

GOVERNING BODY
Minutes of the meeting held at 2.00pm on 5 July 2018

Present: K Golding (Chair) S Daley (Vice Chair)
D Wildridge S Clarke
A Maltpress R Berongoy
J Gazzard K Points
N Savvas, Principal/CEO

In attendance: E D'Souza, Observer
J Wakelam, Observer
N Wingfield Digby, Observer
S Jones, Vice Principal Finance and Resources
L Moody, Vice Principal Employer Engagement
C Shaw, Vice Principal Quality and the Student Experience
J Bridges, Clerk to the Corporation

There were no interests relevant to items on the agenda declared by members. The Corporation was informed that Governor, S Healey Pearce, has taken up an employment opportunity with effect from Monday 21 May 2018 with the firm of internal auditors contracted by the College. Her role with the firm is in no way connected with the audit department and therefore independence and conflict is not an arising concern for her as a Governor or for the College and should a decision be required concerning reappointment of the firm S Healey Pearce is not be eligible to vote or take part in such a discussion.

1 Apologies for absence

Apologies for absence were received from S Howard, C Higgins, J Mann, S Healey Pearce and T Hunt.

2 Minutes of the meeting held on 23 March 2018

The minutes of the meeting (minute book pages H543-H553) were agreed as a correct record.

3 Matters Arising from the meeting held on 23 March 2018

The matters arising from the meeting were summarised in the report (minute book page H554) and all actions reported had either been resolved or, where appropriate, an update had been provided on progress elsewhere on the agenda.

It was noted that the Chair of Corporation, K Golding and Chair of Resources Committee, S Clarke, have passed the resolution on behalf of the Corporation to approve the revised loan covenants as satisfactory clarification from the bank has been received.

4 Membership

The report was received and **considered** by members (minute book pages H555-H558).

i. Resignations of SAT Members

Under the Articles of Association SAT Members are not eligible to also serve as SAT Trustees and therefore under our new governance arrangements it is the intention of both S Daley and S Clarke to relinquish their SAT Member role and join the membership of the SAT Trustee Board. This means that they are to resign their posts as a SAT Member and seek the approval of the remaining three SAT Members to appoint them as SAT Trustees. The SAT Members are to consider these resignations and appointments at the meeting to be held on 11 July 2018 and the Trust Secretary of SAT will then file the necessary documents and registers with Companies House.

Action

SAT Members will then seek to appoint to new Members' to join their Board.

ii. ***WSC Appointments to the SAT Trustee Board***

The SAT Members are to consider a number of appointments from the Corporation of West Suffolk College at their meeting to be held on 11 July 2018 to join the membership of the SAT Trustee Board.

iii. ***Reappointments***

At the Appointments and Governance Committee meeting held in May 2018 they received the details of the appointment date of Governors and the date that their current term of office are due to end. The terms of office of S Daley, D Wildridge and C Higgins are due to expire at the end of this academic year. The Committee recommended to the Corporation that all three are reappointed to serve a further three year term of office. The Corporation **approved** the reappointments. **Proposed** by S Clarke and **seconded** by K Golding.

iv. ***SAT Trustee Board Appointments to the WSC Corporation***

The Appointments and Governance Committee recommended to the Corporation to appoint Elton D'Souza, Chris Ridgeon, Roger Inman and Julia Wakelam to join the membership of the Board. Their three year term of office would commence on 1 September 2018. The Corporation **approved** the appointments. **Proposed** by D Wildridge and **seconded** by A Maltpress.

v. ***Renewal of Co-opted Members***

Co-opted membership to Committees is subject to annual review rather than an appointment to serve a three year term of office.

The Appointments and Governance Committee and with the endorsement of the Audit and Risk Management Committee recommended to the Corporation that the reappointments of N Roberts and H Nydam as co-opted members of the Audit and Risk Management Committee are approved. It is further recommended that J Bloomfield is reappointed as a co-opted member of the Remuneration Committee for the 2018/19 academic year. The Corporation **approved** the three co-opted appointments. **Proposed** by J Gazzard and **seconded** by K Points.

vi. ***Appointment of Student Governor***

An election campaign to replace student Governor, J Mann, took place in May 2018. The Corporation was asked to approve the appointment of E Foster. He completed the Progression to Brickwork course at the Milburn Centre last year, Level 1 Brickwork this year and has enrolled onto Level 2 Brickwork for the 2018/19 academic year. The Corporation **approved** the appointment. **Proposed** by S Daley and **seconded** by R Berongoy.

5 **Appointment of Chair and Vice Chair**

The report was received and **considered** by members (minute book pages H559-H561).

The appointment process of the Chair and Vice Chair is determined in our Standing Orders. The closing date for nominations was by 8 June 2018.

The Clerk received one nomination for the appointment of Chair for E D'Souza and two nominations for the appointment of Vice Chair.

The Board has the flexibility to shape the constitution of the Board as it sees fit in order to ensure it has the necessary skills and capacity to carry out its functions effectively.

The DfE Governance Regulations (2013) advise that it is possible to appoint more than one person to share a role if the Board believes this is necessary and in the best interest of the Corporation and Governors will need to ensure that any role sharing arrangement does not lead to a loss of clarity in its leadership.

Research has identified that Vice Chairs can successfully share the load using each other's strengths to best advantage. The job share approach appears to be particularly advantageous to those facing challenging times and guidance on the topic suggests that as long as matters are dealt with in a professional manner, responsibilities can be delegated as much as possible.

Nominations for the Vice Chair role have been received for C Higgins and S Daley.

In accordance with the Standing Orders of the Trust the appointment of the Chair would be on 1 January 2019. This enables the outgoing Chair (K Golding) to sign off and complete due process on the Annual Report and Financial Statements of the preceding academic year and the Self-Assessment Report.

The Clerk reminded those at the meeting, N Savvas, R Berongoy and J Mann that they were not eligible to vote or take part in the appointment process of the Chair and Vice Chair roles. E D'Souza and K Golding were of course not eligible to vote for the role of Chair and likewise C Higgins, nor S Daley not eligible to take part in the appointment of the Vice Chair. The named individuals were absent from this part of the meeting.

The Board **approved** the appointment of E D'Souza as Chair with effect from 1 January 2019. **Proposed** by S Daley and **seconded** by S Clarke. The shared Vice Chair role to C Higgins and S Daley to take effect from 1 August 2018 was **approved** by the Corporation. **Proposed** by D Wildridge and **seconded** by K Points.

6 Quality and Performance

6.1 Key Performance Indicators

The report was received and **considered** by members (minute book pages H562-H579).

Financial

There are currently 2,976 16-18s enrolled against the target of 2,910. This is 66 up on target.

It was noted that 2018/19 applications for HE are looking positive with actual offers made and accepted higher than the same point last year.

The forecast surplus has been revised and shows a reduced surplus of £121K which is still £51K better than the original budget, but include costs for summer works of £220K.

The staff costs to income ratio calculations for April YTD are calculated at 65.9% which is better than the budget target of 68.7%.

Loan covenant calculations have been based on the old agreed covenants and are all compliant.

The current cash balance of £5.8m has increased from the balance in March 2018 of £5.2m. The budgeted cash balance was £5.4m in April 2018.

Curriculum and Quality

The quality of teaching as observed through learning walks remains strong with 81% of staff being identified as being good or better (green).

Attendance remains good although overall 16-18 attendance has declined by 1% and is now at 89% for the summer term. Attendance of 19+ is at 87%. Both 16-18 and 19+ attendance is 1% lower than the same point last year. Governors noted that the main areas of concern were with Proactive Education where there is only 63% attendance and Brickwork with 74%. Courses in these areas have already been highlighted 'at risk' and action plans are in place to ensure that the retained students do achieve.

The attendance gap between vocational qualification and Maths and English sessions has continued this term. Governors were however pleased to learn that there was a strong turnout for the GCSE exams with around 88% attendance for 16-18 students.

Assessment progress has improved across all areas since the last report to the Corporation. Access to Education are behind where they should be at this time of year; however, the team are focused on student achievement.

Student retention remains strong for both 16-18 (95%) and 19+ (93%), which are both the same as the last report to the Board. Both 16-18 and 19+ retention remains higher than the retention point at the end of the academic year.

It was noted that predicted Achievements for classroom based programmes are looking strong against last year's outturn.

Employer Engagement

Apprenticeship recruitment has seen its first decline in numbers. Some of this deficit has been recovered and it is expected that numbers will be on par with those achieved last year by the end of period 11. There is confidence that the pipelined recruitment for the rest of the year will ensure that recruitment figures at the year-end will surpass last year's recruitment total; continuing to buck the national trend, which is showing a 30% decline year on year.

82% of learners are ahead or on target and activity continues to improve this further. The national rate is 67.7% and it was noted that achievement of Engineering students is likely to be down but there are strong indications that overall success is on the up.

The transition from frameworks to Standards continues to grow and there are now 320 learners on an Apprenticeship Standard.

Workforce

The College has seen a reduction compared to last year in how many staff are taking time off due to sickness however the report shows that those who are absent are off for a longer duration. This is consistent with the dramatic decrease in the number of absences as these are extremely disruptive to the effective operation of the College.

Staff turnover benchmarked against data from the last full academic year shows that the College turnover rate is lower than other educational organisations in the UK. In this academic year to date however we are seeing an upward trend in the turnover rate compared to the previous two years. While we embrace a certain degree of turnover at the College in order to introduce new ideas, diversity and ways of working, it will be prudent to monitor this and the reasons for leaving to ensure that the continuing upward trend does not unduly escalate. An update of the analysis to understand this spike in turnover is to be reported back to the Corporation in the KPI report at the meeting to be held in December 2018.

JDines

6.1.1 **Financial Performance**

The report was received and **considered** by members (minute book pages H580-H583).

The College expects to perform better than the net surplus budget for the year and this is reflected in the revised budget forecast surplus (excluding Vintens rent) for the year of £121K as at the end of April 2018 compared to the original surplus of £70K.

This improved position of £121K reflects the assumption that a non-consolidated bonus will be paid to staff in July 2018 and that a positive financial performance has permitted more than £200K of extra investment on the estate. This overall stronger performance is due to close control of expenditure budgets and additional fee and HE income.

The most recent assessment of the College's financial health is from the 3 year plan which is part of the Budget paper provided for under agenda item 8.1 of this meeting and shows that the forecasted position for 2017/18 and the budgeted position for 2018/19 would categorise the College as financially outstanding according to ESFA criteria.

All loan covenants are currently being fulfilled and revised covenants that have finally been agreed and will take effect imminently would also be fulfilled.

In summary the College remains in good financial health with a secure balance sheet and will deliver a surplus for the year which should be larger than budgeted. This performance can afford the payment of a 1% equivalent bonus. Management will seek to optimise the financial position in order to facilitate further investment in the College's estate and resources but equally strengthen the College's cash position. It was noted that the forecast position is ideal for the College ahead of the investment at Vintens during 2019.

The Corporation **approved** the payment of a non-consolidated bonus (the equivalent of £250 gross for staff earning £25K or less per annum and 1% for those earning more than £25K per annum) for the 2017/18 academic year. It was noted that the 1% bonus would be paid to those designated as Senior Post Holders. **Proposed** by A Maltpress and **seconded** by S Daley.

6.2 **Quality Improvement Plan 2017/18 Update**

The plan was received and **considered** by members (minute book pages H584-H588).

Good progress is being made against the plan to date particularly around progress monitoring of underperforming courses, engineering reputation, start of year planning for Maths and English enrolments, work experience tracking and monitoring and observations of Teaching, Learning and Assessment.

A number of targets involve the planning for improvement 2018/19 so will be ongoing; including Observations of Teaching, Learning and Assessments, Self-Assessment Report planning and Staff Learning and Development Plans. Sustained focus at this time of year remains around student retention and achievement and exam results to deliver predicted positive outcomes for learners.

7 Strategic Matters

7.1 Update on Multi Academy Trusts (SAT and SENDAT)

The report was received and **considered** by members (minute book pages H589-H595).

Suffolk Academies Trust

The selected contractor has submitted the planning application for the build. A formal objection was received and the contractor and Technical Advisers have been working to clarify those queries and resolve the concerns of the objector. The Highways Agency has also raised a formal objection and the planning teams of the ESFA together with the contractor and Technical Advisers are working together to address the issues raised.

L Moody joined the meeting at 2.40pm

The additional activities to respond to the objections has meant that the planning determination date has been delayed and a decision is now expected early August 2018 as opposed to early July 2018. Contingency plans are being worked through should the project timeline be further compromised. It was noted that the planning delay for Abbeygate does impact the planning decision of the Vintens Project as one of the Conditions of planning is that the College pays for the installation of a pedestrian crossing for the Vintens site but the plans for Abbeygate negate this need as a crossing is planned further down the road. Architects and constructors are negotiating resolution with planners and Highways as a priority to ensure that the critical path of both projects are kept on track to open September 2019.

Special Educational Needs and Disabilities Academy Trust (SENDAT)

There have been approximately 25 young people referred for 2018 placement at the Angel Hill College, the majority of which have come via the College. Angel Hill College provision has been developed to accommodate access for a significant number of very high needs students requiring high levels of support and consequently a significant increase in income of high needs funding is anticipated.

The Ofsted Report of the Inspection that took place of the Priory Residential provision over 22-24 May 2018 has been published with grads confirmed as outstanding across all judgements.

SENDAT has been commissioned by the Local Authority to provide an additional 12 places at Priory Schools from September 2018 with capital funding also provided to increase the capacity of communal spaces, including the dining hall. This will take the number of places at Priory School up from 120 four years ago, to 182 students for the 2018/19 academic year.

Negotiations are also taking place with the Regional Schools Commissioner (DfE) and the Local Authority with regard to further growth opportunities for SENDAT.

7.2 Principal's Briefing

The report was received and **considered** by members (minute book pages H596-H613).

There has been an extensive number of events held and hosted by the College since the last meeting of the Corporation and these were all detailed in the Principal's report.

The most notable for mention being our successful application to the DfE for funding to establish an Institute of Technology (EIOT) in the Eastern Region. We are now undertaking preliminary work in preparing for the stage 2 application which needs to be submitted within 12 weeks of receiving the guidance, expected in the next couple of weeks.

Other topics in the report covered Higher Education, T Levels, relocating Animal Care, potentially closer to Bury St Edmunds and possible change of use plans for the Copse.

The College continues to work hard to build on its relationships with schools. The Science Box project has gone from strength to strength and we have now delivered our first Crumble Workshop in partnership with BT, which is a primary all day workshop for Years 5 and 6 (ages 8-10) to use coding to programme a mini robot. The International Festival of Learning East 2018 was a great success with over 1,000 delegates, 130 speakers and 120 sessions delivered across the day. The Festival will be hosted again at the College next year on 28 June 2019. The College also featured highly with stands/exhibitions at the Suffolk Show, South Suffolk Show and Suffolk Skills Shows.

The Principal's Report also covered regional and national updates/opportunities covering the National Travel Policy Statement for post 16s, energy sector and renewables update and NALEP Sector Skills Plans.

7.3 Eastern Colleges Group Strategy

The strategy was received and **considered** by members (minute book pages H614-H619).

At the strategic conference held in January 2018 it was agreed that a Common Strategy is to be written and the branding/identity of the entities uniting as a Board is to be developed and created.

This work has been progressed by the Governance Implementation Task and Finish Group comprising of Trustees of SAT and Governors of WSC. The Colleges within the Group (Suffolk One, Abbeygate and West Suffolk) are to be identified under the umbrella of the Eastern Colleges Group and the draft strategy was presented to the Board for comment.

It was noted that there are a few further minor amendments to the document to reflect that the foreword of the Chief Executive is actually a message that belongs to the Eastern Colleges Group and not that of the Chief Executive, the strapline 'Inspiring Outstanding Education' is to be our 'Vision' not a strapline and the photo of N Savvas is also to be changed. Governors mentioned that publicly there could be confusion with Easton College and its association here with the Eastern Colleges Group because they sound similar. It was felt that as Easton College is known as Easton and Otley College there is sufficient distinction between the Group, which actually is just a brand and not a separate legal entity.

The strategy was **approved** by the Corporation. **Proposed** by R Berongoy and **seconded** by S Daley.

8 **Information, Discussion and Decisions**

8.1 ***Budget 2018/19 and Three Year Financial Plan***

The Budget 2018/19 and Three Year Financial Plan were received and **considered** by members (minute book pages H620-H625).

The proposed revenue and capital budgets for 2018/19 have been discussed by the Resources Committee and the financial objectives, plus the related three year financial plan were endorsed at the meeting held on 27 June 2018.

At the request of the Corporation, the body of the report received contained less detail than last year but linked the detailed papers and reports provided and presented to the Resources Committee for reference.

In summary the proposed budget is an operating surplus of £133K which reflects the application of a capital budget during the year of £5.3m (note this includes Vintens at £4.7m). This compares to a budgeted surplus in 2017/18 of £70K (excluding Vintens rent which ceased in April 2018). The Vice Principal Finance and Resources explained the challenges around the AEB budget income line (£1.9m of total income) and the Vice Principal Employer Engagement explained how we can take advantage of drawing down this income line to maximise opportunity for low income students as a stepping stone into trainee or apprenticeships. Nationally there is a £70m underspend on the AEB so the College is looking at how and where it can maximise and take advantage of this income line.

The assumptions and risks associated with the 2018/19 budget were detailed in the report and highlighted at the meeting by the Vice Principal Finance and Resources.

The ESFA financial plan template has been populated with the provisionally agreed budget and this was provided to the Board. The financial health summary grade for the College is outstanding in each of the three years in question and it was noted that the Resources Committee concurred with those calculations of the auto grade generates as outstanding in years 1, 2 and 3. The Chair of Resources Committee highlighted the sensitivity of the assessment and given a small forecast surplus is proposed it would not take much to sway into a deficit position and careful management of all budget lines will be of paramount importance.

The Corporation was asked to approve the revenue and capital budgets 2018/19, financial objectives and three year financial plan. In addition the Corporation was asked to approve the provision in the budget to make a 1% cost of living award to all staff equating to £185K. It was noted that the Resources Committee endorsed the award and that it is to apply to those staff also designated as Senior Post Holders. The Corporation **approved** the Revenue and Capital Budgets 2018/19, Financial Objectives, Three Year Financial Plan and to make a 2018/19 1% cost of living award to all staff. **Proposed** by A Maltpress and **seconded** by D Wildridge.

8.2 ***Appointment of Internal and External Auditors***

The report was received and **considered** by members (minute book pages H626-H627).

Internal Audit Services

The College's contract for the provision of Internal Auditing Services expired last year and the Audit and Risk Management Committee entered into a full selection process and concluded their appointment. This contract commenced on 1 August 2017 and expires in 2021.

The Audit and Risk Management Committee and ultimately the Corporation are responsible for the review and approval of the reappointment of the internal audit service on an annual basis.

External Audit Services

In accordance with the Financial Memorandum the Corporation should reappoint external auditors formally each year.

Provided that the external auditor's performance is satisfactory, it will not be necessary to repeat a full selection process each year. However, full market testing should be undertaken at least every seven years.

The College last tendered its external audit services in the autumn terms of 2012/13 and the Corporation approved their appointment at the 14 December 2012 meeting. The initial appointment offered was for a period of 36 months plus a further 12 months subject to the College's satisfaction and a further period of 36 months (to 2019/20) was awarded last year. It was proposed that the services of the incumbent firm are to continue to be contracted to 2019/20 at which point full market testing will be undertaken.

The Corporation **approved** the appointments of Internal and External Audit service as detailed in the report. **Proposed** by S Daley and **seconded** by S Clarke.

8.3 Committee Chair's Summary Reports

The report was received and **considered** by members (minute book pages H628-H642).

Standards and Excellence

There have been two meetings (19 April 2018 and 14 June 2018) since the last meeting of the Corporation. There were no further items to discuss in addition to the report received by members.

Appointments and Governance

The Committee met on 9 May 2018. There were no further items to discuss in addition to the report received by members.

Resources

This Committee met on 16 May 2018 and 27 June 2018. It was noted that the Committee was informed that the College intends to make adjustments to the annual leave entitlements of some categories of staff for reasons of equity. Entitlements of those who are designated Senior Post Holders is for the consideration of the Remuneration Committee. There were no further items to discuss in addition to the report received by members.

Common Services Task and Finish Group

The group met on 17 May 2018 to progress the Common Services Strategy. There was nothing further to report at this time other than the Vice Principal Finance and Resources continues to pursue a response and advice from legal advisors concerning the most appropriate vehicle that the College and the Trust should adopt in its pursuit to deliver common (shared) services.

Property Task and Finish Group

The group met on 17 May 2018 and subsequent to the report met again on 4 July 2018. The Chair of the Group, S Clarke, mentioned that there are two issues to resolve; 1) concerns the removal of trees to enable signage and branding space to the façade of the building; and 2) as mentioned above, concerning the Condition

for planning consent to install a pedestrian crossing along Western Way, asked the Corporation for delegated power for the group to progress the appointment of the construction contractor. Tender submission is by 6 September 2018 for appointment 2 October 2018. Involvement of the group is likely to be needed mid-September to participate in the selection and interview processes. The Corporation **approved** to delegate power to the Group to progress the construction contractor appointment for the Vintens site. **Proposed** by D Wildridge and **seconded** by R Berongoy.

Governance Implementation Task and Finish Group

This Task and Finish Group has met twice (16 May 2018 and 27 June 2018) since the last meeting of the Corporation. The purpose of the group has been achieved and no further meetings of the group are to be held. There were no further items to discuss in addition to the report received by members.

Audit and Risk Management Committee

The Committee last met on 18 June 2018. There were no further items to discuss in addition to the report received by members other than the Chair mentioned that the Committee intends to keep a watchful eye on the progress of the College to reach GDPR compliance and congratulated the management of our practice as all audit areas achieved strong and significant assurance levels in the year.

University Studies Task and Finish Group

The group met on 21 June 2018 to discuss the application process and progress of the capital funding bid for the Institute of Technology. It was noted that the group sought delegated power of the Corporation to take oversight of the IoT bid application process to ensure that the Corporation has the assurance that the project can be adequately resources and progressed for the submission date (early October 2018). It is proposed that the Chair of the Corporation and the Chair of the Resources Committee (with the elected Chair of the Eastern Colleges Group) is to join the membership of the University Studies Task and Finish Group to take this forward. The Corporation **approved** the delegated power. **Proposed** by S Daley and **seconded** by K Points.

It was noted that J Gazzard disclosed his conflicted interest in the IoT given that his employer is interested in becoming a partner of the Institute.

8.4 Annual Policy Reviews

The report was received and **considered** by members (minute book pages H643-H644).

Safeguarding

The policy is subject to an annual review by the Safeguarding Board and the Corporation. It has been subject to extensive review in the year and rewritten to align with the Suffolk School Safeguarding Policy from Suffolk County Council. The Safeguarding Board has agreed the changes and recommends that the policy is approved by the Corporation. The Corporation **approved** the Safeguarding Policy. **Proposed** by S Clarke and **seconded** by J Gazzard.

Health and Safety

The Health and Safety policy is subject to annual review by the Committee and the Corporation. There are only amendments to dates in the footer and therefore no substantive changes since the last review. The Corporation **approved** the Health and Safety Policy. **Proposed** by D Wildridge and **seconded** by K Points.

Equality, Diversity and Inclusion Policy

Amendments to the policy are minimal and limited to updating titles, College aim, mission and values, footer and author details. There have been no amendments to the content of the policy. The Board has agreed the policy and recommends that it is approved by the Corporation. The Corporation **approved** the Equality, Diversity and Inclusion Policy. **Proposed** by S Daley and **seconded** by A Maltpress.

Risk Management

There is a direct link between the Risk Management procedure and the College's Strategic Plan. The procedure has been reviewed and only the footer details have been updated in this review. The Audit and Risk Management Committee has agreed the changes and recommends that the procedure is approved. The Corporation **approved** the Risk Management procedure. **Proposed** by S Clarke and **seconded** by K Golding.

8.5 *Risk Management Update*

The report was received and **considered** by members (minute book pages H645-H664).

At a glance the number of risks with a high likelihood of occurrence has stayed the same with 2 risks in the red zone between the months of February and June 2018 and the number of risks within the medium (amber zone) has decreased by 2 from 9 down to 7. Risks in the yellow zone (12) have decreased by 4 from 16 (February 2018) with now 18 in the green (low risks) compared to 12 in February 2018. There are no new risks added to the register and none have been removed.

9 Governance

The report was received and **considered** by members (minute book pages H665-H673).

9.1 *Instrument and Articles of Government*

The Corporation has the responsibility and the right to amend the Instrument and Articles of Government.

It is proposed that a clause for the appropriate management of conflicts and loyalties of interest is inserted into the Instrument and Articles of Government further to legal advice received to ensure that the relationships between the College and Suffolk Academies Trust can be addressed appropriately and that provisions are incorporated dealing effectively with conflicts of interest and loyalty given that members of the Board of the Eastern Colleges Group are both Governors of the College and Trustees of Suffolk Academies Trust (common to the other).

Legal advisors commented that the DfE in particular are likely to be concerned about the possibility of decisions being taken which may not be in the best interests of the respective parties, and with the consequent risk that funds may be applied from one to the other without there being full and proper challenge, this could give rise, in the case of Suffolk Academies Trust, to issues under the Financial Academies Handbook.

This being said, it was recognised, that both the College and the Trust are educational in nature and funds are applied within publicly funded education, so there is not a private profit-making mischief here which needs to be addressed.

The Corporation **approved** the amendment to the Instrument and Articles of Association. **Proposed** by S Clarke and **seconded** by K Golding.

9.2 **Annual Calendar of Meetings 2018/19**

The calendar of meetings for the 2018/19 academic year was shared with the Corporation for information. The Clerk will send the relevant calendar invitations to all over the summer weeks.

9.3 **Designated Committee Chair/Vice Chair Roles and Membership**

The Standing Orders of the Corporation determine that the membership of each Committee and all posts of Chair, and Vice Chair of each Committee shall be reviewed at least annually by the Corporation.

The Corporation considered the designated roles and Committee Membership as detailed in the report and **approved** all appointments. **Proposed** by S Clarke and **seconded** by K Points.

9.4 **Terms of Reference, Standing Orders and Code of Conduct**

The Committee Terms of Reference have been reviewed in the year and are subject to annual review and approval of the Corporation.

In addition to the Instrument and Articles of Government that the Corporation is governed by it has adopted its own set of byelaws under which it operates known as the Standing Orders and Code of Conduct. These are subject to annual review and approval by the Corporation. The Standing Orders has been reviewed together with the Annexed policies on the Selection of Governors, Terms of Office and Chairs' Action.

The Code of Conduct has also been reviewed together with the Annexed policies on Seven Principles of Public Life, Six Core Principles of Good Governance, Access to Governance Information and Guidance on the Expectations of Governors' Attendance.

The Corporation **approved** all documents en bloc. **Proposed** by A Maltpress and **seconded** by S Daley.

9.5 **Feedback from Governors' First Hand Week**

Over the years the First Hand programme of activities available has grown but take-up by governors has declined as participation has reduced. This being said it was felt that we may have been victim of our own success as past years' programmes have offered too much choice and therefore distorted the participation rate as no matter how many governors participated there was never the possibility that every option would achieve take up.

As a compromise we continued to offer a range of sessions at different times to accommodate the availability of governors by tailoring the programme to each governor rather than take a blanket approach in just one week of the academic year.

This has proved positive and customised First Hand programmes for each governor based around their availability and preferences of the areas they would like to visit/experience has increased participation in the number of activity areas although governor take up is consistent with previous years. Around the table those governors who participated in activities this year were extremely positive about their experience, the attitude and acceptance of staff and the general conduct.

In summary the most prominent words to describe First Hand experiences this year were Informative, Enthusiastic and Committed.

9.6 Annual Self-Reflection Innovation

In previous years governors have completed an annual governance self-evaluation questionnaire to review the effectiveness of its operations at Corporation and Committee level. This process became tired and so last year the Clerk devised the Innovative Governance Self Reflection Framework tool, and while a time consuming process for governors to complete, it did produce an extensive and comprehensive evaluation and evidence bank of how innovative and self-reflecting the Corporation is.

The results are to be compiled by the Clerk and when completed, the framework gives a RAG rating for each innovative governance theme, and an overall innovation governance potential rating of 100%. Last year the Corporation produced an innovation score of 88%.

Each governor was asked to participate and complete the self-reflection tool, returning it completed to the Clerk by the deadline date of 31 July 2018.

All

10 Governors' Reports and Information

10.1 Representational Activities

Governors have attended and represented the College at a range of events during the past few months including the Celebration of Achievement, International Festival of Learning, National Bricklayer Guild Competition, Art Show at the Apex and at College, Performances in Conservatoire EAST (Spamalot), Suffolk Show, South Suffolk Show, Edmunds Lecture Series and a number of dinners and other social events.

10.2 Training, Development and Governor Link activities

Governors are invited to attend the curriculum Self-Assessment Review (SAR) meetings over the summer break.

11 Any other business

None.

12 Review of Meeting

Any comments can be shared with the Clerk.

Date of next meeting

Thursday 13 December 2018 at 2.00pm Room TG1.16

The meeting ended at 4.45pm