

**Minutes of the Meeting of the Main Board of the Corporation  
held on 13 December 2018, in Room CG5 E.25, College Green, 6.00pm – 8.00pm**

**Committee Members:** Geoffrey Channon  
Richard Gaunt  
Zahid Gill  
Keith Hutton  
Lee Probert, Principal and Chief Executive  
Peter Rilett (Chair)  
Zoe Taylor  
David Williams

**Also in Attendance:** Jon Brown, KPMG for item 5  
Ebony Clark (observer) until 7:00pm  
Becky Edwards, Executive Director of Finance  
Richard Harris (observer), Vice Principal, Finance and Professional Services (designate)  
Emma Jarman, Vice Principal, Curriculum & Quality  
Joanne Ward, Clerk to the Corporation

Min. No.	
<b>1</b>	<b><u>APOLOGIES FOR ABSENCE</u></b>
1.1	Apologies were received from Lis Anderson, Lynne Baber, Dan Howarth and Paul Jacobs.
1.2	The Chair welcomed Ebony Clark and Richard Harris to the meeting as observers.
1.3	The Chair thanked Jonathan Brown for attending for item 5.
<b>2</b>	<b><u>DECLARATION OF INTERESTS IN ANY OF THE ITEMS ON THE AGENDA</u></b>
2.1	No interests were declared
<b>3</b>	<b><u>MINUTES OF THE MEETING HELD ON DATE 2018</u></b>
3.1	The minutes of the meeting held on 4 October 2018 and the confidential minutes of 4 October 2018 were confirmed as an accurate record.
<b>4</b>	<b><u>MATTERS ARISING</u></b>
<b>a</b>	<b><u>Summary Report of Actions</u></b>
	The Summary Report of Actions was NOTED and actions were confirmed to be complete or formed part of the agenda for the meeting.
	The Chair asked governors to make every effort to attend Corporation meetings and reminded governors that dates were provided for the year ahead at the final board meeting of each year.
	The Chair asked that all governors complete a learning walk in the first quarter of 2019. This would help governors feel more involved in the business of the College and address some of

<b>Min. No.</b>	
b	<p>the requests made at the 1:1 meetings. <b>ACTION: All to respond to the Clerk's request for suitable dates. Clerk to provide appointments for learning walks early January 2019.</b></p> <p>David Williams provided governors with feedback from the learning walks he had undertaken and explained that the AoC training for new governors had highlighted their importance. As the learning walks offered an opportunity to talk directly to students and staff, governors could measure the 'temperature' of the College which assists with the decisions they need to make at committee and Board. It was also highlighted that in many charities it is standard practice for trustees to undertake this type of activity where they 'walk the shop floor.'</p>
5	<p><b><u>AUDIT</u></b></p> <p><b>a <u>Annual Report of the Audit Committee</u></b> A signed copy of the Annual Report of the Audit Committee was provided. It was confirmed that the report confirmed a satisfactory review of internal and external audit work with no significant matters to bring to the Board's attention.</p> <p><b>b <u>Financial Statements Audit Management Letter for the Year Ending 31 July 2018</u></b> KPMG confirmed that the audit had progressed in line with the plan, they had been provided with all documentation needed and that it was a very clean audit with no issues and no control findings. The EDoF confirmed that the audit had been thorough and well planned.</p> <p><b>c <u>Letter of Representation for the Year Ending 31 July 2018</u></b> It was confirmed that the letter of representation contained standard working.</p> <p><b>d <u>Statements Audit and Regularity Audit Members' Report and Financial Statements for the Year Ending 31 July 2018</u></b> Governors reviewed the Members' report which had undergone some revisions to highlight the achievements on a year by year basis. It was confirmed that the College autoscores as satisfactory for financial health.</p> <p>Governors discussed one action on the internal audit list around Business Continuity Planning. It was confirmed that this had been actioned and is being monitored through Audit Committee.</p> <p><b>e <u>REGULARITY SELF-ASSESSMENT QUESTIONNAIRE (SAQ)</u></b> The purpose of the document was outlined which is to give assurance to the auditors that the College has the correct processes in place. Governors asked if the document is different to the one provided last year. It was confirmed that while there are similarities, the document is updated annually. KPMG confirmed that they are confident with the answers given in the SAQ. The P&amp;CE confirmed that he was satisfied through the SAQ and through Audit Committee that appropriate systems of control are in place.</p> <p>All documents were APPROVED and duly signed.</p> <p>All documents relating to the College's subsidiaries including SWAC were approved and duly signed.</p> <p>Jon Brown left the meeting.</p>

Min. No.	
<b>6</b>	<b><u>COLLEGE SELF ASSESMENT REPORT (SAR) AND QUALITY IMPROVEMENT PLAN (QIP)</u></b>
6.1	<p>The VPC&amp;Q outlined the report, brought to Corporation for approval. It was highlighted that:</p> <ul style="list-style-type: none"> <li>- The SAR is the Cross-College high level SAR</li> <li>- This version has been through C&amp;Q Committee and has been reviewed by an external former HMI and an Ofsted HMI on their most recent visit.</li> <li>- The QIP has been restructured to provide a greater focus on impact, following feedback from Ofsted.</li> </ul>
6.2	<p>Governors asked when the SAR will be reported externally. The VPC&amp;Q confirmed that if the Board approved the document it would be uploaded to the Ofsted portal.</p>
6.3	<p>It was agreed that appendix one, the HE SED, be considered under item 7.</p>
6.4	<p>Governors asked for further information about those areas where the College is pleased with progress and those which cause concern. The VPC&amp;Q explained that there have been improvements in quality across all student cohorts but that some areas are not improving as quickly as others. The isolated areas which did not deliver the required improvements were discussed. It was confirmed that the College is aware of the issues and action plans are in place.</p>
	<p>6.5 is recorded in the confidential minutes.</p>
6.6	<p>Governors asked for assurance that performance in areas is sufficiently monitored, particularly in areas which have been below minimum performance. The VPC&amp;Q outlined the different actions which teams were undertaking including training around the monitoring of progress and target setting for level 3. Governors asked if the results of this are now being seen. The VPC&amp;Q reported that the majority of students know what their targets are and the progress they are making towards them. There is a need to ensure this is consistent across the College. The College's new observation policy and Teaching, Learning and Assessment (TLA) standards have become increasingly focused on student progress and student achievement over time. Governors were encouraged to ask students about their targets as part of their learning walks.</p>
6.7	<p>Governors asked how the College assures itself that sufficient progress is being made. The VPC&amp;Q outlined the learning walks regularly undertaken, reviews of pro monitor and the profile of lesson observations which now more closely matches the expected profile given outcomes. There is now greater confidence in how TLA is 'weighed and measured' with more immediate support for teaching staff to ensure quality for students.</p>
6.8	<p>Governors reported that there is growing confidence about data and processes but the timing of improvements is uncertain. Governors asked how regularly the SLT monitor reports and whether these are statistical reports. The VPC&amp;Q reported that each Head of Department has a Performance and Quality Review (PQR) chaired by the Assistant Director as part of a rolling cycle. This is compiled into the fortnightly Quality Report. Attendance, retention and early achievement for apprentices is reported as statistical data. This data is rag rated throughout the report with each student matched to a risk indicator. This enables staff to make decisions at a very granular level. Governors asked how this visibility is reviewed by the Board. The VPC&amp;Q confirmed that the data feeds into the QIP which is updated monthly to go to SLT and then to C&amp;Q Committee quarterly. Governors welcomed the micro and aggregate level data available in the QIP. Governors reflected that the Board feel that real insight is available and welcomed the assurance of the report and the</p>

Min. No.	
	<p>associated quality cycle. Governors questioned whether the monitoring at C&amp;Q is frequent enough. It was AGREED that the Chair of C&amp;Q should meet with the VPC&amp;Q regularly to review, with a focus on 'red' areas. This would support governors to review whether interventions are working and provide a mechanism for this to happen. <b>ACTION: VPC&amp;Q and Chair of C&amp;Q to discuss reports monthly.</b></p> <p><b>6.9</b> Governors asked for clarification around the language of 'stretch' targets and what it would look like if students weren't being stretched enough. The VPC&amp;Q explained that this is about ensuring that activities challenge students through target setting. To support teaching staff the College has:</p> <ul style="list-style-type: none"> <li>- Adopted the ALPs system for target setting</li> <li>- Offered a range of CPD around stretch and challenge</li> <li>- Reviewed the role of Teaching Learning and Assessment Coaches (TLACs) putting in place Learning and Development coaches to support teaching staff where required</li> <li>- Provided the Wednesday afternoon non-teaching time which includes the sharing of examples around stretch and challenge</li> <li>- Established teaching and assessing 'squares' (teachers work with peers).</li> </ul> <p><b>6.10</b> Governors discussed whether students understand 'stretch' targets and whether they know their own individual targets. The concept of the 'exit ticket' was discussed where students show understanding of the lesson before leaving. The VPC&amp;Q explained that where a qualification is pass / fail there may be a target around an additional learning aim.</p> <p><b>6.11</b> Governors discussed the positive employer session which had taken place in November but questioned whether any of the topics employers had discussed were reflected in the SAR. The VPC&amp;Q suggested that personal wellbeing covered 'work ready' behaviour alongside attendance. The VPC&amp;Q confirmed that the priorities will stay in place for the next two to three years to ensure long term sustainable progress. Governors asked for oversight of where there are areas of concern to be highlighted and for a quantitative measure to be applied to show how many students are affected. <b>ACTION: VPC&amp;Q to add in full time equivalent student number after departmental name.</b></p> <p>Governors APPROVED the SAR and the QIP.</p>
<p><b>7</b></p> <p><b>7.1</b></p>	<p><b><u>HE SELF ASSESSMENT DOCUMENT (SED) AND OFFICE FOR STUDENTS (OFS) ANNUAL ASSURANCE STATEMENT AND REGISTRATION LETTER</u></b></p> <p>The VPC&amp;Q outlined the HE Self-Assessment Document which had been circulated to governors by email.</p> <ul style="list-style-type: none"> <li>- Governors APPROVED the SED</li> <li>- Governors ratified the decision to APPROVE the OfS Annual Assurance Statement which had been approved by email in order to meet the OfS deadline.</li> <li>- Governors NOTED the OfS registration letter, including the matters which the OfS had suggested be brought to the attention of the Corporation.</li> </ul>

Min. No.	
<p><b>8</b> <b>8.2</b></p>	<p><b><u>OFSTED LETTER FOLLOWING LATEST VISIT</u></b></p> <p>Governors asked if the SLT felt that the letter was a fair reflection. It was suggested that the feedback was positive and there were no aspects of the letter which management had not been anticipating. Governors asked if there were any concerns around areas where progress is still required. It was confirmed that the College is aware of what needs to be done and has an accurate sense of where improvements are required.</p> <p>Governors NOTED the Ofsted letter which had been circulated to governors by email.</p>
<p><b>9</b> <b>9.1</b></p>	<p><b><u>ESFA FINANCIAL HEALTH ASSESSMENT</u></b></p> <p>Governors welcomed the dashboard which tracks progress over the last three years. The target for the budget for 18/19 was discussed. Governors asked whether there would be a review in March. The P&amp;CE confirmed that the College will submit the accounts and the ESFA will internally moderate and assess. Governors asked if the monitoring would become less frequent if the College's financial health is satisfactory. It was suggested that the monthly physical meetings may cease but that monitoring electronically would continue through the TU. The EDoF highlighted that the ESFA rating is measured on borrowing to income.</p> <p>Governors NOTED the letter which had been previously circulated by email.</p>
<p><b>10</b> <b>10.1</b></p> <p><b>10.2</b></p> <p><b>10.3</b></p> <p><b>10.4</b></p>	<p><b><u>ANNUAL EQUALITY AND DIVERSITY REPORT</u></b></p> <p>The VPC&amp;Q outlined the report which will be published on the College website to meet statutory requirements. It was suggested that in terms of the City, the College does not have significant performance gaps by equalities groups but that equality of outcome is largely due to the course students enrol on due to the variability at departmental level.</p> <p>Governors asked for postcode information to ensure the widening participation agenda is properly addressed. It was suggested that the report contained a large amount of statistical data but there was not an appropriate recommendation addressing widening participation specifically. The VPC&amp;Q suggested that this is part of the College strategy which is addressed through curriculum planning.</p> <p>Governors asked for a benchmark to show how the diversity of teaching staff profile compares to others in the sector. It was confirmed that the College does not have access to the data to compare.</p> <p>Governors asked for further information about the recommendations, in particular how the College would collect 'good practice' and how it would be identified. The VPC&amp;Q suggested that a 'good' result would be closing the gap in terms of progress. It was confirmed that the College is not at the stage of looking at task groups as there are some fundamental activities to complete first. Governors reflected that the report was useful but would benefit from more examples. It was agreed that the information in the report be used to inform existing work.</p> <p>Governors APPROVED the report and asked to be kept informed of developments as the College began to assess which practices were making a difference.</p>
<p><b>11</b> <b>11.1</b></p>	<p><b><u>ACCOUNTABILITY FRAMEWORK STRATEGIC RISKS AND KPIS</u></b></p> <p>Governors APPROVED the Accountability framework which had been significantly re-written following feedback from relevant committees.</p>

<b>Min. No.</b>	
<b>12</b>	<b><u>MANAGEMENT ACCOUNTS</u></b> This item is recorded as a confidential minute.
<b>13</b>	<b><u>SWAC LTD ACCOUNTS</u></b> The subsidiary accounts (SWAC, PiB and SBLN) were approved and duly signed under item 5.
<b>14</b>	<b><u>INSTRUMENT AND ARTICLES / STANDING UPDATES AND TERMS OF REFERENCE (ToRs)</u></b>
<b>14.1</b>	Governors APPROVED the two proposed changes to the I&A which had been requested.
<b>14.2</b>	The Clerk outlined the additional tabled recommendation which was designed to make explicit in the I&A that the Corporation had formally decided to receive business through written correspondence for a decision where necessary.  Governors APPROVED the additional text for the I&A. <b>ACTION: Clerk to amend I&amp;A and Standing Orders.</b>  It was AGREED that the ToRs be circulated by email for APPROVAL. <b>ACTION: Clerk</b>
<b>15</b>	<b><u>POLICIES AND PROCEDURES</u></b> The Clerk outlined the purpose of the paper which was part of a plan to rationalise and update all College policies.  Governors APPROVED the paper.
<b>16</b>	<b><u>DFE GOVERNANCE GUIDE</u></b> The Clerk highlighted the new DFE Governance Guide which had been circulated by email to all governors and co-opted members. Governors were encourage to review the guidance which clearly set out relevant legislation and included a helpful glossary.
<b>17</b>	<b><u>PRINCIPAL AND CHIEF EXECUTIVE'S REPORT</u></b> This item is recorded as a confidential minute.
<b>18</b>	<b><u>ANY OTHER BUSINESS</u></b> This item is recorded as a confidential minute.  <b><u>CLOSE</u></b>  Governors thanked the EDoF for her significant work to improve the College finances and for leading the College with integrity and a relentless focus on students during her time in post, and wished her well in her new role.  Governors noted that the Assistant Principal for Further and Higher Education, Lizann Lowson, would be leaving to return to Hull College Group as Vice Principal for Quality. Governors reflected on the very positive impact Lizann had made which was reflected in the quality of experience now being provided to students.

<b>Min. No.</b>	
	There being no further business the Chair thanked Members for their attendance and closed the meeting at 8.00pm

Joanne Ward,  
Clerk to the Corporation

Signed as a correct record on ..... (Date)

..... (Chair)