



**Minutes of the Meeting of the Corporation  
held on Tuesday 10 December 2019**

**Present: -** Mr Igor Andronov (Chair)  
Cllr Sebastian Bowen  
Mrs Sally Cassels  
Mr James Caird  
Mr Tony Ford  
Mrs Laura Johnston  
Mr Adam Matthews  
Mr Jeremy Nicholls  
Mr Ian Peake (Principal)

**In attendance: -** Mrs Jo Ricketts (Deputy Principal)  
Mr Edward Gwillim (Director of Finance)  
Mrs Debra Baldwin (Director of Personnel)  
Mrs Linda Watkins (Clerk to the Corporation)

The meeting was quorate as nine Governors were present.

	<b>Action</b>
1. I. Apologies were received from Abby Durant, Debbie Lambert and Rebecca Payne.	
II. The Chair welcomed Adam Matthews to the Board and introductions followed. Everyone had an enjoyable lunch asking the Clerk to thank the staff and students for the excellent lunch and proficient service.	L Watkins
III. There were no declarations of interest.	
2. I. <b>Minutes of the Last Meeting</b> The Chair signed the minutes of the meeting held on 22 October 2019 as a true record.	
II. <b>Matters arising</b>	
a. A Governor asked about progress with LIC consultancy at Walford Campus which is currently being set up. An update will be provided at the F&E Committee next year.	I Peake
b. The Clerk reported that discussion on the careers offer and assigning a Governor to this area would be discussed at the February meeting as part of HLNSC's offer.	L Watkins
III. <b>Notes from Governors' Workshop: 22 October 2019</b>	
<u>The Board agreed: -</u>	
• To approve the minutes	
<i>Discussion</i>	
3. <b>Principal's Report</b>	
I. The Principal's written report was noted outlining key	

meetings he had attended in Herefordshire, Ludlow and North Shropshire. There were networking meetings with NMiTE, Herefordshire Business Board and the Marches LEP. Termly quality summit meetings had taken place across the whole College.

- II. The Deputy Principal presented the KPIs. Student retention by faculty with comparisons to targets showed 98.4% overall retention. A breakdown of 16-18 and 19+ retention will be reported in future KPIs. The attendance target of 90% had been achieved or exceeded in the majority of faculties with the exception of FTS which was marginally below target. Significant work to condense timetables to three days had a positive impact on attendance at Oswestry and Walford Campuses. County Training attendance will be presented in future reports. Student progress had been tracked using EBS MIS but a full data set is not available as yet. This reported the percentage of students on target, below or above their target grade. Apprenticeship timely and overall achievements are delivered on a roll on roll off basis meaning achievement will increase during the year. The best-case timely achievement is 84.9% and overall achievement 82.3%.
- III. ESFA correspondence: Financial Plan 2019/21 had been discussed by the F&E Committee. It showed ESFA's 5-year financial assessment of the College using ESFA's financial indicators. The EBITDA score is positive; however, there is a forecasted deficit of £3.4M in 2018/19 which did not take account receipt of £3.7M of merger related Transaction Unit funding for the merger but included expenditure for HLNSC. As a result, ESFA had categorized the College in early intervention. The Principal is pursuing this with ESFA and there was a consensus from Governors that the College's financial performance does not warrant being categorized in early intervention. The Chair would also write to ESFA expressing concern on behalf of the Board.
- IV. Destination data 2018/19 had been completed for Herefordshire and Ludlow College full time students. NSC destination data will be provided next year. Over half of leavers had remained in education with positive outcomes for the majority of leavers. Progress by level was provided. J2 research was commissioned in October to follow up full time substantive leavers across the whole College (HLNSC). This ascertained if there was a link between the programme of study and outcomes with 8% of leavers disagreeing. The College's contribution to wellbeing and health was also surveyed which was positive. Governors were pleased by the encouraging student outcomes.
- V. Principal's briefing to staff December 2019 was summarized. The College consistently attracts the same percentage of school leavers which had increased as the College's reputation had improved. Overall achievement rates are very good with broadly average value-added scores.

I Andronov

The Board agreed: -

- To note the Principal's report and KPIs

*Decision*

**4. Strategic Plan 2019/22**

The Strategic Plan had been considered at the October Board meeting with suggestions incorporated. This had also been discussed by the CMT and comments requested from staff. The next step will be to send to external stakeholders for comments before the final Strategic Plan is issued.

The Board agreed: -

- The Strategic Plan gave a positive context to FE and the College's provision.

**5. Annual Assurance Reports**

- I. RSM Internal Audit Service Annual Report 2018/19 had been discussed by the Audit Committee. The Chair of the Committee referred to the audit opinion which had decreased, although still within the second level of assurance. Practices needed to improve this year or the auditor's opinion could decrease further to the third level of assurance. There were risks due to late responses to some internal audit reports and completion of recommendations.
- II. The Audit Committee's Annual Report 2018/19 outlined the detailed work of the Audit Committee. The opinion, based on the adequacy and effectiveness of the Corporation's assurance arrangements, framework of governance, risk management and control processes, for the effective and efficient use of resources, solvency of the institution and safeguarding its assets stating that the Governors can put reliance upon internal control systems established. Systems are adequate but not robust based on concerns expressed at timescales to respond to internal audit reports and the impact of the merger. The Audit Committee will continue to monitor the effectiveness of systems during the year. The Chair requested updates on progress at Board meetings.

The Board agreed: -

- To approve RSM Internal Audit Service's Annual Report 2018/19
- To approve the Audit Committee's Annual Report 2018/19

**6. Report and Financial Statements for the year ended 31 July 2019**

The Director of Finance informed Governors that there will be minor changes to the narrative and notes; however, financial data was not expected to change. The F&E Committee had discussed financial aspects of the draft report and the Audit Committee had discussed the draft report.

The Director of Finance outlined the statement of comprehensive income and referred to Mazars' opinion that the Corporation has adequate resources to continue in operation as a going concern.

A comparison of the financial plan submitted to ESFA, statutory accounts and financial position pre and post-merger had been provided with an explanation. The budget had been agreed before the merger with NSC. The financial statements incorporated nine months of HLC and NSC following the merger. The main difference between the College's budget and ESFA's financial plan is the impact of FRS102 LGPS pension adjustments which are reported in the financial statements. The pension liability had also increased to incorporate NSC. The financial statements report a deficit of £549K; however, the management accounts report an operating surplus of £194K with the difference caused by the impact of FRS102 LGPS pension treatment. The College has a strong cash position of £4.2M and had no long-term borrowing.

The Board agreed: -

- To approve the financial data acknowledging minor amendments to the narrative but no changes to financial data. The final version would be sent to Governors before the Chair and Principal sign the final version
- The Chair to sign the letter of representation and the Chair and Principal sign the regularity self assessment
- To record appreciation to the Director of Finance and team for preparing the financial statements

## 7. **Quality**

College Self Assessment Report (SAR) and Quality Improvement Plan (QIP): The Deputy Principal outlined the rigorous process to prepare the SAR which had been scrutinized by the Q&S Committee and CMT. Appreciation was recorded to Governors who had participated on the scrutiny panels who confirmed that this had been extremely useful and informative.

The SAR provided evidence of quality processes, indicated the College's direction of travel and gave a summary of the judgements for the whole College based on the Ofsted's Education Inspection Framework (EIF).

The following changes would be made to change the grade for leadership and management from a grade 1 to grade 2. Destination data will be added to include NSC. Curriculum self assessment grades will be amended based on the final curriculum team self assessments due on 10 December 2020.

The Single Equality Scheme (SES) evidenced how the College is meeting its Equality Duty by putting procedures and training in place to discourage discrimination to individuals within the nine protected characteristics. There is a requirement to publish objectives every four years and the College publishes the SES annually on the College's website.

The Board agreed: -

- To approve the SAR
- To approve the following policies: -
  - Learning Teaching and Assessment Strategy
  - HE Strategy
  - Quality Policy and Procedure

- Single Equality Scheme (SES)
- Safeguarding and Child Protection Policy
- Peer on Peer Policy
- To approve the Single Equality Scheme (SES) which was in draft format merging HLC and NSC. The final SES would be uploaded to Moodle
- To congratulate the Deputy Principal for succinctly bringing together HLC and NSC into a single SAR
- To acknowledge hard work from the Deputy Principal and Director of Personnel to prepare the reports and policies

## 8. Governance

The Board agreed: -

- To re-appoint Tony Ford as an Independent Governor for a further year in office and appoint Abby Durant and Adam Matthews as Student Governors for two-year terms in office
- To endorse the Remuneration Committee's Annual Report 2018/19 which would be published
- To approve the Risk Management Policy

The Chair updated Governors that the post of Principal and Chief Executive had been advertised with the closing date on 5 January 2020. The recruitment panel (Committee Chairs and Becky Payne) would shortlist on 8 January followed by a two-day assessment centre and interviews on 20 and 21 January. There would be an opportunity for Governors to meet candidates on 20 January.

## 9. Finance

ESFA require the Board to approve the sub contracting policy annually based on the level of sub-contracted income. This had already been approved as part of the budget 2019/20 which remained at the same level as the previous year. The Audit Committee had discussed an independent report on sub-contracting which was a requirement of ESFA. The F&E Committee recommended the Board approve the Sub Contracting Policy.

The Board agreed: -

- To approve the sub contracting Policy 2019/20

The following reports were presented for information with specific points recorded.

## 10. GCSE English, Maths and Functional Skills

The Deputy Principal reported that attendance to English and maths lessons had improved in the majority of faculties. The target progress score is for learners to achieve one grade higher than their grade at the start of the academic year. Student tracking systems for English and maths have been introduced across the whole College. Key assessments and tracking have been introduced which were previously established at Oswestry and Walford Campuses. At this point in the year there is good progress and improved attendance. A Governor commented that it was encouraging that the effective systems previously embedded at NSC for English and maths are being embedded throughout the whole College. Some Governors had visited NSC and commented on

visual posters in classrooms for English and maths.

11. **Risk Management and Risk Register**  
The Audit Committee had discussed risks in detail.
12. **Minutes from Committees - noted**
  - I. Audit Committee: 2 December 2019
  - II. Quality and Standards Committee: 27 November 2019
  - III. Finance and Employment Committee: 27 November 2019
  - IV. Search and Governance Committee: 27 November 2019
13. **Management accounts to 31 October 2019**  
The F&E Committee had discussed the financial summary to date.
14. **Annual Reports**
  - I. Health and Safety Report
  - II. Staff Report
  - III. Staff Development Report
  - IV. Treasury Management
  - V. Safeguarding and Child Protection Report
  - VI. Equality and Diversity Report
  - VII. Student Discipline
  - VIII. Student Complaints
  - IX. Risk Management Report
15. **Governors' Benchmarked self assessment feedback 2018/19**  
The Search and Governance Committee had discussed feedback and areas with lower scores which will be addressed by committees and workshops.
16. **Any other business and comments**  
In future section numbers would be added to reports as Governors using electronic documentation could not see page numbers in reports.
17. **Date and Time of Next Meeting**  
Strategy meeting Tuesday 11 February 2020 commencing at 12.30 at Ludlow College  
  
[Staff and Student Governors left the meeting for the confidential agenda]
18. **Minutes of the last confidential meeting**  
The Chair signed the confidential minutes of the Board Meeting held on 22 October 2019 as a true record.  
  
The Board agreed: -
  - To approve the confidential minutes

CMT

**Signed as a true record of proceedings**

**Chair:** ..... **Date:** .....