



Confirmed Minutes

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| <u>Present:</u> | Ms L Summers (Chair), Mr J Dawson, Mr K Webb, Mr A Nelson, Ms K Fleming, Ms M Boryslawskyj, Ms A Williams, Ms P McGuire, Ms H Richards, Ms R Drury, Ms T Wright, Mr B Tilford-Whitehouse, Ms H Haigh, Ms M Dean. (Attendance: 100%) |
| <u>In attendance:</u> | Mr M Smith-Connor |
| <u>Clerk:</u> | Mrs C Coupland |

The Head Students and Deputy Head Students took the time to introduce themselves to the Corporation. The students briefed members on the recruitment process which led to their appointment and explained what their collective vision is for their roles and the desired impact it will have on student experience and recruitment. Governors welcomed hearing about the new initiative to further strengthen the learner voice in shaping the college's future.

1. Apologies for Absence/ Declaration of Interests

There were no apologies recorded. There were also no declarations of interest.

Ms Summers took this opportunity to congratulate Ms Williams, Governors and Staff on being named as TES 6th Form College of the year. Ms Williams recalled her genuine shock and appreciation towards the judges for recognising HNC's sterling achievements in securing amazing results year on year and in raising and supporting students with their personal aspirations and life choices.

2. Minutes from meeting held on 11th December 2018 and 26th February 2019

Resolved:

- That the minutes be accepted as a true record of the meetings. It was noted however that Ms P McGuire was in attendance at the December meeting. The minutes are to be amended to reflect this.

3. Matters arising:

CPD Update (from November 2018 meeting):

At its meeting in November 2018, the Corporation had asked for analysis of access to and take up of training amongst all staff groups to ensure fairness of access to CPD.

Ms Dean presented her report. She explained that the purpose of staff development is to organise research, training and development opportunities for all staff ensuring that they have the knowledge and skills both to fulfil their current roles as well as having the opportunities for personal and professional development. The college's approach to determining training needs for all staff was explained to and endorsed by the Corporation. Governors understood that key training areas are identified through mandatory and regulatory

frameworks such as Safeguarding & Prevent, GDPR, Health and Safety to secure statutory compliance and understanding as well as via the self assessment process and team meetings, in order to best support all areas to deliver on the college's mission and to continue to provide outstanding provision. The Corporation was also briefed on the range of training, observations, mentoring and coaching sessions delivered to different staff groups.

Ms Dean explained to governors the pending changes to be made to the College IP system for next year which will better inform on-going analysis of CPD. Namely to better identify and link staffs' requests for training to strategic business priorities or individual training plans as well as maintaining ongoing records of the impact of learning outcomes on skill sets.

The Corporation agreed that the report presents a rich source of data to provide the necessary assurance that equal standards of provision and opportunity are being offered to all groups of staff. It was also recognised that the extended remit of the Remuneration committee will now enable Governors to further support, shape and interpret data trends and statistics on staff training and CPD given the reported benefits of the planned updates to the College IP system.

Resolved:

- **That the report be received.**
- **For this report to be presented to the Remuneration Committee as of 2019/20**

Gender Pay Gap Report (from Meeting held in July 2018):

Ms Williams recalled that the last Gender Pay Gap Report was presented to the Corporation in July 2018. At that time further exploratory analysis was to be undertaken by the college to better understand and explain its gender pay gap data and for an update to be provided to the Corporation at a future time. Ms Williams explained that due to the college being without HR function from May 2018 – January 2019 there had been an understandable delay in getting this information. A decision has since been taken for the college to initiate an updated gender Pay Gap Report for this year's snap shot date of 31st March 2019; for all are mindful that a different snap shot date would likely yield a different result given level of recent staff turnover.

Ms Williams confirmed that the college's gender pay gap difference for 2018/19 is 32.7% (46.55% in 2017/18). Ms Williams explained that the figure reflects the high number of female support staff (totalling 71.2%) within the college that are on a fractional contract (70% of all fractional contracts amongst staff are for female staff) given the college's deliberate policy with support staff posts of reducing them to term time only plus a small number of days (as part of the efficiency drive since 2000). The overall figure also reflects the college's lowest salaried positions are predominately populated by females, including student support assistant position, student service administrative posts and cleaning roles.

The Corporation acknowledged the possible solutions proposed within the report – namely returning to full year contracts as well as exploring outsourcing cleaning. However Governors were also in full agreement with the limitations identified within the report on why these solutions are not financially sustainable for the college to initiate in these austere times.

Furthermore, all present agreed that to be less open to requests for flexible working (which predominately comes from female staff) does not comply with national maternity/paternity adoptive/age legislation which actively promotes flexible working.

The Corporation was mindful that the gender pay gap for females in middle and senior positions is positive. For heads of departments (non-directors) the median gap is 4.7% in favour of females. For Directors (teaching contracts) the median pay gap is 3.4% in favour of females and In SLT, the median pay gap is 2.3% in favour of

females. Females are therefore not facing barriers to career progression to the most senior posts at the college, as the positive gender pay gap at managerial level demonstrates.

Governors noted that the college had used median salaries to determine gender pay gap data. Ms Williams therefore agreed, as a matter of interest, to recalculate the college data using median hourly pay only – this formula may render a different set of results and would not be impacted by the number of fractional posts. Ms Williams agreed to present this data to the corporation at its next meeting.

The Corporation asked for the annual report to be incorporated into the business schedule and planner as of 2019/2020. Governors also noted that as the college has 231 permanent employees – it falls below the threshold of 250, therefore the college does not need to publish its report.

Governors recognised that gender pay gap reporting is different to equal pay. Equal pay deals with the pay differences between men and women who carry out the same job. It was noted that the college remains committed to the national pay frame for teachers and use benchmark salaries for support staff.

Resolved:

- **That the report be received**
- **That revised gender pay gap data (based on Median hourly pay) is to be presented to Governors at its next meeting**
- **That the report is presented to the corporation annually.**
- **That the report does not need to be published given that the college only has 231 permanent employees**

Board Assurance Framework: (from meeting held in December 2018)

It was agreed at the last meeting that it is essential for governors to receive regular in year student performance data. Formal opportunities for the board to review progress is therefore to be agreed by the Clerk and the Senior Leadership Team (SLT) when preparing next year's corporate calendar; which will be presented at the next full meeting. Ms Williams and Mr Smith-Conner agreed however to circulate the current data available that had recently been scrutinised by SLT.

Academisation Information Timeline: (from meeting held in February 2019):

The only matter arising from this meeting was to agree a timeline for all information required by the Board in advance of next year's strategy planning meeting. This paper is to be considered under agenda item 6.

4. Corporate Report

Ms Williams and Mr Smith-Connor jointly presented the Senior Leadership Team report to the Corporation. A comprehensive update was provided on key areas of specific interest namely:

- KS5 League Table Analysis

Mr Smith-Connor explained that the figures were published in January 2019 and relate to students who completed their 16 to 18 studies in the summer of 2018. Governors were informed that the performance tables for 2018 do not include the unreformed BTEC qualifications which form the vast majority of BTEC entries at HNC. The 2018 Applied General measure only included 83 students studying L3 RQF BTEC Art & Design and L3 CACHE Childcare & Development.

The headline figures show:

- Third year in a row of above average A level progress.

- Third year in a row that the A level average grade for all students has increased; now in line with national and Kirklees averages despite the lower prior attainment of the A level cohort.
- L2 vocational courses are above national and Kirklees averages on every measure.
- Third year in a row that the English progress score has increased; the 2018 score is significantly above national and Kirklees averages.
- The maths progress score is on a three year declining trend; however it is still significantly above national and Kirklees averages.
- Third year in a row that the percentage of students staying in education or employment has increased; the 2018 figure is significantly above national and Kirklees averages.
- There are no significant differences between the performance of disadvantaged students and the whole cohort on any measure at any level of study.
- A level retention is on a three year declining trend and in 2018 was significantly below national and Kirklees averages.

The Corporation considered how the college's performance ranked regionally, nationally and within the NORVIC group. Governors were satisfied that the performance measures indicated that excellent progress was being made for all student groups at the college. The college continues to feature in the top 10% of the national comparator group for four key measures - A level progress, GCSE English progress, GCSE Maths progress and Student destinations (staying in education or employment). The Corporation concluded that this consistently high level of performance is further confirmation of the College's overall effectiveness SAR grade of outstanding.

Mr Smith-Connor briefed Governors on how a variety of different strategies are addressing A level retention to improve college performance in this specific area. Governors were satisfied that improving retention continues to be regarded by the Senior Leadership Team as one of the key strategic priorities, as identified by the current Quality Improvement Plan.

- Destination of College Leavers

Mr Smith-Connor explained to Governors that the Destination data again shows positive destinations namely:

- The rate at which HNC's leavers secure a place at university or enter employment is on a three-year upward trend and in 2018 was above national and regional averages.
- Overall progression to continued education is a clear strength of the College.
- NEETS and destinations unknown is below national and regional averages. It is worth noting that by March 2019 the careers department had responded to 43 UCAS requests for university application references for former students. This suggests that a number of the unknown and NEET students are actually year out students who are travelling, working part-time, gaining paid or voluntary work experience with the intention of applying to university for 2019 entry.

Mr Smith-Connor advised governors that direct entry into higher education remains the destination of choice for most students and that the national trend for large numbers of students applying to local universities is replicated within HNC. In this application cycle, 67.8% of HNC students progressed to universities in Huddersfield, Leeds, Bradford, Manchester or Sheffield; 33.5% choosing to study at the University of Huddersfield alone.

The success rate of HNC students gaining a place on their chosen course at their preferred University is excellent (91%), the College's highest to date. It is also worth noting that 89% of HNC students take up a place at their firm choice institution with only 2% having to fall back on their insurance choice. HNC's destinations data also makes clear that BTEC students and students on mixed BTEC / A level study programmes progress to university at similar rates to their A level counterparts.

Governors were advised that progression to the more selective universities is an area for development; this is being addressed via the revamped Aspire Programme which will be further developed in 2019/20. Mr Smith-Connor explained that in his opinion this isn't a teaching and learning issue as the conversion rate of offers to acceptances is high but due to our very able students maybe lacking the confidence to apply to, or choose as a firm choice, competitive courses at selective universities.

The Corporation was also informed that internal progression remains a key strength of the College. Governors agreed that the level 2 to level 3 progression rate is particularly noteworthy when considering that most of these students initially applied to HNC to study a level 3 programme but didn't achieve the necessary GCSE grade profile. To transform these students into learners ready for level 3 in one academic year is a genuine achievement for all concerned and to see almost two thirds of the cohort progress within the College is outstanding.

Resolved:

- **That the report be received**

5. Timeline: To academise or not?

The Clerk reminded the Corporation that at the recent strategy planning day it was agreed necessary for Governors and Senior Leaders to ask whether HNC can confidently continue beyond August 2020 as a freestanding sixth form college given the known (and anticipated) changes to the financial landscape and post 16 curriculum.

Governors endorsed the information timeline presented by the Clerk; believing that the identified expert sources for garnering intelligence and data will support and inform planned strategic decision making on the college's future from 2020 onwards.

It was agreed that it would be beneficial to also include in the timeline a briefing report on outcome of post 16 qualifications consultation and its known impact on the college. The consultation closes on 10th June.

Resolved:

- **That the timeline be approved**
- **That a briefing report on the outcome of the post 16 qualifications consultation be incorporated into the agreed information timeline.**

6. Quality Improvement Plan:

Mr Smith-Connor presented a comprehensive and robust review of progress made in delivering the Quality Improvement and Development Plan. The report provided a comprehensive evaluation of the progress being made on the targets identified for improvement in the QIP and in particular the progress being made on the impact on learners.

Mr Smith-Connor explained that the QIP is informed by mid-year progress presentations in curriculum areas, review of progress information in Keeping in touch (KIT) meetings with Heads of Departments and update meetings with cross college managers carried out by the Principal and Deputy Principal. These meetings are used to identify risk factors and potential mitigating actions that can be taken promptly in the remainder of the year.

Governors took this opportunity to thoroughly review the headline quality improvement measures being taken by the college to ensure the best possible student outcomes. Governors were particularly interested in the progress being made to date by courses which were specifically flagged as requiring improvement within the Quality Improvement Plan.

Governors were satisfied with Mr Smith-Connor's assessment that the college was on track to achieving its targets. In particular that staff predications on progress were proving accurate and should therefore return yet again a strong set of outcomes.

Governors thanked Mr Smith-Connor for his comprehensive and informative report.

Resolved:

- **That the report be received.**
- 7. BAF Assurance Review – Failure to anticipate and /or respond quickly to local, regional and national development which could impact on the college.**

The Governors thanked Ms Williams for the comprehensive assurance report and helpful commentary. After a full discussion the Corporation was satisfied that the actions being taken by the college to mitigate against the risk continue to be robust and effective. The Corporation was also confident in the different levels of assurances identified within the BAF. Governors therefore agreed that an overall green assurance level shall be re-assigned to the risk.

Resolved:

- **To assign Green overall assurance**
- **For the Clerk to update the Master BAF**
- 8. Minutes of Committee meetings:**

Search & Governance Committee (meeting held on 12th February 2019)

Ms Boryslawskij briefed Governors on the business of the Search and Governance committee. Attention was in particular drawn to the Committee's recommendation for the appointment of Mr Leach as an External Governor. The Corporation duly endorsed his appointment.

Ms Boryslawskij reminded governors that an External Stakeholder event took place at the College on 17th January 2019. The morning provided a welcomed opportunity for Governors to meet with a range of external organisations which the college has developed relationships with. The Corporation was advised that a summary report and action plan was considered at the committee meeting; findings were affirmative of what the corporation understood to be key stakeholder views.

Ms Boryslawskij explained to Governors that while there is no legal requirement for a college to adopt a code of governance, the Accounts Direction requires each governing body to publish a Statement of Corporate Governance and Internal Control as part of its annual report and accounts. The Corporation resolved to adopt and comply with the English Colleges Foundations Code of Governance as of 1st August 2015. A comparative review of the different governance codes available to sixth form colleges was considered by the Committee. Ms Boryslawskij advised governors that the committee remained satisfied that the currently adopted Governance code remains to be the most appropriate one for the college; given that it has been specifically developed for colleges. It remained the committee's view that this specific code sets out the principle responsibilities and practices needed by a College to show how it is conducting its business in the best interests of its students and funders. The corporation endorsed this opinion.

Resolved:

- **That the minutes be received**
- **That Mr Alexander Leach be appointed as an external governor for 4 years as of 29th April 2019 (start of Summer Term) in accordance with Instrument 2(1)(a)**

Finance & Resources Committee (Meeting held on 11th March 2019)

Mr Dawson informed Governors on the business of the Finance and Resources committee.

With regards to the recommended financial parameters for 2019-2020; Mr Dawson explained that the Committee felt it necessary to continue to keep the specific financial health parameter under review especially if subsequent financial modelling demonstrates that an Outstanding rating is not sustainable for the financial forecast period. All present were in agreement with this and recognised that it therefore may be necessary, to reduce to good financial health. Ms Williams is to keep committee members informed on the outcomes of all financial modelling undertaken.

Mr Dawson confirmed that the Committee had been briefed on the revised action to be taken by the college regarding continued non-compliance of fire door use going forward. He advised the Corporation that committee members are suitably assured that the planned approach to be adopted by the college in establishing full compliance of fire door use is comprehensive and achievable within the defined time frame. Furthermore, disciplinary action is to be taken by the senior leadership team against those that wilfully continued to breach mandatory requirements, regarding the use of fire doors, which is, in the committee's opinion, fair and proportionate. A further update is to be presented to the Committee at its next meeting.

The Corporation was advised that the committee had agreed it appropriate to currently assign red assurance to the risk: Poor financial management. Time was taken to reflect upon the current circumstances. Mr Dawson briefed governors on the college's response to securing financial management given Mr Shaw's sickness absence. Mr Dawson affirmed to the Corporation that Mr Shaw had always kept the college's accounts in excellent order and had always achieved clean audit reports. Unfortunately the college has struggled to find a suitable replacement since December 2018. Ms Hilary Foster has since started as an interim replacement from February until the financial year end on 31st July 2019, but there has been a delay, and backlog, in producing monthly management accounts. Mr Dawson explained that it had been determined by the Committee that to again secure green assurance in this area all outstanding management accounts need to be completed and presented to the committee for consideration and all high priority recommendations from the follow up audit need to be satisfactorily addressed. The Corporation was advised that a further assurance review is to be undertaken at the next committee meeting in June.

Resolved:

- **That the following financial parameters are to be adopted for the next financial period 2019-20:**
 - **To just maintain 'Outstanding' financial health**
 - **To just generate an Operating Surplus**
 - **To maintain Cash at above £2.1million, but if necessary, allow this to reduce to a minimum of £1.9 million for any agreed required one-off potential major capital developments or extenuating circumstances. (The £1.9million is a minimum of 60 cash days).**

Audit Committee (meeting held on 26th March 2019)

Mr Nelson informed Governors on the business of the Audit Committee.

Mr Nelson explained that the College's Risk Management Policy was subject to a biennial review and as per the Corporation's Scheme of Delegation – The Audit Committee was to review, make comments and recommend any significant changes for corporation approval. Mr Nelson advised the corporation that the committee is satisfied that the risk management policy continues to promote best practices to be adopted college wide in the identification, evaluation and cost effective control of risks to ensure that they are eliminated or reduced to an acceptable level. The policy continues to make clear that risk management is not intended to focus only on financial impact; but rather it should also focus on operational impact. Small amendments were required by the committee which was to make clear within the policy that the risk register is for high level strategic risks only with all other operational risks being managed through departmental self-assessment reviews and quality

improvement plans. Committee members also asked for the policy to be amended to confirm that the highest overall rating possible for a key risk could be 25 not 20 as currently stated. The Corporation agreed with the Committee's recommendations.

Mr Nelson confirmed that the committee had also undertaken a comprehensive mid-year review of each of the risks identified within the Board Assurance Framework and that the Committee was satisfied that the BAF continues to identify the key risks, the likelihood of those risks occurring, their potential impact on the College and the actions being taken to reduce and mitigate the risks. The committee also agreed that risks continue to be prioritised using a consistent scoring system and that the Board Assurance Framework continues to provide an adequate and effective framework for risk management.

Mr Nelson advised the Corporation that it was the committee's opinion that the current audit provider arrangements satisfies the European Union audit directive and Audit Regulation considering that mandatory audit provider rotation is not necessary until 2025. The Committee therefore agree it sensible for both auditor contracts to be extended for a further 2 years at the current 5 year point. Tendering would therefore not need to be completed until August 2022. The Corporation agreed with the committee's recommendations.

Resolved:

- **That the minutes be received**
- **That it be noted that the biennial review of the risk management policy has been undertaken**
- **To extend the current audit contracts for a further 2 years at the current 5 year point. (Up to and including the academic year 2021/22).**

Remuneration Committee (meeting held on 2nd April 2019)

Ms Summers, as Chair of the Remuneration Committee, advised the Corporation that Committee Members had further debated the main proposals of the AoC's Senior Staff Remuneration Code. The Corporation was advised that the committee reports to be satisfied with the supporting principles of the code and therefore it is sensible for the Corporation to formally adopt the Remuneration Code going forward. The Corporation duly agreed with the committee's recommendation.

Ms Summers also reflected on the deliberations had on how the Remuneration Committee could more explicitly fulfil its responsibility of setting a framework for the pay and conditions of service of all other staff. The opportunities for constitutional review of the committee, to include personnel matters for all staff groups in order to best support the Corporation in making decisions on the pay and conditions of service for Senior Post Holders and for all staff, were considered by all present. The proposed changes to the committee's terms of reference were subsequently approved by the Corporation. It was also agreed that the committee should be rebranded as the Remuneration and Personnel committee and that the Master BAF is to be updated to reassign relevant assurance reviews to the Committee namely; i) Poor staff performance management and development of staff , ii) Poor staff recruitment, selection, deployment, retention and succession planning and iii) Staff 'well-being and staff being well' management.

Resolved:

- **That the Remuneration Committee be rebranded as the Remuneration and Personnel committee.**
- **That the revised terms of reference be approved.**
- **That the Master BAF be updated by the Clerk to reassign relevant assurance review to the Committee.**

9. Any Other Business:

Leaders in Diversity Award:

Ms Williams reminded Governors that HNC achieved 'Leaders in Diversity Level 3' in 2014 and again, for the second time, in 2016. On Friday 5th April 2019, the college celebrated the news that it has achieved Leaders in Diversity for the 3rd consecutive time; the first to the new standards.

The Corporation received the highlights from the Summary Report; which recognised that Equality and Diversity is at the heart of HNC's inclusive environment where young people are given the opportunity to explore and celebrate their own differences and those of others. Governors wished to record their Congratulations to the whole of the college community but in particular to HNC's E&D Manager Erika Montgomery; who successfully led the College through this re-assessment.

Student Governor:

Ms Summers took this opportunity to formally record the Governors' thanks to Mr Tilford-Whitehouse for his valuable contributions made during his time spent as Student Governor. Mr Tilford Whitehouse's term of office is to expire on 29th April 2019. The Clerk advised the Corporation that Ms Rowland has since been appointed as the next Student Governor.

10. Learner implications:

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:

- **An informed board on the college's staffing development opportunities ensures governors focus, challenge and support in improving teaching and learning experiences for staff and students**
- **To ensure that HNC continues to succeed and is able to continue to deliver a high quality of student outcome and experience.**
- **Assurance that the college strives to create a transparent, fair organisation that is attractive to work in and learn at.**
- **Ability to financially support all elements of the strategic plan for the college, potentially impacting on all areas for student learning, experience and outcome.**
- **Appointment of Auditors ensures 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 outcome of the QIP leads directly into the whole college SAR for 2018/19. It is in its construction and review therefore the key driver for quality improvement (including the maximising of student outcome) in operation in the college.**
- **Assurance received that the college continues to have an adequate and effective framework for risk management**
- **Assurance that the college is committed to creating a culture of protecting privacy and personal data ensuring that students can have confidence that their information is being protected and used appropriately.**
- **By reviewing Membership and agreeing succession planning strategies; the Committee ensures that the Corporation continues to have the required mix of skill sets to effectively undertake its business in improving the quality of Teaching, Learning and Assessment.**
- **Assurance received that the governing framework is compliant with statutory responsibilities and regulations.**
- **Assurance that the Corporation continues to seek out best practice initiatives as well as to inform/lead best practice within the sector in order to remain outstanding in its performance.**
- **Maintaining high performance amongst Governors enables the Corporation to continue to provide strategic leadership and accountability.**
- **A high performing corporation is able to support the college to achieve its aims and objectives and secure positive outcomes for students.**

11. Determination of confidentiality

It was agreed that the supporting papers for agenda item 7 is determined as confidential.

12. Date of next meetings: Tuesday 2nd July 2019.