

**MINUTES OF THE CORPORATION**  
**Held on Thursday 14 December 2017 at 4.30 pm**  
**At Wiltshire College, Chippenham Campus**

<b>Present</b>	Helen Birchenough, Mark Lello, Harry Adam, Amanda Burnside, Martin Clark, Jon Downing, Ben Newbury, Venetia Summers, Jack Wills (by Skype, from item 5)
<b>In Attendance</b>	<i>Adrian Ford, Deputy Principal Corporate Resources, Iain Hatt, Deputy Principal Curriculum and Quality, Heather Cross, Clerk to the Corporation, Julian Gravatt, AoC, for item 3</i>

	<b>Minute</b>	<b>Action</b>
<b>2017-18 4/1</b>	<b>Apologies for absence</b>	
	Apologies for absence were received from Gennette Fowler, Harry Genge, Iain Hutchison, Lawrence Roe, Debbie Sexton-Dyer and Carolyn Godfrey.	
<b>2017-18 4/2</b>	<b>Declarations of interest</b>	
	None	
<b>2017-18 4/3</b>	<b>AoC Pensions Briefing</b>	
	<p>The Board welcomed Julian Gravatt from the Association of Colleges (AoC) to the meeting to give a briefing on the current national picture on pensions. He commented that the AoC was not in a position to provide regulated financial advice and so his presentation would talk about general issues, but he did advise that any adviser appointed on pensions should be chosen carefully as the sector had specific issues which were not known and understood widely. Likewise employers were proscribed from giving advice to their employees.</p> <p>The Teachers' Pension Scheme (TPS) policies were controlled by and any liabilities met by government, whereas the Local Government Pension Scheme (LGPS) was required to be funded locally by each individual scheme. The Deputy Principal Corporate Resources reminded the Board that pension contributions were a significant expense for the college and overall were forecast to increase by 22% in 3 years' time. The LGPS fund was controlled by Wiltshire Council and their policies determined contributions. Most local government schemes were in deficit and the arrangements to pay back the deficit were different in each local authority; in some the pay-back was over 40 years but this authority has decided the period should be 14. It was noted that a number of factors were at play in contributing to the deficit of schemes including– increased longevity, previous insufficient contributions, many years with low interest rates. The insolvency act had also impacted on the pension position as any exceptional financial support to colleges was no longer guaranteed after 2019. Attempts to reform the LGPS scheme in recent years had not generated sufficient savings.</p> <p>The Board should be aware that any employer exit from the LGPS scheme meant that crystallisation arose and there would be a legislative requirement to pay all costs immediately. Any different arrangements for pensions were</p>	

	<p>therefore likely only to be offered to staff in new positions, but there may be an attraction in offering, say, higher salaries but with reduced pension benefits. A small number of colleges had introduced new schemes but these as yet had no real track record to be able to offer meaningful case studies.</p> <p>It was acknowledged that a key pensions issue alongside the financial considerations for the College was what would recruit and motivate staff. The AoC would continue to push the case for more funding which could assist with better pay.</p> <p>It was commented that pension reform was needed, but this was unlikely until Brexit was all resolved, into the 2020s. Julian Gravatt remarked that colleges needed to consider their current circumstances and decide what to do.</p> <p>The Chair thanked Julian Gravatt for his very helpful and informative presentation.</p>	
<b>2017-18 4/4</b>	<b>Chair's opening remarks</b>	
	Helen Birchenough thanked the college team for their work throughout the year of 2017, noting the very significant progress that was made. She asked that her thanks be passed on to all college staff.	
<b>2017 - 18 4/5</b>	<b>Self-Assessment and Quality Improvement</b>	
	<p><u>Self-Assessment Report (SAR)</u></p> <p>The draft self- assessment report for 2016-17 had been circulated previously. Iain Hatt presented some summary slides both to give the context of the SAR and to summarise key features. He referred to the Inspection Handbook and the judgements which Inspectors would make, explaining the particular things referred to separately in the SAR as those which they would particularly highlight, such as study programmes and high needs work. The last Inspection report would be the starting point for the next inspection and these themes from last time linked into the Quality Improvement Plan and SAR.</p> <p>Governors commented that the SAR had a greater degree of fluency this year and asked about the input of department heads. It was explained that Heads had been asked to respond to a series of standard questions in preparing their input. Governors appreciated the effect of this in the document.</p> <p>The proposed grades, all grade 2, good, were highlighted and governors discussed them, against the progress section which had been included. The improvements shown against each of these were noted - 16 to 18 classroom learning achievement rate had improved by 7% from 2015/16; Students are more knowledgeable of target grades and how to achieve these through better target setting and feedback. The student governor confirmed that he sets targets for himself which is how it should be. The embedding of ProMonitor and Markbook had allowed for an increased transparency of target setting. Students were able to state their current attendance and have a clear understanding of College expectations and targets.</p> <p>A significant improvement in the achievement of English and Maths had been achieved. An increased number of work placements had seen more students engaged in meaningful work experience. Increased employer engagement had successfully influenced and directed growth and development with curriculum planning.</p>	

It was commented that the college was making very good progress against the 7 areas identified for improvement in the last inspection report.

#### *'Provision type' grades*

These were proposed all to be good. These were discussed and agreed.

#### *Leadership and management*

It was noted that all the bullet points for improvement had also been included in the QIP, so the two documents were completely cross-referenced.

#### *Personal Development Behaviour and Welfare*

It was decided that the areas identified in this section might be reduced to three. The college promoting Prevent and Safeguarding in the workplace was noted.

#### *Quality of Teaching Learning and Assessment*

New qualifications and their structure had been taken as a theme. Tutors needed to be well-informed about what was expected of them, such as understanding the absoluteness of deadlines. A holistic assessment of teaching was being taken, having moved away from observations. This was what Ofsted would expect. In future years comparisons could be made through mock assessments and performance reviews.

#### *Outcomes*

IH highlighted the bar chart in the report showing the improvement in outcomes, with a strong three year trend. Governors asked questions about the comparisons with previous years where there had been some instances of mismatch between retention and achievement. It was noted that there may be some amendment to relative performance figures when the national data was published, due in January.

There was discussion about the impact of the introduction of synoptic (end) testing, where students were only allowed one retest. This had demanded a change of mind-set in both teachers and students and a change of teaching style. This method would be progressively introduced for all level 3 qualifications. An end point assessment group had been introduced to share practice amongst teachers. It was noted that Venetia Summers was working with City and Guilds at a national level to share her good practice experience of end- testing.

There was discussion in the meeting about how in the longer term the college was gearing up for T levels. Staff were being encouraged to be bold in their assessments where good performance had been very consistent. The area of Adult and Community Learning (ACL) was believed to be outstanding.

#### *Apprenticeships*

Work here was focussed on improving consistency.

#### *English and Maths*

The starting point had been relatively low, but English had improved significantly whereas Maths was still in intensive care.

The case histories were agreed to be an excellent addition to the report.

	<p>Governors <b>approved</b> the grades put forward, subject to review of the latest national rates once published.</p> <p><u>Quality Improvement Plan</u></p> <p>The Quality Improvement Plan which would take forward the areas identified for improvement in the SAR was <b>approved</b>.</p> <p>Governors thanked Iain Hatt and the curriculum team for the considerable work in preparing these documents.</p>	
<b>2017-18 4/6</b>	<b>Principal's Report</b>	
	<p>The Principal's Report had been circulated previously.</p> <p>The following issues were discussed:-</p> <ul style="list-style-type: none"> <li>• The resignation of New College Swindon Principal. The Chair had written to the Swindon Colleges suggesting that a strategic discussion between the college chairs would be timely, to which as yet there had been no response. The Principal's post had already been advertised.</li> <li>• The non-levy allocation funding outcome had been recently communicated and the college had received £864K, with the college scoring well against the ratings. Clarification was being sought that more funds would be made available if targets were exceeded. The income would be welcome to assist in meeting current delivery.</li> <li>• Governors welcomed the news that the college had been successful in winning work with a series of NHS trusts, with more work being bid for.</li> <li>• The development of the LEP capital projects were progressing well, with the Project Board operating effectively. Jon Downing and Martin Clark were thanked for their membership of the board. Welcome publicity for the Salisbury scheme had featured in the Salisbury Journal.</li> <li>• The difficulties associated with a key army contract for the Colleges Partnership where payment and the continuation of work had been questioned, were, after much work, being resolved and an interim payment of the outstanding sum of £411K had been released. In addition the principle of compensation for wasted staff costs and agreement for work to be undertaken to finalise existing learners had been agreed, together with the opportunity to bid for a contract for new learners. Should the college not be successful in winning the associated new contract then TUPE would apply to the college staff and so there would be no redundancy liability. Governors welcomed this position, noting that the CP had been encouraged to retender for the work. The Deputy Principal Corporate Resources and the Principal were thanked for their work in achieving this important outcome, which had been reported to the Colleges Partnership (CP) Board meeting the previous day. The SAR for the CP had also been discussed at this meeting and the management team had been encouraged to consider the award of an outstanding grade.</li> <li>• Information would be provided to the January Board meeting concerning the recently published Industrial Strategy.</li> </ul> <p>The Principal was thanked for her report.</p>	
<b>2017-18 4/7</b>	<b>Key Performance Indicator Targets/Balanced Scorecard</b>	
	The key performance indicator targets/ balanced scorecard had been	

	<p>previously circulated and were reviewed. It was agreed that in future versions the teaching, learning and assessment targets would be disaggregated so that it was possible to identify and discuss more issues. Staff turnover figures were discussed and it was thought that although these were quite low at 3.9%, this may be a quarterly figure which would result in an annual figure in the range of 12 – 14%, which was in the expected range for an effective FE College. The basis of the calculation for the included figure would be checked.</p>	
<p><b>2017-18 4/8</b></p>	<p><b>Year End Financial Statements and associated reports</b></p>	
	<p>The Chair remarked that this was an important set of reports for governors to consider. It was noted that all of the reports had been considered by the Audit Committee and were recommended for signature.</p> <p><u>Regularity Self-Assessment Questionnaire</u></p> <p>The Clerk explained that this questionnaire which had been circulated was completed by the college in advance of the financial statements audit and submitted to the Auditor. Governors noted the college’s responses and that this was the first year when the Chair of the Corporation had been required to sign the document. The Audit Committee had made a small number of comments on the document and all of these had been acted upon.</p> <p><u>Financial Statements Auditors Management Letter</u></p> <p>The Financial Statements Auditors Management Letter had been circulated previously. Governors noted with great pleasure that there were minimal recommendations and an unmodified opinion had been given.</p> <p>The college had been comfortably assessed as a going concern. The Deputy Principal Corporate Resources reported that the Colleges Partnership accounts had been signed off the previous day and this had also been assessed as a going concern.</p> <p><u>Letter of Representation</u></p> <p>The proposed letter of representation to be provided to the Financial Statements Auditors had been circulated previously. The Clerk drew governors’ attention to the inclusion of related party information which had been requested by the auditors.</p> <p>It was <b>agreed</b> that the Chair be approved to sign the letter of representation.</p> <p><u>Members Report and Financial Statements</u></p> <p>The Members report and Financial Statements had been circulated previously and this was noted as a useful summary of the year’s activities. The 2016-17 year was in profit and there was no issue in meeting covenants. The balance sheet showed a substantial surplus, largely as a result of the positive swing which had taken place concerning the pension position and the amendment of actuarial assumptions.</p> <p>The information for the 2016-17 year was reviewed and the Members Report and Financial Statements were <b>approved</b> for signature.</p>	

	<p><u>Internal Audit Annual Report</u></p> <p>The Internal Audit Annual report for the 2016-17 year had been circulated previously. It was noted that there were no substantive issues and the college had been complimented on the positive results.</p> <p><u>Annual Audit Committee report to the Corporation</u></p> <p>The annual report of the Audit Committee to the Corporation had been circulated previously. Audit Committee members commented that PWC, as new financial statements auditors, had quickly become familiar with the college's operations and provided a good service. Governors commented that their offer when appointed of value-added services should be followed up. It was suggested that a regular meeting with the senior leadership team may be a useful way of utilising this offer.</p> <p>The Chair commented that at a recent meeting with the Audit Committee Chair they had discussed the college's approach to health and safety risk management and the development of health and safety culture which had been discussed at the recent Audit Committee meeting. Audit Committee members said that they had sought more assurances about how health and safety concerns were identified and management responsibility for them was reinforced, following an item of unguarded equipment being identified in an insurance audit and this not having been taken immediately out of commission. The Deputy Principal Corporate Resources acknowledged that more comfort needed to be provided concerning how such issues were addressed but sought to reassure the meeting that there was a strong and improving health and safety culture in the college, although there were still some isolated pockets of resistance. It was agreed that an update on issues would be given at the next meeting.</p> <p>It was further agreed that a report on the action plan concerning the readiness for the General Data Protection Regulations be provided to a meeting in the spring term.</p>	<p><b>DPCR</b></p> <p><b>Clerk</b></p>
<p><b>2017-18 4/9</b></p>	<p><b>Management Accounts</b></p>	
	<p>The management accounts for October 2017 had been circulated previously. The Deputy Principal Corporate Resources highlighted to the meeting that a full forecast had been included in the report and which showed that if remedial action was not taken during the rest of the year there would be a small deficit of £182K at year end. The report had been prepared on a basis to identify all matters which could have a negative effect on the end of year position, but given the timing in the year there was every opportunity to remedy the situation. The Management Team was not content with the situation and action was being taken to make the necessary improvements, focussing on the large expenditure items. Governors asked questions in particular about the High Needs budget where income was not to the volume anticipated, but it was understood that the college was dependent here on the cases generated by the local authority who had indicated higher demand. Expenditure had been reduced where possible.</p> <p>A number of items were noted where a more positive picture was expected to be reported in January. Governors looked forward to reviewing the next set of management accounts.</p>	

<b>2017-18 4/10</b>	<b>Minutes of the last meeting</b>	
	The minutes of the last meeting held on 21 November 2017 which had been circulated previously were agreed as a true record, subject to a small adjustment to the wording concerning the timing of the APR HE review. The correction would be made to the minutes.	
<b>2017-18 4/11</b>	<b>Membership issues</b>	
	<p>The Chair reported that she had received a letter of resignation from James Hayes, which she had accepted with a heavy heart. She paid tribute to his excellent work as the chair of the Audit Committee over the past three years. He had also played an important governance role associated with a senior post holder matter during his time as a governor and thus made a major contribution to the college's improvement journey. Governors joined the Chair in recording their appreciation of James for his work as a governor and wished him well for the future.</p> <p>The Principal commented that she was pursuing with Landex and the Principal of Hartpury College any contacts to secure a land-based governor. It was acknowledged that the number of women on the board needed to continue to be the focus.</p> <p>Another governor with strong financial skills should be identified. It was suggested that the Institute of Directors or the ICA may be of assistance in addition to any personal contacts. The Clerk would pursue these links.</p> <p>It was <b>agreed</b> that Martin Clark be appointed as the Interim Chair of the Audit Committee and that members of the committee be asked to consider whether they could take on the permanent position.</p> <p>The meeting was reminded that it would be this term where applications for the position of Chair of the Corporation would be invited, as Helen Birchenough intended to stand down at the end of her current term of office from July 2018.</p>	
<b>2017-18 4/12</b>	<b>College visits/ events attended</b>	
	<p>Governors commented on visits and events they had attended. Jon Downing and Martin Clark had recently attended the Project Board meeting. Jack Wills had attended staff briefings, the HE recruitment morning at Lackham and the recent Colleges Partnership meeting. Helen Birchenough had attended a number of events but had particularly enjoyed a series of performances by performing arts students. Harry Adam had attended a number of meetings with the Assistant Principal HR.</p> <p>The Chair thanked governors for their involvement with college activities.</p>	
<b>2017-18 4/13</b>	<p><b>Emerging Issues and Aspirations</b></p> <p><u>Intervention Policy in colleges and expansion of the Further Education Commissioner role</u> This latest Department of Education policy which had been circulated was noted.</p> <p><u>Letter from Peter Lauener about standards of governance and accountability in colleges</u></p> <p>A letter from the retiring Chief Executive of the Education and Skills Funding</p>	

	<p>Agency had been circulated, containing his reflections on indications of good governance in colleges. It was remarked that this posed a number of questions to be answered concerning governance performance and the Clerk would be providing a draft summary of how this corporation matched up to this at the next meeting, with a view to its further exploration at the away day in April 2018.</p>	<b>Clerk</b>
<b>2017-18 4/14</b>	<p><b>Any Other Business</b></p> <p><u>Grant Agreements in relation to Lackham and Salisbury Campuses</u></p> <p>Grants of £22m would be passed to the college through series of monthly payments. It was pleasing to note that any removal of government funding, which had been indicated in the original grant letters as a future possibility, was now being underwritten by Wiltshire Council.</p> <p>It was <b>agreed</b> that the signature of the grant agreements be delegated to those governors who were members of the Project Board.</p> <p><u>Prevent Training link</u></p> <p>It was noted that a safeguarding and Prevent update was to be provided to the next meeting. The Clerk commented that she had recently been made aware of a useful online development tool which was tailored for governors. This would be circulated to governors prior to the next meeting.</p> <p><u>'Perkbox'</u></p> <p>Access to this facility which had been made available to staff was to be provided to governors, noting that there may be a requirement to declare this as an interest.</p>	<b>Clerk</b>
<b>2017-18 4/15</b>	<p><b>Date of Next Meeting</b></p> <p>This was noted as Tuesday 30 January 2018 at Trowbridge.</p> <p>The Chair thanked everyone for their contributions and wished everyone a happy Christmas.</p>	