

## Minutes of a meeting of the Corporation

Held at the College at 4pm on 28 January 2020

**Present:** Stephen Burke, Max Craft, Katie Danvers Hewitt, Martin Doel (Interim Chair), Callum Farminer (Student Governor), Tim Mason, Mark Pembleton, Paul Quigley, John Royston-Ford, Karen Wood (Staff Governor) and Penny Wycherley (Interim Principal & CEO).

**Apologies:** Nazir Ahmed (Staff Governor)

**In Attendance:**

Helen Brennan	MD Student Central (Min. 2931)
David Cottrell	Health & Safety Officer (Min. 2940)
Paola Schweitzer	Clerk to the Corporation
Sue Martin	Interim Vice-Principal Learning & Quality
John Owen	Interim Chief Finance Officer

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## Minutes

### 1 – Standing Items

#### 2921 Attendance and Participation

Corporation welcomed Callum Farminer as President of the Student Union and Student Governor.

Martin stated that Search & Governance Committee had just met with potential member, Paul Quigley. As a qualified accountant and with experience of the FE sector, Paul was well qualified to be a governor and the Committee therefore recommended that Corporation approve his membership of Corporation. Corporation **Agreed** that Paul Quigley join Corporation under the general category 2(1)(a) of Highbury College's Instrument of Government for a term of four years from 28 January 2020 to 27 January 2024. Paul joined the meeting.

#### 2922 Declarations of Interest

The interim Chief Finance Officer and interim Vice-Principal Learning & Quality declared their interest in the item relating to the designation of their posts as senior postholders. There were no other declarations of interest.

#### 2923 Minutes

The minutes of the meeting held on 17 December 2019 were **Agreed** as a correct record and signed by the Chair.

**Minutes 2924 & 2925 were confidential.**

## 2 – Interim Chair’s Report (extract)

**2926** Martin stated that there was interest from a number of well qualified potential governors who would shortly be interviewed by Search & Governance Committee. Members discussed holding a Strategy Day on 16 March 2020 to consider the future direction of the College in the light of the forthcoming Structure Prospect Appraisal. Members discussed the objectives of the appraisal, noting that there needed to be a fundamental look at what provision was needed in the area, with decisions made on the basis of what the Board felt was right for its communities. Information would be circulated in advance.

**Minute 2927 was confidential.**

## 3 – Interim Principal’s Report (extract)

**2928** The Principal updated members on the current management of the College (paper 2582/20/C) with key points set out under various headings: morale and confidence in skills, developing the Executive Management Team, stabilising the College’s financial position, clear and honest communication, simplifying processes, management arrangements and the meeting structure, responding to and preparing for external reviews (an Ofsted inspection is expected imminently).

Members noted that the term faculties/departments had replaced the title Learning Companies but that this had not led to any redundancies. The revised management and meeting structure integrated with the Board structure, including potential Corporation sub-committees and Penny agreed to circulate the management structure. In response to a question about the governor liaison scheme, Penny supported committee chairs linking with 2<sup>nd</sup> and 3<sup>rd</sup> tier managers to ensure the triangulation of information.

Finally, Penny updated governors on the balanced scorecard for Corporation stating that at present there was too much missing data to make it meaningful but it would be brought to Corporation as soon as possible.

**Minute 2929 was confidential.**

## 4 – Monitoring Organisational Performance

### **2930 FE Commissioner Report, November 2019**

Hard copies of the report were circulated to members. Martin stated that majority of actions concerned governance and most of them had been achieved but changing College culture would take longer. Actions had been incorporated into the Quality Improvement Plan (QIP). Members noted that a shorter version of the report would be published and the FEC would return to the College on 25 February 2020 for a stocktake. Copies of the report were returned to the Clerk.

### **2931 Ofsted Social Care Report: HC Tower Residential**

Helen provided a verbal update on the inspection, in which the Tower residential had been judged *Requires Improvement to be Good*. The inspection identified six strengths and four weaknesses. Actions were included in the QIP and a number had already been addressed. In response to a question asking what support was required from the Board, Helen stated that members would need to consider adequately resourcing the Tower when it re-opened. Members noted that the accommodation had originally been used for overseas and A Level students. Members agreed to consider future use of the Tower at the Strategy Day on 16 March 2020.

**Minute 2932 was confidential.**

### **2933 Self-Assessment Report & Quality Improvement Plan**

Sue presented the self-assessment report (SAR) and Quality Improvement Plan (QIP) (paper 2584/20/C), which provided an overview of the quality cycle within the College as well as identifying strengths and areas for improvement.

The SAR mapped learning activity in 2018/19 against the Common Inspection Framework criteria. The QIP was mapped against the new Education Inspection Framework, thereby enabling staff to reference evidence in preparation for inspection. The QIP was a live document providing top-level key priorities for development by the Executive Team. These priorities were underpinned by detailed action plans which were monitored and reviewed through the quality support cycle. The QIP would be brought to each Corporation meeting, providing further detail to the balanced scorecard.

Members considered the assessments of quality of education (requires improvement), behaviour and attitudes (good), personal development (good) and leadership and management (requires improvement) as well as the types of provision: education programmes for young people (requires improvement), adult learning programmes (good), apprenticeships (requires improvement) and provision for learners with high needs (good). Sue stated that these assessments culminated in a requires improvement grade which was disappointing but she was confident that the College was making progress. She noted that the EIF was concerned with current provision so if a College had identified its weaknesses and was addressing them, improvement was likely. Members welcomed the focused and easily understandable report. One member asked about targets. Penny responded that targets would be included in the next report, along with two RAG ratings: *action completed* and *outcome achieved*. Another member asked how the College was performing compared to the last inspection, to which Sue stated that there had been some improvement as confirmed by the Ofsted monitoring report, and that achievements for 16-19 year olds was better and retention and achievement had improved by 5.2% to above the national average.

Members **Noted** the summary of the SAR for the academic year 2018/19 and the key areas identified as strengths and areas for improvement. Members also **Noted** the QIP and the recommended timescale for completion of actions within the remainder of the academic year.

**Minute 2934 was confidential.**

## **5 – Governance Process matters**

## 2935 Designation of Senior Postholders

Members agreed that John and Sue would remain in the meeting for this item but would not take part in the discussion.

Members considered and **Agreed** the designation of the interim Chief Finance Officer and interim Vice-Principal Learning & Quality as senior postholders for the duration of their tenure at the College (paper 2586/20/C). Members **Agreed** that the long-term consideration of additional senior postholders would be referred to Search & Governance Committee. Members also **Agreed** to ask Search & Governance Committee to review the appraisal mechanism for senior postholders.

## 2936 Committee Structure & Terms of Reference

Members discussed and **Agreed** the revised Committee structure (paper 2587/20/C) to include a Finance & Estates Committee (noting that, with a larger Board, it might separate into two Committees) and Learning & Quality Committee with membership as follows:

**Audit:** Mark (chair), Stephen, Katie and John.

**Finance & Estates:** Paul (chair), Max, Nazir and Tim (one vacancy).

**Learning & Quality:** John RF (chair), Katie, Karen and Tim (one vacancy).

**Remuneration:** Tim (chair), Max and John.

**Search & Governance:** Martin (chair), Penny, Stephen and Karen (one vacancy).

Members also **Agreed** that:

- Search & Governance would include oversight of human resources;
- Tim would be Vice-Chair (Katie had decided to step down as Vice-Chair);
- Max would be safeguarding lead;
- Stephen would be health & safety lead;
- Tim would be student voice lead.

Members **Agreed** the draft Terms of Reference for Finance & Estates Committee and Learning & Quality Committee, noting that each Committee would consider them at their first meeting. Members agreed that the Board was no longer following the Carver/policy governance model and the Board Handbook would therefore be updated to reflect this.

## 2937 Committee minutes (for information)

Martin had previously summarised the outcome of the Search & Governance Committee meeting that took place directly before the meeting.

## 2938 Governor Liaison Meetings feedback

There were no meetings to report.

## 6 – Required Approvals (by exception)

### 2939 Equality, Diversity & Inclusion Policy / Single Equality Scheme

The College's Equality, Diversity & Inclusion Policy and Single Equality Scheme (paper 2588/20/C) was **Agreed**, with members noting that no significant changes had been proposed.

#### **2940 Health & Safety Annual Report**

David (Health & Safety Officer) joined the meeting and presented the Health & Safety Annual Report (paper 2589/20/C). Members noted the changes to the H&S department, the number of reported accidents and the fact that 96% of students felt safe at College, having responded well to the recent *Run, Hide, Tell* exercise. One member asked that the next report benchmark data against other colleges.

One member raised the issue of security, particularly access to buildings outside core hours without security checks. Penny stated that security at the Cosham site was a challenge due to the building's open nature and the fact that Tower residents could only access the Tower through the main building. The issue was being reviewed by management. It was **Agreed** that the security and safeguarding at College sites be referred to the Finance & Estates Committee for consideration. Members acknowledged their responsibilities as set out in the Health & Safety annual report and affirmed their commitment to completing the online training discussed at the H&S training session prior to the meeting. David left the meeting.

The Chair invited Callum to give a student view on the change within the College and the Tower in particular. Callum stated that students studying in the Tower were frustrated and unsettled by the changes, particularly as they needed to focus on their exams. He believed teachers were also frustrated by the uncertainty. Martin acknowledged this concern and suggested Penny ensure the plan is shared with students to keep them informed.

**Minute 2941 was confidential.**

### **7 – Next Meeting: 16 March 2020**

**2942** Members **Noted** the decision to hold a Strategy Day on 16 March 2020, prior to the scheduled Corporation meeting.

## 8 – Self-Evaluation

2943 Katie evaluated the meeting against a number of criteria using the grades, Satisfactory, Requires Improvement or Unsatisfactory and yes / no.

Statement	Evaluation	Comments
The Board was prepared for the meeting.	Satisfactory	
The Board's time was appropriately spent on Ends as opposed to means.	Satisfactory	
Each Board member was given an adequate opportunity to participate in discussion and decision making	Satisfactory	
The Board's treatment of all persons was courteous, dignified, and fair.	Satisfactory	
The Board's deliberations were open, fair, thorough, timely and orderly with discussions kept to the point.	Satisfactory	
The Board adhered to its Standing Orders	Satisfactory	
The Board adhered to its adopted Governance style:	Satisfactory	
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	
<b>Evaluator's comments:</b> <ul style="list-style-type: none"> <li>• Sue Martin and John Owen gave clear, succinct reports and summaries on quality and finance which raised engagement with the Board.</li> <li>• Reduced paperwork allowed more discussion.</li> <li>• Data will improve the reporting.</li> <li>• Board is working to improve governance - actions have been taken to reduce Corporation paperwork (received well).</li> <li>• Further actions have been agreed on sub-committees.</li> <li>• Senior postholders to be more involved.</li> </ul>		

**Minute 2944 was confidential (without staff and student members present).**

The meeting finished at 7.10pm.