

Approved

EXETER COLLEGE FURTHER EDUCATION CORPORATION
CORPORATION BOARD

Minutes of the meeting held on Friday 6th July 2018 in TG32/33, Hele Road, Exeter College

Present	David Allen Emma Webber John Laramy Philip Bostock Sarah Brampton Chris Hoar Kira Lewis Aimee Mitchell <i>From Item 4</i> Stewart Noakes Martin Owen Michelle Pugh Matt Roach Caleb Stevens Dave Underwood Glenn Woodcock	Chair Vice Chair Principal
Observers	Jo Matthews Ben Gardner Lily Garth Mary Graves	Co-optee Incoming HE Student Incoming Clerk ESFA
Apologies	Bindu Arjoon Sue Clarke Mark Goodwin Glenn Woodcock	
In Attendance	Rob Bosworth Steve Campion Julie Skinner <i>Item 6.2 only</i> Jenny Leach <i>Item 6.2 only</i> Lucinda Sanders Barbara Sweeney	VP Schools, Partnerships & Curriculum VP Finance & Business Operations VP Standards and Student Experience Assistant Principal Head of Professional and Adult Learning (PAL) Clerk to the Corporation

1. **Welcome, Apologies and Declarations of Interest** **Action**

The Chair welcomed colleagues to the last meeting of the academic year.
The Chair particularly welcomed Mary Graves from the ESFA, who was

<https://adexecollacuk.sharepoint.com/sites/GovernorsTeam/Shared Documents/General/Meetings/17-18/1. Board/5. 6th July/Board 060718 approved open mins for web.doc>

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observing the College's governance structures, Lily Garth, the incoming Clerk and Ben Gardner, incoming HE Student Governor, who would be joining the Board in 2018-19. He also welcomed Cassandra Wood to her first meeting since her election as Business Support Staff Governor.

Kira Lewis, 16-18 Student Governor and Caleb Stevens, 19+ Governor were attending their last meeting, and the Chair thanked them for their exceptional contributions during their one year term of office and presented each with a book token. Martin Owen, Academic Staff Governor was also attending his last meeting, resigning from the Board with effect from 13th July 2018. The Chair thanked him for his commitment and contribution and presented him with a small token of thanks.

The Chair and Principal thanked Julie Skinner, Vice Principal Standards and Student Experience for her long service to the College and to the Board, particularly over the past two years. They also thanked Emma Fielding who was leaving the College in September to take up external promotion.

The Chair and Principal thanked Barbara Sweeney, Clerk to the Corporation, who was retiring at the end of July, for her outstanding service as Clerk for the past eight years and as a governor prior to that.

Apologies were received.

Chris Hoar, Partner at Michelmores, declared an interest in matters relating to Devon Contractors.

Caleb Stevens, employee of Okehampton College, declared an interest in matters relating to school 6th forms and learner support services.

2. **Minutes of Meetings**

- 2.1 The minutes of the meeting held on 4th May 2018, as circulated, were agreed and signed by the Chair.
- 2.2 The confidential minutes of the meeting held on 4th May 2018, as circulated, were agreed and signed by the Chair.

3. **Matters Arising**

- 3.1 Skills Audit – supplementary question
The skills audit form, which governors had reviewed and signed at the last meeting, did not include the "commercial/entrepreneurial skills and experience" criteria, which Search and Governance had agreed to add to the Board's skills matrix. Governors were therefore invited to complete this for inclusion in the skills matrix.

Clerk

All other matters were covered elsewhere on the agenda.

4. **Appointments**

The CVs of Stewart Noakes and Heather Ancient were received and the Chair updated the Board on meetings with the candidates and himself, the Vice Chair, Principal and the Clerk.

On the unanimous recommendation of the Search and Governance Committee the Board agreed

Clerk

- **To appoint Stewart Noakes as External Governor, with immediate effect for a four year term of office from 6 July 2018 – 5 July 2022**
- **To appoint Stewart Noakes to the Business Services Committee for the 2018-19 Academic year**
- **To appoint Heather Ancient as External Governor for a four year term of office with effect from 1 August 2018 – 31 July 2022**
- **To appoint Heather Ancient to the Business Services Committee for the 2018-19 Academic year**

Vote: Unanimous

The Board was updated on the outcome of the elections for the Business Support Staff Governor, FE Student Governor and the HE Student Governor.

The Board agreed:

- **To note the election of Cassandra Wood as Business Support Staff Governor with immediate effect for a four year term of office from 6 July 2018 – 5 July 2022**
- **To note the appointment of Cassandra Wood to the Quality and Standards Committee for the 2018-19 Academic year (agreed by Board resolution on 4 May 2018)**
- **To note the election of Jacob Harris as FE Student Governor for a one year term of office with effect from 1 September 2018 – 31 August 2019**
- **To note the appointment of Jacob Harris to the Quality and Standards Committee for the 2018-19 Academic year (agreed by Board resolution on 4 May 2018)**
- **To note the election of Ben Gardner as HE Student Governor for a one year term of office with effect from 1 September 2018 – 31 August 2019**

- **To note the appointment of Ben Gardner to the Quality and Standards Committee for the 2018-19 Academic year (agreed by Board resolution on 4 May 2018)**

Stewart Noakes joined the meeting and Governors introduced themselves.

5. **Chair's Matters**

5.1 **Oral Update**

The update was received and the Chair confirmed that there was emerging good practice relating to Remuneration Committees. It was recommended that the Chair of the Board should not serve as Chair of the Remuneration Committee because of their role in the recommendation of executive pay, although they could remain on the Committee. The Vice Chair, who was also involved in appraising the Principal, was similarly conflicted.

He reminded the Board that at its last meeting it had approved the Officers for the next academic year, which included the appointment of Chris Hoar as Chair of Remuneration Committee. The College was already following the recommended practice of the Principal not being a member of the Remuneration Committee but attending to support discussion on other senior post holders' pay and targets, withdrawing and taking no part in discussions on his own pay and targets.

The Chair updated on events he had attended, particularly the Association of Colleges' (AoC) regional meeting. The CEO had confirmed that these were challenging times for the sector, with some colleges vulnerable. However, he was a positive and effective ambassador, and in his dealings with Ministers.

Finally the Chair updated on a number of successful celebration events he had attended, including the Alumni Dinner, focussing on the hospitality industry, and attended by the College's Patron, Michael Caines. Together with the Hospitality Awards evening and Academic Awards, this was a clear demonstration of the diversity of the College.

The update was noted

5.2 Written Board resolutions - for noting

The log of Written resolutions was received **and noted**.

5.3 Board Self Assessment

The report was received. The Board had agreed the process for Governance Self-Assessment, including a review of the Board's year at the last meeting of the academic year. The discussion would form the basis of a narrative, to be produced by the Clerk and considered at the autumn meeting of the Board.

Clerk

The Board noted the report.

6. Strategic Matters for discussion

6.1 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.

Jenny Leach, Assistant Principal and Lucinda Saunders, Head of Professional and Adult Learning (PAL), joined the meeting for item 6.2 only.

6.2 Adult Education – the journey so far

The presentation and supporting paper were received. The Adult offer had contracted, as a significant amount of learning was no longer funded. In an area of low unemployment there was no longer the urgency to educate adults to get into employment. The current focus for employers was upskilling. However, funding was prioritised towards low level learners and free or discounted education to reskill was replaced by learner loans.

A new Adult Strategy was to "deliver exceptional adult training and learning opportunities for the community", and to support this the new Faculty for Professional Adult Learning (PAL) had been introduced and the structure explained. The presentation illustrated what success looked like for each strand of the strategy.

To ensure that the offer was fit for purpose the Faculty had worked with the College Leadership Team to consider the curriculum and learner journey, which was a better indicator of success than the complex funding streams. There were six areas to develop, and a working group would meet, taking a theme for each meeting, and agree actions and key indicators. These included the development of an Adult Information Advice and Guidance supervisor, in effect an Adult College Advisory Team (CAT), handling enquiries and making it easier to access destinations. It was important to offer more of what was popular and less of what was not. More focused marketing was planned and there would be clearer signposting on the different loans available.

There was a planned marketing campaign over the summer targeting Access courses - "Access your Future." This spoke to the need to upskill. Next steps also included increasing visibility and improving access to Information Advice and Guidance. The aim was to increase recruitment to reduce the unused adult funding allocation.

Governors were invited to consider where opportunities to increase adult funding lay and what was the low hanging fruit? Data analytics and leadership and management were popular and emerging areas. It was important to scan the horizon for the needs of employers. The link with

Business Solutions provided intelligence. Feedback from employers would help to ensure quality met the needs of learners and quality assurance would mirror that of 16-18 provision, with observations and surveys. There were opportunities in the public sector where, in times of austerity and pay restraint, employers used upskilling to support retention. In an area with low unemployment low end skills were diminishing and there was demand for technical high end skills. Flexibility was key and digital delivery would be important in the future.

The Board commended the update and wished the new Faculty for Professional and Adult Learning success.

The update was noted.

6.3 Finances within the Sector

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

7. **Learner Voice update**

7.1 College news

The report was received and taken as read. International Baccalaureate results had been published that morning, with the best results ever, with 50% scoring 36 points or more. This equated to 3A* at A level and one A at AS.

The Board commended the College's success at being awarded the best FE national provider of STEM.

The Board noted the report.

7.2 Student Governors' Report

The report was received and Kira Lewis, 16-18 Student Governor and Caleb Stevens, 19+ Student Governor updated on the recent elections for Student Governors and officers of the Student Representative Committee.

The report was the last in the current format, future reports being the Community Voice, comprising feedback from a range of provision. The Board thanked the Governors for their vibrant reports throughout the year.

Clerk

The Board noted the report

Part 2 REPORTS FOR APPROVAL

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

8.1 Executive Summary from Committee Meeting on 13th June 2018

The report summarising the key issues considered by the Audit and Risk Assurance Committee meeting was received and taken as read. The

Approved

Committee Chair highlighted the key issues. The Committee had received three internal audit review reports all providing reasonable assurance with some recommended actions. The Committee had requested that future summaries on the progress of the internal audit service be written reports and not oral updates. A meeting was scheduled with the VP Finance and Business Operations to provide further feedback to the Internal Auditors at the end of their first year.

The Committee had received assurance on actions to recommendations to achieve GDPR compliance. The College was in a good place and ahead of many in the sector. A deep dive into Adult Education funded had generated debate and provided assurance and complemented the presentation received by the Board at this meeting.

The report was noted.

8.2 Risk Management: Revised Risk Register

The updated Risk Management Policy following its routine biennial review and the updated Risk Register were received. The increased focus on risk at all Committee meetings added value and provided additional assurance. A change in format to the risk register had added value, including the addition of how assurance was provided, and a comparator with the previous 12 months on the number of risks and their levels of significance.

The Board considered the risk associated with accommodating GCSE English and maths exams and the Board received justification on the decision to sustain the current risk rating.

Clerk

The Board requested a substantive discussion item on risk at its next meeting.

On the recommendation of the Audit and Risk Assurance Committee the Board agreed to approve

a) The Risk Management Policy

b) The updated Risk Register

Vote: Unanimous

8.3 External Audit Plan for year ending July 2018

On the recommendation of the Audit and Risk Assurance Committee the Board agreed

To approve External Audit Plan for year ending July 2018

Vote: Unanimous

9. **Recommendations from Quality and Standards Committee**

9.1 Executive Summary from Committee Meeting on 18th June 2018

The report summarising the key issues considered by the Quality and Standards Committee meeting held on 18th June 2018, was received and taken as read. The Committee Chair confirmed that there were no recommendations for Board approval.

There were four key issues to bring to Board. The Quality and Resource Review sessions provided the Board with assurance that Faculties and Departments were aligned to the Strategic Plan. Attended by a member of the Committee, there was good evidence of triangulation and clear understanding of issues. All Governors were encouraged to attend a session.

The student on course survey had the highest response rate ever at 90%. The Committee had challenged that it did not receive updates on criteria requiring improvement, but was assured that other feedback throughout the year provided assurance, such as results, internal inspections and other surveys.

An internal inspection in the Faculty of Sport Leisure and Tourism had been undertaken by a former Ofsted inspector who confirmed the self-assessment of grade 1, with 20 outstanding and 19 good observations. The process was mature and provided confidence that there was consistency across the College.

The annual Learner Voice update would be replaced in the future with a Community Voice, taking in the views of a wide range of stakeholders.

Finally the Committee Chair updated on preparation for registration with the Office for Students. There involved a significant amount of work but there was good progress.

The Board thanked the Committee Chair for his work and succinct summaries at this, his last meeting in that role.

The Board noted the report.

10. **Recommendations from Business Services Committee**

10.1 Executive Summary from Meeting held on 25th June 2018

The report summarising the key issues considered by the Business Services Committee meeting held on 25th June 2018, was received and taken as read.

The Committee Chair highlighted the key issues. The Opportunities and Development register included updates on T levels, minuted under item 6.1, the Principals' Report, with a recommendation to endorse the action to progress a shovel ready proposal for any potential capital funding.

Management Accounts for April 2018 showed a slight fall in surplus but still

in line with the forecast. At the request of the Audit and Risk Assurance Committee there had been interrogation of data on cash days in hand and assurance provided and transparency in the justification, based on the investment strategy and timing of receipt of funds from the expected asset sale. Notwithstanding, the Board recommended further monitoring of cash days in hand at the next cycle of Committee meetings.

Clerk

The report was noted.

- 10.2 Provisional Budget for 2018-2019
This item was dealt with as a confidential item in accordance with the College's confidentiality policy and recorded in the confidential minutes
- 10.3 Financial Plan
This item was dealt with as a confidential item in accordance with the College's confidentiality policy and recorded in the confidential minutes
- 10.4 Property Recommendations
This item was dealt with as a confidential item in accordance with the College's confidentiality policy and recorded in the confidential minutes

PART 3: REPORTS AND MINUTES FOR INFORMATION

12. **Reports**

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

- 11.1 Opportunities and Development Risk Register
- 11.2 Management Accounts (April 2018)
- 11.3 Governance Report
- 11.4 Sealing Report

12. **Minutes**

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

- 12.1 Audit and Risk Assurance Minutes 13th June 2018 *Draft*
- 12.2 Quality and Standards Minutes 18th June 2018 *Draft*
- 12.3 Business Services Minutes 25th June 2018 *Draft*

13. **Confidential Minutes**

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

- 13.1 Business Services Confidential Minutes 25th June 2018 *Draft*

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

Friday	5	October	2018
Friday	7	December	2018
Friday	8	February	2019
Friday	3	May	2019
Friday	5	July	2019