

**Minutes of the Meeting of the Corporation
held on Thursday July 20th 2017 at 8.00am
in the Boardroom of Matthew Boulton Campus**

Present:	Apologies:
Steve Hollis (Chair)	Joel Blake (JB)
Veronica Docherty (VD)	Simon Thompson (ST)
Keith Horton (KH)	Jane Smith (JS) (Staff Governor)
Andrew Cleaves (Principal)	Sonia Crook-Lake (SCL) (Staff Governor)
Andrew Madden (AM)	
Jenni Ord (JO)	
Hilary Smyth-Allen (HSA)	
Michele Larmour (ML)	
Amardeep Gill (AG)	
Mohammed Al-bukair (MA) (student governor)	
Justin Hurlock (JH) (student governor)	
In Attendance:	
Louise Jones (LJ)	
Liam Nevin – (LN)	
Simon Cosson (SC)	

Apologies for absence

Apologies were received from Joel Blake, Simon Thompson, Jane Smith and Sonia Crook-Lake

Declarations of Interest

No declarations of interest were received.

Item 1 – Actions Arising from the Last Meeting

(i) Open and Confidential Minutes of meeting held on 18 May 2017

These were agreed as a true and accurate record of the meeting.

(ii) Matters Arising and Action Log

The Action Log was noted.

The Chair advised the Corporation that this was final meeting for Jenni Ord and Andrew Madden, whose terms of office were shortly to expire. The Chair thanked both for their considerable contribution during their term of office.

Item 2 – Report from the Chair of the Academic Standards and Quality Development Committee

VD summarised the business conducted at the recent meeting of the Committee;

(i) Draft Minutes of the Meeting 20 June 2017

These were noted

(ii) Post Inspection Action Plan (PIAP)

VD reminded the meeting of the significance of the PIAP and summarised that the first three themes identified in the report were those which were perceived as the highest priority for the College. The report identified the significant work that was being done, and the commentary provided a useful summary of progress to date.

VD further advised that the Committee had received positive assurance from Elaine Bonar and LJ that the culture change programme was proceeding at pace towards clear targets.

(iii) Performance Update

VD advised the Corporation of the additional work including training and moderation that had been done to improve forecasting given that historically these had not been sufficiently accurate.

It was noted that a significant decline in "A" level results was anticipated, and which followed from the poor "AS" results in 2015-16. However, there was a strong improvement in "AS" results forecast for this year and further improvements in apprenticeships. It was noted that there was likely to be a fall in success rates for GCSE English and Maths.

LJ advised the Corporation of the significant work that had been done so that the College would, from September, be performing at the standard that Ofsted would rate as good." In addition there had been targeted and intensive work with "A" level students who were predicted to fail or miss their predicted grade. In relation to English and Maths she advised that the curriculum staff had struggled with the specification and the ability to anticipate the marking scheme. However, this was a problem experienced by all Colleges.

AG asked for further information on the reasons for the forecast deterioration in "A" level results. LJ advised that with a new specification the marking scheme was unknown and that had made it more difficult to predict performance. There had been a national dip with the new specification. Moreover, "A" levels accounted for only about 10% of College activity so this would not have a significant impact on results. LJ emphasised that these were matters of context it remained the case that improvements in this area were essential and this was reflected in the additional work that had been done with "A" level students.

(iv) Quality Strategy

VD summarised the Plan and its purpose and advised that the Committee had noted with approval the clarity of roles and responsibilities throughout the organisation, but had advised that more emphasis on the responsibilities of students was necessary.

The Corporation were advised that the strategy required its approval and

Accordingly it was

RESOLVED

- **That the Quality Strategy and Development Plan be approved.**

(v) Higher Level Skills Strategy

The Corporation noted the progress update on the Higher Level Skills Strategy including an update against academic performance, the outcome of the Annual Provider Review, business planning and financial performance and partnership arrangements with universities.

(vi) Big Teaching and Learning Strategy

VD summarised the paper and advised the Corporation of the improvements in student satisfaction across the different categories measured by the survey. The Principal stated that the results reflected strong progress in student satisfaction for the second successive year.

VD stated that she thought that there was a discrepancy between the figures in the presentation to the previous Corporation meeting and those in the report that had been considered by the Corporation at this meeting. LJ agreed to review this.

(vii) Harborne Academy Progress Update

The Principal advised that in the recent re-inspection of the Academy it had been judged to be "good" in all categories by Ofsted. He had subsequently had discussions with the School Commissioner and the outcome of this was that with the Corporation's support the College would continue as sponsor. The Principal further advised that this would mean that the College would need to agree a sensible repayment arrangement for the Academy to repay its loan to the College.

The Corporation agreed that this was excellent progress and passed on its congratulations to the School for the Principal to convey.

ML asked whether the improvements were sustainable and the Principal confirmed that he believed that they were. The result was the culmination of two years of work which had included the appointment of an effective head teacher that had driven improved behaviour and academic performance. In addition there were more active sponsor governors, and a re-balancing of costs had been achieved.

AM noted that the trend in the sector was towards multi-academy schools and asked what the Schools Commissioner's thinking was. The Principal advised that the Schools Commissioner had been positive about the prospect of the College's continuing sponsorship and this allowed the College to consider a longer term plan for its role as a sponsor within this changing environment.

AM stressed the benefit of continuing to work with KES Foundation to support the Academy and the Principal confirmed that these discussions were ongoing and that he had stressed the desire for KES to have a continuing involvement.

AG stated that he was supportive of the College continuing as sponsor but was concerned about the size of the loan as this was considerable in relation to the size and resources of the Academy.

The Chair asked for the Principal to report back with a proposed repayment plan for the Academy loan and that at the Corporation Strategy day further consideration be given to how the College maximised the benefit of sponsorship for itself and the Academy.

Accordingly it was

RESOLVED

- **That the Corporation support the College's continuing sponsorship of Harborne Academy subject to the matters set out in the preamble.**

Item 3 – Report from the Chair of the Finance Committee

(i) Draft Minutes of 5th July 2017

JO advised that the committee had discussed the need for a summary of existing loans both as grantor and recipient, showing amounts and repayment arrangements to assist her successor as Chair of the Committee. This was not reflected in the draft minutes and LN agreed to amend them to reflect that requirement.

(ii) Management Accounts

This item is recorded in a confidential minute

(iii) Operating Plan Update

The report was noted.

(iv) Partnerships Update and Recommendations for 17-18

JO advised that the proposals set out in the report reflected the Corporation's commitment to progressively replace sub-contracted provision with direct delivery and that accordingly the proposal was that the Corporation approve the release of £1.4 million with the Principal having authority to release a further £1.2 million, and therefore a maximum contract value of £2.6 million. In addition proposed sub-contractors had been identified following a tender exercise that assessed the quality of tenderers and their ability to meet the College's strategic objectives of;

- (i) Local delivery to meet local community need
- (ii) High quality provision and low risk
- (iii) Priority sector delivery which meets national and local government needs

Following completion of this tender a number of Contractors had been provisionally selected and these were identified in Appendix A of the report;

Accordingly it was

RESOLVED

- **That the Corporation approve a maximum contract value of £2,558 million for 2017-18**
- **That the sub-contractors identified in Appendix A of the report be approved as partners for 2017-18**

(v) Supply Chain Fees and Charges Policy

JO advised the Corporation that the Policy must be approved by it and published on its website.

Accordingly it was

RESOLVED

- **That the Supply Chain Fees and Charges Policy be approved.**

(vi) Property Disposals

This item is recorded in a confidential minute.

(vii) Cleaning and Associated Services

The Corporation was advised that following a full procurement exercise a new cleaning contractor had been selected subject to Corporation approval.

Accordingly it was

RESOLVED

- **That Solo Service Group be appointed under a three year contract with a start date of 1 August 2017**

Item 4 - Report from the Chair of Audit Committee

(i) Draft Minutes 29 June 2017

These were presented for information

(ii) Risk Management Update

AM reported that it was pleasing to see that the process for managing risk had now settled and there was a consistency that improved the assessing and management of risks.

The report was duly noted.

(iii) Health and Safety Update

AM summarised the discussion at the Committee and advised the Corporation that the College was awaiting further advice from the government in respect of cladding. The Principal advised that samples from Matthew Boulton College had been sent to government officials and the Fire Service had also inspected this site. Fire Officers had confirmed that they were satisfied with fire safety arrangements at the College.

Thereafter the report was noted.

(iv) Internal Audit Plan 17-18

(v) External Audit Planning Memorandum

AM advised that the work done with BDO on risk assurance, mapping and appetite showed that in some areas the mitigations exceeded those necessary to meet the risk tolerance and in others more needed to be done. He recommended that the Corporation address this at the strategy day in October. The Corporation were advised that the annual internal audit plan which had also been developed based on BDO's work was before it for approval.

In addition the External Auditors Planning memorandum was before the Corporation for approval. The Committee had expressed concerns with the late presentation of the audit for the last financial year and had also asked that KPMG be asked to ensure that the Committee were able to meet with the supervising partner during the course of the year. However, the proposed audit plan was sound and was recommended to the Corporation.

Accordingly it was

RESOLVED

- **That the Internal Audit Plan for 2017-18 be approved**

- **That the Audit Planning memorandum for the year ending 31 July 2017 be approved.**

(vi) Annual Review of Fraud Controls

The report was noted

(vii) Annual Review of Whistleblowing Complaints

The report was noted and AM reminded the Corporation that it would need to identify a replacement governor as the link governor for whistleblowing.

Item 5 - FE Commissioner Recommendations

This item is recorded in a confidential minute

Item 6 – Annual Business Plan and Financial Plan 2017-18

The Principal delivered a presentation setting out the business plan for the forthcoming academic year and which explained how all of the College's planning and policy processes had been streamlined and absorbed within the overarching plan.

Thereafter the Corporation debated the composition of the plan and the targets for the forthcoming year.

AM asked what the measures were for the 95% performance review target and why this figure had been settled upon. The Principal advised that experience had demonstrated that a 100% target was unfeasible as staff left in year, and there were cases of long term absence. The measure would focus on completion of the process and conversations around performance and development.

ML asked whether there was a baseline to measure goal 3 against in relation to diversity and the Principal advised that there were a range of actions in the plan that reflected the intention to move from a transactional approach to more actively managing diversity.

The Principal further noted that the content of the plan reflected matters that were already being worked upon and which the Corporation would be familiar with.

JO stated that the intention of the plan was laudable and larger class sizes would improve productivity. However, the next year would present challenges for the College because of the loss of income from lagged funding, so it was very important that growth activity helped to balance that.

The Principal advised that key deliverables in this respect involved converting and retaining more students.

KH stated that he supported the direction of travel but asked for clarity on what the Bmet brand was. Each college had a specific but different identity and it was not clear what the common and unifying thread was.

The Principal stated that BMet was a consistent branding and that the common theme for each College was consistency of teaching, learning and assessment.

KH further added that it would be helpful to see what the common goals were that unified the brand and SH requested that the information be presented as a graph with Faculty and College on a different axis and any cross-over being clearly highlighted.

SC then summarised the Financial Plan and advised the Corporation that the Plan had been prepared on the basis that the government loan would be rescheduled and he referred to page

58 of the plan which set this out. Discussions were ongoing in this regard. SC thereafter set out the risks as detailed at page 42 of the plan and reminded the Corporation that they should have regard to the considerations set out in the appendix to the covering report (the Financial Planning checklist produced by the ESFA).

KH stated that the plan was detailed and helpful but would benefit from more consideration being given to unmissable lessons and how this related to the student voice. There was no obvious measure of unmissable lessons or student perception of these. It would be helpful to have a benchmark at the beginning of the year from which to measure.

LJ stated that attendance was key to this measure as high attendance would follow from high quality teaching, and this should be validated by lesson observations that demonstrated consistent student progress.

KH stated that whilst he agreed with this, there was a distinction between turning up to lessons and finding them unmissable.

The Principal agreed to consider this further with LJ to provide the necessary assurance in relation to the challenge.

JH suggested that student opinion could be captured by a short survey with a 1-5 rating and MA added that it was also necessary to address what steps were taken with students to ensure that they caught up with anything that was missed in lessons due to absence.

SH stated that he would like to see a comparator of the College against three other multi-site Colleges with a "good" financial rating, with some conclusions about what the College could do to reach the same standard of financial performance.

Accordingly it was

RESOLVED

- **That the Annual Business Plan be approved subject to confirmation of the assumptions concerning debt rescheduling and subject further to the Principal addressing the matters identified in the pre-amble.**

Item 7 – Governance

(i) Corporation and Committee Calendar 17-18

LN presented the draft calendar of meetings and the Corporation work plan for 2017-18.

Accordingly it was

RESOLVED

- **That the Calendar of meetings and the Corporation work plan for 2017-18 be approved.**

(ii) Succession Planning and Governor Appointments

LN introduced the report and advised that subsequent to the previous meeting he had spoken to all governors concerning the proposed extension of the Chair's term of office and also the proposed appointment of two new independent governors. Both measures were supported by governors.

In addition the existing staff governors had stated that they would support an extension of their term of office for a second year and LN advised that there was merit in future staff governor appointments being for a two year term.

In light of the retirements from the Corporation it was proposed that consideration be given to the composition of committees and any other vacancies at the next meeting.

Accordingly it was


RESOLVED

- That the term of office of Steve Hollis as Chair be extended until the 31.8.19.
- That Deborah Edmonds and Dan Zastawny be appointed as independent governors for a period of four years commencing on the 4.9.17
- That Veronica Docherty's term of office be extended by a further 12 months to 31.7.18
- That the term of office of the staff governors, Jane Smith and Sonia Crook-Lake be extended by a further 12 months to the 31.7.18.
- That the Committee and other vacancies requiring an independent governor be addressed at the September meeting.

Item 8 – Governor Confidential Discussion and Any Other Business

This item is recorded in a confidential minute

Date of Next Meeting: Thursday 14 September 2017

Signed..... 

Chairman

Date..... 12th September 2017