

EXETER COLLEGE FURTHER EDUCATION CORPORATION

CORPORATION BOARD

Minutes of the meeting held on Friday 3 May 2019 in the Boardroom, Hele Road, Exeter College

Present	David Allen Emma Webber John Laramy Bindu Arjoon Sue Clarke Mark Goodwin Chris Hoar Sonja Longmore Dave Underwood Ben Gardner Matt Roach Glenn Woodcock (part) Cassandra Wood Aimee Mitchell Stewart Noakes	Chair Vice Chair Principal
Observers	None	
Apologies	Sarah Brampton Heather Ancient Jacob Harris	
In Attendance	Steve Campion Rob Bosworth Jade Otty <i>Item 5.2 only</i> Lisa Smith <i>Item 5.3 only</i> Ben Norman Alison Layton-Hill	Vice Principal Finance and Business Operations Vice Principal Schools, Partnerships and Curriculum Vice Principal Performance Assistant Principal Head of Marketing and Communications Clerk to the Corporation

1. **Welcome, Apologies and Declarations of Interest** **Action**
The Chair welcomed members to the meeting.
- Apologies were received from Sarah Brampton, Heather Ancient and Jacob Harris.

Mark Goodwin, Deputy Vice Chancellor, University of Exeter, declared an interest in items relating to the University.

Glenn Woodcock, Member of Council, University of Exeter, declared an interest in items relating to the University and as an employer, an interest in items relating to the Institute of Technology.

Dave Underwood, independent advisor declared an interest in any items relating to the Royal Devon and Exeter Hospital.

Chris Hoar, Partner Michelmores, declared an interest in any items relating to the Institute of Technology and Royal Devon and Exeter Hospital.

Bindu Arjoon, Director, Exeter City Council declared an interest in any items relating to planning.

David Allen, Emma Webber, Mark Goodwin and Sue Clarke declared an interest in item 8.2.

2. **Minutes of Meetings**

2.1 The minutes of the meeting held on 8 February 2019, as circulated, were agreed and signed by the Chair.

2.2 The confidential minutes and the restricted minutes of the meeting held on 8 February 2019, as circulated, were agreed and signed by the Chair.

3. **Matters Arising**

The exceptional work of Mike Blakeley and Toby Coombes in terms of the success of the Education and Skills Funding Agency audit was acknowledged by all governors. Toby and Mike will be joining governors for lunch.

4. **Chair's Oral Report**

4.1 The Chair extended his gratitude on behalf of the Board to the Principal and the team following confirmation of the SWIoT progressing to the pre-award stage.

The Principal advised that the AoC is promoting a marketing campaign week under the headline "Love our Colleges" aimed at raising the profile of the funding challenges for colleges with the DfE. The College intends to focus on positive stories and governors were encouraged to use the #Love our Colleges for tweeting.

Bindu gave a brief update regarding the local election results and confirmed that although there were more results to come Exeter City Council would remain Labour controlled.

5. **Strategic Matters for discussion**

5.1 Principal's Strategic Report

This item was dealt with as a confidential item in accordance with the College's confidentiality policy and recorded in the confidential minutes.

Lisa Smith joined the meeting for item 5.2 only

5.2 Digital Strategy Update

Governors received a presentation from Rob Bosworth and Lisa Smith on the progress of the Digital Strategy Group. The group aims to strategically accelerate growth in technology by consolidating the work in progress across the College and give oversight, purpose and clarity, with an entire focus on teaching and learning.

The proposed governance structure was that the Digital Strategy Group would feed into the senior leadership team via Rob and onto Glenn, Stewart and Heather as digital ambassador governors.

Three ideas had been identified:

- The IDEA initiative (digital upskilling for everyone)
- The Microsoft showcase College
- The Institute of Technology

Governors questioned what the fundamental purpose of the group is and were advised that it is to create the best environment for students to acquire skills and to upskill staff. Rob to circulate the document that explains how the purpose of the group aligns to the strategic plan. **RB**

Governors raised the importance of ensuring that the College is preparing students for the careers of the future. The need to be outward looking and network with others, who are on the same journey, was considered a critical factor.

A consultation group of learners, feeding into Learner Voice and engaging with staff from the student experience department will ensure students are involved in the work of the group.

Governors thanked Rob and Lisa for their informative presentation.

Ben Norman, Head of Marketing and Communications joined the meeting for item 5.3 only

5.3 Marketing – where are we now?

Governors received a presentation from Ben Norman explaining the work of the Marketing team in terms of student recruitment. Ben highlighted

the move away from print to digital and the need to retain the integrity of the brand. He presented case studies covering:

- Bucking the demographic
- Open event campaign
- Digital
- Assertive media relations
- 16-18 activities

It was pleasing to note that despite a reducing demography and much competition, recruitment had been positive for the College.

Governors asked to what extent the marketing campaign is aimed at staff and it was confirmed that the marketing team are working with the People service. A new data apprentice had joined the team which will improve data analysis. Ben was asked to consider progression data related to open events. **BN**

Governors thanked Ben for his excellent presentation and complimented the work of his team. They were sorry to learn that he was moving on but warmly wished him success into the future.

6. **Learner and Student Voice update**

6.1 College news

The report was received and taken as read with no additional comments.

6.2 **The Board noted the report**

Learner and Student Voice Report

The report was received and taken as read. The Principal thanked the student governors for raising the need for improved communications and a new model that had been developed with the student experience team will be evaluated at the end of the Autumn term. Governors considered the option of the SRC reverting to being called the Student Union. **JL**

The Board noted the report and agreed that:

- a) The Student Representative Council will revert to being called the Student Union**

Part 2 REPORTS FOR NOTING/APPROVAL

7. **Recommendations from Audit and Risk Assurance Committee**

7.1 Executive Summary from Committee Meeting on 6 March 2019.

The report summarising the key issues considered by the Audit and Risk Assurance Committee meeting held on 6 March 2019 was received and taken as read. The Committee Vice Chair highlighted the key issues.

- 7.2 Risk Register
The Risk Register was considered as circulated.

The Board resolved to:

a) Approve the Risk Register

- 7.3 Re-appointment of the auditors
Governors received a positive oral appraisal of the performance of the auditors and noted the proposal to reappoint for a further year.

The Board resolved to:

a) Reappoint Bishop Fleming as the external auditors for the year 2018/2019

8. Recommendations from Search and Governance Committee

- 8.1 Executive Summary from Committee Meeting on 18 March 2019.
The report summarising the key issues considered by the Search and Governance Committee meeting held on 18 March 2019 was received and noted. The Chair highlighted some key elements of the meeting.

- 8.2 Appointments and reappointments:
The Board considered appointing Jo Matthews as a full member of the Board for a four year term. Governors noted Jo's extensive experience of further education and leadership development. Jo will remain on the Quality and Standards Committee and the Audit and Risk Assurance Committee.

David Allen left the meeting. The Board considered the reappointment of David Allen as the Chair of the Corporation for a further two year term and to extend his term of office to 31 July 2021 in order to facilitate this. Governors noted the excellent leadership and experience that David brings to the Board. David re-joined the meeting and the Vice Chair extended her thanks on behalf of the Board for all he does.

Emma Webber left the meeting. The Board considered reappointing Emma Webber for a third term and agreed that her reappointment would meet the exceptional criteria for a third term due to her experience and the need for stability on the Board. Emma will stand down as the Safeguarding and EDBV Governor. Emma re-joined the meeting and the Chair thanked her for agreeing to continue and for all that she contributes to the Board.

Mark Goodwin left the meeting. The Board considered the reappointment of Mark Goodwin and Sarah Brampton for a second term as from 8 October 2019 and agreed that they were both valued members of the

Board. Mark re-joined the meeting and agreed to continue dependent on future commitments at the University.

Sue Clarke left the meeting. The Board considered appointing Sue Clarke to the role of Safeguarding Governor to succeed Emma. Governors agreed that the role is vital in terms of being assured that students are safe and felt that Sue's extensive experience and passion for students made her an ideal choice. There will be a further discussion about the EDBV Governor role at the July Board meeting. Sue re-joined the meeting and the Chair thanked her for agreeing to take the role of Safeguarding Governor.

The Chair advised the Board that Aimee Mitchell's term of office will come to an end on 4 July 2019, the day before the final board meeting of the academic year. The Chair acknowledged that Aimee had been an effective governor and the Board agreed to extend her term until 6 July so that she can attend the next Board meeting. Tim Rutherford, headteacher of West Exe school has agreed to succeed Aimee for a two year period.

The Board approved:

- a) the appointment of Jo Matthews to the Board as from 5 July 2019**
- b) the reappointment of David Allen as the Chair of the Corporation for a further two year term and to extend his term of office to 31 July 2021**
- c) the reappointment of Emma Webber for a third term as from 1 August 2019**
- d) the reappointment of Mark Goodwin and Sarah Brampton for a second term of office as from 8 October 2019**
- e) the appointment of Sue Clarke to the role of Safeguarding Governor from 1 August 2019**
- f) the extension of Aimee Mitchell's term until 6 July 2019**
- g) to endorse Tim Rutherford's appointment**

8.3

Terms of Reference

Governors noted that Human Resources straddles both the business of the Quality and Standards Committee and the Business Services Committee. It was therefore recommended to the Board that the HR Annual Report is presented to the Full Board and considered as an item for information only at Committee level.

The Board agreed to:

- a) Approve that the HR Annual Report is considered by the full Board**
- b) The Clerk to update the Terms of Reference**

- 8.4 Appointment process for the Vice Chair
The Board considered the appointment process recommended by the Committee. Nominations may be sent to the Clerk between 3 June 2019 and 21 June 2019. Ratification of appointment will be made at the Board meeting on 5 July 2019, by secret ballot if more than one nomination is received.

The Board approved the appointment process for the Vice Chair

- 8.5 Governor advertisement
The Committee recommended the updated advertisement to attract new governors to the Board, which if approved will be published on the College's website and in other appropriate marketing material and on social media.

The Board approved:

- a) the updated advertisement**
- b) that priority is given to the Audit and Risk Assurance Committee when appointing new governors.**

- 8.6 Residential Feedback
The Board noted the overall satisfaction with the residential as 90% and governors agreed that it had been an excellent event. However, issues in terms of the accessibility of the venue and cost were considered. It was highlighted that the following year will be challenging and it will be fundamental for governors to fully consider the impact of the spending review in detail. It was therefore agreed that alternative cost effective venues will be researched by the Clerk that are closer to Exeter. The Clerk **Clerk** to upload the Vice Principal's video from the 2019 Residential to Boardpacks.

The Board noted the report

9. **Recommendations from the Remuneration Committee**

The senior post holders left the meeting for this item

- 9.1 Executive Summary from Committee meeting on 18 March 2019.
The report summarising the key issues considered by the Remuneration Committee meeting held on 18 March 2019 was received and noted. The Vice Chair highlighted the key issues.
- There had been a review of SPHs and the oral report had been noted by the Committee.
 - The Principal joining the Board of the LEP had been re-approved.

- 9.2 The draft remuneration policy for SPHs was recommended to the Board for approval. This was based on the AOC's code but with some flexibility added to meet the needs of the College.

The Board approved the Remuneration policy

Senior Post Holders re-joined the meeting

10. **Recommendations from the Quality and Standards Committee**

10.1 Executive Summary from Committee Meeting on 25 March 2019

The report summarising the key issues considered by the Remuneration Committee meeting held on 25 March 2019 was received and noted. The Vice Chair highlighted the key areas of discussion and referred governors to the relevant appendices in the items for information section:

- The HR policies were approved.
- The Gender Pay report was considered. The Vice Chair advised governors that the report had been presented to the EDBV meeting she had attended and that she was satisfied that there is widespread understanding across the College.
- The Gatsby benchmark report was considered and the outcome of further actions will be presented to the September 2019 Committee meeting.
- The T Levels report was considered and governors particularly noted that Sam Hillman's expertise is recognised nationally.

The Board noted the report

11. **Recommendations from Business Services Committee**

11.1 Executive Summary from Committee Meeting on 29 April 2019

The report summarising the key issues considered by the Business Services Committee meeting held on 29 April 2019 was received and noted. The Chair highlighted the key discussions.

- Megan Snell had presented the SRC Accounts, which the Board noted.
- The LGPS and Treasury Management policies were approved.
- The Gym and Dance Floor will officially open on 21 May 2019
- The Financial benchmarking letters were received and the good financial health of the College was acknowledged.

The Board noted the report

PART 3: REPORTS AND MINUTES FOR INFORMATION

12. **Reports**

The following reports were **received and noted**.

12.1 Management Structure

12.2 Code of Practice on the use of Social Media

- 12.3 Probationary Procedures
- 12.4 Suspension and Dismissal Policy
- 12.5 Gender Pay Report
- 12.6 Gatsby Action Plan
- 12.7 T-Levels Report
- 12.8 Opportunities and Development Risk Register
- 12.9 Management Accounts (February 2019)
- 12.10 Student Representative Committee Accounts
- 12.11 Office for Students Letter to Chairs of Governing Bodies
- 12.12 ESFA Financial Health Letter and Dashboard
- 12.13 Governance Report
- 12.14 Sealings Report

13. **Minutes**

The following minutes were **received and noted**.

- 13.1 Audit and Risk Assurance Committee minutes 6 March 2019 *Draft*
- 13.2 Search and Governance Committee minutes 18 March 2019 *Draft*
- 13.3 Quality and Standards Committee minutes 25 March 2019 *Draft*
- 13.4 Business Services Committee minutes 29 April 2019 *Draft*

14. **Confidential Minutes**

The following confidential minutes were **received and noted**:

- 14.1 Search and Governance Confidential minutes 18 March 2019 *Draft*
- 14.2 Business Services Committee Confidential minutes 29 April 2019 *Draft*

15. **Dates of scheduled meetings for 2018/2019**

- Friday 5 July 2019
- Friday 11 October 2019
- Friday 6 December 2019
- Friday 7 February 2020

Signed by the Chair

Date: 5 July 2019