

GOVERNING BODY
Minutes of the meeting held at 2.00pm on 11 December 2015

Present: R Carter (Chair) K Golding (Vice Chair)
 D Wildridge C Manning
 S Gerber A Maltpress
 S Clarke S Daley
 A Head C Higgins
 R Inman K Heathcote
 N Sawas, Principal

In attendance: S Jones, Vice Principal, Finance and Resources
 L Johnson, Vice Principal, Curriculum and Quality
 L Moody, Vice Principal, Employer Engagement
 A Whatley, Assistant Principal, Learning Partnerships
 M Snell, External Consultant
 J Bridges (Clerk to the Corporation)

There were no interests relevant to items on the agenda declared by members.

1 Apologies for absence

Apologies for absence were received from J Bloomfield and M Wagner.

2 Minutes of the meeting held on 17 July 2015

The minutes of the meeting (minute book pages G556-G566) were agreed as a correct record subject to amending the date of 'July 2015' at the top of page 3 to read 'July 2018'.

3 Matters Arising

From the meeting held on 17 July 2015

The matters arising from the meetings were summarised in the report (minute book pages G567-G568) and all actions reported had either been resolved or, where appropriate, an update had been provided on progress elsewhere on the agenda.

4 Chair Designate

The report was received and **considered** by members (minute book page G569).

The Chair provided one year's notice to the Corporation of his intention to retire with effect from 31 December 2016. It was proposed that K Golding, as Vice Chair, is appointed to become Chair Designate and S Daley has expressed interest in becoming Vice Chair at the point that R Carter steps down and K Golding takes the Chair. The Chair Designate appointment of K Golding was **proposed** by S Clarke and **seconded** by D Wildridge and was **approved** by a show of hands.

5 Quality and Performance

5.1 College Self Assessment Report 2014/15

The report was received and **considered** by members (minute book page G570).

The Standards and Excellence Committee had invited all members of the Corporation to its meeting held in October 2015 to help develop, scrutinise and comment on the report. Amendments were incorporated and the second draft was further considered by the Committee at its meeting held in November 2015 before determining the overall effectiveness grade as 'Good' and putting this recommendation to the Corporation for approval.

Action

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The Corporation noted that the effectiveness of Leadership and Management had been self assessed as 'Outstanding' while all other areas have been graded as 'Good'. It was suggested that if other areas did not improve to 'Outstanding' in future then it should be questioned whether grade 1 for Leadership and Management could be justified.

The Chair of the Standards and Excellence Committee confirmed that this had been debated by members and justification of the distance travelled and improvements made during the year could be evidenced to support a grade 1. The effectiveness of Leadership and Management in the future would be subject to the same scrutiny and profiling against the criterion of the Common Inspection Framework and consistently applied to ensure a fair and reasonable assessment of effectiveness.

The Vice Principal, Curriculum and Quality and her team were thanked for their considerable efforts to produce the report. The Corporation **approved** the Self Assessment Report 2014/15 and that it be uploaded to the Provider Gateway. **Proposed** by S Daley and **seconded** by A Head. **Approved** by a show of hands.

5.2 Key Performance Indicators

The report was received and **considered** by members (minute book pages G571-G576).

The College has enrolled 2,749 students against a 16-18 funding target of 2,839 to date. There will still be additional student enrolments to add in year as cohorts are enrolled on to Princes Trust rolling programmes. There is confidence therefore that the funding target will be achieved, if not exceeded.

The expenditure forecast has increased due to the associated costs of the additional allocation in subcontracted provision of £1.5m, and also increased staffing costs of £268K. These staffing costs are either to support priority areas such as Maths and English, or to provide additional support in areas where student numbers have increased.

The staff costs to income ratio, target and forecast, have been amended to exclude the 85% direct costs paid to subcontractors as the costs relating to this are included in non-pay. The Corporation was insistent that it aspires to achieve a 65% or less staff cost to income ratio.

It was noted that banking covenants are forecast to remain compliant across 2015/16 to 2017/18 academic years. The current cash balance has been reduced as a result of the land and property acquisition of Suffolk One which has not been purchased with a loan. The College is currently tendering its banking/loan arrangements and a proposal will be put to the Corporation at the meeting to be held in March 2016. Members noted that between the months of November and January actual cash balances are close to the working capital target but remain above the minimum cash requirement.

Members raised concern that the average number of days lost per employee (5) due to sickness absence appeared high although looked comparatively low against national and other benchmarks. The Corporation asked that despite being lower than the benchmark the College seeks ways to reduce the number of days lost on average per employee. It was agreed that the Director of HR will provide governors with a short briefing to explain how the College currently manages and calculates absence.

5.2.1 **Financial Performance**

The report was received and **considered** by members (minute book pages G577-G579)

The report provided the Corporation with an overview of the current financial health and performance of the College and an initial forecast for the remainder of the 2015/16 academic year. There were no issues arising from the report.

5.2.2 **FRS102**

The report was received and **considered** by members (minute book pages G580-G584)

The Corporation was asked to consider and **approve** a proposed accounting treatment for the discretionary elements of the FE and HE SORP in order to achieve compliance with FRS102. It is the opinion of both the Audit and Risk Management, and the Resources Committees, that the College adopts the accruals model to account for Government grants and the cost method concerning the revaluation of fixed assets. **Proposed** by K Golding and **seconded** by S Clarke.

5.3 **Student Engagement**

The report was received and **considered** by members (minute book pages G585-G588)

Student Governor, A Head, presented the report and explained the different methods used to engage with students outlined in the report. There are used five distinct channels;

Student level - the College posts announcements and information through Moodle (the Hub), there are PST meetings, emails, text messages, letters and tweets to students among other communication tools used.

Course level - students hold representative meetings which provide them with the opportunity to discuss what the College does well and what it can improve. Students are involved at microteaching level and through course Facebook pages.

Curriculum level – students host a representative’s conference. This year the topic was Prevent. Council meetings are held. Course representatives hold meetings with the senior management team and governors get first-hand experience in the classroom with students through the Governors’ First Hand programme held each year.

College level – the Corporation membership includes a student governor, students hold council meetings that the student engagement lead governor, C Manning, attends. Students are part of the Ambassador Scheme and visit local schools, attend open events, enrolment and Fresher’s Fairs to promote progression to the College. Students are also involved in key management recruitment processes.

Governor level – the student governor attends all representative and council meetings. Governors are linked to curriculum areas across the College and attend SAR meetings. Committees receive, consider and scrutinise activity and survey reports and attend student celebration events.

A mind map demonstrated how the College began engaging with students (black elements); showed where the College is now (green elements) and what plans the College has (red elements) to do more. This included an enhanced Foundation student learner voice initiative, looking at learner voice for apprenticeships and learning centres, an enhanced You Said We Did system, greater Course Director feedback and launching a Student Advantage APP.

Members were pleased to receive a comprehensive report and asked if future reports could include an assessment of if and how such initiatives are working. It was recognised that quantifiable assessments of how students feel about the College are gleaned through a range of surveys completed in the year and among other forums such as representative and council meetings and through responses communicated via You Said, We Did. Thought will be given as to how the College can communicate progress with student engagement with governors.

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Strategic Matters

6.1 *Principal's Briefing*

Confidential item under paragraph 18(2) of the Instrument and Articles of Government

The report was received and **considered** by members (minute book pages G589-G600).

6.2 *Update on Multi Academy Trusts (SAT and SENDAT)*

The report was received and **considered** by members (minute book pages G601-G604).

The report provided the Corporation with an update concerning the activities of the two multi academy trusts; Suffolk Academies Trust and SENDAT.

Suffolk Academies Trust

There was exceptional growth in student enrolments at One. The current funding allocation for 2015/16 has been exceeded and a case for exceptional growth funding has been submitted to the EFA for consideration. A decision is expected in late January 2016. The Financial Management Governance Statement has to be submitted to the EFA within four months of the Trust opening. All actions are on track and the assessment is to be considered by the Board of Suffolk Academies Trust. SAT has been approached by a number of schools in the area wishing to join the Trust and work is being undertaken to ensure that any additions align with the strategic vision and aims of SAT.

SENDAT (Special Education Needs and Disabilities Academy Trust)

The College was approach by the EFA in July 2015 to take a number of learners (17) in Stowmarket from September 2015 as the provider. The Junction, Inroads Essex Ltd, had been graded 'inadequate' by Ofsted. As this provision matched the vision of SENDAT the College and Priory Academy undertook due diligence and has overseen the development of a realistic improvement and business plan to improve the provision for these learners.

SENDAT has also been approached by organisations with SEND provision who wish to join the Trust.

6.3 Strategic Update on Academy/Schools Sector

The report was received and **considered** by members (minute book pages G605-G608).

The report provided the Corporation with an update on the educational landscape in Suffolk and beyond in relation to the academisation of schools and the push for sponsors with a strong track record to establish and grow multi academy trusts. The next steps towards growing the two multi academy trusts; SAT and SENDAT, were detailed in the report and will feature as a strategic topic for discussion at the Governors' Conference in January 2016.

7 Annual Report and Accounts

7.1 *Audit and Risk Management Committee Annual Report 2014/15*

The report was received and **considered** by members (minute book pages G609-G619).

The Joint Audit Code of Practice requires the Audit and Risk Management Committee to present an annual report to the Corporation for consideration and approval. The report details the audit and risk management activities in the year and includes the completed Financial Management Control Evaluation (FMCE) which the Committee continues to use to self assess the effectiveness of the College's financial management and control arrangements.

Although the Skills Funding Agency has removed the requirement to complete and submit the FMCE the Corporation **approved** that the Principal signs the assessment and **approved** for the College to submit the Audit and Risk Management Committee Annual Report to the SFA in line with the requirements of the Accounts Direction 2014 to 2015. The report was **proposed** by K Golding and **seconded** by S Gerber.

7.2 *Annual Report of the Internal Auditors 2014/15*

The report was received and **considered** by the Corporation (minute book pages G620-G621).

The Chair of the Audit and Risk Management Committee advised the Corporation that it is the opinion of Internal Auditors for the 2014/15 academic year that College management has taken or has planned appropriate and timely action to implement the recommendations arising from the internal audit work completed in the year.

Six internal audits were completed in the year; three consisting 'significant' and three with 'reasonable' assurance. A total of 24 recommendations were made; 5 medium and 19 low risk.

Overall, internal auditors are of the opinion that the College has adequate and effective risk management, governance, control and efficiency, effectiveness and economy processes in place to manage its achievement of the College's objectives.

In accordance with the Joint Audit Code of Practice the Corporation was asked to consider and **approve** the Annual Report of the Internal Auditors prior to its submission to the SFA. The Corporation **approved** the report. **Proposed** by K Golding and **seconded** by S Daley.

7.3 Financial Auditor's Findings Report for the year ending 31 July 2015

The report was received and **considered** by the Corporation (minute book pages G622).

The College's external auditors have completed the audit for 2014/15 and their findings were confirmed in the report. This has been scrutinised and challenged by the Audit and Risk Management Committee at the 24 November 2015 meeting and the report confirms an unqualified opinion. It was the recommendation of the Audit and Risk Management Committee that the Corporation **approves** the report and that the letters of representation for the financial statements and regularity audits be signed. The Corporation **approved** the recommendation. **Proposed** by K Golding and **seconded** by C Manning.

Members questioned why the report made reference to the College's relationship with multi academy trusts as a key area of audit focus although there were no transactions undertaken in the accounting year when the Trusts were not established until after the year end. The Vice Principal, Finance and Resources confirmed that the audit plan had been confirmed in the Spring so there would at that time have been an expectation that some activity may have been subject to audit in the accounting period. As it transpired there were no activities in the year and a disclosure in the accounts to that effect had been made. It was noted that Multi Academy Trust relationships will continue to be an audit focus in the current year.

7.4 Annual Report and Financial Statements for the year ending 31 July 2015

The report was received and **considered** by members (minute book pages G623).

The Annual Report and Financial Statements for the year ending 31 July 2015 were considered by the Audit and Risk Management Committee at the meeting held on 24 November 2015 and subsequently by the Resources Committee at the meeting held on 2 December 2015.

The Chair of the Resources Committee informed the Corporation of the minor amendments made on pages 14, 20 and 23 of the report after its release to members. The Corporation agreed these amendments and **approved** the Annual Report and Financial Statements for the year ending 31 July 2015. **Proposed** by S Clarke and **seconded** by S Daley.

8 Information, Discussion and Decisions

8.1 Committee Chair's Summary Reports

The report was received and **considered** by members (minute book pages G624-G631).

Resources Committee

The Corporation was asked that in the absence of the Clerk the application of Seal can be delegated to the Vice Principal, Finance and Resources to complete the signing of the documentation pertaining to the purchase of the Engineering property acquisition. The Resources Committee has convened a meeting on Thursday 17 December 2015 and invited all members of the Corporation to attend to consider the acquisition. Subject to approval of members the acquisition may complete before Christmas. The Corporation **approved** delegation of the application of the Seal. **Proposed** by S Gerber and **seconded** by S Daley.

Standards and Excellence Committee

The recommendation to appoint A Maltpress as Vice Chair to the Standards and Excellence Committee was **approved** by the Corporation. **Proposed** by S Daley and **seconded** by K Heathcote.

Audit and Risk Management Committee

There were no issues arising from the report raised by members.

8.2 Safeguarding Annual Report 2014/15

The report was received and **considered** by members (minute book page G632). It was noted that the report was for information to the Corporation and not for approval. Members commented that the case study presented in the report demonstrated how College staff had helped a student by recognising the signs of autism which had gone unnoticed throughout their school life. Our staff had provided the much needed support and welfare the student needed. Seven agencies had been involved in helping this young person get their life back on track. Case studies are a regular feature of reports to the Safeguarding Board.

The Governor Safeguarding Representative, C Manning, confirmed that an HMI trained Inspector had attended the last meeting of the Safeguarding Board and had made a number of useful recommendations for the Board to take forward.

The Clerk reported that all members, with the exception of one, have completed the College's Safeguarding training and governors commented that the online module was easy to navigate and detailed the responsibilities of all.

Members asked that the Safeguarding Board also consider the safeguarding responsibilities to the College's workforce and asked that the information is included in future reports to the Board. The Clerk will add this as a standard item in welfare reports and confirmed that the Board has received such reports in the past as they have occurred and when appropriate.

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8.3 Health and Safety Annual Report

The report was received and **considered** by members (minute book page G633).

There were no issues arising from the report raised by members.

8.4 Equality Objectives

The report was received and **considered** by members (minute book page G634-G638).

The Corporation was asked to **approve** the Equality and Diversity objectives as detailed in the report to meet its public duties under the Equality Act 2010. Progress against the objectives have been monitored and progress periodically updated in the year. It was noted that the Vice Principal, Curriculum and Quality with the Equality Co-ordinator, Ian Mathers, have reviewed and updated the action plan for the new academic year (2015/16) to align it to the new Common Inspection Framework and this will be considered by the Equality and Diversity Board at its next meeting in early 2016. The Corporation **approved** the equality objectives. **Proposed** by D Wildridge and **seconded** by A Head.

8.5 Risk Appetite Framework

The report was received and **considered** by members (minute book page G639-G643).

At the recommendation of the Audit and Risk Management Committee the Corporation was asked to **approve** introducing the risk appetite framework that has been developed for the Corporation to use to measure the College's appetite for new and emerging strategies. Members asked the College Secretary to review the Risk Appetite Statement (page 1) to include reference that the measurement of risk appetite cannot be taken in isolation and should recognise that individual strategies should be considered in the context of other risks. Members also suggested that a review of how the framework is working in the year is undertaken and reported to the Audit and Risk Management Committee and Corporation. On this basis the Corporation agreed to **approve** the spirit of the framework and trial how it works. **Proposed** by K Golding and **seconded** by S Gerber.

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8.6 Risk Management Update

The report was received and **considered** by members (minute book page G644-G646).

The risk register has been updated and the report shows an analysis of the risk movement since the last report to the Corporation. The Chair has agreed with the College Secretary that further detail is to be added to improve the report so that it shows, at a glance, the nature of the risk to avoid the need for members to cross reference it to the register.

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9 Governance

The report was received and **considered** by members (minute book page G647-G649).

9.1 Register of Interests

In accordance with the Instrument and Articles of Government all members are required to complete the register to confirm their continued eligibility to serve on the Board. The Clerk commented that as part of the external audit work auditors had identified that for some governors who are now also Trustees/Members of Suffolk Academies Trust and/or SENDAT this had not been disclosed on their registers. The Clerk confirmed that all declarations had now been made by the relevant members and Registers of Governors' Interests updated.

9.2 Governors' Conference

The conference will be facilitated by Beej Kaczmarcyk again this year and will cover many of the topics covered in the Principal's Briefing (above). Topics include Devolution, Comprehensive Spending Review, Area Reviews, Multi Academy Trusts, Institutes of Technology, Free Schools and developing the next 3 years' strategic plan.

9.3 Corporation Self Evaluation Results

The results of the self-evaluation were shared with the Corporation. In addition the Corporation has commissioned M Snell, external consultant, to undertake the Learning Board Programme. His report which will assess the effectiveness of the Board will be presented to the Corporation at the March meeting.

10 Governors' Reports and Information

10.1 Representational Activities

Governors have attended and represented the College at a range of events including attending the UCS Graduation Ceremony, Princes Trust Celebration event, the opening of the Gas and Oil Centre following its relocation to the Milburn

Centre, Student Council meetings, HE staff meeting, the opening of the Newmarket Academy Animal Care Centre, performances of Conservatoire EAST and building links with Snape Maltings. In addition the Chair of the Corporation has also attended the launch of the Suffolk Chamber of Commerce office at the College, Albert Roux dinner at Edmunds, AoC Area Review and AoC Annual Conferences, College Open Day in November, a House of Commons reception and Ofsted new Common Inspection Framework and preparing for Ofsted Inspection training.

10.2 *Training, Development and Governor Link activities*

It was noted that governor links have been re-established and all members have met with their linked areas and teams.

11 Any other business

None.

12 Review of meeting

Members asked the Chair and Clerk to consider how the reports could make better use of executive summaries and links to reduce the number of pages received in sets of papers to the Corporation. There was recognition that reports were comprehensive and strategically focussed and this must not be lost at the expense of trying to reduce the content and minimise the number of pages.

The Chair asked members to feed back any further comments about the meetings to either himself or the Clerk.

Date of next meeting

Friday 18 March 2016 at 2.00pm. Room TG1.16

Meeting ended at 4.55pm