

Approved

## **EXETER COLLEGE FURTHER EDUCATION CORPORATION**

### **CORPORATION BOARD**

#### **Minutes of the meeting held on Friday 9<sup>th</sup> February 2018 in the Boardroom, Hele Road, Exeter College**

#### **Present**

David Allen	Chair
Emma Webber	Vice Chair
John Laramy	Principal
Bindu Arjoon	
Philip Bostock	
Sarah Brampton	
Chris Hoar	
Craig Marshall	
<i>To item 9.1</i> Aimee Mitchell	
Martin Owen	
Michelle Pugh	
Caleb Stevens	
Dave Underwood	
Glenn Woodcock	

#### **Observers**

#### **Apologies**

David Batho  
Mark Goodwin  
Kira Lewis  
Matt Roach

#### **In Attendance**

Rob Bosworth	VP Schools, Partnerships & Curriculum
Steve Campion	VP Finance & Business Operations
Julie Skinner	VP Standards and Student Experience
<i>Item 5.2 only</i> Malcolm Walsh	Assistant Principal
<i>Item 5.2 only</i> Sharon Sanderson	Project Co-ordinator
Barbara Sweeney	Clerk to the Corporation

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

#### **Action**

The Chair welcomed members. Apologies were received.

Bindu Arjoon declared an interest in item 5.1, Principal's Strategic Report and for any other items relating to planning, as Director, Exeter City Council.

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

Bindu Arjoon, Craig Marshall and Martin Owen each declared an interest in item 9.2 as the subject of a decision.

2. **Minutes of Meetings**

2.1 The minutes of the meeting held on 8<sup>th</sup> December 2017, as circulated, were agreed and signed by the Chair.

2.2 The confidential minutes of the meeting held on 8<sup>th</sup> December 2017, as circulated, were agreed and signed by the Chair.

3. **Matters Arising**

There were no matters arising which were not elsewhere on the agenda.

4. **Chair's Oral Update**

The update was received and the Chair canvassed views on the later start time for the meeting. He congratulated the Principal of South Devon College on his OBE in the New Year's Honours.

The Awards Ceremony at the beginning of the term had been a wonderful showcase for the wealth of talent within the College and a great example of the breadth of stakeholders, with students, parents, sponsors and members of the business community all attending. The forthcoming Board Residential programme was included in the papers, and the Chair confirmed the replacement keynote speaker for the Friday. The theme of leadership would benefit from the input from two key leaders from two of the biggest employers in the City.

Finally the Chair reminded Governors to complete forms to indicate their preferences in the Board Residential break out groups.

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.

*Malcolm Walsh, Assistant Principal and Sharon Sanderson, Programme Lead, joined for item 5.2 only*

5.2 Using the example of the Internship Model, how else can we impact on wider society?

The presentation was received and the Board was updated on the Supported Internship Programme, which provided an opportunity for students with learning difficulties to take part in structured study programmes with supported on the job training with an employer. Profiling identified the intern's skills and qualities and relevant qualifications were studied, plus work related skills including interview skills, CV preparation and on-line application

techniques. Job conditions were real, with learners required to adopt work dress and behaviour codes, undergo induction and on the job training. There were opportunities for three placements over the 36 week academic year. Many had led to employment.

During the year there had been internships at Tesco and the RDNHSFT, and in care homes and the Cathedral café, where learners with paid employment had been supported through the scheme. A video interview with an intern illustrated the value, demonstrating confidence and social skills. The worthwhile programme had been supported by DCC, with £30k set up funding, and had been recognised at the Foundation Awards. Future programmes would require additional employers, preferably offering more than one internship.

The Internships were not the only programmes to support learners with special education needs, and Governors considered a range, suitable for learners with a spectrum of needs. Although those with special behaviour issues would be eligible, the impact on other learners had to be considered and where unsuitable, there were other providers, with the support of DCC.

Princes Trust, for groups of 10-12 learners, provided team building skills and confidence. Level 1 students spanned Foundation Studies and other faculties. Programmes were aimed at those not engaged with learning, often for mental health and anxiety reasons, and provided a springboard to other programmes such as Princes Trust and level 2 studies.

Supported vocational studies focussed on employability for learners who were underachievers or had behavioural issues. "Fast track" supported gifted, often home educated, learners who had often dropped out of school because of bullying. The programme reinvigorated a thirst for learning and taught vital social experience. Unaccompanied asylum seekers on the UASC programme had no English language, no maths, IT or cultural awareness and were often in foster care or hostels. Inspirational staff supported such vulnerable learners, with progression routes to ESOL and level 1. Finally Malcolm confirmed that there were opportunities to offer digital literacy with the elderly via Age UK.

None of these programmes attracted significant funding but generated significant individual impact and societal benefits. Funding was often to pump prime programmes and continuation of funding was outcomes based. The challenge was to find new employers. Governors proposed several potential opportunities, including Clinical Commissioning Groups, City Council, the Police and outdoor and animal care providers.

The Board welcomed the update on learners other than high academic achievers. In their own right these students were high achievers. Governors were reminded that the Quality and Standards Committee had received an update at its last meeting which had shown that outcomes for this group of learners were the same as the college average. 90% progressed to other levels, leading to mainstream qualifications and increasingly, apprenticeships.

The Board sought assurance that there was capacity. It was labour intensive and demand led. Whilst the number of full time students was as unchanged in three years, the number of part time students had increased. Governors also asked about the extent of PR given the positive message. Those working in the SEN sector were aware, and there was coverage on the web and in prospectuses. However those in mainstream education might not be so aware of the success. The range of programmes indicated a sustainable benefit and links with organisations at the edge of society were important. Promotion of the programmes to SEN co-ordinators would be beneficial.

With organisations outsourcing some roles, procurement rules could promote support of the internship model, as it did sustainability, including social responsibility within procurement tender conditions. The link between employment and health was well understood, and the involvement of Public Health England might strengthen the case for funding.

The Board commended the update and thanked all those involved.

**The update was noted.**

5.3 The Senior Resources Group (SRG): Balancing Threats and Ambition in a £40m college.

The report and presentation were received. The update complemented a presentation on the Senior Curriculum Group (SRC) which the Board had received last year. Together the two provided assurance on the operational mechanisms driving forward the Strategy. Using a PowerPoint presentation, Steve Champion, Vice Principal Finance and Business Operations, clarified the reporting structures. Both SRC and SRG informed decisions at the Senior Leadership (SLT) meetings and each reported to the relevant Committees. The SRG supported both the Business Services and Audit and Risk Assurance Committees. Underpinning the SRG was a number of supporting groups and committees, including the Systems Development Group, introduced after the PwC penetration testing review as a control to cyber fraud, the Business Continuity Group and the Safety Health and Environment Committee.

SRG met monthly, with the remit of planning, control and decision making. Financial monitoring included in-depth analysis of cost centres and aged debts. The student travel scheme was a big issue for the College with significant growth over the past five years. Control and monitoring focussed on current property issues and projects, and reviewed internal audit reports prior to going to the Audit and Risk Assurance Committee.

Looking at the sector, one in two colleges were making an operating loss, and the College was unique in its level of surplus. The funding base rate per learner had not risen since 2010 and the College had mitigated flat line funding despite increasing costs through growth in learner numbers. Throughout that period, although there had been only one 1% pay award (in 2016-17), on-costs for that year had increased by £800k, mainly due to the introduction of auto-

enrolment into the pension schemes.

The Board received the Strategic Financial Objectives, agreed by Business Services and for inclusion in the annual Financial Statements. These key performance indicators were: to sustain good financial health; maintain a cash balance with a ratio of >1; manage long term borrowing as a percentage of income less than 30%; diversify College income so that non ESFA income was >31%; agree an annual operating surplus with earnings before interest, taxes, depreciation, and amortization (EBIDA) of over 8%; and growth in line with the strategic plan with an income of >£40m.

The Board was invited to consider and discuss how the College should maintain the balance between investing in quality today whilst preparing strategically for tomorrow, and how to attract staff in high value industries while core funding continued to decline. Following reports of imminent Bank of England interest rises, the Board was assured that the College would go out to market to secure any future loans. However it was acknowledged that terms were unlikely to be as favourable as in the past. All banks would require security, and increasingly they were looking at the quality of leadership and management in colleges.

Governors considered at length the challenge of recruitment in an area of low unemployment and where industry paid a premium. In specialist areas such as IT and construction there was a severe shortage of teachers and more attractive packages would be essential. There ensued a discussion on options including developing lecturers in-house, retention of current teaching staff with attractive terms and conditions and strategic conversations in hard to recruit sectors to create combined roles where individuals rotated between teaching and industry. There should also be attractive packages to attract those already in the college sector market so that Exeter was the employer of choice.

The Board agreed that it was important to build up its staff resource in anticipation of the upturn in demographics and to that end a reduction in surplus would be acceptable. Two years of efficiency savings had focussed on back office staff; any further would have a negative impact on support functions. However, there was an appetite to be match ready for the future, even if that meant a squeeze on the bottom line.

### **The Board noted the update.**

#### **6. Learner Voice update**

##### **6.1 College news**

The report was received and taken as read. The Principal updated on successes since going to print.

Students from Hospitality had participated in the Major Series Competition at South Devon College, achieving four gold, two silver and four bronze medals and one Certificate of Merit.

Twelve students had taken part in the Model United Nations (MUN) conference at Exeter School competing against local and SW schools. Overall the Exeter College team 'won' the conference, with some outstanding achievements.

A MUN team also attended the 10th annual Bristol Grammar School Conference. With over 150 delegates representing 30 countries. The College won the best delegation for the 4th year running.

Other events included a performance by Media and Performing Arts at the Bike Shed theatre and the E-DISC Data apprenticeship launch, in collaboration with key city partners, promoting the role of apprentices.

The Board received an update on the strength of the Chiefs Academy. Governors would be joined at lunch by the REACH Academy co-ordinator to acknowledge the record number of offers received from Oxbridge.

**The Board noted the report.**

6.2 Student Governors' Report

The report was received and Caleb Stevens, 19+ Student Governor, highlighted the key points.

There had been a very well received Student Representatives' Committee (SRC) lecture from the local MP, which would be repeated with other regional politicians from different Parties. The Board encouraged the value of increasing student awareness of politics.

SRC had contributed £2,000 from funds to support the Mental Health Strategy which would be launched at the Board residential. The Facebook page had been revamped with the aim of increasing usage and HE was also seeking to increase communication through better use of electronic routes.

Other events included LGBT History month, with engagement with schools, and events promoting awareness of Equality and Diversity protected characteristics. Fundraising for Mind, the College charity of the year, was currently at circa £6,500.

**The Board noted the report**

**Part 2 REPORTS FOR APPROVAL**

7. **Recommendations from Business Services Committee**

7.1 Executive Summary from Committee Meeting on 29<sup>th</sup> January 2018

The report summarising the key issues considered by the Business Services Committee meeting was received and taken as read. In the absence of the Committee Chair, its Vice Chair highlighted key issues.

There had been an extensive discussion on the non-apprenticeship levy and the Committee was reassured that, following the unsuccessful tender bid, lessons had been learned and there were three preferred plans to mitigate the budget shortfall. The Committee had considered responses of other colleges who had failed to get a contract, including political lobbying. After April 2019 provision would return to a free market. Governors had been assured that the relationship with small and medium enterprises (SMEs) was being actively managed. The Board concluded that whilst the failure to secure a contract was a setback, there was active governance oversight, including a scheduled deep dive at the Audit and Risk Assurance Committee, and the transparency with which the issue had been handled was a positive. Steps were in place and the issue would be resolved in April 2019.

The Committee had considered student residential accommodation, following the failed planning application in December 2017. Whilst eligible for a second submission, teaching accommodation was now a priority and the Committee was scrutinising an alternative option. Historic England had announced its decision on which of the estate was and was not listed, which would be helpful in progressing the Masterplan.

An update on borrowings and loans had provided assurance. That and other Financial Objectives had been considered by the Board under item 5.3.

**The report was noted.**

- 7.2 Anti-Slavery and Human Trafficking Statement – Annual Statement  
The Anti-Slavery and Human Trafficking Statement was received. The Modern Slavery Act 2015 required businesses to produce annual reports detailing the steps that they were taking to tackle these issues within their businesses and supply chains. As a College with a turnover of over £36 million, it was covered by the Act's definition of a commercial organisation and required to comply with the Act by producing the annual statement.

**The Board approved the Anti-Slavery and Human Trafficking Statement**

*Vote: unanimous*

- 7.3 Apprenticeship Contract  
This item was dealt with as a confidential item in accordance with the College's confidentiality policy and recorded in the confidential minutes.
- 7.4 Estates and Safety Health and Environment Annual Reports.  
The report was received and included limited amendments recommended by the Business Services Committee.

**The Board approved the Estates Annual Report, including the Safety,**

## **Health and Environment Report.**

*Vote: unanimous*

### 7.5 Property Matter Approvals

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

## 8. **Recommendations from Quality and Standards Committee**

### 8.1 Executive Summary from Committee Meeting on 5<sup>th</sup> February 2018 *Include TLA update*

The report summarising the key issues considered by the Quality and Standards Committee meeting held on 5<sup>th</sup> February 2018, was received and taken as read. The Committee Chair updated on key decisions made, and on updates received by the Committee. Under delegated authority it had approved a number of HR Policies, which were for biennial review and where amendments were procedural or factual.

From the annual update on Learning Support, the Committee noted that the structure had been revised, with two responsible faculties merged, with a cross college function. High Needs Students (HNS) remained a challenge with increasing expectations on colleges, with no increased funding, and the Committee had been assured that capacity issues were being addressed through changes in delivery. Devon County Council (DCC) had changed its funding arrangements to a three tiered banding structure from January 2018. The Board was alerted to the disparity of the bands and that financial monitoring was key.

The update on Teaching Learning and Performance from its Director provided assurance of the impact of the new Directorate with examples of a number of innovative initiatives, including staff development days, the embedding of EDBV and the Student Teaching Ambassadors' programme.

The Committee had commended the highest response rate ever (at 91%) for the student induction survey. Together with the Learner Voice and on-course survey, the induction survey illustrated the College's strength of listening and responding to student feedback.

The Committee noted progress in the intensive care report, demonstrating support for underperforming subjects, and had been assured that the process added value.

Finally the Committee had reviewed the risks on the register for which it was responsible. Ahead of its next review by SLT, Governors were content that the risks were appropriate, but recommended that for some the narrative and mitigations be redrafted, and noted that some were at the level of accept and monitor.



**The Board noted the report.**

8.2 EDBV annual Update

The annual report for Board approval was received and considered following detailed scrutiny by the Quality and Standards Committee at its meeting on 5<sup>th</sup> February 2018. The action plan included four objectives: monitoring achievement gaps of disadvantaged learners and those with protected characteristics; embedding EDBV in teaching and learning; mental health and the launch of a Mental Health Strategy; and issues relating to staff under the responsibility of the Head of People.

The Committee had debated the value of drilling down data from the on-course survey to support objective one and had requested an update at the September 2018 Committee meeting.

The Board was assured that the College was completing a gender pay review which would be received at the next Quality and Standards Committee meeting. It was also assured that the Policy on External Speakers addressed legislative requirements on freedom of speech, and the nominated EDBV Governor endorsed the policy as robust.

BHS

Having been absent when the Board approved the Self-Assessment Report at the last Board meeting, the Vice Principal Standards and Student Experience was commended for her work on the approved document.

**The Board noted the report.**

**Recommendations from Search and Governance Committee**

9.1 Executive Summary from Committee Meeting on 22<sup>th</sup> January 2018

The report summarising the key issues considered by the Search and Governance Committee meeting held on 22nd January 2018 was received and taken as read.

9.2 Appointments and Reappointments

The report was received and the Chair confirmed that open advertising had been undertaken and would be repeated for two weeks, annually. He updated the Board on the rationale behind the recommendations from the Search and Governance Committee.

The Board agreed

**a) To appoint Bindu Arjoon as Deputy Safeguarding Governor with immediate effect.**

BHS

**b) To reappoint Martin Owen as Academic Staff Governor for a second four year term from 2 May 2018 to 1 May 2022.**

BHS

**c) To appoint Craig Marshall as Associate of the College for one four year term from 10 May 2018 to 9<sup>th</sup> May 2022**

BHS

*Vote: unanimous*

- 9.3 Schedule for 2018-19  
The report was received, including the agreed schedule for five Quality and Standards meetings, and the Board agreed to

**Approve the Schedule of Dates for meetings in 2018-19.**

*Vote: unanimous*

- 9.4 Policies  
The outstanding Governance Policies for routine biennial review were received. This cohort completed the full complement, with the others having been approved by the Board at its meeting on 6<sup>th</sup> October 2017.

**The Board approved the following Policies:**

- f) Expenses Policy**
- g) Induction and Training Policy**
- h) Publication of Minutes Policy**
- i) Scheme of Delegation Policy**
- j) Policy for Taking Independent Advice**

*Vote: unanimous*

- 9.5 Governor Appraisals  
The report was received. The Board had agreed an appraisal process, with all Governors receiving an appraisal biennially and 1:1 meetings only for those in their first year of office and Committee Chairs and the Chair of the Board in the intervening year. This was the year for the abridged process. Only those in their first year of office would be invited to complete the self-evaluation form. The next full review of all Governors would next take place in spring 2019.

**The report was noted**

- 9.6 Code of Conduct  
The updated Code of Conduct was received. The provenance of the document was Eversheds' Code of Conduct 15<sup>th</sup> Edition. Changes were minor, reflecting changes to the machinery of Government. Governors would be invited to complete their annual review of this and other governance documents at the next Board meeting on 4<sup>th</sup> May 2018.

Approved

The Board agreed to

**Approve Code of Conduct Further Education Colleges' Version, Fifteenth Edition.**

*Vote: unanimous*

- 9.7 Schedule of matters for Collective Decision  
The report was received. The Code of Good Governance for English Colleges (March 2015) included a standard of best practice for boards to formally approve a schedule of collective decisions of the board and delegated authority for decisions, as per the Instrument and Articles of Government.

**The Board agreed to approve**

- a) The Formal Schedule of Matters for Collective Decisions.**  
**b) The delegated authority for decisions**

*Vote: unanimous*

10. **Recommendations from Selection Committee**  
10.1 Executive Summary from Committee Meeting on 22th January 2018.  
The report summarising the key issues considered by the Selection Committee meeting held on 22nd January 2018 was received and taken as read. The Chair confirmed that the recruitment process for the new Clerk was underway and that the selection Committee comprised, inter alia, the Chairs of the Committees and the Principal.

As a Board appointment and a Senior Post the role was advertised nationally and the process was open and robust. The selection day was scheduled for the 23<sup>rd</sup> March 2018 and would be an inclusive process, with all Governors invited to a buffet lunch with candidates after which feedback would be sought. Following final recommendation by the Committee, the Board would be invited to ratify the decision using electronic voting. Once the appointment had been made there would be an opportunity for effective handover from the current Clerk.

**The Board noted the report.**

- 10.2 Timetable for recruitment.  
The report was **received and noted**

**PART 3: REPORTS AND MINUTES FOR INFORMATION**

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

- 11.1 Opportunities and Development Risk Register

Approved

- 11.2 Management Accounts (November 2017)
- 11.3 Board Residential
- 11.4 Governance Report
- 11.5 Sealing Report
- 11.6 Risk Register

12. **Minutes**

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

- 12.1 Search and Governance Minutes 22 January 2018 *Draft*
- 12.2 Business Services Minutes 29 January 2018 *Draft*
- 12.3 Quality and Standards Minutes 5 February 2018 *Draft*

13. **Confidential Minutes**

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

- 13.1 Search and Governance Confidential Minutes 22 January 2018 *Draft*
- 13.2 Selection Committee Confidential Minutes 22 January 2018 *Draft*
- 13.3 Business Services Confidential Minutes 29 January 2018 *Draft*

14. **Dates of scheduled meetings for 2017/2018**

Friday 4<sup>th</sup> May 2018  
Friday 6<sup>th</sup> July 2018

AoB The REACH academy coordinator, accompanied by Emma Fielding, Assistant Principal, joined the Board for lunch by way of thanks and to acknowledge the record number of offers received by our students for Oxbridge.