



**Minutes of the Meeting of the Corporation
held on Tuesday 24 April 2018**

Present: - Mr Igor Andronov (Chair)
Cllr Sebastian Bowen
Miss Amy Burgoyne
Mrs Sally Cassels
Mr James Caird
Mr Tony Ford
Miss Sophia Haywood
Mrs Debbie Lambert
Mr Norman Moon
Mrs Elizabeth Patrick
Mr Ian Peake (Principal)
Mr Garry Thomas

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 twelve Governors were present.

- 1. I. Apologies for Absence**
Mr Richard Garnett, Dr Alan Lavers and Mr Hamish Robson.
- II. Chair's Remarks**
- A. The Chair informed Governors that Val Ainsworth had resigned from the Board since the last meeting. Val had written to Governors expressing appreciation for their professional support during her tenure as a Governor.
- B. Correspondence had been received from two local residents objecting to the Herefordshire Football Association's planning application for an Astro turf sports pitch on the field adjoining the College. The Chair had responded that the College supported the application which would be beneficial to students; however, it was the responsibility of the Planning Department at the Local Authority and therefore not an issue for the College. Governors supported this response.
- C. The Search and Governance Committee had considered the practice of completing process reviews at each meeting deciding to remove these which would be covered in 'AOB and comments about the meeting'.
- III. Declaration of Interest**
None declared.

Action

2.
 - I. **Minutes of the Last Meeting**
The Chair signed the minute of the Board Meeting held on 13 February 2018 as a true record.
 - II. **Matters arising from the Last Meeting and Action List**
Matters arising were covered in the action list
 - III. **Notes from Governors' Workshop:** Noted
The Board agreed: -
 - To approve the minutes

Discussion

3. **Principal's Report**
 - I. *Principal's Written Report:* Governors noted the report which covered key internal and external meetings, the Marches LEP and other activities and events.
 - a. The Chair from the Farriery Training Council had visited which had been a positive meeting.
 - b. There have been initial discussions with Hereford FC to discuss the possibility of running the club's youth team.
 - c. Ludlow College musical production of 'Kiss me Kate' was an enjoyable performance.
 - d. The Prince's Trust Celebration 'Get into Woodlands' had provided an opportunity to engage with some students.
 - e. A Governor asked about the University Centre which is a successful service including offering a series of lectures which are open to staff, students and the public. The Clerk would send details of lectures to Governors.
 - II. *KPIs:* The Principal outlined progress.
 - a. Student enrolments had increased by 83 this year.
 - b. Retention excluding English and Maths remains positive at marginally over 97%.
 - c. Attendance remained on target in each faculty despite being affected by the snow and flu epidemic. Attendance to English, Maths and Functional Skills was of concern with assurance given that management have agreed actions to improve this.
 - d. English and Maths performance and achievement of grades 9-4 was below the national target which is a national issue. There is a mandatory requirement for students who have not achieved grade 9-4 to re-take at College.
 - e. Overall achievement of apprenticeships was good. A Governor asked reasons why 31 apprentices at Ludlow College had only achieved 32%; these were apprentices that the College had taken following merger.
 - III. *Principal's briefing to staff March 2018:* This had focused on the positive feedback from the learner surveys. The demographic decline in the number of young people leaving secondary school was outlined specifically being at the

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lowest point in June 2018 before beginning to increase.

The Board agreed: -

- To note the Principal's report and KPIs

Decisions

4. Finance:

- I. Tuition Fee and Remission Policy 2018/19. The Director of Finance explained that the policy had not been presented to the F&E Committee who had agreed to a 5% increase to fees in principle.
- II. Signatories and signing requirements for bank and investment accounts. Changes were proposed in the paper which had been discussed by the F&E Committee.

The Board agreed: -

- To approve the Tuition Fee and Remission Policy 2018/19
- To approve the recommendation from the F&E Committee to appoint the Principal and Chair of F&E Committee as trustees of Vaughan Nash Trust
- To update HSBC and Blackrock UK mandates to be managed by the Director of Finance and Finance Manager as signatories
- To confirm signatories for the College's current and premium accounts and confirm access to Barclays.net online banking as per the paper

5. Re-appointment of RSM, Internal Auditors 2018/19

The Chair of the Audit Committee reported that the Committee recommended RSM be re-appointed next year with an option to tender in the near future.

The Board agreed: -

- To re-appoint RSM as Internal Auditors for 2018/19

Discussion

6. Quality:

- I. Learner Voice Feedback 2017/18. The College had participated in the survey which was completed by 92 colleges. The results showed high levels of student satisfaction with the majority of responses in quartile A or B. It was reassuring to notice that the question relating to the quality of teaching on courses correlated with the College's observation of teaching and learning. The College selected specific questions for the questionnaire which meet the Ofsted framework and are selected by a high proportion of colleges to provide benchmarking and trend data. Management consider the results and specific comments and concerns responding to these in feedback to students. The Student Governor felt it was useful for students to be able to give comments to their answers. In 2016/17 the College was in the top 6% of colleges in England for the FE Choices Survey.
- II. Office for Students (OfS). This organisation replaced HEFCE and the Office for Fair Access with effect from 1 April 2018 which will impact on the whole HE sector. The College is preparing its registration to OfS for submission by

23 May 2018. There will be financial implications with an additional fee to OfS in the region on £20,000. The College is taking appropriate actions to ensure that it meets OfS requirements.

The Board agreed: -

- To note the positive learner voice feedback and briefing on OfS

Information

7. Management Accounts to 31 March 2018

The Director of Finance presented the accounts.

- I. The College had an overall surplus of £548,000, £710,000 better than budget. A re-forecast has been undertaken taking into account additional factors including the merger with NSC forecasting a year-end operating surplus of £131,000.
- II. The draft funding allocation for 2018/19 is anticipated to be £342,000 better based on this year's recruitment, retention and student postcodes.
- III. The Adult Education Budget (AEB) income from College faculties is better than budget by £250,000 which had reduced the amount of provision to be sub contracted.
- IV. Apprenticeship income is very slightly budget.
- V. Contract income had increased with additional work with University of Worcester.
- VI. Refectory income had decreased which matched costs of the reduction of students using the facility which is now dedicated to HLC students only.
- VII. Costs for the merger with NSC are forecasted at £106,000 net of the contribution from the transition grant from the Transaction Unit. A Governor asked if additional expenditure would be included in the application to the TU which was confirmed.
- VIII. EBITDA profit excluding depreciation and the deferred capital grants was below budget at £612,000 compared to £676,000.
- IX. Performance by faculty showed a shortfall in contribution from County Training. Reasons were requested which had been due to over optimistic forecasting.
- X. The cashflow was positive for the year. The balance sheet was positive with a healthy bank balance which excluded FRS17.

The Board agreed: -

- To note the financial position to 31 March 2018

8. Minutes from Committees

The Chairs were invited to raise any specific issues.

- I. Audit Committee: 26 March 2018. The Chair highlighted discussion about management's capacity since the preliminary work for the merger with NSC had commenced which had been highlighted in the risk register. This would be resolved when the merger is complete.
- II. Search and Governance: 21 March 2018
- III. Quality and Standards: 21 March 2018
- IV. Finance and Employment: 21 March 2018

- 9. Reports discussed by Audit Committee**
- I. The Risk Register had not been presented at the Audit Committee. GDPR will come into effect on 23 May 2018 which will be audited by RSM.
 - II. Risk Register for the Merger. This had been discussed by the Committee.
- 10. Reports discussed by Quality and Standards Committee**
- I. Equality and Diversity Report
 - II. Child Protecting and Safeguarding Report
 - III. Sub-Contracting Report 2017/18
- 11. Reports discussed by Finance and Employment Committee**
- I. Health and Safety Report
 - II. Staff Report
- 12. Reports from Search and Governance Committee**
- I. Succession Planning 2018/19. The Chair reported that the Committee had discussed the merger with NSC and agreed that the Board should reflect the wider geographical area and NSC's size and income. The Chair thanked those Governors who reluctantly could not be re-appointed at the end of their terms in office. The Co-opted Member of the Audit Committee had been approached regarding the immediate vacancy on the Board who was unable to take on a further commitment.
 - II. Self Assessment arrangements 2017/18. The Committee had agreed that the Board should participate in the benchmarked self assessment exercise which Governors will be asked to complete online before the end of term.
- 13. College events**
Governors were reminded of future events. The Clerk would send an invitation to Governors including all events and collate a matrix of availability to ensure representation of Governors at each event. The College was hosting a Business Open Event in May. This is a new event for businesses which was likely to be an annual event.
- 14. Any other business and comments about the meeting**
The Governors' conference for the four colleges in Hereford had been an interesting event with presentations from NMite and AoC National Leaders of Governance. Appreciation was recorded to the Clerk for arranging the event.
- 15. Date and Time of Next Meeting**
Tuesday 3 July 2018: Governors' Workshop at 2.30 pm and Board Meeting at 4.00 pm (Venue to be confirmed).

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Signed as a true record of proceedings

Chair: **Date:**