

Minutes of a meeting of the Corporation

Held at the College at 5pm on 27 November 2018

Present: Mr Allen (Staff), Mr Craft, Ms Danvers Hewitt, Mr Henson, Mr Mason (Vice-Chair), Mrs Mbubaegbu, Mr McCaffery (Student), Ms Moody, Mr Pembleton (Minute 2702 onwards), Mr Pretty (Minute 2702 onwards), Mr Royston-Ford, Mr Slidel and Ms Youern (Chair).

Apologies: Mr Minter

In Attendance:

Mr Cox	- Group Finance Director (Min. 2709-2719)
Ms Davies	- Quality & Standards Manager (Min. 2709)
Ms Schweitzer	- Clerk to the Corporation
Ms Warren	- Executive Director, Quality & Professional Development (Min. 2709)

Minutes

1 – Standing Items

2701 Apologies for Absence

Mr Minter sent his apologies.

2702 Membership

The Vice-Chair stated that he was on the interview panels that had met with Mr Pretty and Mr Pembleton, stating that they were both strong candidates and would be brilliant on the Board. Mr Pretty had a background in the FE sector at national level and Mr Pembleton had in-depth knowledge of the Portsmouth economy.

Corporation **Agreed** that Mr Ian Pretty join Corporation under the general category 2(1)(a) of Highbury College's Instrument of Government for a term of four years from 27 November 2018 to 26 November 2022.

Corporation **Agreed** that Mr Mark Pembleton join Corporation under the general category 2(1)(a) of Highbury College's Instrument of Government for a term of four years from 27 November 2018 to 26 November 2022.

Mr Pretty and Mr Pembleton then joined the meeting. The Chair welcomed them and members introduced themselves.

2703 Declaration of Interest

There were no declarations of interest.

2704 Minutes

The minutes of the meeting held on 02 October 2018 were **Agreed** as a correct record and signed by the Chair.

2705 Matters Arising

There were no matters arising that were not covered by the Matters Arising sheet.

2 - Principal's Report

Minute 2706 was confidential.

3 – Ends Policy matters

2707 Global Strategic Purpose Policy and Ownership

The Chair presented Paper 2424/18/C setting out the Global Strategic Purpose Policy and Ownership.

The Principal stated that at the governors' planning day in August 2018, members had agreed to tweak the existing public value statement to create the College's Global Strategic Purpose. Members had identified students, businesses, communities, staff and alumni as College owners. Given that not all governors were at the planning day, the Principal believed it was important for the Board to clarify and agree the global strategic purpose policy. She also believed there was some confusion around beneficiaries and owners. The Vice-Chair stated that the most exciting bit about Carver was that the Board represented the College's owners so it was vital that they clarified exactly who they were in order for the Board to begin its forward looking work.

There was a discussion about the difference between owners and stakeholders (stakeholders can be owners but not all stakeholders are owners). Carver indicated that staff could be beneficiary owners but they were distinct from students, businesses and communities (who do we exist for?). One member recalled the planning day discussions, stating that from a statutory point of view the College was owned by the people for the people. There was a discussion about the role of staff, with one member believing the results / effects bullet points needed to identify being part of an inspiring culture with a strong set of values and that the College was an employer of choice. The staff governor stated that happy staff meant happy students. The College's staff mutualisation was also noted.

Corporation **Agreed** that the Global Strategic Purpose Policy and Ownership would return to the following meeting for further discussion.

2708 Project Bridge and the HIVE Presentation

The Chair introduced Project Bridge and the HIVE, stating that she was not giving this presentation in her role as Chair.

Project Bridge and HIVE was a hugely exciting social movement for change. Last summer a number of different organisations from the city met to explore how they could work together more effectively. They recognised that in an era of scarce resources, problems could only be solved collaboratively and as equal partners, and if everyone – including individuals – took responsibility. At their second meeting, the group looked at the issue of carers in the city and Project Bridge was started. The premise being that the 4,000 carers in the city had answers to the challenges they faced and so organisations went away to speak with them and as a result their support was transformed through volunteering. A methodology was developed and was now being applied to different issues. On 19 December HIVE would open in the central library to act as a single information point for everything within the city and as a centre for social action, supporting people to take action, for example, developing social enterprises.

The initiative was evolving quickly and the Chair was bringing the issue to Corporation to explore if and how the College might be involved. Members were keen to be involved, believing that students had lots of skills they could share and that there were strong links to British values. The staff governor suggested that links could be made with the community aspect of students' activity, as students were already encouraged to volunteer in their communities. The Principal agreed, stating that this represented an opportunity to do something different.

Corporation **Agreed** that this issue would be reconsidered at its following meeting.

4 – Monitoring Organisational Performance

The Group Finance Director (GFD), Quality & Standards Manager and Executive Director, Quality & Professional Development joined the meeting.

2709 Quality Monitoring Report

The Quality & Standards Manager presented Paper 2425/18/C setting out the quality monitoring report for October 2018.

The Principal reminded members that they had asked the report to identify what was working well and what needed to improve. A monthly, more detailed report was available on the Governors' Portal.

Areas that were working well included:

- Strategies to improve achievement had been effective: overall achievement had increased by 4.9% to 88.9% in 2017/18 and GCSE ME showed a three-year improvement trend with Maths at 84.1% and English at 80.8%. Maths achievement had improved from requires improvement to good.
- Vocational areas in special measures showed a significant increase in achievement, particularly Construction, Health, Care & Early Years and Foundation Pathways.

- ProMonitor had been implemented and had target grades set.
- Staff turnover was lower than the previous two years.

Areas that needed to improve included:

- Achievement of students studying Level 3 programmes
- High grades for GCSE ME
- Starting points were not always clearly recorded for Apprentices
- Better planning of assessment in the workplace for Apprentices
- Staff morale.

Members asked what was being done to improve staff morale and the Principal stated that leadership and management had recently run a workshop to address this theme. Managers recognised that staff morale was everyone's business and a number of actions were identified such as using 1:1s better to find solutions and cross College team building. Whilst there was no action plan, the Principal stated that managers would take this forward. The Chair agreed that staff morale was everyone's business and that it needed to be led from the top, with people enabled. It was important the issue wasn't forgotten and the Board needed to know that staff morale had improved and how this was measured. Members understood it was not their role to engage in operational issues but because staff played such a important role in the organisation, it was crucial that they were kept up to speed with key staff issues. The Chair stated that members had the opportunity to explore these issues through their liaison meetings. One member stated that in a meeting she had recently attended, managers had responded enthusiastically to the new performance review process and this linked to the SAR validation process.

One member noted that monitoring of students and the placement test was a key point that ran through a number of areas within the College at present and asked for confirmation that improved target setting through ProMonitor would inform monitoring. She wondered if more work was still required as the SAR stated the College was unable to track the progress of its students easily but she presumed that would change during this academic year. The Quality & Standards Manager agreed that ProMonitor made tracking progress much easier than the DTT and that the first ProMonitor report had been generated and shared with managers. The Executive Director, Quality & Professional Development confirmed that managers were now able to measure progress at any point and so were feeling much more confident.

The Chair asked that in future the report identify SMART targets for the areas needing improvement so that members could clearly see what was being done and how action was being measured.

Corporation **Noted** the Quality Monitoring Report.

Minutes 2710 – 2712 were confidential.

5 – Governance Process matters

2713 Board Objectives 2018/19

The Chair presented Paper 2429/18/C concerning the Board's objectives 2018/19.

The Principal stressed that it was the Board's responsibility to set its objectives and it was not something that could be delegated to the Task & Finish working group. The objectives were to be drawn from the three areas for which the Board took direct responsibility:

- Connecting with owners
- Creating written policies that direct and control the College
- Assuring performance.

The Principal suggested that one of the objectives could be to have completed the working group's activity by 19 March 2019.

The Vice-Chair noted that Corporation was at the early stages of implementing the new governance model and members needed to prepare for these discussions more fully. Members did not believe there was sufficient time at the meeting to do this item justice and so it was **Agreed** that the Board objectives would be considered at the following meeting.

2714 Task & Finish Working Group progress report

The Vice-Chair gave a verbal update on the working group. He stated that he was chair of the group, which met for the first time on 19 November and would meet monthly thereafter. The group was finalising the Board Governance Policies document starting with the governance process policies.

2715 Corporation & Committee membership

The Clerk presented Paper 2430/18/C setting out Corporation and Committee membership. The purpose of the paper was to agree a Chair and one new member for both Audit and Remuneration Committees.

After discussion, it was **Agreed** that:

- Mr Minter would chair and Mr Pretty would join Audit Committee;
- Mr Mason, as Vice-Chair of Corporation, would chair and Mr Craft would join Remuneration Committee.

2716 Committee minutes (for information)

Corporation noted the interviews with Mr Pretty and Mr Pembleton on 19 October and 26 November 2018 respectively.

The Minutes of the Audit Committee meeting on 20 November 2018 were **Noted**.

The remainder of Minute 2716 was confidential.

6 – Required Approvals

2717 Assurance Statement from Governing Bodies for Quality Assessment in Higher Education

The Quality & Standards Manager presented Paper 2431/18/C setting out the assurance statement from governing bodies as part of the new operating model for

quality assessment in Higher Education (HE).

The report outlined the HE quality assurance processes in place during 2017/18 as required by the Office for Students so that the Board could approve and sign the annual assurance statement for further education and sixth form colleges by the 03 December 2018 deadline. The Quality and Improvement Manager stated that the College had approximately 250 HE students. The Principal clarified that there was a summary assurance statement that she would sign on behalf of Corporation.

Corporation **Agreed** the assurance statement from governing bodies as part of the new operating model of quality assessment in Higher Education.

2718 Audit Committee Annual Report 2017/18

The GFD presented Paper 2439/18/C setting out the Audit Committee's annual report 2017/18. The report covered the Committee's activities from 01 August 2017 to 31 July 2018 and was part of its responsibility to advise the Corporation and the Principal as Accounting Officer on the adequacy and effectiveness of the College's risk management, internal control and governance systems. Reports in the year from the 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's Annual Report 2017/18.

Minute 2719 was confidential.

2720 Student Union Report & Accounts 2017/18

The President of the Student Union presented Paper 2434/18/C setting out the Student Union Report and Accounts 2017/18. The report outlined the elections for the office of President of the Student Union as well as activities, events and enrichment during 2017/18. Also attached to the report were the accounts. Corporation **Approved** the Student Union Annual Report and Accounts 2017/18.

7 – Rehearsal / Scenario planning

Minute 2721 was confidential.

8 – Next Meeting: 18 December 2018

2722 The Clerk drew members' attention to the draft Corporation Agenda for the 18 December 2018 and the template Agenda which stated that this item was for '*the Board to review where it is in the annual cycle of Board work, with special emphasis on what preparation is necessary for the next meeting.*' It was **Agreed** that the Agenda would be updated and recirculated and that members would prepare more fully for the following meeting by reading *The Policy Governance Model and Role of the Board Member* booklet.

9 – Self-Evaluation

2723 The Vice-Chair 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.	Requires Improvement	Members needed to read <i>The Policy Governance Model and Role of the Board Member</i> booklet.
2	The Board's time was appropriately spent on Ends as opposed to means.	Requires Improvement	More work to be done.
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.	Requires Improvement	
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		
	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	

Mr Henson **Agreed** to carry out the self-evaluation at the next meeting.

The meeting ended 6.45pm.