

MINUTES OF THE CORPORATION
Held on Thursday 28 and Friday 29 March 2019
At Beechfield House and the Chippenham Campus

Present	Martin Clark (Chair), Mark Lello, Harry Adam, Carlton Brand, Amanda Burnside, Jon Downing (Thursday only), Mags Patten (Friday morning only), Becca Thurston (Friday only), Venetia Summers, Jack Wills
In Attendance	<i>Adrian Ford, Deputy Principal Corporate Resources; Iain Hatt, Deputy Principal Curriculum and Quality; Heather Cross, Clerk to the Corporation and Tony Basham, Development Director, Charlotte Corfield, Assistant Principal, Jo Grenfell, Director of Funding and Learning Resources, Denise Lloyd, Assistant Principal, Ian Revill, Assistant Principal and Matt Wall, Assistant Principal were all in attendance on Friday 29 March 2019.</i> <i>James Lockhart attended for item 14 on Friday 29 March 2019.</i>

	Minute	Action
	Thursday 28 March 2019	
2018-19 7/1	Apologies for absence	
	Apologies were received from Iain Hutchison who had been required in his military capacity to work on an urgent government matter, and from Layla Davies and Debbie Sexton-Dyer.	
2018-19 7/2	Declarations of interest	
	None	
2018-19 7/3	Chair's opening remarks	
	Martin Clark welcomed governors to this two day event and thanked the Principal and her team for facilitating the arrangements. He heartily congratulated the college on its success in winning a Beacon award, which was a tremendous success and a huge credit to the college. The trophy would be on display at the Strategy day in Chippenham the following day.	
2018-19 7/4	Principal's report	
	The Principal's report had been circulated previously which addressed in particular the allocations for 2019/20; student representation; continued apprenticeship growth; residential accommodation review; lesson observations; feedback from the student voice conference; the headline findings of an internal inspection; the new Quality Code for HE; the position with the Management Accounts and the new legislation around the minimum wage. Amanda Burnside thanked the Chair for his remarks about the Beacon award. She would be presenting to the Landex Conference in May concerning this success and the college would be running best practice sessions for other colleges who would visit. The award had generated lots of positive publicity. It was not permissible to apply for the same award in consecutive years, so other opportunities to win awards would be pursued for the forthcoming year.	

Amanda looked forward to welcoming Ian Munro, AoC Regional Director for the South West, to the governors event tomorrow after his recent support for the college. There had been a recent meeting with the Education and Skills Funding Agency (ESFA) where they had received a progress report on the college and were provided with a tour of the Salisbury campus. She reported that amongst other things the team had satisfied themselves about the make up and skills set of the Board. A further visit of the ESFA team would take place in June when curriculum planning would be reviewed. The team had not been in a position to offer comments on the implications of the non-funding of growth in the apprenticeship non-levy budget which had been raised with them. It was understood that although the college had to submit a business case for any growth money, there was no information currently about the process to be used for doing so. The Board noted this position with concern and agreed that the college could not pursue apprenticeship growth unless funding was certain, as the risks were too great otherwise. A forthcoming national opportunity to question the Funding Agency would be taken, and it was further agreed that the Chair would write on behalf of the Board if a clear answer was not provided by the Agency.

P/ Chair

There was also discussion concerning the data case which would need to be made for 16 to 18 apprenticeships, but this had arisen from a known error in the software and it was expected that this case would be approved.

It was noted that a proposal for different arrangements for student representation on the Board was to be made to the next meeting. In answer to a question it was confirmed that a student governor in a sabbatical year would be entitled to be an employee as well as a trustee.

Governors noted with pleasure that a considerable number of teaching and learning assessments had been carried out and student voice responses had been very positive about the college. There had been good feedback concerning the recent staff development event and Jack Wills was thanked for attending. The internal inspection process had been well received by staff and some comments had been made about staff wanting to welcome governors in the college on a regular basis.

In addition to the update information given in the circulated report, a verbal report was given about a request to add to the Salisbury building scheme the painting or cleaning of the roof on the Wyllye building. However it had been established this was not going to be possible without an adverse impact on the newly installed cladding. This issue, together with a request for further funding for the rear of the building and the installation of a cybercentre, had been put forward to the Local Enterprise Partnership.

The sale of the two outreach centres was progressing positively, with sealed bids being invited for Warminster. Whilst there had been a prior agreement for sale of the Warminster centre, this had always been subject to contract and the advice the college had received was that a sealed bid process at this point, following additional interest in the building, was acceptable.

The Deputy Principal Curriculum and Quality drew governors attention to the new Quality Code for HE against which the college was reviewing its compliance.

The pursuit of new borrowing arrangements with Santander had been taken forward but it was reported that although their credit committee had given approval in principle, the college had been encouraged to wait until the end of

	<p>the financial year in order to demonstrate a longer track record of performance before proceeding.</p> <p>Governors noted the position whereby the increases to the national minimum wage had begun to erode the differentials with other rates of pay towards the bottom of the college pay scales and the college was considering a suitable response to this and other developing pay policy matters.</p> <p>The Principal was thanked for her report.</p>	
2018-19 7/5	Management Accounts	
	<p>The Management Accounts for February 2019 had been circulated with the agenda. The Deputy Principal Resources gave a presentation concerning the key aspects. Income remained close to budget, with the current ratio tight, as was the college's surplus. Current performance would give a financial health rating of good, but any adverse movements could change the picture. Apprenticeships contribution had increased markedly, as noted earlier in the meeting. Substantial staff savings of 7.2% had been generated through the restructuring which had been implemented in the Autumn term. There were still some savings as budgeted to be achieved but these were expected to be realized.</p> <p>Governors reviewed the cash position and noted that this was forecast to be quite close to the available overdraft limit. Governors questioned whether this presented a risk of breach of covenant but it was noted that some sensitivity had been built in and the bank had carefully matched the funds they had provided to the college's requirement profile, after some detailed evaluation. The situation would continue to be closely monitored by the management team.</p> <p>It was noted that the Colleges Partnership income appeared to be reducing and it was requested that this position be carefully reviewed.</p> <p>Governors and managers were concerned to maintain the positive message which would be associated with making a surplus, even if this was relatively small and requested this remain as a key focus.</p> <p>The latest management accounts were received.</p>	
2018-19 7/6	Financial Objectives for the 19-20 budget	
	<p>A discussion took place concerning the setting of financial objectives for the 19-20 budget. In particular there was consideration of the college's position concerning making a pay award. The increasing current pressures on pay and the impact on staff turnover were noted. It was noted that the scope for further savings on non-pay were very limited as substantial savings had already been made over recent years. The Teachers Pensions Scheme notified increases were currently unfunded centrally and this introduced significant pressure on next year's budget, however the college could not expect to continue to attract prospective quality staff without a pay adjustment, especially given that it was understood surrounding competitor colleges either had already introduced or were about to make pay awards.</p> <p>Governors discussed the position and whilst it was decided there should be further discussions the following day concerning how a pay award could be implemented, it was agreed that a commitment to making a pay award should</p>	

	be made. The meeting charged senior management with examining ways to make this achievable, accepting that some of the options to bring this about might require significant structural changes to bridge the gap in both the short and long term, but that these should be considered.	
2018-19 7/7	Minutes of the last meeting, held 26 February 2019 and matters arising	
	The minutes of the last meeting held on 26 February 2019 which had been circulated previously were approved subject to two minor amendments. There were no matters arising.	
2018-19 7/8	Governance policies on the recruitment and appointment of governors and attendance at meetings	
	These two policies were presented for consideration in order to ensure compliance with good practice and consistency with the Instrument and Articles of Government. <u>The recruitment and appointment of Governors</u> This policy as circulated was approved, subject to inclusion in the process of the submission of a CV for all recommended candidates to accompany any recommendation to the Board. <u>Policy on attendance at meetings</u> The policy as circulated was approved.	
	Friday 29 March 2019	
2018-19 7/9	Chair's introduction	
	The Chair welcomed governors to the second day of the conference. He drew attention to the expectations and purpose of the day and commented that the AoC Chief Executive had recently written in the TES about what makes a successful college, highlighting that whilst luck played a part, the main contributor was undoubtedly leadership and governance. It was appropriate therefore that this strategy day included some time to reflect on the values which would represent outstanding governance.	
2018-19 9/10	The College's strategic landscape - presentation from the AoC South West Director	
	The AoC South West Director, Ian Munro, was welcomed to the meeting. He congratulated the college on the recent success in the Beacon awards. He gave a presentation concerning the current position for FE Colleges and the state of the sector. In his talk he included comments about the traits of successful colleges being those which focussed on the students, who had a strong values culture with a sense of open-ness and trust and who invested wisely for the future. He spoke about the increasing pressures on all colleges through systemic lack of funding and the inability of the sector to give 'something for something' to the government in return for additional funding as the years of reductions had meant there was nothing left available. Governors welcomed the fact that the sector's funding situation was being heard by government but questioned whether this would really make a difference in practice. Ian spoke about a number of reviews of the FE sector taking place. There was discussion about this college being responsive to curriculum reforms including	

	<p>industrial placements and end point testing. Governors were reminded about their role in this to seek assurances, to consider the risks and keep well informed about developments. Ian encouraged governors to have their elevator pitch ready for all occasions when they could represent the position of colleges. He agreed to send through a reminder of what the Association of Colleges (AoC) recommended as the five key points to convey.</p> <p>There followed some discussion about whether structural issues for some notable colleges in the south west region had been as yet resolved. Governors commented that the government should properly recognize the additional costs of rural living and exercise a co-ordinated approach.</p> <p>Finally Ian Munro spoke about the importance of good communication within the Board and with the executive team, together with clear reporting. He also shared a number of the issues which the FE Commissioner was flagging up as warning signs that a college may be in trouble.</p> <p>Ian was thanked for his observations and contributions to the thinking of the day, together with his continued good support to the college.</p>	IM
2018-19 7/11	The implications of the insolvency regime	
	<p>A presentation was given by the Deputy Principal Resources and the Clerk to the Corporation concerning the implications of the recently introduced insolvency regime and any liabilities for governors. It was noted that provided governors followed the standards suggested by the Charity Commission for the behaviour of a trustee, which included taking professional advice where this was advised, there should be no concerns.</p>	
2018-19 7/12	Learning Walks -practice and results	
	<p>Charlotte Corfield gave a short presentation concerning the intention and purpose of learning walks for governors. She commented that students and staff welcomed the visibility of governors. The college culture was that students expected other people to visit their learning activities regularly. A learning walk follow up sheet posing a number of questions to consider when meeting students and seeing learning take place was circulated.</p> <p>Governors then went to visit the careers hub, the construction area and film and media students.</p> <p>After the visits, everyone commented that they had thoroughly enjoyed the opportunity to meet and talk with students, with three very positive experiences. Feedback was given on issues identified and comments were made including:- unprompted comments about the excellent quality of teaching and an overall sense of ambition and confidence in students and enjoyment of the positive experiences they were having. Governors commented they had been impressed to hear about the strong support students had received from the college concerning their mental health and wellbeing. There had been some comments about more resources being needed and there was a short discussion concerning how the college might benefit from the technology resources from large employers. Governors had been struck by the flexibility the college offered in facilitating a move to a different career area for one of the students they had met. They were impressed with the parity of esteem the college clearly provided between FE and HE programmes. It was noted that the college was considering the introduction of a CAVE (Computer aided virtual</p>	

	<p>environment) for all parts of the curriculum. The visit to the careers hub prompted a debate about how to promote the notion of apprenticeships to employers.</p> <p>It was agreed that governors would offer where appropriate the opportunity of providing mock interviews to students. The Principal would follow up on this point.</p> <p>It was agreed that Charlotte Corfield, Harry Adam and Heather Cross would meet to develop the arrangements for publicizing learning walks and events to governors in order that a proposal for developing the system be brought back to the Board for approval.</p>	<p>P</p> <p>Clerk</p>
2018-19 7/13	Strategic Plan review	
	<p>The Principal gave a report on the progress on the implementation of the strategic plan, both highlighting the particular points of progress and points for future development as a result of the internal review process which had taken place with the SMT. Positive evidence had been carefully sought that each objective was being delivered.</p> <p>Each member of SMT then reported to the meeting on progress in their areas of responsibility or where there had been issues of performance to have been tackled, which illustrated that the mechanism of the strategic plan worked effectively.</p> <p>In turn each strategic aim was considered. The SMT had considered carefully why certain activities were being undertaken and suggested some wording changes to reflect this. It was agreed that the Dynamo should refer to local economic, social and community priorities. It was agreed that the Drivers should be extended to say – to recruit, retain, develop and reward the best staff who will take the college forward to become outstanding. It was noted that this underlined further the importance of making a pay award, otherwise a key objective under this strategic aim could not be shown to be met. There was further considerable debate about the implications both of making and not making a pay award. All governors recognized the importance of making an award and considerable support was voiced to continue with the commitment as previously discussed, in order to maximise the opportunity of retaining the best people. There was no lack of enthusiasm to make a commitment. It was determined that this should be raised again for final decision at the next Board meeting.</p> <p>The Strategic Objectives for 19-20 were discussed in outline and it was agreed they would be brought to the next Board meeting for final agreement.</p> <p>The Principal and SMT were thanked for their presentations on the implementation of the Strategic Plan and all the work during the year that the reports represented.</p>	
2018-19 7/14	Estates Strategy	
	<p>James Lockhart was introduced to the meeting. He gave a presentation on the emerging considerations from his work with the college in advising on developing a property strategy.</p> <p>The following key points for each site were noted:-</p>	

	<ul style="list-style-type: none"> • Chippenham’s new buildings and facilities are excellent but it was already at full capacity and the lease on the technology centre was due to finish in 2026. The campus could accommodate another ‘spoke’ to the building design should funding for this be available. • The £9m project upgrade at Lackham would make significant improvements but there was still much more work to be undertaken. There was scope for the development of land in the site as well as some land sale possibilities. • The largest campus, Trowbridge, was tired and there was an urgent requirement for updating and a strong visual brand. Past investigations had identified possibilities for the relocation of the campus to a more central and well connected location assuming the sale of the existing site - but both sale value and new building costs might not facilitate sufficient budget for the work. • Salisbury campus was benefiting from the £15 million project for refurbishment and rebuild, but both Avon and Wylye buildings would require further refurbishment in the future, with further cladding/roof works to the rear of the campus and further facilities needed to support growth in, for instance cybersecurity. <p>Governors discussed and approved the summary considerations for each campus. It was noted that the county development plan would be updated in the next twelve to eighteen months and the college should submit its requirements in time to be included there.</p>	
2018-19 7/15	Ofsted Inspection arrangements	
	<p>The Deputy Principal Curriculum and Quality gave a presentation on the proposals for change to the Ofsted inspection framework on which a consultation was shortly to finish. The new framework was intended to be implemented for September 2019. One key aspect of change was the inclusion of staff workload and wellbeing in the leadership and management criterion. In the curriculum area there would be an expectation that pathways were aligned to workplace needs, work experience and employability skills. There was a need to have a clear line of sight to a student’s next steps.</p> <p>Governors thanked Iain Hatt for his presentation and looked forward to further reports when the final changes to the inspection framework were known.</p>	
2018-19 7/16	Outstanding Governance	
	<p>A proposal to put in place a set of values to support the development of the college’s governance towards outstanding, had been circulated previously.</p> <p>Governors worked in groups to consider the set of values proposed, the associated behaviours and how performance might be measured and whether the proposed values were right. There was feedback following the group work that the values proposed were broadly the right ones – Integrity, Ambition, Commitment, Diversity.</p> <p>It was agreed that the next step would be to present the final proposals formally to a Board meeting and then build the values into the governor recruitment process.</p>	Chair
2018-19 7/17	Conclusions	

	<p>The Chair and Principal thanked all participants for their contributions during the day which had been helpful in developing the strategic plan for the next year and discussing other related developments.</p>	
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