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## MEETING OF THE GOVERNING BOARD

**TIME/DATE 4.00pm Thursday 13TH DECEMBER 2018 preceded by governor training at 3.30 pm**

**VENUE BOARDROOM KNOWSLEY**

Present:

 Dr J Burford CEO

 Mrs J Heap Staff Governor

Mr B Bennett-Stanley Staff Governor

 Mrs S Jee (Chair) External Governor

 Mrs E Brocklehurst (Vice-Chair) External Governor

 Mr J Pinsent External Governor

***Mr K Sanderson External Governor***

 Mr N Shore External Governor

 ***Mrs A Cannon External Governor***

 Mr P Han External Governor

Mrs C Russell External Governor

 Mr M Carr External Governor

 Vacancy External Governor

 Vacancy External Governor

 Mrs K Manchester Student Governor

 Mr O Burke Student Governor

In attendance:

 Rob Molloy Chief Financial Officer(CFO)

 Andrea Shepherd Interim Deputy Principal

 Lorna Lloyd-Williams Clerk to the Governing Board

***Italics denotes absence* MINUTES**

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|  | **GOVERNOR TRAINING: Indicators and challenges around student performance –Interim Deputy Principal** The Interim Deputy Principal gave a presentation regarding performance measures for 16-18 year olds, adults and apprentices. She advised that in relation to attainment and progress the College is now looking at retention rates, pass rates, achievement rates and value added. Qualification achievement rates are categorised as timely and overall and achievement rates now have the same methodology as for apprenticeships. The Governing Board were advised that the year in which the student’s finish is the critical year because if students don’t finish in the year in which they intended to finish whilst there can still be an achievement it will not be a timely achievement. Achievement rates are split by age and by level for both classroom based and apprentices and Governors were referred to the example taken from the College SAR. The Interim Deputy Principal talked through English and maths and also high grades and the difficulties experienced in 17/18 due to changes in syllabus. The Board were advised that ALPS value added continue and Governors were referred to the appendix with ALPs gradings. The Governing Board were advised that there are also external progress measures published for colleges but they are always lagged and are not available until the Spring of each year. Ofsted monitor these and use them as part of their risk assessment of Colleges. The Interim Deputy Principal advised that progression and destinations are becoming increasingly important and the College was noted to be performing well in relation to positive destinations. Under the new Ofsted framework there will be an increased focus on level 2 and where students progress from there. In relation to destinations College will need to have more information regarding intended destinations when students are with us, destinations when they leave and sustained destinations as well as destinations 6 months after leaving. For teaching, learning and assessment (TLA) there will no longer be graded lesson observations although Ofsted will still make judgments. Ofsted will be looking at more than just what happens in the classroom and the Interim Deputy Principal advised that the College will be able to report on a holistic suite of measures in relation to student performance, which has started to happen at Quality and Outcomes committee. A key challenge in relation to the new Ofsted framework will be around behaviours and skills, how this is assessed and judgments formed. Governors were advised of the key elements from the new framework and that there would be further training for Governors post-Christmas.  |
| **Item** | **The formal meeting opened at 4.05pm and the meeting was quorate with 7 Governors present the majority of whom were external.** |
| **1****GB/13/12/32** | **APOLOGIES** Apologies were received and accepted from Mr K Sanderson and Mrs A Cannon who were both absent due to work commitments. The vacancy in relation to the joint Vice- Chair was discussed and Dr J Burford proposed and Mr N Shore seconded Mr J Pinsent. It was unanimously **Resolved** to appoint Mr J Pinsent as joint Vice-Chair. |
| **2****GB/13/12/33** | **DECLARATION OF INTERESTS** The CEO, CFO and Clerk declared in interest in the agenda item relating to senior post holder policies.  |
| **3****GB/13/12/34** | **OPEN MINUTES OF THE MEETING HELD ON 1st November 2018** The open minutes of the meeting on the 1st November 2018 were approved as a correct record for signature by the Chair. |
| **4****GB/13/12/35** | **MATTERS ARISING** The Clerk advised that matters were either ongoing, referred to as standing or completed. In relation to the outstanding matter of whether the progress in English and maths for the 14-16 academy is correctly assessed using the CAT 4 results as the starting point, the Clerk advised that Mr M Carr would be looking at this.**Action: Mr M Carr to report back on the issue of using CAT4.** |
| **5****GB/13/12/36** | **CEO’S REPORT** The CEO’s report in respect of the monitoring of the restructuring facility was opened for questions, the Boards attention having been drawn to the challenges facing the FE sector generally. Governors asked when apprenticeship overall achievement rates would be available and were advised.The CEO than spoke to her quality monitoring report which outlined areas of significant progress and also areas that remained challenging. Governors noted there were large number of improvements particularly regarding the intensive CPD programmes. The Board noted that Ofsted had commented positively during the monitoring visit, in particular regarding the coaching method that is being used. The Staff Governor gave the Board an overview of the training he had received and the focus on sharing best practice was noted.Work scrutiny was discussed and the CEO advised the Board that in general feedback to learners was good but that work scrutiny needs to be standardised more. The Board were informed that the College is in the process of undertaking the second work scrutiny review and this will be reported to Governors in due course.**Action: Clerk- cycle of business**The Staff Governor was asked to give his opinion on the work being done to improve quality and commented positively. Governors questioned whether staff are asked what they need and the Interim Deputy Principal advised that identifying needs and demands would be part of the CPD day on the 20th December and also forms part of the appraisal process. Regarding appraisals, Governors questioned the 90% completion rate and the CEO advised total completion is 80%, 10% needs to be recorded and the other 10% are staff who are absent from work. The Clerk advised that this had been a query arising from the meeting of the Performance and Remuneration committee and that the Director of HR has been asked to report back on this. **Action: Clerk inform Governors of Director of HR’s response to this in January.**  |
| **6****GB/13/12/37** | **PLANNING CONFERENCE** The Board had received a paper from the CEO which outlined proposals for the strategic focus of the planning conference in February. Governors noted this had been prepared by the CEO and Mr N Shore. Mr N Shore suggested that there be a prepared panel discussion with people from different backgrounds. It was noted that Mr J Gravatts from the AoC had been secured and there was discussion regarding inviting a LEP/combined Authority member who was also a council leader.**16.38 Mr P Han arrived**Governors asked for single page briefing documents, a document setting out the financial context with information regarding how much funding follows each learner and a SWOT analysis. Governors also asked that Key question 1 be placed at the end.Governors confirmed that they were happy with the proposal and it was agreed Mr N Shore and the CEO would continue to work on this. Governors advised they would need to have an idea of how the College Group attracts students and what is realistic in terms of anticipated student numbers. In this regard Student Governors were asked to think about what attracts them to the college for both themselves and other students and also what is unattractive Governors asked to consider this on the planning day to with Student Governors preparing a paper for the strategic workshop.**Action: CEO & Clerk** Governors also requested that the marketing team provide information regarding why students decided not to come to this college. It was also agreed that the Director of Quality should be approached to see if any of the learner surveys gave information about why students choose this College Group. **Action: Marketing Team & Clerk**   |
| **7****GB/13/12/38** | **REGULARITY AND PROPRIETY QUESTIONNAIRE (**as recommended by Audit committee)The regularity and propriety questionnaires upon recommendation from the Audit committee were approved by the Governing Board in relation to both St Helens and Knowsley Community college.  |
| **8****GB/13/12/39** | **ANNUAL REPORT OF THE AUDIT COMMITTEE**The Audit Committee’s Annual Report in relation to 2017/18 was presented to the Corporation, and to the CEO as the Chief Accounting Officer of the College. The Chair of the Audit committee gave some context about the report regarding Knowsley Community College. He advised that auditors advice had been taken and it was confirmed that the report must include assurance for Knowsley but that there had been no internal audits during the period 1st August 2017 to 11th December 2017. Governors asked that the age of audit recommendations be included in next year’s annual report.**Action: Clerk** The Annual Report summarised the work of the Audit Committee over the period 2017/18 and provided the Corporation, and the CEO as the Chief Accounting Officer, with an opinion on the adequacy and effectiveness of the College’s internal control, governance and risk management systems. It was noted that the overall opinion of the Audit Committee to the Corporation was as follows:**‘Based on the work undertaken during the year, and the implementation by management of previous internal audit recommendations, we can provide the Audit Committee and Corporation with Reasonable Assurance that SK College Group’s governance, risk management, and systems of internal control were operating adequately and effectively, and that there were no instances where any breakdown of control resulted in a material discrepancy.** **In our opinion, the College has adequate and effective governance, risk management, and systems of internal control in place to manage the achievement of its objectives and securing economy, efficiency and effectiveness. No significant control issues were identified in 2017/18 as a result of work undertaken.****For the avoidance of doubt, any work undertaken at the former Knowsley Community College was completed post its merger with St Helens College (and the formation of the SK College Group) on 12th December 2017. Any references to the Knowsley Community College relate solely to the post-merger period and no inference should be made to the pre-merger period”**It being noted that “reasonable assurance” was the best level of assurance that could be given it was **RESOLVED** by the Governing Board and the CEO as the Chief Accounting Officer of the College, that the Annual Report from the Audit Committee for 2017/18 be accepted as presented.  |
| **9****GB/13/12/40** | FINANCIAL STATEMENTS, AUDIT HIGHLIGHTS MEMORANDUM AND LETTERS OF REPRESENTATION for Knowsley and St Helens Confidential This item was considered to be confidential by the Board with the details therefore recorded within the confidential minutes of this meeting.  |
| **10****GB/13/12/41** | COLLEGE SELF-ASSESSMENT REPORT AND QIPThe Interim Deputy Principal presented the College’s Self-Assessment Report, (SAR) for 2017/18. The Governing Board were reminded that the SAR was written about the academic year 17/18 and therefore did not reflect the current position. The Board were informed that the SAR had been forensically examined by a working group of Governors on the 22nd November with the assistance of Elaine Smith consultant. Subsequently the SAR had been considered by the Quality and Outcomes committee and whilst the meeting had not been quorate, members of the committee had subsequently provided the Interim Deputy Principal with feedback and no issues raised were material. Quality and Outcomes committee members were content that the SAR reflected a true picture of 17/18 performance. It was noted that staff had been consulted and that students were to be consulted. It was **RESOLVED** by the Governing Board that the College Self-Assessment Report for 2017/18 and Quality Improvement Plan be approved subject to a few minor amendments.The Interim Deputy Principal was thanked for her efforts and Student Governors in preparing the paper for the Planning Conference were asked to give comments upon any matters within the quality improvement plan which resonated with them. **Action: Student Governors** |
| **11****GB/13/12/42** | BOARD PERFORMANCE REVIEW AND GOVERNANCE QUALITY IMPROVEMENT PLAN The Clerk advised that this had been subject to revision following discussion at the Search and Governance committee meeting last week. The Clerk advised that she did not wish to wait until February to bring this before the Governing Board and therefore suggested that delegated authority be granted to the Chair of the Governing Board to approve the Board Performance Review and Governance Quality Improvement Plan following it having been circulated to all board members and comments received. The Clerk added the caveat that if comments were of a nature that discussion and debate was required, then the documents would be placed on the agenda for the Board meeting following the strategic workshop on the 8th February. It was Resolved that delegated authority be granted to the Chair of the Governing Board to approve the Board Performance Review and Governance Quality Improvement Plan following it having been circulated to all board members and comments received. |
| **12****GB/13/12/43** | RISK MANAGEMENT POLICY (as recommended by Audit committee)The Governing Board noted that there had been detailed consideration of the policy by the Audit committee and that they were able to recommend the policy subject to a change in the risk appetite category of number 6 under the key drivers headed “working with others/Partnerships”. The committee had wished to change the risk appetite to a lower category, category 2. It wasResolved to approve the risk management policy and risk appetite subject to number 6 under the key drivers headed “working with others/Partnerships “being changed to a risk appetite of 2. |
| **13****GB/13/12/44** | **SENIOR POSTHOLDERS DISCIPLINARY PROCEDURE** (as recommended by Performance & Remuneration committee)The Senior Post Holders Disciplinary Procedure and Grievance Procedure for Senior Post holders was presented. The Committee Chair advised that there had been some work on it by himself and the Director of HR. It was noted that the revised policy had been subject to consultation with the SPHs and had been considered in detail by the Performance and Remuneration committee and was being recommended by that committee, subject to some minor amendments regarding typos and cross-references. The Committee Chair also advised that reference to the two Vice Chairs would need to be incorporated into the procedures. It was **RESOLVED** that the Senior Post Holders Disciplinary Procedure and Grievance Procedure for Senior Post holders, subject to drafting regarding the Vice-Chairs and some minor amendments regarding typos and cross-references be approved. It was agreed that the Clerk and the Committee Chair would have a meeting to finalise these documents.**Action: Clerk**  |
| **14****GB/13/12/45** | **VLE STRATEGY**The Board were advised that the VLE Policy had been considered by Quality and Outcomes committee but they could not recommend the policy only because the meeting had not been quorate. The Board were advised by the Committee Chair that Mr M Trinder, co-opted member to the committee, had advised that this was his specialism and that he was impressed with the draft policy and that committee members were satisfied with the document. Following discussion, it was **Resolved** to approve the VLE policy.  |
| **15****GB/13/12/46** | STUDENT PERFORMANCE REPORT Governors having considered the student performance report, the agenda item was opened for questions. It was noted that it was a summary of a report presented to and discussed at Quality and Outcomes. Governors commented that they found the summary front page helpful and the report was duly noted. |
| **16****GB/13/12/47** | AUDIT COMMITTEE 29th NOVEMBER 2018 Confidential This item was considered to be confidential by the Board with the details therefore recorded within the confidential minutes of this meeting.  |
| **17****GB/13/12/48** | FINANCE, RESOURCES AND COMMERCIAL COMMITTEE 29th NOVEMBER 2018 The Committee Chair advised most matters had been covered. It was noted that the additional subcontracting discussed at committee had not been taken forward. Regarding Human Resources (HR), the Committee Chair set out the developments around staff leaving and the staff induction process and advised the committee had approved HR developing a mental health strategy.  |
| **18****GB/13/12/49** | PERFORMANCE AND REMUNERATION COMMITTEE 29TH NOVEMBER 2018The Committee Chair advised the appraisal system and policy had been discussed and there was nothing further to bring to the Governing Board’s attention.  |
| **19****GB/13/12/50** | QUALITY & OUTCOMES COMMITTEE 5th DECEMBER 2018 The Committee Chair advised that the only other matters which had not already been discussed was that the head teacher of the 14 to 16 Academy had given feedback on an analysis of the results and would be providing more in-depth analysis and details of any actions at the next committee meeting. In relation to Apprenticeships, more detail has been requested regarding the impact of legacy issues on results. |
| **20****GB/13/12/51** | STRATEGIC CURRICULUM PLANNING COMMITTEE 5th DECEMBER 2018 The Committee Chair advised that they had looked again at timeline 5, (Curriculum Development Plan from the RF bid) and that most of it had been completed regarding strategic planning. The Board were informed that at the next meeting the committee will be considering the new planning process and have asked to be reminded of employers’ involvement in this. The Board were advised that the committee had noted and endorsed the strategic planning process which the CEO outlined to the Governing Board. |
| **21****GB/13/12/52** | SEARCH AND GOVERNANCE COMMITTEE 7TH DECEMBER 2018 The Clerk advised that following discussion at the Search and Governance committee it was proposed that membership of committees should be changed to as follows:* Performance and Remuneration – 4
* Audit - 4
* Search and Governance - 4
* Strategic curriculum planning- 6
* Finance resources and commercial -6
* Quality and outcomes- 6

AND that the quorum should be changed for every committee to 3 governors the majority of whom were external governors. It wasResolved to agree the changes in committee membership as outlined above and to change the quorum requirements for each committee to 3 governors the majority of whom are external Governors.It was alsoResolved to appoint Mr M Carr to the audit committee. The Chair also advised that Mrs Y Rennison had resigned due to having difficulties in attending and that the Governing Board was carrying two vacancies which we would look to fill once new Governors had a period of settling in. Governors were encouraged to raise any issues in papers prior to the meetings either with the Clerk or an appropriate member of SLT. It was agreed that for any significant issues both the Chair of the Governing Board and the CEO would be copied in. Governors were also encouraged to meet informally with members of SLT to discuss matters, for example with the CFO if they wished to discuss matters in the accounts.  |
| **22****GB/13/12/53** | ANY OTHER BUSINESS There was no A.O.B.  |
| **23****GB/13/12/54** | DATE OF NEXT MEETING – Strategic Workshop 8th February ALL DAY |
|  | **The open part of the meeting closed at 17.47 student and staff governors left.**  |

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