

Minutes of a meeting of the Corporation

Held at the College at 5pm on Tuesday 05 December 2017

Present: Mr D Allen, Mr J Bain, Mr M Craft, Mrs S Mbubaegbu, Mr J Rees-Evans, Mr H Slidel, Mr R Tonge, Ms S Ward and Ms N Youern

Apologies: Ms L Burt, Ms F Calderbank, Mr P Daneshvar and Ms D Moody

In Attendance:

Ms H Brennan	- Managing Director Student Central (Minutes 2629 - 2633)
Ms T Cole	- Managing Director Highbury Foundations (Minutes 2628 & 2629)
Ms C Ellis	- Managing Director Highbury Technical Professional (Minute 2634)
Ms D John	- Managing Director Highbury Apprenticeships (Minute 2629)
Ms P Schweitzer	- Clerk to the Corporation
Ms S Warren	- Associate Director Teaching & Learning Excellence (Minute 2629)

Minutes

Part 1 – Standing Items

2621 Apologies for Absence

Ms Burt, Ms Calderbank, Mr Daneshvar and Ms Moody sent apologies.

2622 Membership

The Chair invited Mr Rees-Evans to outline Search Committee's meeting with potential governor Mr Jim Bain (the Chair declared an interest as she had previously worked with him). Mr Rees-Evans stated that Mr Bain was experienced in corporate finance and was a College alumnus. The Committee believed he was a very convincing candidate and therefore recommended his membership to Corporation. Corporation **Agreed** that Mr Jim Bain join Corporation under the general category 2(1)(a) of Highbury College's Instrument of Government for a term of four years from 05 December 2017 to 04 December 2021 and that he join Finance Committee. Mr Bain joined the meeting.

The Chair welcomed Mr Allen to the meeting and Corporation confirmed the appointment of Mr David Allen to Corporation under the Staff Governor category 2(1)(d) of Highbury College's Instrument of Government for a term of four years from 05 December 2017 to 04 December 2021 and **Agreed** that he join Finance Committee.

Corporation **Agreed** that Ms Moody chair Remuneration Committee for further two year term of office (03 December 2017 to 02 December 2019).

The Chair noted that it was Mr Rees-Evan's last Corporation meeting and presented him with a card and gifts. She thanked him for his work over the previous eight years, particularly as Chair of Finance Committee. Mr Rees-Evans thanked the Principal, Chair and other governors, wishing them and the College well for the future.

2623 Declaration of Interest

There were no declarations of interest.

2624 Minutes

The minutes of the meeting held on 03 October 2017 were **Agreed** as a correct record and signed by the Chair.

2625 Matters Arising

Minute 2614: Staffing Report: The Chair stated that Search Committee had discussed the Staffing Working Group and had agreed that, given that not all members were able to attend the first meeting, it would be better to consider the matters at a planning day in January where performance indicators could be agreed by all governors. Members of the group believed they had all confirmed their attendance and that it should take place. The Clerk agreed to double check attendance. Following subsequent discussions, it was agreed that the meeting take place with the group asked to prepare for the planning day.

Parts 2 & 3 – Items for Decision & Discussion

The Chair stated that parts 2 and 3 of the Agenda had been amalgamated and ordered to ensure a logical flow of reports. She noted that staff would not present their papers, but would simply take questions.

2626 Strategic Plan 2017-2020: Headline Outcomes & Operational Plan 2017

Corporation considered Paper 2347/17/C setting out the headline outcomes of the Strategic Plan 2017-2020 and the 2017 Operation Plan.

For the benefit of new members, the Principal stated that the Strategic Plan set out seven priority themes as identified by governors during the planning process and every December Corporation received headline outcomes against these themes.

The final position of the Operational Plan 2017 would shortly be available on the Governors' Portal, alongside Operational Targets for 2018. She noted that the theme *Amazing College, Amazing Staff* identified performance indicators which should contribute to the staffing discussions.

In response to a question the Principal outlined four expressions of interest submitted by the College concerning digital technologies (supported by the University of Portsmouth. The Principal thanked Mr Minter), marine technologies (led by Southampton Solent University), built environment and digital platforms. Criteria had been published and partners would now decide whether to submit full bids.

One member asked how employability skills were measured, to which the Principal stated that the Employability Skills Scan (part of the Work Experience Journal) was used to measure the value of work placement to individual students and involved students completing the scan before and after work experience. In 2016/17, 91.54% of students who completed the scan believed their employability skills had improved as a result of their work placement.

There was a brief discussion about the theme *Alliances, Partnerships and Collaboration* with one member seeking clarification about the matrix completed by the Leadership & Management Team. The Principal stated that the matrix categorised the College's external relationships into three categories: strategic alliances, partnerships and collaboration. The member asked how this linked to recent discussions at the Governors' Planning Day concerning governor involvement with stakeholders and wondered if this could link with governors' ambassadorial role. There was a question concerning project based learning, with one member noting that this was a resource intense approach particularly when setting up learning. The Principal confirmed that it was an active learning methodology linked to design thinking and an entrepreneurial approach.

The Strategic Plan 2017-2020: Headline Outcomes and 2017 Operation Plan were **Noted**.

2627 **Principal's Report**

Corporation considered Paper 2351/17/C providing an update on College developments as well as Further and Higher Education related policy and other issues which impacted on the priority themes of the College.

The Chair noted that this report was a source of joy, setting out a great deal for the College to celebrate. Items included College students' success at the recent WorldSkills (UK) finals (gold medals in Web Design and IT Support Technician), policy developments (members noted the recent letter to the Principal from the Chief Executive of the Education & Skills Funding Agency), the College's membership of the Collab Group and an update on business development.

The Principal drew members' attention to the Governor Liaison Scheme which provided an opportunity for governors to have an impact on the College and to ensure that collectively, Corporation had an overview of College activity. A table had been drawn up for 2017/18 identifying each liaison's link to the College's priority themes, the College Group to which it was attached, areas for additional support and challenge and whether it was an inward or outward facing role. The scheme covered the areas currently in special measures and therefore requiring additional support and challenge. The Principal noted that it was important governors did not get side tracked into matters that weren't linked to the scheme. The intention was that meeting notes (taken by staff and returned to governors within a week) captured the range of engagement as a way of evidencing governors' impact. Governors were given supporting information including the relevant extract from the College Self-Assessment Report (SAR) and sub-SAR, the annually updated supporting operational target paper and relevant structure chart. One member noted that this strengthened existing arrangements and would encourage members to be more actively engaged, stating that the scheme provided a great opportunity to get inside the College. This member asked about the reporting back mechanism, noting that until now the scheme was only very briefly reported on at Corporation and that this needed to be strengthened to ensure whole collegiate understanding. After some discussion it was agreed that this was best achieved by ensuring sufficient time at Corporation. The Chair thanked the Principal for this very important discussion and Corporation **Noted** the Principal's Report.

2628 Maths and English Report

The Managing Director Highbury Foundations joined the meeting.

Corporation considered Paper 2356/17/C about the poor achievement rates for maths and English (ME) in 2016/17 including the main reasons for the decline and requirements to improve the position.

The Principal stated this was a serious issue for the College and that whilst the impact of maths and English could be seen in the SAR, the issue was of sufficient importance to merit an in depth report to Corporation. She clarified that the Quality Improvement Plan (QIP) was drawn up on the basis of the SAR and that the QIP was the substance of the termly quality report considered by Corporation. The Chair acknowledged the seriousness of the issue and asked whether it was an issue in other colleges or particular to Highbury. The Managing Director Highbury Foundations (MD) stated that it was a national issue as students with a GCSE grade 3/D or lower had to resit the exam as a condition of funding. However, benchmarking against other colleges presented a mixed picture. One member stated that the end point was improving achievement rates and wondered if the College needed to add more value than other colleges (i.e. student intake was below average to start with) or whether students were above the national average but failing. The MD stated that historically Portsmouth had low levels of achievement and that the diagnostic test carried out by students with a grade 3/D before starting their College programme often showed a lower result than their GCSE.

Members asked about support for students. The MD stated that more students now arrived at the College with their GCSE results (previously this had been an issue) meaning that it was easier to establish appropriate support at an early stage. In addition, in depth diagnostic testing took place at induction leading to the creation of similar ability groups and support being established, and this was reviewed throughout the year. One member asked if the different groups had similar levels of support and asked if it might be better to provide more support to the lower groups. The MD stated that all students got the support they needed whichever group they were in. One member noted that maths and English no longer seemed to be embedded into the curriculum and that a whole organisation approach was needed. The MD stated that this was one of the main areas for development, with a number of new initiatives underway including every sector having an ME lead attending team meetings. The Student Governor noted that class sizes were big compared to other colleges and many students didn't want to be in class. The Principal stated that some other local colleges were more selective and that the sheer volume of students at the College made this an enormous challenge. She reiterated that Portsmouth had low educational attainment when compared to the rest of the UK and that it was the College's job to bring these students on board and narrow the gap. This year was all about the ME brand and she agreed with another member that contextualisation was hugely important, stressing that ME was the responsibility of all staff, not just ME staff, and that initiatives were taking place to ensure that ME was embedded in all lessons and that there was greater collaboration within the College. In response to a question, the MD stated that these actions would definitely improve achievement rates.

The Chair thanked the MD Highbury Foundations and stated that members looked forward to receiving regular reports on this issue. Corporation **Noted** the Maths and English Report.

2629 Self-Assessment Report 2016/17

The Associate Director Teaching & Learning Excellence, Managing Director Highbury Apprenticeships and Managing Director Student Central joined the meeting.

Corporation considered Paper 2340/17/C concerning the draft self-assessment report for 2016/17.

One member noted that the College was not doing well on value added and asked what steps were being taken to address this. The MD Highbury Foundations stated that the College was working hard with students and their parents to inform them of their predicted grades, with reviews taking place every six weeks so that action could be taken if achievement slipped. The MD Student Central confirmed that this was a more effective way of monitoring valued added throughout the year.

There was a continuation of the discussion concerning employability.

The MD Highbury Foundations confirmed that within the first six weeks of term students took an Employability Skills Scan scoring themselves on various criteria. Cumulative scores were then compared with the results of the same test carried out at the end of the year. Results were excellent with over 90% of students believing their employability skills had improved. In response to a question, she confirmed that scoring was carried out in tutor groups with tutors ensuring the scan was being completed accurately and consistently. One member asked about the quality of work placements and the MD Highbury Foundations stated that these were improving, with the MD Highbury Apprenticeships stating that many students were offered paid employment following their work placements and apprenticeships. One member recalled that a previous survey found employers were unhappy with the lack of communication with the College and asked how this had been addressed. The MD Highbury Apprenticeships stated that there had been a big focus on improving this and the College now communicated in a range of ways including employer handbooks, assessor visits and regular progress reports.

The SAR was still being finalised (sub-SARS were being validated) and would be completed by the end of December, however no major changes were expected. In response to a question, the Principal clarified that only the sub-SARs were being graded, not the College SAR itself. Corporation **Approved** the College SAR 2016/17 subject to final amendments.

The Associate Director Teaching & Learning Excellence, Managing Director Highbury Apprenticeships and Managing Director Highbury Foundations left the meeting.

2630 Student Success Targets 2017/18: Achievement, Progression & Destination

Corporation considered Paper 2338/17/C proposing 2017/18 targets for classroom learning and apprentices.

Results for 2016/17 showed that achievement was below the national average (NA) in many cases, particularly for students aged 16-18. Targets for achievement of classroom learning in 2017/18 had been set at 5% above the NA and where achievement currently met or exceeded the NA, the target was set at 2% above the 2016/17 achievement rate. For apprentices, targets were set at 5% above the NA for both Timely and Overall achievement. Where achievement was low in 2016/17 targets were set at 2% above the highest achievement rate over the last three years. The targets were ambitious but reflected the significant focus on completion of apprentices in 2016/17.

The Chair noted that these were ambitious targets and asked if the College had the resources to deliver them. The Principal replied that it was not about resources but about improving attendance and retention, as traditionally when the College retained students, they achieved.

She stated that the College had achieved these high rates before and that there was no choice as there had been a decline in achievement over the past three years. There was excellent support to enable this improvement including a text service notifying parents of students aged under 18 when they didn't attend College, study centres providing support for mid-ability students and closer monitoring of distance travelled to identify if students slipped behind their targets.

Corporation **Agreed** the Student Success Targets 2017/18: Achievement, Progression and Destination.

2631 Quality Report

Corporation considered Paper 2350/17/C setting out the final update on the 2017 Operational Targets for Quality.

This was the final report against the 2017 targets and was consistent with the SAR. The report showed that the majority of areas had achievement and retention rates below the national average. Apprenticeship achievement for Overall and Timely improved in 2016/17 with Overall achievement slightly above the national average (but 5% below for Timely achievement). Value added was low and required improvement. Tracking of student progress was good and improving through the use of distance Travelled Tracker. Attendance was above 85% but below the College target of 90% (although five areas were at or above this target). Support for students provided by the SEN team was outstanding.

The Chair of Audit Committee stated that at the last Committee meeting members expressed the view that all members would benefit from receiving a regular quality report in the same way that they received a monthly financial monitoring report. The Principal stated that the termly Quality Report was the equivalent and anything more frequent would be repetitious. The Chair noted that this went back to previous discussions about members being able to access a dashboard of performance of indicators. Corporation **Noted** progress against the 2017 Operational Targets for Quality.

2632 Child Protection / Safeguarding Annual Report 2017

Corporation considered Paper 2348/17/C providing an update on how the College safeguarded and promoted the welfare of students in its care.

The report outlined the changes made to the *Safeguarding Adults and Child and Young People Protection Policy 2017/18* to reflect good practice, the development of staff induction training, the work done to enhance student understanding of how to keep safe online, the number and type of tier 4 referrals (29 in 2016/17 compared to 30 the previous year) and the number of support interactions with students who had safeguarding issues which did not meet referral criteria (666 compared to 508 although some students had accessed services more than once).

One member stated that she was linked to this area through the Governor Liaison Scheme and thought it would be helpful for governors to understand why safeguarding could only be a grade 2. The MD Student Central explained that safeguarding was effective, which is where it needed to be, but there were concerns around the security of the College centres with ongoing staff discussions concerning the balance between being an open College and keeping students safe (particularly vulnerable students). The College had introduced student ID badges and was diligent in ensuring they were worn and was currently reducing the number of entrances / exits to buildings. One member agreed that it was important to assess and then mitigate risk and to be mindful that increasing security could fundamentally change the character of the College, rendering it less welcome and accessible. The MD stated that the College was very conscious of balancing these needs and endeavoured to ensure that action was proportionate.

Corporation **Noted** the Child Protection / Safeguarding Annual Report.

2633 Equality & Diversity Annual Report 2016/17

Corporation considered Paper 2349/17/C setting out the annual equality and diversity report on progress against the 2017 Operational Targets.

Key data in the report included the achievement rate for students aged 16-18 was 18.6% lower than that for 19+ students, with a gap of 1.3% between the achievement rates of female and male students aged 16-18, the College had higher numbers of students with High Needs / Education Health Care Plans (in 2016/17 49 students received High Needs funding and a further 24 had EHCPs compared to 24 and 23 respectively in 2015/16). Results of the 2016 students autumn survey broken down by age, gender, disability and ethnicity showed little difference in the satisfaction ratings by equalities groups (a change from the 2015 survey where there were slightly lower satisfaction rates for Bangladeshi, white and other ethnicity students). There had been an increase in the number of job applicants from BME groups (up 6% in 2016/17) and those declaring a disability. One member asked about students from some ethnic backgrounds particularly Black Other and Pakistani, reporting that they did not feel safe in College. The MD Student Central stated that it was hoped additional security measures would enable students to feel safer and more comprehensive reporting had been introduced to enable more accurate monitoring of student incidents dealt with by Estates staff.

The annual Equality & Diversity Report 2016/17 was **Noted**.

The Managing Director Student Central left the meeting.

2634 Risk Management Monitoring

The Managing Director Highbury Technical Professional joined the meeting and Corporation considered Paper 2341/17/C providing an update on progress made in the Strategic Risk Reduction Plan for 2017/18.

The Chair of Audit Committee confirmed that the Committee had a thorough discussion on the Strategic Risk Reduction Plan at its meeting on 21 November 2017 and were satisfied with the report.

There were 23 Strategic Risks on the Risk Register with 10 being monitored through the Risk Reduction Plan. There were no changes to report on eight of these 10 risks and a commentary was provided on the remaining two; risks 6 and 14. Risk 6 concerned *'Non-compliance with Health & Safety, Safeguarding, Equalities legislation and other legal requirements may lead to legal action against the College, poor regulatory judgements, unplanned costs and damage to reputation.'* This risk had been upgraded to take account of the General Data Protection Regulation (GDPR) which would become applicable in May 2018. Staff training had taken place and the College continued to keep this area under close review. Risk 14 *'Failure of the curriculum offer to meet the needs of regulatory bodies, individuals and employers may lead to low achievement and success rates, failure to achieve success in inspection, failure to achieve student recruitment targets, significant reductions in funding and damage to reputation'* had been upgraded due to the fact that five sectors had been placed into special measures (Apprenticeships, Construction, Foundation Pathways, Health and Maths & English).

Appended to the report were risks associated with the College's subsidiary companies: NWT, Highbury Apprentices (Birmingham) Ltd (previously New Horizons Training Ltd) and HBSA (Jeddah).

Corporation **Noted** progress made in the Strategic Risk Reduction Plan and in the management of the risks identified for 2017/18.

The Managing Director Highbury Technical Professional left the meeting.

2635 **Audit Committee Annual Report to the Corporation**

The Chair of Audit Committee presented Paper 2342/17/C setting out Audit Committee's Annual Report to the Corporation, stating that the report had been discussed by the Committee and was recommended to Corporation for agreement.

As part of its responsibility to advise Corporation and the Principal as Accounting Officer, Audit Committee annually reported on the adequacy and effectiveness of the College's risk management, internal control and governance systems. This report covered the Audit Committee's activities from 01 August 2016 to 31 July 2017. Reports throughout the year from the College's Internal Audit Service, External Auditors and Governance report gave support to the Committee's continuing confidence in the adequacy and effectiveness of the College's audit arrangements, its framework of governance, risk management and control and its processes for securing economy, efficiency and effectiveness (value for money).

Corporation **Agreed** the Audit Committee Annual Report to Corporation.

2636 Strategic Internal Audit Plan & Annual Internal Audit Plan

Corporation considered Paper 2343/17/C setting out Southern Internal Audit Partnership's outline Strategic Internal Audit Plan 2017-2020 and Annual Internal Audit Plan 2017/18. The Chair of Audit Committee confirmed that the report had been discussed by the Committee and was recommended to Corporation for agreement.

The report reviewed the College's audit needs and recommended the strategic internal audit plan covering the three financial years 2017/18 to 2019/20. The plan was subject to ongoing review of the College's risk register by the College and Southern Internal Audit Partnership. Although it was no longer mandatory for colleges to have an internal audit service, the College had decided to continue to plan on the basis of a Public Sector Internal Audit Standards compliant internal audit service and the audit strategy and annual audit plan therefore had to be approved by Corporation on the recommendation of the Audit Committee. One Committee member noted that there was a reduction in internal audit days in 2017/18 and stated that the Committee had been impressed with the auditors' professionalism.

Corporation **Agreed** the Strategic Internal Audit Plan 2017-2020 and Annual Internal Audit Plan 2017/18.

2637 Review of Financial Regulations

Corporation considered Paper 2344/17/C setting out the annual review of the College's Financial Regulations. Finance Committee members confirmed that the Regulations had been considered by the Committee at its meeting on 02 November 2017 and that they, with the three amendments, were recommended to Corporation for agreement.

The Financial Regulations proposed three amendments: the addition and definition of the words '*material or significant*' (section 2.4 status of financial regulations), the addition of a general statement regarding IPR ownership (section 17) and an additional statement concerning staff responsibility when submitting expense claims (section 18).

Corporation **Approved** the updated Financial Regulations.

2638 Governors Self-Assessment Report

The Chair presented Paper 2339/17/C setting out the Governors Self-Assessment Report 2016/17.

As part of the planning session on 26 September 2017, governors self-assessed against Ofsted's Common Inspection Framework and judged governance to be good in 2016/17. The draft SAR extract, evidence grid and Quality Improvement Plan (QIP) were appended to the report. A revised SAR including amendments from Search Committee's meeting on 28 November 2017 was circulated.

The draft SAR summarised progress made since the last self-assessment on key strengths, weaknesses and identified areas for development with actions for improvement set out in the QIP. The Chair stated that the areas for development included creating a more outward looking governing body and reimagining governance to enable greater impact and reduce administration.

Corporation **Agreed** the Governors Self-Assessment Report and that it be included in the College SAR to be uploaded to the Ofsted portal in January 2018.

2639 Committee Terms of Reference

Corporation considered Paper 2345/17/C setting out the Committee Terms of Reference. Terms of Reference had been considered by the relevant Committee and a small number of amendments were proposed. Remuneration Committee also proposed amendments to the *Remuneration Policy – Senior Postholders*. Corporation **Agreed** the updated Committee Terms of Reference and *Remuneration Policy – Senior Postholders*.

2640 Calendar of Meetings & Schedules of Business

Corporation **Agreed** Paper 2346/17/C setting out the calendar of meetings for 2018 and 2019 and the 2018 schedules of business.

2641 Financial Accounts 2016/17

Corporation considered Paper 2337/17/C setting out the financial accounts for 2016/17. The accounts were in draft form but any changes arising from the finalisation of the audit process would be presentational.

Income and expenditure recorded a deficit of (£1.03m) after adjustment for the impact of the pension movements, compared to a projected deficit in the June management accounts of (£1.22m). The cash balances at the year end were £800k and there were net current assets of £600k. The net current assets matched those forecast in the June management accounts. The Chair drew attention to the fact that although the financial accounts showed a deficit, the situation had improved. The Chair of Finance Committee confirmed that the accounts did not contain any surprises. Corporation **Agreed** the draft financial accounts 2016/17.

2642 Governor Liaison Visits

Mr Tonge stated that his first meeting with the MD Highbury Technical Professional was very much a learning experience but the balance would shift as he became more familiar with the area. **Mr Craft** stated that he had an interesting meeting with the Managing Director Highbury Apprenticeships learning about her area in the year ahead.

2643 Minutes of Committees (for information)

The minutes of the **Finance Committee Meetings** held on 02 November 2017 were **Noted**.

The minutes of the **Audit Committee Meeting** held on 21 November 2017 and **Search Committee Meeting** held on 28 November 2017 would be uploaded onto the portal.

Minutes 2644 & 2645 were confidential.

Self-Assessment of Meeting

Four evaluation forms were returned to the Clerk. Two members agreed that papers arrived in time (two didn't although one was a new member who only received the papers at the meeting) and were clear and concise, containing sufficient information upon which to make decisions. One member noted that the papers were voluminous. Members felt able to contribute to the debate and decision-making process and all members felt that Corporation challenged and questioned reports sufficiently. Members were satisfied that the decisions arrived at were sound and that the impact of decisions on students and the College was clear. Members felt that the Chair provided effective leadership and ensured that there was enough time for debate and that all Governors were able and encouraged to participate in discussions (one member noted that 'very effective management!'). Members agreed that the meeting was clerked effectively. Under any other comments, one member noted '*The volume of papers make this a meeting of report. The amount of detail provided to us is impressive. The summary in front to each report is helpful but my impression is that there is still an element of rigour that is 'missing' with an emphasis on mitigation that may be too defensive. There is certainly no shortage of hard work but outcomes remain paramount. I stress this is a question of possible fine tuning for the material.*'

Date of Next Meeting

Tuesday 20 March 2018 @ 5pm.

The meeting ended at 6.50 pm.