

EXETER COLLEGE FURTHER EDUCATION CORPORATION

CORPORATION BOARD

Minutes of the meeting held on Friday 7 February 2020 in the Boardroom, Hele Road, Exeter College

Present	David Allen	Chair
	Bindu Arjoon	Vice Chair
	Chris Hoar	
	John Laramy	Principal
	Tom Matthew	
	Jo Matthews	
	Matt Roach	
	<i>From item 6.3</i> Tim Rutherford	(part)
	Toby Smith	
	Emma Webber	
	Heather Ancient	
	Stewart Noakes	
	<i>To item 10</i> Sarah Brampton	(part)
	<i>Bar item 4.1</i> Neil Hitchings	
Observers	None	
Apologies	Sue Clarke	
	Cassandra Wood	
	Tim Quine	
In Attendance	Rob Bosworth	Vice Principal Schools, Partnerships and Curriculum
	Steve Campion	Vice Principal Finance and Business Operations
	Jade Otty	Vice Principal Performance
	Lisa Smith	Assistant Principal
	Mike Blakeley	Director of Apprenticeships
	Chris Petheram	Head of Foundation Learning Support
	Alison Layton-Hill	Clerk to the Corporation

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| 1. | <p>Welcome and Apologies</p> <p>The Chair welcomed colleagues to the meeting and extended a particular welcome to Neil Hitchings of PFK Francis Clarke.</p> <p>Apologies were received from Tim Quine, Sue Clarke and Cassandra Wood. Albeit in her absence, the Chair thanked Cassandra for her contribution as a staff governor and wished her well for the future. The Chair also welcomed Sonja Longmore back to the Board.</p> | Action |
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The Chair acknowledged that it was Steve Campion's last day at the College. On behalf of the Board, he warmly thanked Steve for all that he had contributed and offered him very best wishes for the future. The Principal complimented Steve on his calm, professional and considered approach as well as his positive interaction with governors.

Declarations of Interest

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

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

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

Dave Underwood, independent advisor for matters relating to the Royal Devon and Exeter Hospital.

2. Minutes of Meetings

- 2.1 The minutes of the meeting held on 6 December 2019, as circulated, were agreed and signed by the Chair.
- 2.2 The confidential minutes of the meeting held on 6 December 2019, as circulated, were agreed and signed by the Chair.

3. Matters Arising

- 3.1 There were no matters arising.

Neil Hitchings left the meeting for item 4.1

4. Governor Appointment

- 4.1 The Board received the biography of Neil Hitchings, Director at PKF Francis Clarke and considered his appointment as a Governor. Neil's expertise in audit and risk, along with his wide experience of the public and voluntary sector was highlighted. The Chair, Vice Chair, Principal and Clerk had met with Neil and the Search and Governance Committee recommended his appointment to the Board. It was also recommended that Neil serves on the Audit and Risk Assurance Committee.

The Board approved the appointment of Neil Hitchings as a governor with effect from 7 February 2020.

Clerk

The Board agreed to recommend to the Audit and Risk Assurance Committee that Neil Hitchings is appointed to that Committee.

Clerk

Neil Hitchings re-joined the meeting and introductions were made.

- 4.2 The Board received the biography of Mike Owen, Project Manager for the Cranbrook Consortium and acknowledged his vast construction experience. The Chair, Vice Chair, Principal and Clerk had met with Mike and the Search and Governance Committee recommended his appointment to the Board as a co-opted Governor to serve on the Business Services Committee.

The Board approved the appointment of Mike Owen as a co-opted Governor to serve on the Business Services Committee with effect from 27 April 2020.

Clerk

The Board noted that the Search and Governance Committee had considered the gender balance of the Board and the Chair highlighted the need to develop networks to support the future appointment of female governors. The Board agreed that the Search and Governance Committee would have a dedicated discussion about how the College might further support the diversity of the Board at a future meeting of the Committee.

Clerk

5. **Corporation Chair's Report**

The Chair thanked governors for their attendance at the 50th Celebration/Awards ceremony held at the Cathedral. The Board acknowledged that it was a successful evening and congratulated all who had been involved in organising the event. The Chair noted that the College had received many expressions of thanks from guests and he confirmed that the guest speaker, Sir Steve Smith's appointment as a Patron of the College had been announced at the event.

The Chair offered congratulations on behalf of the Board to Tom Matthew, student governor, who had received an offer from Kings College, Cambridge. Tom's impressive national reputation as a debater was also acknowledged by the Board.

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.

Lisa Smith, Assistant Principal and Chris Petheram, Head of Foundation Learning Support joined the meeting for item 6.2 only

6.2 The Challenge of High Needs

The Board received a presentation from the Assistant Principal and the Head of Foundation Learning Support. The Board noted that the number of high needs students at the College had significantly increased over

recent years and that the funding gap for high needs students is both a national and local issue.

The Board was asked to consider if the College should actively grow its high needs provision and how the funding and facilities available can support the faculty most appropriately.

The Chair extended the Board's thanks to the faculty for the excellent work it undertakes.

There was a robust discussion relating to the College's instinctive wish to accept every student alongside the complexities of the College having the responsibility to support but other agencies having the responsibility for funding.

A Governor questioned whether the College is supporting high needs students with entrepreneurship as a destination. The College offers internships, work experience as well as promoting the development of social skills. Chris Petheram to have a conversation with Stewart Noakes outside of the meeting in terms of funding available to support entrepreneurship.

CP/SN

The Board expressed a need to collaborate with other colleges in term of lobbying for additional funding by taking a "whole system" approach. It was also felt important to ensure the College's strategy is joined up with Child and Adult Mental Health Services (CAMHS) and to consider an equality impact assessment.

It was noted that the College had to date not aspired to become a national exemplar, however governors intended to discuss the strategic plan and the varying needs of the College at the Board Residential. The Board confirmed its support for the high needs provision and if the College can accommodate students it should if possible. However, the majority view was that the Board would presume in favour of supporting decisions made by professional staff in light of available resources.

The Board noted the presentation.

Mike Blakeley, Director of Apprenticeships joined the meeting for item 6.3 only

- 6.3 The Present and Future of Apprenticeships
The Board received a presentation from the Vice Principal, School Partnerships and Curriculum and the Director of Apprenticeships.

The Board noted the that the College's National Apprenticeship week had enjoyed great success and congratulated Mike Blakeley for being shortlisting for the National TES award. Mike had also joined the Chamber

of Commerce Board. Exeter appears to be taking a leading role nationally for apprenticeships and the achieved expenditure of £6.3m against a target of £5m was encouraging.

The Director of Apprenticeships set out some highlights: the talent pipeline is excellent, employers are keen to work with the College, the College's reputation is good and interest has never been higher. However, the College is also aware of the challenges and barriers to success and is not complacent about the level of effort to ensure continued success.

The Board questioned the marketing strategy around apprenticeships, both in terms of parents and employers. Apprenticeship Ambassadors, as advocates for the provision is key, along with sufficient engagement with students whilst still at school to ensure that the value of apprenticeships is communicated.

The College is not of the opinion that the government will reconsider the apprenticeship levy. Sub-contracting appears to be becoming the main focus and the Board noted that the College sub-contracts to the value of £240k, which is far less than others thus reducing the risk. Digital apprenticeships are also being widely discussed.

The Board was delighted to hear about the success of the apprenticeship provision. The Chair thanked the Director of Apprenticeship and the team for their efforts to retain such positivity in the College's apprenticeship provision. It was acknowledged that there may be a role for the Ted Wragg Trust to support the visibility of apprenticeships in schools.

The Board thanked the presenters and noted the presentation

7. Learner and Student Voice update

7.1 College news

The report was received and taken as read. The Board noted that Jenny Hamilton, recently retired Head of Student Experience had been put forward for the Student Services Leader of the Year national award.

The Board noted the report

7.2 Learner and Student Voice Report

The report was received and taken as read. The Principal confirmed that the College is aware of the lack of social space and that this is an area of priority.

The Board noted the report

7.3 Student Governor Reports

The Student Governors gave a brief overview of their reports, which were welcomed by the Board. Study space, the extra-curricular offer and transition support from College to university were areas of interest raised.

The Board considered the reports to be a good insight and queried how the feedback is processed. It was confirmed that SLT discuss the issues with the student governors and explore appropriate solutions.

The Board requested that the student governors provide a summary progress report at a future meeting.

TM/TS

Part 2 REPORTS FOR NOTING/APPROVAL

8. Recommendations from Search and Governance Committee

8.1 Executive Summary from Committee Meeting on 20 January 2020.
The report summarising the key issues considered by the Search and Governance Committee meeting held on 20 January 2020 was received and the Chair highlighted the key issues.

8.2 Chair of the Remuneration Committee
The Board was advised that the term of office for Chris Hoar, the current Chair of the Remuneration Committee is due to conclude in July 2020. The Chair acknowledged Chris' excellent contribution to the role and advised the Board that the Search and Governance Committee recommended that Matt Roach, as Vice Chair of the Committee, takes over the role from that time.

The Board approved the appointment of Matt Roach as Chair of the Remuneration Committee from 4 July 2020.

Clerk

8.3 Schedule of Dates 2020/2021
The Board considered the schedule of dates proposed for the academic year 2020/2021 and noted the reduction in the Quality and Standards and Business Services Committee meetings by one meeting per year for a trial period. It was noted that this schedule mirrored the number of meetings of other outstanding colleges and therefore the Board was reassured that the College would maintain a robust governance structure.

The Board agreed:

a) the schedule of dates for the academic year 2020/2021

b) that the Chair, Clerk and Committee Chairs would meet after one year to review the effectiveness of the frequency of meetings

Clerk

8.4 Code of Conduct

The Board considered the revised Code of Conduct which reflected the new model document produced by Eversheds solicitors.

The Board approved the Code of Conduct

8.5 Governance Policies

The Committee had approved the following governance policies:

- Expenses Policy
- Induction and Training Policy
- Publication of Minutes Policy
- Scheme of Delegation Policy
- Taking Independent Advice Policy

The College's commitment to providing policies in other formats was discussed.

The Board:

a) noted that the policies had been approved

b) agreed to add a reference to the availability of additional formats on the College website

Clerk

8.6 Board Residential Programme

The Committee had approved the programme for the Board Residential to be held on 20 and 21 March 2020. The Board was pleased to note that Sir Ian Diamond will be attending and acknowledged that there would be much strategic change to discuss.

The Board noted the Board Residential Programme

9. Recommendations from Remuneration Committee

9.1 Executive Summary from Committee Meeting on 20 January 2020

The report summarising the key issues considered by the Search and Governance Committee meeting held on 20 January 2020 was received and the Chair highlighted the key approvals:

- Rob Bosworth's appointment to the role of Deputy Chief Executive Officer with effect from 7 February 2020.
- Jade Otty's appointment to the substantive role of Vice Principal, Performance.
- The recruitment process, job description and salary range for the Chief Financial Officer.
- The remuneration strategy for the Principal and CEO.

The Board noted the report and congratulated Rob and Jade on their appointments

10. **Recommendations from Business Services Committee**

10.1 Executive Summary from Committee Meeting on 27 January 2020.
The report summarising the key issues considered by the Business Services Committee meeting held on 27 January 2020 was received and noted. The Chair highlighted some key elements of the meeting.

10.2 Student Representative Council Accounts

The Committee had scrutinised the Student Representative Council accounts and recommended them to the Board for approval. The Board noted the small planned overspend, the discussion around re-branding and the impact of the reduced commission from the sale of student discount cards.

The Board approved the Student Representative Council accounts

10.3 Finance Regulations

The Board received the amended Finance Regulations and considered the amendment to the delegated authority. Governors noted that the new regulations would ensure resilience in the approval process.

The Board approved the amended Finance Regulations

10.4 Anti-Slavery and Human Trafficking Statement

The Committee recommended the updated anti-slavery and human trafficking statement for approval and noted that it will be added to the College website.

The Board approved the anti-slavery and human trafficking statement

10.5 Integrated Financial Model

The Vice Principal, Finance and Business Operations explained the new integrated financial model which aims to improve cash flow monitoring in the sector. The Principal had highlighted the challenges with the completion of the financial model and proposed delegated authority earlier in the meeting.

The Board noted the report and agreed to delegate the decision to approve the integrated financial model for submission to the Chair, Vice Chair and Chair of the Business Services Committee

11. **Recommendations from the Quality and Standards**

11.1 Executive Summary from Committee meeting 3 February 2020.
The report summarising the key issues considered by the Quality and Standards Committee held on 3 February 2020 was received and noted. The Committee Chair highlighted the key issues.

11.2 HR Policies

The Committee had approved the following revised HR Policies:

- Redundancy
- Whistleblowing
- DBS Check
- Attendance Management

The Board noted the approved policies

11.3 Retention and Attendance

The Committee had received a report in terms of retention and attendance and noted the slight three-year decline in attendance. The Committee had requested additional information about the new Parent Portal at a future meeting.

11.4 Intensive Care

The intensive care and out-patients report had been received, which gave a focus on progress throughout the year.

11.5 Student Survey Outcomes

The student survey outcomes report had been received and the high completion rate was particularly pleasing. The Committee particularly noted the support students receive which is dispersed across several of the College sites.

11.6 EIF Inspection

The Committee had received a presentation on the new EIF inspection. It was noted that there is a focussed Deep Dive on a particular subject and an understanding of the new language required. A number of EIF informative sessions had been rolled out to teaching staff which had been welcomed.

PART 3: REPORTS AND MINUTES FOR INFORMATION

12. **Reports**

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

12.1 Governor Code of Conduct

12.2 Expenses Policy

12.3 Induction and Training Policy

12.4 Publication of Minutes Policy

12.5 Scheme of Delegation Policy

12.6 Taking Independent Advice Policy

12.7 Opportunities and Developments

12.8 Risk Register

Management Accounts (November 2019)

12.9 Strategic Financial Objectives

12.10 Risk Register

- 12.11 Student Recruitment
- 12.12 Redundancy Policy
- 12.13 Whistleblowing Policy
- 12.14 DBS Checks Procedure
- 12.15 Attendance Management Policy
- 12.16 Retention and Attendance Update
- 12.17 Intensive Care Update
- 12.18 Governance Report

13. **Open Minutes**

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

- 13.1 Search and Governance Committee minutes 20 January 2020 *Draft*
- 13.2 Business Services Committee minutes 27 January 2020 *Draft*
- 13.3 Quality and Standards Committee minutes 3 February 2020 *Draft*

13. **Confidential Minutes**

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

- 13.1 Business Services Committee Confidential minutes 27 January 2020 *Draft*

14. **Dates of scheduled meetings for 2019/20**

Friday 1 May 2020

Friday 3 July 2020