

Minutes of a meeting of the **Corporation** held on **Thursday 19 December 2019 at 18:00**
in the **Boardroom** on the 8th floor of the **Matthew Boulton Campus**
Birmingham Metropolitan College

MINUTES

<p>Present:</p> <p>Sir Dexter Hutt (Chair) (DH) Cliff Hall (CH) Sam Coles (SC) Peter Croom (PC) Connor Curtis (CC) Asha Devi (AD) Veronica Docherty (VD) Michele Lamour (ML) – Dial in Helen Miles (HM) Iqbal Mohammed (IM) Angela Myers (AM) Tracey Pearce (TP) Ritik Sharma (RS) Simon Thompson (ST)</p>	<p>Apologies:</p> <p>Prue Huddleston (PH) Hilary Smyth-Allen (HSA)</p>
<p>In attendance:</p> <p>Patrick Geary (PG) (Item 1 only) Stephen Belling (SBe) Louise Jones (LJ) Martin Penny (MP) Hilary Barber (HB)</p>	
<p>Item 1</p>	<p>Academic T Levels and KnowHow</p> <p>PG (Assistant Principal, James Watt College) gave two presentations (copies on file). The following points were noted:</p> <ul style="list-style-type: none"> ▪ DH commented on how informative the presentations were. ▪ AM asked if the technical aspects of T Levels are equivalent to BTechs. PG confirmed that the content of the new curriculum is different. ▪ ML expressed concern about any potential loss of Level 2 qualifications and resultant student numbers. The need to see the outcome of consultation in order to plan a strategy was noted. ▪ AD asked if the college is engaging with the Rail Academy and if there was potential for a working relationship. PG responded that whilst BMet offer Level 2/3 courses, the Rail Academy offers Level 4/5 courses so potentially there could be opportunities for partnership. ▪ VD suggested that it would be beneficial to have a longer discussion about T Levels at the ASQD committee in order to inform future planning. <p>PG was thanked for teh interesting and informative presentations and left the meeting.</p>
<p>Item 2</p>	<p>Apologies for absence Apologies were received from Prue Huddleston and Hilary Smyth-Allen.</p> <p>Declarations of Interest No declarations were received in addition to those contained in the register.</p> <p>Welcome to new Governor DH welcomed Helen Miles and Stephen Belling to their first formal Corporation meeting.</p>

<p>Item 3</p> <p>(i)</p> <p>(ii)</p>	<p>Open and confidential minutes of meetings held on:</p> <p>12 September 2019 17 October 2019 28 October 2019 29 October 2019</p> <p>The minutes of these meetings were approved as a true and accurate record</p> <p>Matters arising and Action Log</p> <ul style="list-style-type: none"> ▪ ST and SBe will consider the possibility of setting up a Pensions Oversight Committee in the New Year. ▪ Apprenticeships will be a subject on the next agenda with PH leading and RS providing their experiences.
<p>Item 4</p> <p>(i)</p> <p>(ii)</p> <p>iii)</p> <p>(iv)</p> <p>(v)</p>	<p>Report of the Chair of the Academic Standards and Quality Development (ASQD) Committee</p> <p>ASQD Committee Minutes 24.10.2019 and Draft ASQD Committee Minutes 05.12.2019 Self-Assessment Report 2018-2019 HE Feasibility Study Annual Report on Safeguarding Student Council Report</p> <p>VD fed back on discussions held at the ASQD Committee regarding the papers detailed above and highlighted the following:</p> <ul style="list-style-type: none"> ▪ The SAR covers the 2018/19 academic year and unusually also the first half term of 2019/20 in order to reflect the activity since the implementation of the new Teaching and Learning Strategy in June 2019 and the positive outcomes of the Click report, the FE Commissioners' visit and the Ofsted monitoring report. ▪ Each College held a Self-Assessment Review (SAR) Validation event for their curriculum SARs and Link Governors joined the validation panels. VD reported on very informative and challenging discussions that have taken place with staff who are very open about the strengths demonstrated but also the areas for improvement. ▪ The overall BMet grade for the SAR is Grade 2 with two aspects being noted as Requiring Improvement, ie Adult Education and High Needs. These areas are currently under review and a focus of challenging debate. ▪ VD noted that whilst the SAR identifies strengths as well as challenges, the areas for improvement are fewer than in the past and the Committee feels it has a much clearer view of how BMet is operating and what plans need to be implemented. ▪ Achievement rates highlight trends within the College and against national rates. It was noted that the overall college rate for Value Added as identified by ALPs is 5 not 7 as noted within the minutes of the last ASQD meeting. The minutes will be amended accordingly. <p>VD commented that the Quality Improvement Plan (QIP) is a work in progress and identifies eight key objectives which will address improvements needed and the student experience. The plan will be finalised with targets and timescales, monitored by the ASQD Committee on a regular basis and reported to full Corporation.</p> <p>As part of the new Teaching and Learning Strategy most staff have been subject to learning walks. The Click inspection reviewed data and identified some interventions required at James Watt College which are being addressed. It was noted that College practice increasingly meets the new Ofsted focus and significant CPD for staff is taking place. AM commented on the validation meetings attended by link Governors which had identified some outstanding practice, notably at the BMW Training School and within Matthew Boulton College in the Commercial Services department.</p> <p>VD noted the Safeguarding Report brought to the committee by Kay Burton-Williams which had provided an organisational chart. VD highlighted the following:</p> <ul style="list-style-type: none"> ▪ The need to maintain a good grading. ▪ The positive strengthening of staff training. ▪ There are currently 61 Looked After Children who receive additional pastoral and financial support. ▪ Referrals have increased compared to last year from 57 to 95. This may reflect a rise in mental health

issues but also students' willingness to disclose to the greater staff resource.

- New software – Smoothwall – has been introduced.

VD noted the Student Council Report. Only Sutton Coldfield College is fully staffed to date and CC reported that the Council there takes pride in addressing repeat issues raised by students such as accessibility to the College. The Council's aim is to address a wide breadth of student issues raised.

VD noted the Compliance Report and Regularity Framework detailed by the Office for Students. Condition E which details "Good Governance" was highlighted. An action plan is currently being compiled to ensure compliance and will be presented to Corporation in the new year.

DH commented on the excellent HE Graduation Ceremony held at the Conservatoire the previous day noting that it was the smoothest running event of its type he had attended. AD had given the keynote speech.

VD noted the HE Feasibility Study which was presented to the ASQD Committee. It highlights three options, ie to continue with the current strategy, to restrict courses to Level 3 or revise a HE strategy. The net profit brought to the College currently for HE provision of £1m was noted as was the demand regionally for more Level 4/5 courses. It was agreed that HE provision will be the subject of further discussion.

DH thanked VD for her report and standing in as Chair for the last two meetings commenting that the work of the ASQD Committee is increasingly valuable.

RESOLVED:

- **That the minutes of the previous meetings are approved subject to correcting the ALPs score to 5.**
- **That the SAR Report is approved.**

Item 5 Report of the Chair of the Audit Committee

- (i) Draft Audit Committee Minutes 29.11.2019 - approved
- (ii) Management Letter, Letter of Representation and Financial Statements
- (iii) Regularity Audit Questionnaire
- (iv) Internal Audit Annual Report 2018/19
- (v) Audit Committee Annual Report 2018/19
- (vi) Risk Management Update
- (vii) Health and Safety Update
- (viii) Insurance Annual Report

ST commented on the documents presented highlighting:

- Whilst the Financial Statements show an apparent deficit of £23m in the financial year to July 2019, the trading deficit for the last year has reduced to £3.3m compared to £6.2m in the previous year. The deficit for the year includes impairments of £18.6m mainly relating to the Stourbridge site.
- ST noted that this reduction in trading deficit was the result of the "tremendous" efforts of the management team and were very encouraging going forward.
- Auditors had noted four principles of focus including the aspect of the College being a "going concern", this being the basis upon which accounts are drawn up and which allow the College to trade in the future, It was noted that the bankers were aware of this "emphasis of matter" identified by the auditors and are fully supportive.
- ST noted that the value of the estates had been discussed and the Audit Committee require further reassurance that the £65m carried on the balance sheet is sustainable.
- ST noted that the internal audit report details many audits as being of limited assurance. However, this reflects problems that existed in the past and does not indicate the situation currently. The Corporation can be reassured about the future.
- ST informed the Corporation that it must agree the accounts and the Letter of Representation which must be signed by the Chair. (PC checked that the outdated reference to the Harborne Academy had been deleted.)

	<p>RESOLVED:</p> <p>That the Corporation approve the accounts and the Letter of Representation.</p> <p>ST noted the Regularity Audit. It is a statutory requirement and deals with many aspects of practice. ST commented that there were no issues that needed to be reported to the Corporation.</p> <p>RESOLVED:</p> <p>That the Corporation approves the Regularity Audit Questionnaire.</p> <p>ST noted that the quality and content of the Risk Register has improved significantly. Some specific risks have high scores but there are detailed plans in place to mitigate such risks. The register is scrutinised regularly by the Audit Committee.</p> <p>ST commented on the good record highlighted in the Health and Safety Report and congratulated the team responsible.</p> <p>DH thanked ST for the report and the Audit Committee for their work.</p>
<p>Item 6</p> <p>(i)</p> <p>(ii)</p> <p>(iii)</p> <p>(iv)</p> <p>(v)</p> <p>(vi)</p>	<p>Report of the Chair of the Finance Committee</p> <p>Finance Committee Minutes 24.09.2019 and Draft Finance Committee Minutes 03.12.2019</p> <p>Management Accounts</p> <p>Financial Health Score</p> <p>Recovery Plan</p> <p>Financial Regulations</p> <p>PC noted the reports circulated to the Corporation and commented on the general improvements in terms of the clear format of the Management Accounts, detailed reporting against KPIs and robust figures. PC thanked MP, LJ and FY for their work to bring about these improvements.</p> <p>PC highlighted the following key points that the Committee had discussed:</p> <ul style="list-style-type: none"> ▪ The successful implementation of the new finance system in August. ▪ The focus in September on financial projections based on student enrolment numbers. ▪ The apprenticeship levy which currently stands at £289k of levy paid but which is subject to clawback. By December £21k had elapsed with a further £8k at risk. This will be the subject of further discussion. ▪ The recent LGPS valuation and its impact on cash flow. Payments for the next three years are now set. ▪ The Committee recommends the updated Financial Regulations for approval. ▪ The ESFA Financial Health Score Assessment is in line with expectations. ▪ The Institute of Technology report presented by LJ – see Item 8 of the agenda. ▪ The agreement to extend the current Capita contract. <p>DH thanked PC for the report.</p> <p>RESOLVED:</p> <ul style="list-style-type: none"> ▪ That the Corporation approves the Financial Regulations. ▪ That the minutes of the Finance Committee are approved. <p>Updates on property disposals.</p> <p>It was reported that the sale of the Stourbridge site is on track for completion in February. The work of LJ and Andy Crowter (the Estates Manager) was noted in achieving this outcome.</p>
<p>Item 7</p> <p>(i)</p>	<p>Governance – the way forward</p> <p>a) Training</p> <p>DH noted that HSA had indicated an interest in taking up the post of Vice Chair (vacated by Keith Horton) alongside VD as a current Vice Chair, and this was formally agreed.</p>

DH noted that the FE Commissioners' Report had recommended that Governors have ongoing training. DH is booked onto a Chairs' Management Course next March and has contacted the AOC to ascertain what training packages they offer. He will report back to Governors when he has received a response. The need for training recognises the increasing onus that the Government is placing on the Board. DH praised the work of the link Governors and thanked Governors for their willingness to participate in activities such as meeting the FE Commissioners.

CC and SBe reported on recent induction training they had attended. CC noted that the training had provided more information on the role and responsibilities as a Student Governor and given an increased confidence. SB detailed the key points that CC had found helpful as part of the induction:

- Boards need to be "Ofsted ready".
- The framework of the three "I's" – intent, implementation and impact.
- Success being judged in terms of the curriculum.
- The importance of Governors being able to compare outcomes against national outcomes.
- Test questions for Governors, e.g. what it means to be a critical friend, how do you support the management of the College, how do you work alongside other Board members, what information do you need to perform your role successfully.

SC also noted attendance to positive training around culture, people and personal development. SC suggested that it was pleasing to note that culture was included on the Risk Register. DH suggested that whilst the culture of the College had been the subject of very positive discussions at the Strategy Day, it merited further discussion at a subsequent meeting.

DH suggested the possibility of arranging bespoke in-house training for Governors, but it was also noted that the opportunity of networking with colleagues at external events could be beneficial.

RESOLVED:

- **That SBe will check the process of subscribing to the AOC and circulate to Governors.**
- **That SBe will assume responsibility for facilitating Governor training.**

(ii) **Strategic Plan Structure**

DH noted the report and it was agreed that this would be the subject of further discussion at the next Corporation meeting. In the meantime, DH will email all Governors inviting them to be part of a small group to meet two or three times during January to progress the discussions.

IM asked if there had been any progress in addressing the lack of diversity in the SLT team. IM offered support in this regard and asked if it was part of the strategy planning.

CH noted that a BME steering group had been set up and invited IM to join. CC also noted that Zoe Lee had been appointed to the SLT from January 2020. CH also suggested that Rob Neal who had recently very successfully presented to the BME group be invited to talk to Governors. In addition VD noted that the Board did not currently have a Link Governor to support Equality and Diversity. AD noted that diversity should not be demonstrated only in the SLT but by staff feeling confident to put themselves forward. CH noted the opportunities for Governors to act as mentors to staff. IM commented that the developments were positive.

RESOLVED:

- **Corporation note the timescale and plan for drafting the Strategic Plan and Annual Business Plans.**
- **Corporation volunteers a small number of Governors to attend visioning workshops in January. DH to canvas Governors for availability.**

Item 8 Greater Birmingham and Solihull Institute of Technology: Licence for Approval

LJ reported that the documents had been discussed at the Finance Committee and reviewed by SBe to ensure that any penalties for defaults were not onerous. It was noted that any financial responsibility lies with the members whereas the College is a partner. VD congratulated LJ for the significant contribution made to

	<p>this project.</p> <p>RESOLVED:</p> <p>The Corporation approves the agreements.</p>
Item 9	<p>Policies for review</p> <p>(i) Subcontracting Policy</p> <p>LJ noted that the policy, which is recommended by the Finance Committee is in response to Eileen Milner's letter dated 03 October 2019, following which a review was enacted.</p> <p>RESOLVED:</p> <p>The Corporation approves the policy.</p> <p>(ii) Conflict of Interests Policy</p> <p>The inclusion of a requirement by the JCQ was noted which states that Governors should declare a potential interest should they, or any close members of their families, study and/or take exams at the College.</p> <p>RESOLVED:</p> <p>That the policy is approved.</p>
Item 10	<p>Any Other Business</p> <p>The Board approved the Chair's recommendation that CH and MP continue in their respective roles as Principal and CEO, and Chief Finance Officer until April 2021.</p>
	<p>Date of next meeting: Thursday 12 March 2020</p>

Signed: 

Chair: Dexter Hutt