

## GOVERNING BODY

### Minutes of the meeting of the Governing Body held on 9<sup>th</sup> December 2015 at Barnstaple Campus

**Present:** Paul Petrides (Chair), Jeff Andrew, Martin Chance, Shaun Cooper, Charlie Curzon, Ro Day, Diane Dimond, Laura Elliott, David Gibson, Martyn Gimber, Andrew Mosedale (Items 1-20), Paula Stein and Eirene Williams.

**In attendance:** Jane Barton, Rav Garcha, Neil Hookway, Susan Lewry and Pené Prior.

Welcome – the Chair welcomed Jane Barton to the meeting and formally welcomed Diane Dimond in her role as permanent Principal.

#### **1. Apologies for Absence**

1.1 Apologies for absence were received from Andrew Chapple, Kevin Finan, Lee Norburn and Andrew Pierce.

#### **2. Membership**

2.1 The appointment of Petrova Stewart as a Student Governor was confirmed.

2.2 The appointment of Lee Thommen as a Staff Governor was confirmed.

2.3 Governors noted the resignation of Jeff Andrew and David Gibson as Vice-Chairs of the Governing Body. Following discussion, it was unanimously agreed that there would be one Vice-Chair going forward and the Clerk was asked to make the necessary arrangements to hold an election.

#### **3. Confidential Items**

3.1 It was agreed that the Self-Assessment Report (Item 8), the Quality Improvement Plan (Item 9), the Audit Completion Report (Item 17) and part of the HR Summary Report (Item 19) would remain confidential to the Governing Body for the time being.

#### **4. Declaration of Interests**

4.1 An interest was declared by Diane Dimond in the minutes of the special Governing Body meeting held on 2<sup>nd</sup> December 2015.

## **5. Minutes**

- 5.1 The minutes of the meetings of the Governing Body held on 9<sup>th</sup> November 2015 and 2<sup>nd</sup> December 2015 (special) were confirmed and signed.

## **6. Matters arising from the minutes**

- 6.1 **Item 5.2 – LEP Bid** – Governors were pleased to note that the bid to the LEP had been approved.

## **7. Business brought forward by direction of the Chair**

- 7.1 The Principal reported on a very positive meeting she and the Chair had with the North Devon MP, Peter Heaton-Jones. It was agreed that these meetings would take place on a three monthly basis going forward.
- 7.2 The Principal also reported on discussions held at a House of Commons dinner she attended with Devon and Somerset MPs the day before, particularly the discussions on Area Reviews – now that the college had been announced in Wave 5 (November 2016) with Devon and Cornwall and not Somerset, as previously anticipated. Governors were advised that the AoC SW were looking to facilitate a meeting of Devon and Cornwall colleges in the New Year.
- 7.3 It was noted that the very positive Ofsted short inspection letter was received and circulated to all Governors today; the letter confirms that the College is 'Good'. It would appear on the Ofsted website in the next few days.
- 7.3 Tiverton High School (THS) – the Principal reported that Andrew Lovett was leaving THS next July to work for Ofsted as a HMI.

## **8. Self-Assessment Report (SAR) 2014/15**

- 8.1 Received and considered the College Self-Assessment Report 2014/15.
- 8.2 Governors were advised that the format was changing to reflect the new Common Inspection Framework. The Deputy Principal/Director for Quality and Performance reported on her conversation with the lead HMI from the Ofsted team regarding being judged as 'outstanding' and referred Governors to page 59 of the report 'Overall Effectiveness' where the key priorities towards achieving an outstanding judgement were set out.
- 8.3 The Deputy Principal/Director for Quality and Performance responded to a number of clarifying questions from Governors, in particular the link between the SAR, QIP, Strategic Plan Action Plan and the KPI targets and reporting. In addition the Deputy Principal/Director for Quality and Performance, clarified the difficulties regarding the huge costs for transport and travel, which affected some of the college's students.
- 8.4 Governors approved the Self-Assessment Report for 2014/15.

## **9. Quality Improvement Plan (QIP) 2015/16**

- 9.1 Received and considered the Quality Improvement Plan 2015/16
- 9.2 The Deputy Principal/Director for Quality and Performance advised that the plan was now a live on-line plan which would be continually updated, monitored and progressed during the year.
- 9.3 The Deputy Principal/Director for Quality and Performance responded to a number of questions from Governors, in particular the arrangements for progress monitoring, reporting and dissemination of the QIP across College were clarified.
- 9.4 Governors approved the Quality Improvement Plan 2015-16.

## **10. KPI Targets for 2015/16 and KPI monitoring Report**

- 10.1 Received and considered a report reviewing the KPI outcomes for 2014/15 and the proposed targets for 2015/16, with a first term monitoring report. In addition, Governors received the annual income diversity monitoring data, 2014/15 actual and 2015/16 target.
- 10.2 College Management responded to a number of questions from Governors, in particular Governors sought clarification on:
  - the arrangements for analysing satisfaction levels; and
  - the measurement of the progression data.
- 10.3 The Principal advised that, for 2015/16, some target headings had been revised to enable more effective monitoring.
- 10.4 Governors discussed the usefulness of having comparative college figures, but acknowledged that, at the current time, the publication of this data was not very timely. The Deputy Principal/Director for Quality and Performance advised that, once the Ofsted Data Dashboard comparative data had been published (May 2016) it would include destinations for comparison.
- 10.5 Governors approved the KPI targets for 2015/16.

## **11. HE Quality Controls**

- 11.1 Received and considered a report and HE Complaints Policy from the Deputy Principal/Director for Quality and Performance and noted the requirement from HEFCE for a review of the quality controls in place to analyse complaints received.
- 11.2 Governors were asked to note that the HE Complaints Policy aligned with the policy in place at the College's validating organisation, Plymouth University.
- 11.3 Governors noted the arrangements in place and were advised that reporting on HE complaints would be incorporated into the end of year Complaints and Compliments report which the Governing Body received in June each year.

## **12. Projects**

- 12.1 Received and considered details of a project proposal to the Home Office to develop on-line materials to raise awareness of the Prevent agenda.
- 12.2 Governors discussed the application in considerable detail, particularly the possible risks involved. Governors were reminded that the Prevent agenda was a core requirement for Colleges and was part of the Ofsted inspection framework. If the College was successful with the bid, the opportunity to develop on-line materials, using the expertise of both the College staff and students, could be explored.
- 12.3 The Principal reported that consideration of any reputational risks had been discussed by management and mitigations would be put in place. It was agreed the Principal would report back to the Governing Body on the bid outcome, in due course.

## **13. Audit Committee**

- 13.1 The draft minutes of the Audit Committee held on Tuesday 17<sup>th</sup> November 2015 were received and noted.
- 13.2 The Chair of the Committee particularly highlighted:
  - the Strategic Risk and Board Assurance framework, asking Governors to note that the Governing Body would be reviewing two strategic risks and the controls in place at the January Board meeting;
  - the positive Audit Completion report from the external auditors; and
  - the proposals for Risk Appetite for consideration by the Board.
- 13.3 Governors discussed the suggested proposals for risk appetite, which they were advised would assist the management team when considering proposals for the Governing Body, and approved the recommendations made.

## **14. Annual Internal Audit Report for 2014/15**

- 14.1 Considered and noted the report of the Internal Auditors for 2014/2015, which had previously been considered in detail by the Audit Committee. Governors were very pleased to note the 'Green' audit opinions given for Governance, Risk Management and Control, with very few recommendations made on audits carried out during the year. The acting Director for Finance and Funding reported on one outstanding low risk action, which had now been completed.

## **15. Strategic Risks and Board Assurance**

- 15.1 Received and considered the Strategic Risks and Board Assurance Dashboard from the acting Director for Finance and Funding.
- 15.2 Governors noted that the full report would be available on-line during 2016 and would be monitored by the Audit Committee at their termly meetings. Governors also noted that the internal auditors would be undertaking a review

of the College's board assurance processes in January, particularly considering the levels of assurance given against the cause and effect. It was suggested that the rationale for the scoring needs to be given in the dashboard report. Governors were aware that this was a fairly new and developing requirement but were advised that the auditors were complimentary about the monitoring framework the college had developed to date.

- 15.3 Governors agreed with the assurances given in the report, which would enable them to give an opinion on the systems of internal control in the Annual Report and Accounts.

## **16. Annual Report of the Audit Committee**

- 16.1 Received, considered and accepted the Annual Report of the Audit Committee, which covered the work undertaken by the Committee in relation to the 2014/15 financial year.

## **17. Audit of the 2014/2015 Financial Statements and Report on Regularity**

- 17.1 The Audit Completion Report (including the report on regularity), which had previously been subject to detailed examination by the Audit Committee, was received, considered and accepted.

- 17.2 Governors noted that the External Auditors had provided an unqualified audit opinion.

- 17.3 The interim Director for Finance clarified and reported back on the two items which were pending confirmation.

- 17.4 The Representation Letter was approved for signing by the Chair and Principal.

## **18. Audited Financial Accounts and Annual Report 2014/2015**

- 18.1 The audited Financial Accounts and Annual Report 2014/2015, which had been considered by the Audit Committee and informed their view on the Audit Completion Report and Statement of Corporate Governance, were received and considered.

- 18.2 Governors were advised that:

- the out-turn was better than budgeted and a net improvement on the position 12 months earlier
- the loan covenants were met; however,
- as the new build progresses the cash position will reduce.

- 18.3 In response to questions raised, Governors were advised that the detailed implications of the recent Comprehensive Spending Review were still not known.

- 18.4 The Financial Report and Annual Accounts were approved for signing by the Chair of the Governing Body and the Principal.

## **19. HR Summary Report**

- 19.1 Received and considered a HR Summary Report from the Director for Resources.
- 19.2 Governors agreed to adopt the AoC recommendation and not implement a pay award for the year 2015/16 due to the financial challenges affecting the College and the sector as a whole, particularly with further cuts anticipated.
- 19.3 Governors received an update report on the on-going discussions with JCC.

## **20. Student Governor Report**

- 20.1 Received and considered a report from Charlie Curzon, following her first term as Student Governor.
- 20.2 Governors, in particular, discussed the links between the business community and the students, and noted some of the areas that the students (and the college) had been involved in.
- 20.3 The Chair thanked Charlie for her report.

## **21. Management Accounts – Month 3**

- 21.1 Received and considered the Month 3 Management Accounts from the interim Director for Finance.
- 21.2 Governors noted that the projected operating surplus, before, FRS17, remains on track at £250k and that the forecast is for income of £28.6m.
- 21.3 The Director for Resources reported to Governors on the CCIF overspend.

## **22. Final College Success Rates 2014/15**

- 22.1 Received and noted the final college success rates for 2014/15. Governors discussed the difficulties with improving success in GCSE Maths, which it was acknowledged was a national issue in the sector, and, as Governors were already aware, a focus for the College in 2015/16.

## **23. ERG3 Project Evaluation Report**

- 23.1 Received, considered and noted the ERG3 Project Evaluation Report.
- 23.2 Governors discussed the difficulties of increasing the student numbers for this new facility. In response to a question raised, it was clarified that there was no provision for clawback of funds on the basis of learner numbers in the SFA condition of grant letter for the project.

### **FIO papers – Governors noted:**

- The SFA's assessment of the Financial Plan 2015-17
- A briefing from the AoC following the Government's Spending Review

The meeting ended at 7.15pm

**The above minutes are subject to confirmation at the next meeting of the Governing Body. In the meantime, action can, and should, be taken on the decisions made.**