



Confirmed Minutes

Present: Ms L Summers (Chair), Mr J Dawson, Mr K Webb, Mr A Nelson, Ms K Fleming, Ms M Boryslawskyj, Ms A Williams, Mr B Tilford-Whitehouse, Ms H Haigh, Ms M Dean.

In attendance: Mr M Smith-Connor and Mr A Shaw

Clerk: Mrs C Coupland

1. Apologies for Absence/ Declaration of Interests

Apologies of absence were submitted by Ms P McGuire, Ms H Richards, Ms R Drury and Ms T Wright.

There were no declarations of interest recorded.

2. Minutes from Meeting held on 14th November 2018

Resolved:

- **That these be accepted as a true record of the meeting**

3. Matters arising

Redundancy Policy:

Ms Williams reminded Governors that at the last meeting it was agreed necessary for the policy to be more explicit in its definitions used for the terminology and criteria adopted throughout the document. The revised policy, represented to the corporation this evening, has since been reviewed and amended by the Senior Leadership Team in consultation with Gordons LLP.

Governors were satisfied that the proposed policy is legally compliant and is a serviceable policy with suitable procedures.

Resolved:

- **That the Policy be approved.**

4. Self Assessment Reviews (SAR) and Quality Improvement Plans (QIP)

- i) **Governance SAR 2017/18 and QIP 2018/19**

The Clerk encapsulated the discussions had at the Search & Governance committee to justify the recommended self-assessment grade of a secure 'Outstanding. The Corporation remains confident that governance should again be assessed as Outstanding in respect of supporting and challenging the effectiveness of the leadership and management of the college as well as monitoring and reviewing the quality of the college's provisions in terms of student outcomes, teaching and learning.

The Corporation supported the judgements within the self assessment review and agreed that robust evidence had been included within the SAR to demonstrate the rigour of the governance arrangements and to support the grade judgement reached.

The Corporation endorsed the Quality Improvement Plan as proposed by the Search & Governance Committee. All Governors were in agreement that the key areas for development had been identified in order to sustain outstanding governance going forward.

Resolved:

- **To assess Governance as Outstanding**
- **To approve the Governance Self Assessment Review and Quality Improvement Plan.**

ii) College SAR 2017/18 and QIP 2018/19

Following on from a healthy debate, Governors were satisfied that the summary report provided a fair and accurate assessment of the current position of the college. It was agreed necessary however that the report should better capture the college's sterling work with the increasing number of high needs students; all of whom perform exceptionally well as can be demonstrated by college data.

Time was also taken to reflect on the college's approach to self-assessment; it was agreed that it remains to be a robust process which is fully embedded within the college community at all levels. The Governors that had been involved in the SAR validation meetings, reported having witnessed a forensic analysis of each department's performance. Governors had been impressed by the rigorous procedure experienced and echoed the relentless focus on improving the quality of the college's provision, to remain outstanding, as witnessed in all departmental validation discussions.

The Corporation reported to be confident that the self assessment grades for 2017/18 were a true reflection of the Colleges performance and that robust evidence had been incorporated into the report to support the headline assessments and grade profile summary with an honest reflection of the Colleges key strengths as well as the areas requiring vigilance in order to remain Outstanding.

From the robust discussions had the Corporation were therefore satisfied that the areas identified for improvement within the overall Self Assessment Report (SAR) had been properly reflected in the Quality Improvement Plan (QIP) for 2018/19. Governors agreed that the Quality Improvement Plan continues to be based on challenging targets to help sustain the areas of consistently good performance as well as continue to drive forward outcomes for learning in underperforming subject areas in order to maintain outstanding overall effectiveness.

Resolved:

- **The Corporation approved the College Self-Assessment Report, subject to the amendments discussed, and endorsed the Self-Assessment Grades awarded for 2017/18**
- **The Corporation approved the College Quality Improvement Plan for 2018/19.**

iii) College QIP 2017/18

Mr Smith-Connor reminded the Governors that the QIP for 2017/18 was formally submitted for governor review in March 2018.

Mr Smith-Connor reiterated the areas being carried over into this year's plan. Time was taken to reflect on the stubborn underperforming courses where improvement, has over the years, been too slow. Consideration was also given as to the intended impacts of the different approaches now to be adopted by the college.

Resolved:

- **To receive the update and to formally 'sign off' the College's QIP for 2017/18**

5. Corporate Report

Ms Williams presented the Senior Leadership Team report to the Corporation. A comprehensive update was provided on the key areas of interest for the college. In particular Governors welcomed an update on T Levels. Ms Williams explained that as an Outstanding college with high levels of achievement on vocational courses, HNC had been approached by the ESFA to apply for funding to pilot the development of the 450 hours (now 360) industry placements for the proposed T Level in IT/Digital. The College was successful in its bid and received a Capacity and Development Fund (CDF) of £125,000.00 to develop 51 IT/Digital industry placements across 2018-19.

Ms Williams took this opportunity to remind Governors that the Colleges celebration evening at the Town Hall is to take place on 17th December 2018 and that the External Stakeholder Event is scheduled for Thursday 17th January 2019; further details will be provided by the Clerk nearer the time.

Resolved:

- **That the report be received.**

6. Board Assurance Review: Poor quality teaching, learning and assessment leading to poor student progress and student outcomes

After a full discussion the Corporation was satisfied that the actions being taken by the college to mitigate against this risk were robust and effective. The Corporation was also confident in the different levels of assurances identified. Governors therefore agreed that an overall green assurance level shall be assigned to this risk.

The importance of in year data on student progress was revisited. All present agreed that it remained beneficial for the corporation to continue to receive more frequent 'in year' progress information to provide 'indicative performance' measures in terms of success, retention achievement and high grade rates alongside the proportion of students meeting their target grade.

Resolved:

- **To assign Green overall assurance to this risk**
- **For the Clerk to update the Master BAF**
- **For the Clerk and the Senior Leadership Team to liaise to determine how best to ensure meaningful 'in year' data on student progress continues to be incorporated into business agendas.**

7. Audit Annual Report 2017/18

Mr Nelson (Chair of Audit Committee) advised the Corporation that the report is a summary of all the activities of the Audit Committee for the financial year 2017-2018 and covers all reports for that period.

The report confirms to the Corporation that the Committee's work has involved the consideration of detailed reports from the College's internal and external auditors, and has provided challenge, sought assurances and monitored progress. The focus of the report is on the main conclusions and issues arising from key documents.

Mr Nelson also advised the Corporation that it is the opinion of the committee, that the College has an adequate and effective framework for governance, risk management and control, and has fulfilled its statutory responsibility for "the effective and efficient use of resources, the solvency of the institution and the body and the safeguarding of their assets".

Furthermore, based on the work of the Audit Committee during the year and the External Audit review, it is the members' opinion, that the Corporation's responsibilities, included in the financial statements have been satisfactorily discharged

Resolved:

- **That the report be received.**
- **For the signed Audit Committee Annual Report to be forwarded onto the ESFA**

8. Financial Statements and Members Report

Governors were informed by Mr Nelson that the Financial Statement and Members Report to 31st July 2018 had been jointly considered by the members of the Finance and Resources and the Audit Committee. It was noted that the Auditors again gave a clean report and it is recommended that the Financial Statement is to be approved by the Corporation and that the Chair should sign the approved document before it is submitted to the Education Skills Funding Agency (ESFA).

Key points of the report were brought to the Governors' attention including the full compliance corporate governance statement and the unqualified audit opinion from the external auditors. The Corporation upon the advice from the committees and the Senior Leadership Team, was therefore satisfied that the college has an adequate and effective framework for governance, risk management and control, and has fulfilled its statutory responsibility for the 'effectiveness and efficient use of resources, the solvency of the institution and the body and the safeguarding of their assets'.

The Corporation wished to again record their thanks to Mr Shaw for his continued robust financial planning and control enabling the college to remain proactive in its response to external financial pressures and factors.

Resolved:

- **The Corporation approved the report and agreed for it to be forwarded onto the ESFA**

9. Final Audit Findings Report and Management letters for Financial Statements and Regularity

Mr Nelson advised the Corporation that the Final Audit Findings Report (a further joint item with the F&R Committee) summarises Wylie & Bisset's key findings in connection with the audit of the financial statements of the College and the regularity audit of the College in respect of the year ended 31st July 2018.

As a result of work undertaken, unqualified audit opinions were received from Wylie & Bissett showing that:

In relation to the financial statements, they

- give a true and fair view of the state of the College's affairs as at 31 July 2018 and of the College's results for the year then ended and
- Have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice and in accordance with the requirements of the Further and Higher Education Act 1992 and directions made thereunder by the Skills Funding Agency and the Education Funding Agency.

And that

- Proper accounting records have been kept; the work papers that were provided to Wylie & Bissett for their audit were reported to have been of a good standard and increased the efficiency of their audit testing.
- The financial statements are in agreement with the accounting records

In relation to Regularity, it is the opinion of the Auditors that the College's Statement of Regularity, Propriety and Compliance is fairly stated in respect of whether the transactions underlying the College's financial statements are in all material respects regular for the year ended 31 July 2018.

The Corporation was satisfied that the audit approach adopted provided them with the required confidence that a thorough and robust audit had been carried out.

Resolved:

- **The Corporation approved the Final Audit Findings Report and agreed for it to be forwarded onto the ESFA**
- **For the representation letters to be signed by the Chair of the Corporation and the Principal.**

10. Finance & Resources Committee (Meeting held on 27th November 2018)

Mr Dawson briefed Governors on the additional business of the Finance and Resources Committee.

Resolved:

- **That the Minutes be received.**

Ms H Haigh left the meeting at this point.

11. **Audit Committee (meeting held on 27th November 2018)**

Mr Nelson informed Governors on the additional business of the Audit Committee. Particular attention was drawn to the discussions had on securing long term Internal and External Audit Services.

Mr Nelson reminded Governors that W&B and Tiaa were respectively awarded external and internal audit contracts for three years in the first instance, extendable in annual increments thereafter up to a maximum duration of 5 years. Continued appointment of the auditors (external and internal) for 2018/19 had been resolved by the Corporation at its July 2018 meeting.

Deliberations at the recent meeting had focused on whether it was necessary to initiate a full tendering exercise for 2020-2021 onwards given that the senior leadership team and the committee continue to assess the current audit providers positively against the agreed performance indicators. Mr Nelson explained that the Clerk has been tasked with reporting back to the next committee meeting on whether best practice recommendations and/or financial regulations would permit consideration for further contract extensions beyond 5 years.

Resolved:

- **That the Minutes be received.**

12. **Search & Governance Committee (meeting held on 4th December 2018)**

Governors were briefed on the business of the Search & Governance Committee.

Ms Boryslawskij explained that the Clerk is to issue guidance to all governors on the safe storage and usage of electronic files to further support the recent transition to e-governance. The Clerk been asked by members of the Committee to password protect files for future meeting to further strengthen cyber security as well as guard against misuse of electronic files.

Ms Boryslawskij also took this opportunity to remind all Governors that they have a responsibility to ensure that all personal details held by the Clerk for the purpose of the Corporation's Register of Interests are accurate and up to date.

13. **Any other Business**

Confidential item (reserved item)

14. **Learner Impact Reflection**

The impact of discussions and scrutiny of the College's work in improving the outcomes and experience for all learners was considered and the following agreed:

Resolved:

- **Critical review of annual performance ensures that focus, scrutiny, challenge and support in sustaining and improving (where necessary) the outcomes and progress of all students is accurately targeted.**
- **Specific, Measurable, Achievable, Realistic and Time-bound targets underpin the College quality improvement plans in order to maintain or improve (where necessary) the positive outcomes and experiences for all students.**

- The Corporation has satisfied itself that the college has an adequate and effective framework for governance, risk management and control, and has fulfilled its statutory responsibility for the 'effectiveness and efficient use of resources, the solvency of the institution and the body and the safeguarding of their assets'
- Assurance received that the Audit Committee has fulfilled its statutory and delegated responsibilities
- The College has strong governance and financial management as demonstrated by the clean External Audit Annual Report (no recommendations included).
- Assurance that the College remains an inclusive sixth form college and continues to successfully offer post 16 opportunities to a diverse range of students
- Assurance that the college is maintaining strong financial procedures to ensure funding is allocated to the most appropriate areas, to maximise the student learning, experience and outcomes in a reducing funding external environment.
- Ability to financially support all elements of the strategic plan for the college, potentially impacting on all areas of student learning, experience and outcome.
- An informed Board of Governors is effective in its scrutiny, challenge and support of the senior leadership team, thus ensuring positive outcomes and progress for all students
- To ensure that HNC continues to succeed and is able to continue to deliver a high quality of student outcome and experience.
- The Corporation is committed to ensuring that every governor develops the skills they need to be effective and to make an active and valuable contribution to the work of the governing body.
- Effective risk management increases the probability of successful outcomes, whilst protecting the reputation and sustainability of the College.
- The Corporation recognises its responsibility to manage internal and external risks as a key component of good corporate governance and is committed to embedding risk management to help achieve the college's strategic objectives.
- Assurance received that the college remains fair and objective in its principles and procedures and continues to act in accordance with all relevant legislation.
- Commitment to deliver outstanding student outcomes and student progress through high quality teaching, learning and assessment
- Commitment to provide outstanding care, guidance and support to enable students to fully realise their potential and to progress successfully and with confidence to further learning and their future career
- To ensure financial well-being and stability, to enable investment in outstanding resources (both physical and human), and to support the other strategic objectives of this plan

15. Determination of confidentiality

It was agreed that the supporting papers for agenda item 6 is determined as confidential.

Discussions held under agenda item 13 are also determined as confidential.

16. Date of next meetings: Tuesday 9th April 2019

Other important dates to note:

HNC Celebration Evening : Town Hall Monday 17th December 2018 from 6pm

External Stakeholder Event : HNC Thursday 17th January 2019 8.30-10am

Governor Strategy Day: Tuesday 26th February 2019 10am-4pm.