

**MINUTES OF THE CORPORATION**  
**Of a meeting held on Tuesday 13 December 2016**  
**At 5.00 pm at the Chippenham campus**

<b>Present</b>	Helen Birchenough, Chair, Mark Lello, Harry Adam, Amanda Burnside, Faith Butt, Martin Clark, Jon Downing, Hannah Granger, James Hayes, Elizabeth McKee, Ben Permutt, Karl Simpson (by Skype), Jack Wills (by Skype)
<b>In Attendance</b>	<i>Adrian Ford, Vice Principal Resources, Iain Hatt, Vice Principal Curriculum and Quality, Lynda Croft, Finance Director, Heather Cross, Clerk to the Corporation</i>

	<b>Minute</b>	<b>Action</b>
<b>4/1</b>	<b>Apologies for absence</b>	
	Apologies were received from Venetia Summers and Carolyn Godfrey	
<b>4/2</b>	<b>Declarations of interest</b>	
	None	
<b>4/3</b>	<b>Chair's opening remarks</b>	
	The Chair welcomed all governors to the meeting, especially Jon Downing as a new governor at his first meeting.	
<b>4/4</b>	<b>Self-Assessment Report and Quality Action Plan</b>	
	<p>The proposed Self-Assessment Report for 2015-16 and the associated Quality Action Plan had been circulated.</p> <p>Iain Hatt was invited to present the report and he explained that this was the first year where the college had assessed itself on the aspect of 'personal development, behaviour and welfare' following the introduction of this assessment heading by Ofsted in its revised inspection regime. He explained the internal processes to complete the report, including the Quality and Resource Review meetings to which governors were invited and then with each department producing its own self-assessment report to contribute to the overall report. Governors had already considered their self-assessment at the last meeting.</p> <p>A further paper with more information had been provided concerning outcomes for learners and giving a reminder of the grade descriptor for 'good'; this was the first time that this overall grade had been proposed as good and Iain invited governors to consider the evidence carefully in order to satisfy themselves that this grade in particular was justified.</p> <p>Governors considered and noted the key areas of strength. It was noted that safeguarding was good and this was in line with both the last full inspection and the recent care standards inspection. The course performance statistics were considered. It was noted that the course averages nationally were expected to be provided towards the end of January. The volumes of students in particular areas where performance was good was noted and the significant improvements made at level 3, where there were large numbers of students,</p>	

	<p>was welcomed. The significance this improvement had for the overall performance in Outcomes for Learners was recognised. Governors commented that where improvements were required to areas which had not so far been making improvements, these had been clearly identified and actions necessary were shown.</p> <p>Governors gave particular attention in their discussions about areas which still needed improvement. The area of engineering was chosen as one to discuss in more detail which still had a spiky profile. Governors noted from their own experience in learning walks that this department now had an improved sense of energy and purpose. In being questioned, the Senior Leadership team commented about the levels of scrutiny and discussions internally which had taken place in assessing grades. English and Maths performance was debated, in particular the performance at level 2 and discussion also took place about Functional Skills and Apprenticeships. Governors carefully scrutinised the processes which would ensure improvement.</p> <p>There was discussion about the actions the college was taking to introduce more performance measures in-year. It was noted that the Quality Improvement Plan picked up the actions from the self-assessment report and showed these in red. The intention was that governors reviewed progress on a bi-monthly basis, with the next discussion taking place in February. A number of the areas surrounding LEP priorities were those where college improvement was required. It was agreed that the Quality Improvement Plan should specifically review the performance data for the areas which required improvement with governors to receive a progress report. Governors also requested future discussions once the national data was available in particular about how the college compared on functional skills performance. The college was dealing with students overall who were shown by statistics to be just outside the lowest 10% of prior attainment nationally</p> <p>The Principal flagged the increasing importance of destinations and students moving into areas of priority employment as identified by the LEP and the college was performing well in this area, with a number of positives.</p> <p>Governors thanked Iain Hatt for answering and addressing their questions in detail and welcomed the quality of the report which provided a clear and positive narrative. Data quality was considered to be high. <b>It was agreed that the self- assessment grade for outcomes for learners appeared appropriate to have been assessed as a 2 – good but it was agreed that this should be reviewed following the publication of the national data.</b></p> <p><b>The self-assessment report was proposed for approval by Helen Birchenough, seconded by Faith Butt and unanimously approved subject to minor typographical changes.</b></p> <p>It was noted that the Higher Education Review was not included in the Quality Improvement Plan as it was still subject to further work and finalisation prior to its submission date - and would be provided to governors at the next meeting.</p>	<p>VPCQ/ Clerk</p> <p>VPCQ</p>
4/5	<b>LEP Capital Priorities Update</b>	
	The Principal reported that an announcement of LEP capital projects would have been made by this date, but it was understood that a decision would now be communicated in the next week. The College remained optimistic about the	

	<p>outcome of its bids.</p> <p>Governors would of course be advised as soon as the decision was advised.</p>	
<b>4/6</b>	<b>Principal's Report</b>	
	<p>The Principal's report had been circulated previously.</p> <p>Amanda Burnside commented on the contents of the report including the conclusion of the Memorandum of Understanding with Oxford Brookes University, which was an important step forward for the college's strategic plans for HE growth and development; her recent meeting with the new SFA partnership manager, with positive support for growth being indicated; and the offer which the college had made to support adult learning locally to the council and to Jobcentre Plus, following their inadequate ACL inspection.</p> <p>In addition, developing links with the military, well-received apprenticeship funding employer briefings; an update on leadership and management development programme implementation; a consultation update; progress with lesson observations and staff development activity were all addressed in the report.</p> <p>In respect of estates, Adrian Ford reported that the exchange of Sadlers Mead site was expected imminently and the sale price had been increased by £0.25 million. This would be of assistance as a further contribution to the co-funding required for the potential capital projects.</p> <p>It was reported that the Deputy FE Commissioner had visited the college that day. He had appeared supportive of a stand-alone position for the college, although had been interested to explore any thoughts on a collaborative agenda. He had interest in the college linking with smaller land-based campuses elsewhere. Governors enquired about any news in respect of other college plans in the Gloucestershire, Swindon and Wiltshire Area Review but this information was not available currently as yet.</p> <p>The meeting thanked the Principal for her informative report.</p>	
<b>4/7</b>	<b>College Accounts 2015-16 and related reports</b>	
	<p>The recommended accounts had been circulated previously, together with the Auditor's Management Letter and the requested Letter of Representation. Adrian Ford introduced these and thanked Lynda Croft and her team for the detailed work towards the Accounts preparation. He explained the major accounting change which had come in from the current reporting year – Financial Reporting Standard 102 – which changed a number of treatments in the accounts and in particular the balance sheet. The approach was in order to seek to bring all industries into a common reporting format. Many colleges found themselves in the same position as this college with a negative balance sheet as a result of various treatments. In addition, there was a significant pension deficit increase following an actuarial review, with contributions increasing from 17 to 22% and an annual impact of £300K. In answer to a question it was confirmed that the accounting changes did not place the college in breach of any of its loan covenants.</p> <p>Adrian highlighted one key consideration which was that £4.7m was required to be shown as a short term liability as new loan arrangements had not been finalised with the bank as at 31 July 2016. This was because the event that required the new loan was not triggered until after the end of the financial year.</p>	

	<p>A covenant waiver letter to cover these circumstances was required from the bank, which had been received. The sale of Sadlers Mead had been recorded as a post balance sheet event.</p> <p>The proposed Letter of Representation to the Auditors was considered and was agreed acceptable for signature by the Chair, noting that it did not contain any wording recommended which was non-standard.</p> <p>The Management Letter (Audit Highlights) Report from KPMG was reviewed and was received. It was noted that there was a clean audit opinion.</p> <p>The Audit Committee annual report to the Corporation had been circulated and the Committee Chair spoke to the report. He commented that the External Auditors, KPMG, had presented a helpful report. The work of the internal auditors was more variable, with some good reports and others where the committee had to question the value of recommendations. Discussions were ongoing as to the scope of their audit work in the current year. The Corporation <b>received the report.</b></p> <p><b>The Report and Financial Statements for 2015/16 were proposed by James Hayes, seconded by Harry Adam and approved unanimously.</b></p>	
<b>4/9</b>	<b>Governance Issues</b>	
<b>a.</b>	<p><u>Membership</u></p> <p>A report had been circulated setting out the current position with governor membership. The Chair commented that a recommendation was likely to be brought to the next meeting for an outstanding HE and teaching and learning background person.</p> <p>It was noted that whilst the Board was welcoming new governors with some important and vital skills and experience which contributed to the diversity of skills represented, it was recognised that diversity remained a challenge and it was critical that the Board also aimed to reflect the diversity of the community served by the college.</p> <p>The Vice-Chair thanked the Board for their support concerning his reappointment at the previous meeting.</p>	
<b>b.</b>	<p><u>Learning Walks</u></p> <p>Martin Clark and Jack Wills reported on useful recent visits to Engineering, Trowbridge business courses and a specific visit to an AAT course. The Chair had attended the college on a number of occasions recently including two very exciting performances of Antigone where progress between the years was very evident. She had also had held a very constructive meeting with parents and carers of high needs learners. Parents reported a very positive experience for their children at the college, which had allayed early fears they had held.</p>	
<b>4/10</b>	<b>Minutes of the meeting held 22 11 16 and matters arising</b>	
	<p>The minutes of the last meeting which had been circulated were approved as a true record.</p>	

	<p>It was noted that a repeat of the Safeguarding update for those governors unable to attend the November meeting would be included in or prior to one of the forthcoming meetings. The Clerk reported that the arrangements for governors DBS checks were consistent with those for staff. New governors were in the process of undertaking DBS checks. It was understood that policy on checks overall was under review.</p>	<p><b>Clerk</b></p>
<p><b>4/11</b></p>	<p><b>Date of next meeting</b></p> <p>This had been approved previously for Tuesday 24 January 2017 at Salisbury. There was also a provisional special Strategic discussion day on 19 January, reserved to consider if necessary the resolutions from the Area Review.</p> <p>The Chair thanked the Senior Leadership team for their good work over the past year and wished them and all governors a very happy and enjoyable Christmas break. The Principal likewise thanked governors for their commitment to the College and wished everyone a happy Christmas.</p>	