

Minutes of the meeting of the board of governors held on **15 March 2018**.

**Present:** Bob Harrison (Chair), Clive Macdonald, Jake Gibbins (up to and including Min B18/38), Mike Bramhall, Anne Shiels, Seb Schmoller, Frank Lord, Tim Thornton (from Min B18/17 onwards), Liz Stanley, Neil James (up to and including Min B18/38), Kate Fleming (and John Edwards).

**In attendance:** The vice principal (up to and including Min B18/38), the treasurer/head of finance (up to and including Min B18/38) and the clerk to the governors.

**Apologies:** Sarah Tyler and Ken Richardson.

## **GENERAL BUSINESS AND GOVERNANCE**

**B18/1** The board congratulated the principal on her recent TES Lifetime Achievement Award. Members endorsed the judges' comment that "Under her leadership, Northern College has come to embody the best of adult education and learning. But for Jill, it has not been about her: it has been about the institution and her team."

**B18/2** The board also congratulated the college on being shortlisted in the support for learners category.

### **DECLARATIONS OF INTEREST**

With respect to:

- Their role as trustees Clive Macdonald, John Edwards and Jill Westerman declared a non-financial interest in items which related to the Wentworth Castle and Stainborough Park Heritage Trust. In relation to item 17 Wentworth Castle Gardens and Parkland it was noted that discussion was in relation to the potential successor organisation rather than the current trust.
- His role as Deputy Vice-Chancellor Prof Tim Thornton declared a non-financial interest in items relating to HE and the college's relationship with the University of Huddersfield;
- His role of chair of the Barnsley Metropolitan Council Audit committee Cllr Ken Richardson declared a non-financial interest in items which related to BMBC.

**B18/4** It was agreed that no decisions to be taken would be affected by these interests and it was not considered necessary for anyone to withdraw from the meeting.

### **MINUTES AND MATTERS ARISING**

The minutes of the meeting held on 14 December 2017 were approved as an accurate record (a signed copy is filed in the minute book).

**B18/4** It was noted that in B17/126 the achievement rate figure had been corrected.

### **MEMBERSHIP AND GOVERNANCE MATTERS**

**(A copy of document 4i is filed in the minute book)**

Feedback was provided from the recent AoC Governance Summit. It was agreed that written notes would be circulated.

**B18/6** The board explored good governance and the dangers of complacency and agreed to consider undertaking a periodic assessment of governance which went beyond the current annual review in the next twelve month period.

**B18/7** The board explored the criticality of identifying medium term risks that could have a significant impact on the organisation, for example the devolution of the adult education budget, noting that it was typical in the sector that these type of risks were not sufficiently identified and managed. The

board agreed that this should be considered further in the college's proposed review of its approach to risk management.

**B18/8** The board noted the resignation from the board of Roger McKenzie with effect from 15 March 2018. The board noted that Seb Schmoller would be standing down from the board with effect from 31 July 2018.

**B18/9** The board noted forthcoming changes to automatic disqualification rules with regards to charity trustees and senior managers and noted that this would mean that there would be additional restrictions on who could run a charity from 1 August 2018. It was noted that trustees and relevant senior managers would be asked to complete a declaration prior to 1 August 2018. It was noted that the right for a disqualified individual to apply for a waiver remained but this must be done by the individual concerned and not the charity. Members were directed to the guidance provided by the charity commission.

**B18/10** It was noted that the revised rules had been factored into the appointment process for the new principal.

- Resolved:**
- i That written feedback from the AOC Governance Summit be circulated.**
  - ii That the board consider undertaking a periodic assessment of governance which went beyond the current annual review in the next twelve month period.**
  - iii That the effective identification of medium term risks be factored into the college's proposed review of its approach to risk management.**

## ITEMS FOR DISCUSSION AND APPROVAL

### **B18/11** THE PRINCIPAL'S REPORT

**(A copy of document 5i is filed in the minute book)**

The board considered the principal's report and particularly noted that:

- all programme areas were working to achieve the higher targets resulting from the £238,000 growth funding, current projections were for a 99% achievement of the skills target, 96% overall;
- the college had been impacted by severe weather in Feb/March which had resulted in cancellation of courses amounting to £16,806 of funding which would be rescheduled later in the year;
- retention rates were strong;
- a desk based major incident scenario exercise had been undertaken which had been broadly successful, with some learning points;
- a celebration of the 40 year partnership between the college and the trade union movement had been held on 12th February;
- a digital strategy workshop had been held which had not resulted in the progress sort; further work had since been undertaken which had enabled the college to draft a focussed strategy and action plan;
- proposed changes to the funding of JISC which would potentially have a financial impact on the college;
- potential creation of a Unison Academy, a network of key organisations providing education for Unison members, which the college would be part of;
- completion of a curriculum review which would report to the Quality Committee in June 2018;
- the outcome of the review into Access to HE recruitment and marketing;
- the outcome of the meeting with Anne Milton MP, minister for skills and apprenticeships, including that she had acknowledged the need for a national adult education strategy, welcomed IAL support and help to develop a national plan, confirmed that there would be an announcement in March giving more detail about devolution and any national funding

arrangements;

- the planned workshop to consider the future role, strategy and work plan of the Institutes for Adult Learning.

**B18/12** The board considered the outcome of the review into Access to HE recruitment and marketing in more detail and:

- noted that there had been a national trend for a reduction in numbers;
- welcomed the appointment of an engagement officer to work with potential applicants and the positive impact this had achieved to date in relation to recruitment for 2018/19;
- explored the impact of competition from year zero university provision.

**B18/13** The board agreed that the college's offer was very different to that of a university year zero provision and should be promoted as such and welcomed the curriculum review which had highlighted potential new areas of curriculum.

**B18/14** The board explored the area of devolution and national funding in more detail and:

- Explored the potential likelihood of the college being awarded national funding;
- Explored potential approaches to lobbying to protect national funding in the devolution agenda;
- Explored the risks and benefits of presenting the unique aspects and value in our provision and agreed that the college needed to carefully tell its story in the context of devolution;
- Noted the high demands there would be on devolved funding pot, particularly in relation to cost of our provision.

**B18/15** The board agreed that this area represented a clear medium term risk for the college which required careful and thoughtful management.

**B18/16** The board agreed that the college should await the announcement regarding national funding due in March 2018 and present an appropriate action plan in response to the outcome for consideration at the meeting of the board in July 2018.

**Resolved:** i **That the college await the announcement regarding national funding due in March 2018 and present an appropriate action plan in response to the outcome at the meeting of the board in July 2018.**

**B18/17** **INTEGRATED PERFORMANCE REPORT**

**(A copy of document 6i is filed in the minute book)**

The Board considered the **Integrated Performance Report to 31 January 2017** and noted that all areas were rated green with the exception of:

- Average class size which had increased but was just below target at 11.7%;
- The no-show rate which had improved to 13% against a 10% target;
- Male/female diversity which was at 43% male, 47% female;
- Ethnicity diversity which was slightly below an ambitious 20% target at 16%;
- Sickness absence which was explored in more detail;
- Gas consumption which was which was slightly above target due to adverse weather conditions, the board however noted the outstanding performance in energy consumption over recent years and the financial savings this represented for the college;
- HE Income which was below target as previously reported;
- Project income which was below target due to the growth funding which would be challenging to achieve;
- External, catering and bar income which had been impacted by the loss of the annual GLI conference;
- Payroll as % of income which had slipped over the 60% target to 60.3%.

**B18/18** The board considered the sickness absence data in more detail and noted that:

- The position was being closely monitored by the policy and finance committee;

- The key issue related to long term absence in the non-academic team;
- There was no pattern of systemic short term absence;
- There was no negative impact on teaching and learning and the student experience.

**B18/19** The board considered the payroll as a percentage of income target in more detail and:

- Agreed that the appropriate target depends on the type of institution, noting that in HE performance tends to be around 50%, in the FE sector college's average at around 65%;
- Explored the percentage of delivery undertaken by sessional staff;
- Noted that the college's budget had decreased whilst it was challenging to flex core staffing costs;
- Agreed that this did not represent a cash flow issue;
- Agreed that the policy and finance would consider the position in more detail and review the KPI.

**B18/20** The board noted a proposal regarding future presentation of the financial indicators data and agreed that this would be considered by the policy and finance committee.

**B18/21** The board considered the management accounts to 31 January 2018 and noted that the position reported was positive and the college had a very healthy balance sheet and cash flow. It was noted that the increase in 90 plus days debtors related to the timing of PGCE invoicing and this outstanding amount had reduced by £30K since the report had been issued.

- Resolved:**
- i That the policy and finance committee review the payroll as a percentage of income target and review the KPI appropriately.**
  - ii That the policy and finance committee consider a proposal regarding future presentation of the financial indicators data in the integrated performance report.**

**B18/22** **EQUALITY DUTY IN EMPLOYMENT REPORT 2017**  
**(A copy of document 7i is filed in the minute book)**

The Board considered the Equality Duty in Employment Report for 2017 and noted that:

- The report covered the period 1 August 2016 – 31 July 2017;
- Its primary purpose was to meet the requirements placed on public bodies under the Equality Act 2010;
- In addition to this it enabled detailed monitoring and reporting regarding protected characteristics to be undertaken, with action undertaken as necessary to try to remove barriers and promote equality for all groups;
- The report included information regarding training to promote equality and diversity; the updating of college policies; a breakdown and distribution of the workforce in terms of ethnicity, disability, gender, age, religion or belief and sexual orientation; consideration of issues for trans staff; take up of training opportunities and success rates for job applicants;
- Areas for action had been identified as:
  - attracting candidates from BME backgrounds;
  - the college's ageing demographic;
  - succession planning;
  - increasing response rates in terms of monitoring religion or belief; sexual orientation and gender identity.

**B18/23** The board agreed that an action plan in relation to staff diversity which focussed more broadly than recruitment be presented to the board for consideration at a future meeting.

**B18/24** The board requested that data relating to the percentage of staff who had been students at the college be presented for consideration at the next meeting.

- Resolved:**
- i That an action plan in relation to staff diversity be presented to the board for consideration at a future meeting.**

- ii That data relating to the percentage of staff who had been students at the college be presented for consideration at a future meeting.

**B18/25 RISK MANAGEMENT AND ASURANCES – KEY STRATEGIC RISKS**

**(A copy of document 8i is filed in the minute book)**

The board considered the risk register - key strategic risks and:

- noted that a number of new risks had been added which had arisen from the RAST managers team registers (C3 and E1);
- explored the risk related to devolution (C1) and agreed that the risk should be reviewed again following the announcement in March 2018;
- noted the risk related to external connectivity (I1) in relation to the review of JISC and the provision of the JANET connectivity;
- noted the impact of the shortfall in recruitment to the Access to HE diploma, particularly in relation to the bursary (F1);
- noted the impact of decreased income in some areas (F2) that was offset by increased income elsewhere.

**B18/26** The board considered risks related to succession planning and noted that a risk related to key person dependency was included in the register but had not been rated as a red key strategic risk.

**Resolved: i That C1 - devolution of adult education budget - be reviewed following the announcement in March 2018.**

**B18/27 PROGRESS REPORT – QUALITY IMPROVEMENT PLAN**

**(A copy of document 9i is filed in the minute book)**

The board considered a report which outlined progress against the actions in the college's quality improvement plan and noted that progress was being made in all areas. The board particularly explored:

- the BME composition of staff and governors and the actions being taken;
- students' understanding of the aims of the Prevent agenda and agreed that the report should include reference to what strategies are employed to check understanding;
- achievement rates for BME groups noting that relevant data was analysed and monitored regularly and there were currently no significant gaps in achievement identified;
- the impact of the actions relating to teaching and learning and agreed that progress should include a description of the positive impact being achieved.

**Resolved: i That reference to the strategies being employed to check students' understanding of the aims of the Prevent agenda be included in future QIP progress reports.**

ii That description of the positive impact of actions relating to teaching and learning be included in future QIP progress reports.

**B18/28 FINANCIAL STATEMENTS AUDITOR SERVICES – REAPPOINTMENT**

**(A copy of document 10i is filed in the minute book)**

The board considered an evaluation of the performance of the financial statements auditors in 2016/17 against a range of performance indicators and approved a proposal from the audit committee to reappoint Grant Thornton as the college's financial statement auditors for 2017/18.

**B18/29** The board considered and approved revised performance indicators for 2017/18.

**B18/30** A separate confidential minute was recorded.

**Resolved: i That Grant Thornton be appointed as the college financial statement auditors for 2017/18.**

ii That performance indicators for 2017/18 be approved.

**B18/31 POLICIES FOR APPROVAL****(A copy of document 11i is filed in the minute book)**

The board considered and approved the following policies which had been considered by the policy and finance committee and were recommended for approval:

- Bring Your Own Device
- Sickness Absence
- Staff Code of Conduct
- Stress and Wellbeing
- Probationary Period
- Pay Protection
- Volunteers

**Resolved: i That the bring your own device, sickness absence, staff code of conduct, stress and wellbeing, probationary period, pay protection and volunteers policies be approved.**

**ITEMS FOR INFORMATION****B18/32 PLANNED MAINTENANCE PROGRAMME 2019 – 2024****(A copy of document 12i is filed in the minute book)**

The board received a report which provided information regarding the likely priorities for planned maintenance in the next 3+ years and a headline interim report from the recent building condition survey of the Main House. It was noted that the full report would be considered by the policy and finance committee.

**B18/33 GENERAL DATA PROTECTION REGULATION (GDPR)****(A copy of document 13i is filed in the minute book)**

The board received a report which provided an update with regards to the actions being taken by the college to ensure compliance with the GDPR by 25 May 2018.

**B18/34 REPORTS FROM COMMITTEES****(A copy of document 14i is filed in the minute book)**

The board received and noted minutes from the following meetings:

- Policy and Finance Committee – 16 November 2018
- Audit Committee – 13 November 2017

**B18/35 INFORMATION FROM THE SECTOR****(A copy of document 15i is filed in the minute book)**

The board received and noted information from the sector which included:

- Further Education Commissioner Termly Letter - February 2018
- Annual Report of the Further Education Commissioner 2016/17
- Ofsted Annual Report 2016/17
- DfE Unlocking Talent, Fulfilling Potential – A plan for improving social mobility through education - December 2017

**B18/36 EQUALITY AND DIVERSITY SIX MONTH REPORT****(A copy of document 16i is filed in the minute book)**

The board received and noted the equality and diversity six month report 2017/18. An updated table 1 providing corrected information regarding diploma learner numbers was tabled.

**CONFIDENTIAL MATTERS****B18/37 WENTWORTH CASTLE GARDENS AND PARKLAND****(A copy of document 17i is filed in the minute book)**

A separate confidential minute was recorded.

**B18/38**    **CONFIDENTIAL MINUTES OF THE PREVIOUS MEETING**

The board approved the confidential minutes of the meeting held on 14 December 2017.

**B18/39**    **STAFFING MATTERS**

A separate confidential minute was recorded.

**DATE OF THE NEXT MEETING**

**B18/40**    The next meeting of the board of governors will take place on **Thursday 12 July 2018** at 11.00am.

<b>Signed</b>		<b>Date</b>	
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