

Approved

EXETER COLLEGE FURTHER EDUCATION CORPORATION

CORPORATION BOARD

**Minutes of the meeting held on Friday 9th October 2015 in the Boardroom,
Hele Road, Exeter College**

Present	Philip Bostock	Chair
	Emma Webber	Vice. Chair
	Richard Atkins	Principal
	David Allen	
	Bindu Arjoon	
	David Batho	
<i>Item 4 to Item 11</i>	Sarah Brampton	
	John Bunting	
<i>From item 11</i>	Mark Goodwin	
	Chris Hoar	
	Rachel Hutchinson	
	Abbie Lawless	
	Martin Owen	
	Michelle Pugh	
	Matt Roach	
<i>All bar item 16.4</i>	Tim Tamblyn	
	Dave Underwood	
Apologies	Michael Caines	
	Elaine Hobson	
	Craig Marshall	
	Ian McGregor	
	John Coombs Co-opted	Observers
	Jo Matthews Co-opted	Observers
In Attendance	John Laramy	Vice Principal
	Steve Campion	Executive Director Finance and Resources
<i>Item 10 only</i>	Dee Rowett	Head of ELB and Strategic Plan lead
<i>Item 6 only</i>	Emma Fielding	Assistant Principal
	Barbara Sweeney	Clerk to the Corporation

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

Approved

The Chair welcomed members to this the first meeting of the academic year.

Apologies were received.

Declarations of Interest

Bindu Arjoon declared an interest in item 8, Opportunities and Developments Register and item 14, Property Update, as Assistant Director, Exeter City Council.

Chris Hoar, declared an interest in item 8, Opportunities and Developments Register and item 14, Property Update, as Partner Foot Anstey.

The Principal declared an interest in item 5, Strategic Matters

Emma Webber and Dave Underwood declared an interest in item 16.1, succession planning

Tim Tamblyn declared an interest in item 16.4, Appointment of Associates.

2. Minutes of Meetings

- 2.1 The minutes of the meeting held on 8th July 2015, as circulated, were agreed and signed by the Chair.
- 2.2 The confidential minutes of the meeting held on 8th July 2015, as circulated, were agreed and signed by the Chair.
- 2.3 The confidential Minutes of Joint meeting held with Petroc on 20 July 2015, as circulated, were agreed and signed by the Chair.
- 2.4 The confidential minutes of the special meeting held on 20th July 2015, as circulated, were agreed and signed by the Chair.
- 2.5 The confidential minutes of the special meeting held on 14th September 2015, 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. Appointments

- **External Appointments**
- **Student Governor representing 19+**

The report, including the CVs of the candidates for the external appointment was received. The Chair updated the Board on the meetings with Sarah Brampton and Mark Goodwin and the recommendations made at the Search and Governance Committee meeting on the 14th September 2015. It was also recommended that Mark Goodwin serve as HE Governor on the Board. The Board noted that previous HE Governors had served on the Quality and Standards Committee. The Clerk confirmed that Mark had been

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recommended to serve on the Business Services Committee because of his knowledge and expertise on the Innovation Exeter project. However it was agreed that he should be invited to attend Quality and Standards Committee meetings when HE was included on the agenda

BHS

At the invitation of the Chair, the Clerk confirmed that despite a number of attempts, no candidates had come forward for the role of 19+ Governor. The Student Representative Committee was keen to secure an elected 19+ Student Governor and there had been a final push to elicit interest. However, there were currently no nominations and therefore the 16-18 Student Governor would serve on the Board representing the whole student body.

The Board agreed:

a) to appoint Sarah Brampton to the Board for a four year term of office from 9th October 2015 to the 8th October 2019

BHS

b) to appoint Sarah Brampton to the Business Services Committee for the remainder of the academic year to 31 July 2016

BHS

c) to appoint Mark Goodwin to the Board on the 9th October 2015 for a four year term of office from 9th October 2015 to the 8th October 2019

BHS

d) to appoint Mark Goodwin to the Business Services Committee for the remainder of the academic year to 31 July 2016

BHS

e) to appoint Mark Goodwin as HE Governor.

BHS

Vote: Unanimous

Sarah Brampton joined the meeting up to item 11

5. **Strategic matters**

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

Emma Fielding, Assistant Principal joined the meeting for item 6 only.

6. Student results 2014/15

The presentation and report were received and John Laramy, Vice Principal, reminded Governors that the success rates were defined as the product of achievement and retention. He reminded the Board of the previous year's challenges, which were not insignificant. Nevertheless the Ofsted outstanding for Teaching and Learning of 2014 had been sustained with 93% of lessons

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observations graded good or outstanding and 91% judged good or better in student feedback.

Bar charts illustrated the last five year's observational data and John confirmed that the Quality and Standards Committee would be recommending a revised Teaching and Learning Strategy to the Board, under item 13.1. 16-18 outcomes were outstanding, as were 19+, albeit with significant volatility, where small changes in numbers could have a large impact. Apprenticeships outcomes were the best ever, with success rates doubling against a fall in the national average. Functional skills were also above national average, despite a drop on the previous year. Students forced to study subjects they would rather not was always a challenge, and this was a national issue. John confirmed that progression rates were strong. However, there was a need to improve value added scores.

Emma confirmed that since the Ofsted inspection, performance had remained strong and the College had achieved the best ever success rates at A2. Even with a larger cohort, high grades for AS had increased to 36%, although they had dropped for A2. This was linked to value added, and high retention was inversely correlated with high grades and strong value added scores. There was a trade off with the inclusive culture of the College. To address this, Emma proposed a three year strategy with the aim of creating high expectations in both students and staff, with the strapline "expect excellence."

To improve value added scores, aspirational target grades would be set, based on first year entry scores, and benchmarked against sixth form colleges in the country. The aim was to be in the top 25%. There was a need to understand the craft as well as the curriculum of a subject by asking challenging questions, and by setting challenging targets and encouraging independent learning, students would be encouraged to learn from their mistakes. Emma had presented at all student welcome events and encouraged buy-in to the vision. A centralised tracking system would support tutors to monitor subject areas other than their own. However, the targets would be owned by the learner and the tracking system used to set targets and monitor progress. There were four monitoring points during the year and therefore regular opportunities for intervention. This would be introduced to the first year cohort only and rolled out through to the second year.

The Board discussed the best comparators against which to benchmark. Sixth form colleges were high achieving, and a more challenging comparison than national averages. They also reflected a more relevant population than independent schools.

Emma reminded the Board of the new A level reforms. Subjects would be examined after two years, as linear A levels, rather than with examinations at the end of the first year as AS level, introduced with the Curriculum 2000 initiative. Continuity of teaching staff was important with linear A levels.

Approved

Changes to the tutoring system would support the proposed Teaching and Learning Strategy and would encourage a more holistic approach, with outcomes as well as single observations considered.

Finally, Emma challenged Governors to consider the merits of the breadth of studying four subjects, versus the benefit of studying three in more depth and with more time. The Board also considered the preference of universities in accepting three subjects against the points system, benefiting from four.

Summarising, John confirmed the challenges going forward. Whilst 2014-15 had been a good year for results, only one college in the sector had successfully addressed improving success rates concurrently with high value added scores. The aim was to learn from this best practice.

The Board commended the focus on value added and the debate on studying three versus four subjects. Adopting a three subject model would increase the importance of enrichment and non-examination courses to retain breadth. The Board also commended the focus on the relationship between staff contracts and results. When asked about progress on value added, Emma confirmed that there had been an increase over the past three years but that scores need to be considered alongside high scores, as cohorts differed year on year. Growth in learner numbers and the culture of inclusivity also needed to be considered, and she reinforced the importance of right student right course.

Whilst the presentation was a key area monitored by the Quality and Standards Committee, it was important for the whole Board to engage with this agenda.

The Board noted the report.

7. **Student Recruitment**

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

8 **Opportunities and Developments Register**

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

9. **Principal's Report**

The report was received and the Principal highlighted the key issues. The opening of the Sports Hall by Jo Pavey had been a great success. He updated the Board on the retirements of two long serving College Leadership Team members at the end of September. Finally he highlighted student successes and forthcoming events, including the Graduation Ceremony, and the submission by Haven Banks for a Beacon Award at the annual AoC conference.

Approved

The Board noted the report.

Dee Rowett, Head of English, Languages and IB and Strategic Plan Champion, joined the meeting for item 10.

10. Strategic Plan update

The update was received and Dee reminded the Board that it had approved the Strategic Plan 2013-2017. At the midpoint of the plan, and given significant changes in the sector, now was an appropriate time to review the document, and progress to date. Furthermore, it was important to align the property capital spend with the Strategic Plan.

Dee confirmed that this was a review and not a refresh. The Plan still had currency and was at the heart of what the College did. It inspired and motivated staff and stakeholders. There were 4 key priorities and Dee proposed meetings with stakeholders to assess their continued relevance and language. For example, each priority was set in the future as in "to be". Many of the aspirations had been attained and therefore the language of the future was no longer appropriate. Following feedback from the College Leadership Team (CLT) and Senior Leadership Team (SLT) and from staff via an on-line survey, there could be an assessment of distance travelled. External influences such as area reviews would also impact and the review was about a renewed sense of purpose.

Dee recommended that the Board receive the outcome of the review at its meeting in February. The Chair confirmed that discussion on the Strategic Plan would form a substantive part of the Autumn Governor Seminar. However given the change in landscape, should it be a new strategy rather than a mid-term review? There should continue to be an aspirational look to the future rather than a retrospective.

Given the imminent recruitment of a new Principal it was proposed that the Strategic Review should be two phased, with reaffirmation of values to steer the direction for a new leader.

The Board agreed

a) To note the update

b) To consider the Strategic Plan at its Autumn Twilight Seminar on 19th October 2015.

BHS

11. Student Representatives' Matters

11.1 Student Governor's Report

The report was received and Abbie Lawless, Student Governor (16-18) highlighted the key points. She confirmed that the Student Representative Committee (SRC) Team had rebranded to distinguish it as the executive for

Approved

the Student Representative Committee which was the whole student Body.

A fortnightly on line bulletin would be produce to raise the profile of the SRC team. Whilst seemingly onerous, this would be produced by the Learner Engagement Officer, a member of College staff. The Board recommended that this be shared with year 11 students in the city, via the College Advisory Teams.

MS

Abbie also confirmed that the College was seeking fair trade accreditation, as part of the sustainability agenda, and that gender equality was being promoted with the help of funding from the Fawcett Society.

The Chair commended the report and thanked Abbie and her colleagues for providing a cake to promote Mental Health Awareness week.

The Board noted the report.

The agenda was re-ordered with an update on Opportunities, Developments & Risk Register - Innovation Exeter. This item is recorded under item 8.

12. **Corporation Self-Assessment**

The report was received and considered. The Clerk confirmed that each year the College presented to the Board for approval a self-assessment report (SAR) to reflect and assess the performance of the College during the previous year and a quality improvement plan (QIP) to address any areas of concern and to drive the College forward towards its mission. The Board's Self-Assessment formed part of the College SAR and was itself made up of Committee SARs.

This year the Board agreed to adopt a revised self-assessment process, comprising a questionnaire to Committee members, returned ahead of the meeting at which it was scrutinised. Each Committee then agreed that the ratings and responses were valid, and these had been used to inform the overall Board and Committee SAR, which has been presented this year as a narrative with strengths and areas for development.

Subject to clarification in an area for development for the Remuneration Committee The Board agreed to:

a) Approve the Board's SAR for inclusion in the College SAR.

BHS

Vote: Unanimous

Part 2: REPORTS FOR APPROVAL

The following recommendations were received and the Chair invited the Chair of each Committee to give a brief update on the Committee decisions.

Approved

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

The Chair, Quality and Standards updated the Board on three key issues discussed at the meeting on 21st September 2015. He confirmed that the Committee was building on the outcomes from the presentation on Student Results (item 6) received by the Board. Specifically, promoting high scores and strong value added, and monitoring teaching continuity. The Committee had scrutinised these issues at length and had requested further updates. The College SAR would need to accommodate the recent changes to Ofsted's Common Inspection Framework. Finally he confirmed that it was critical for the Board to understand the importance of Teaching and Learning, and commended the proposed changes to observation, set out in the new Teaching and Learning Strategy.

13.1 Teaching Observation Strategy

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

14. **Recommendations from Business Services Committee**

The Chair, Business Services, update the Board on the key issues considered by the Committee at its meeting on 28th September 2015. He thanked the outgoing Chair for his stewardship. The financial outturn was slightly better than forecast, but there was no room for complacency. Financial management was effective, but there remained a need for sustainable savings. He commended the formation of a College Commercial Opportunities Group. The Committee had considered at length the Maths and Science Centre and its delayed handover, and also the proposals for funding for the Technology Centre. The Committee recommended that there be prioritisation of capital projects. The Committee fully supported the premise that capital was an enabler to support the academic excellence to which the College aspired.

14.1 Property Matters

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

14.2 Financial Regulations

The report was received and the Chair, Business Services Committee, confirmed that the Financial Regulations had been updated to reflect the change in structure of the finance department and the new job title of the Executive Director, Finance and Resources.

The Board agreed to

Approve the updated Financial Regulations

BHS

Vote: Unanimous

15. **Recommendations from Audit Committee**

Approved

The Chair of Audit updated Governors on the recommendations to the Board.
The Board unanimously agreed items 15.1-15.4:

- | | | |
|------|---|-----|
| 15.1 | To reappoint PricewaterhouseCoopers as Internal Auditors for year ending 31 July 2016. | BHS |
| 15.2 | To approve the Internal Audit Service Annual report 2014-5
The Chair of Audit confirmed that the Head of Internal Audit was no longer required to give an overall annual opinion. However the report was positive and the College had achieved the highest possible assurance. | BHS |
| 15.3 | To approve the Internal Audit Service Proposed Programme for 2015-16. | BHS |
| 15.4 | To approve the External Auditor's Audit Plan for the year ending July 2015. | BHS |
| 15.5 | Tendering for internal and external auditors
The report was received and the Chair of Audit confirmed that the current internal and external auditors were due to complete their agreed contracts on 31 July 2016. The normal practice would be to go out to tender for a new 5 year contract this academic year, to take effect from 1 st August 2016. | |

However new accounting standards FRS102 would affect the FE sector from 2015/16. Given that statutory accounts for 2015/16 would be reported under the new standard with the previous year having to be restated, it seems prudent to provide continuity and retain the same auditors for the 2016/17 financial year, the year in which the 2015/16 accounts are prepared.

It was also sensible to conduct concurrent tendering exercise for both internal and external auditors.

The Board briefly considered different ways to provide assurance to the Board. The Internal Audit Service Annual Report 2014-5 confirmed that there was a strong culture of control. Whilst commendable, this also offered an opportunity to consider different processes to provide assurance. Since it was no longer mandatory to have an internal audit service, many boards were adopting an approach whereby statutory auditors were extending their remit to undertake specialist reviews. It was proposed that this be taken into consideration during the retendering exercise. However, the Chair of Audit confirmed that during the Committee meeting on the 30th September 2015, it had been confirmed that most in the sector still used an internal audit service.

The Board resolved to

Defer the tender process for the appointment of the Internal and External Auditors for twelve months so that the new appointments are for 5 years commencing August 1st 2017.

BHS/
SC

Vote: Unanimous

Approved

- 15.6 Anti-bribery Policy
The report and updated policy were received and the Board agreed to

Approve the Anti-Bribery Policy

BHS

Vote: Unanimous

- 15.7 Risk Register
The report, including the revised Risk Register and Heat Map was received and considered. Steve confirmed that the Senior Leadership Team (SLT) had reviewed and updated the Risk Register and Risk Heat Map. He highlighted the changes from the previous version, and provided justification for raising or lowering risk ratings. Recruitment of a new Principal, approved at this meeting, would be included in the next version of the Risk Register.

SC

The Board agreed to:

a) Note the update

b) Approve the updated Risk Register and Risk Heat Map

Vote: Unanimous

16. **Recommendations from Search Committee**

16.1 Succession Planning

The report was received and the Chair reminded the Board that following the retirement of Ian McGregor on 31 October 2015, there would be a vacancies for a number of lead Governor roles. On the recommendation of the Search and Governance Committee the Board agreed

a) to appoint Emma Webber as Equality and Diversity and Health and Safety Governor to the Board on the 9th October 2015

BHS

b) to appoint Dave Underwood as Sustainability Governor to the Board on the 9th October 2015

BHS

c) to appoint Mark Goodwin as HE Governor with immediate effect.

vote: Unanimous

BHS

16.2 Terms of Reference

Revised Terms of Reference for all Committees were received. Key changes were highlighted. Given the dynamic changes within the sector and potential for organisational restructure, a section on assurance has been added to each.

Approved

The Board approved revised Terms of Reference for the following committees:

- a) Appeals Committee
- b) Audit Committee
- c) Business Services Committee
- d) Quality and Standards Committee
- e) Remuneration Committee
- f) Search and Governance Committee
- g) Selection Committee
- h) Special Committee

BHS

Vote: Unanimous

- 16.3 Chair and Committee Chairs' Role descriptions
The Role Descriptions, updated to include the responsibility for conducting appraisals, were received.

The Board approved the revised Chair and Committee Chair Role Descriptions.

BHS

Vote: Unanimous

- 16.4 Associates
The report was received and Board agreed that because of their service and commitment to the Board over two terms of office

a) Ian McGregor be invited to serve as an Associate of the College for a term of four years from 1st November 2015 to 31st October 2019

BHS

b) Tim Tamblyn be invited to serve as an Associate of the College for a term of four years from 1st January 2016 to 31st December 2019

BHS

Vote: Unanimous

PART 3: REPORTS AND MINUTES FOR INFORMATION

The following reports and minutes were received and noted:

17. Reports for Information

17.1 HR annual report and policies

17.2 Bursary Update

17.3 Forecast Outturn 2014/15

Steve confirmed that commercial income was above forecast. A slight surplus had been achieved but good financial management was still essential. The business Efficiency Group continued to meet to ensure identified savings were realised.

17.4 Subcontractor Update

17.5 Key Performance Indicators

Approved

- 17.6 Governance Report
The Clerk reminded the Board of the Autumn Twilight Seminar on the 19th October. She also encouraged Governors to complete the mandatory on line training for Equality and Diversity and Prevent. Access instructions would be circulated. The Principal commended the Regional AoC meeting on the 24th November 2015, and encouraged attendance. BHS
- 17.7 Sealing Report
18. **Minutes for information:**
- 18.1 Business Services Minutes 29 June 2015. *Approved*
18.2 Search and Governance Committee Minutes 14th September 2015. *Draft*
18.3 Quality and Standards Minutes 21 September 2015. *Draft*
19. **Confidential Minutes for information:**
- 19.1 Business Services Confidential Minutes 29 June 2015. *Approved*
19.2 Collaboration Consultative Committee notes - 6th July 2015
19.3 Special Business Services Confidential Minutes 8th July 2015 *Approved*
19.4 Collaboration Consultative Committee notes - 7th September 2015
19.5 Search and Governance Committee Confidential Minutes 14th September 2015. *Draft*
19.6 Quality and Standards Confidential Minutes 21 September 2015. *Draft*
20. Dates of scheduled meetings for 2015/2016
- | | | | |
|--------|------------------|----------|------|
| Friday | 11 th | December | 2015 |
| Friday | 12 th | February | 2016 |
| Friday | 6 th | May | 2016 |
| Wed | 6 th | July | 2016 |