why the 2019/20 College budget would be the hardest for many years including falling 16-18 numbers in education, fixed funding rates and rising staff costs. The Principal stated that it was a difficult time for colleges and that a tougher intervention regime was in place in which the DfE or their creditors could invoke insolvency procedures. There was a very limited safety net if cash ran out.

The National Achievement Rates Tables for 2017/18 showed that students' overall achievement rate at the College was top in the local area and 31st nationally, with an overall achievement score of 88.9% which (3.5% above the national average for general further education and tertiary colleges). There were a number of student and alumni successes, including a former student achieving the Ascential Education Achiever Award.

The Principal outlined a number of recent stakeholder meetings, including a recent meeting with the Portsmouth College principal to discuss areas of collaboration. The Chair stated that he too continued to meet with the Chair and Vice-Chairs of Portsmouth College and that at some point he would like a joint Board meeting. He wished to explore the possibility of merging the two colleges, something the Chair

and Principal at Portsmouth College were open to. He also stressed the need for increased partnership working in the area, including with the University of Portsmouth. There was a discussion about the trend towards consolidation in the FE sector in England, driven in the main by financial considerations. Historically colleges were small organisations, rooted in their communities but the reality of the last three years had been rapid mergers. One member stated that the Board needed to be clear about outcomes sought and needed a long-term strategy to guide discussions. Another member stated that it was Portsmouth City Council policy to drive up quality and that Multi-Academy Trusts (MATs) were one way of achieving this. Another member stated that the University of Portsmouth were investigating setting up a MAT. The Principal stated that collaboration and merger discussions had been going on for a long time in the area, with a number of initiatives having been proposed and not coming to fruition and that it was important to build trust in order to move forward, starting with increased collaboration. She noted that some de-mergers were also happening in the sector.

Minute 2805 was confidential.

4 – Ends Policy matters

2806 Follow up from previous Deep Dive: *Amazing College, Amazing Staff*

The Clerk presented Paper 2495/19/C setting out written responses to the questions that had been raised but, due to time constraints, not answered at the last meeting. The Chair noted that empowering staff and building morale would be part of the liP action plan. No ends policies were identified at this time but *Amazing College, Amazing Staff* would be revisited at the Board strategy meeting.

The *Amazing College, Amazing Staff* deep dive follow up was **Noted**.

Minute 2807 was confidential.

5 – Connecting with Owners

2808 Board Objective: Create digital governance / paperless meetings

The Chair introduced Paper 2494/19/C concerning creating digital governance / paperless meetings. Although there was insufficient time to discuss this paper in depth, Corporation **Agreed** the change from hard copy to digital governance / paperless meetings.

6 – Monitoring Organisational Performance

Minutes 2809 & 2810 were confidential.

7 – Governance Process matters

2811 Corporation & Committee membership

Paper 2487/19/C was taken as read and, due to time constraints no decisions were

made, other than to **Agree** that Mr Mbombo would join Audit Committee.

2812 Highbury College Framework for Policy Governance – Board Handbook & Policies

Paper 2487/19/C was taken as read. The Clerk stated that following previous Corporation decisions, a number of amendments were proposed to the Board Handbook namely clarification concerning meeting without staff and student governors present (Governance Process Policy 4), amending the Instrument and Articles of Government to create a Search & Governance Committee and agreeing Terms of Reference for a Search & Governance Committee. These recommendations were **Agreed**. Corporation also **Agreed** that the Search & Governance Committee comprise the Chair and Vice-Chair of Corporation, the Principal, Mr Pragnell and Mr Burke.

Minutes 2813 and 2814 were confidential.

2815 Governor Liaison Meetings Feedback

Due to time constraints, members did not feedback on their governor liaison meetings.

8 – Required Approvals

2816 Code of Practice on Freedom of Speech & Expression

Paper 2478/19/C was taken as read and the Code of Practice on Freedom of Speech & Expression was **Agreed**.

2817 Careers Programme

Due to time constraints, Paper 2491/19/C was deferred to the following meeting.

The Executive Directors Student Central, Highbury Technical Professional Learning Company and HR & Organisational Development and Associate Director, Teaching & Learning Excellence left the meeting.

2818 College Policies update

The Chair presented Paper 2492/19/C setting out the College's *Travel & Subsistence Policy* and *Holiday Guide & Procedure*. Following discussions at the previous meeting, the Chair had asked the Clerk to ensure that senior postholders (SPHs) were included in these policies. He also asked members to consider setting a limit on the Principal's College credit card and to consider arrangements within the College for overseas travel.

The policies were taken as read and the Chair invited comments from members. In the light of budgetary constraints, a number of amendments to the *Travel & Subsistence Policy* were **Agreed**:

- All foreign travel to be authorised by the Chair / Vice-Chair (paragraph 20);
- All travel to be 2nd class unless authorised by the Chair / Vice-Chair (paragraph 14)

- No lunch claims to be permitted (paragraph 36)
- No alcoholic beverage claims to be permitted (paragraphs 36 and 37)

The *Holiday Guide & Procedure* and *Travel & Subsistence Policy* (with the above amendments) were **Agreed**. The *Travel & Subsistence Policy* would be amended and re-circulated to members for information. After a brief discussion members **Agreed** a £2k limit to the Principal's College credit card (in line with the public sector), subject to an FE benchmark being identified.

9 – Next Meeting: 02 July 2019

2819 The Chair stated that this would be discussed at the forthcoming Chair, Vice-Chair, Principal and Clerk meeting.

10 – Self-Evaluation

2820 Mr Pretty 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.	Requires Improvement	
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		
	b. It encouraged diversity in viewpoints	Yes	
	c. It exercised strategic leadership more than overseeing management detail		No
	d. It maintained a clear distinction between Board and management roles		No
	e. It used collective decision making	Yes	
	f. It looked to the future.		

The meeting finished at 7.30pm.