 

**SK** College Group

GOVERNING BODY

 MEETING HELD AT 4.00 on THURSDAY 18 JANUARY 2018

IN THE BOARD ROOM, ST HELENS CAMPUS

 **O P E N** M I N U T E S

|  |
| --- |
| **MEMBERSHIP (18 Governors)** |
|  | **Name** | **Category** |
| \* | Miss T Ajasa-Osayemi | Student Governor |
|  | Mr B Bennett-Stanley | Staff Governor |
| \* | Dr J Burford | CEO |
| \* | Mrs E Brocklehurst **(Vice-Chair)**\*\* | External Governor |
| \* | Mr M Flinn | External Governor |
| \* | Miss N Hawksford | Student Governor |
| \* | Mrs J Heap | Staff Governor |
| \* | Mrs S Jee **(Chair)** | External Governor |
| \* | Mrs P Jervis **(Vice-Chair)**\*\* | External Governor |
| \* | Mr J Pinsent  | External Governor |
| \* | Ms A Pryer | Deputy CEO |
|  | Mr K Sanderson | External Governor  |
| \* | Mr A Sergent | External Governor |
| \* | Mr N Shore | External Governor |
| \* | Mrs Julia Tinsley | External Governor |
|  | Vacancy | External Governor |
|  | Vacancy | External Governor |
|  | Vacancy | External Governor |

*\* = Present*

*\*\* = Two Vice-Chairs have been elected post-merger for a period of 12-18 months.*

**In attendance:**

|  |  |
| --- | --- |
| \* | Ms G Banks, Principal (KC) |
| \* | Mr I Rippin, Managing Director |
| \* | Mr S Arnfield, Director of Finance  |
| \* | Mrs C Jones, Clerk to the Corporation |
|  |  |

**GB/18/01/01 WELCOME TO THE FIRST MEETING OF THE SK COLLEGE GROUP GOVERNING BODY**

The Chair of the Transition Board welcomed all Governors, and also those staff that were in attendance, to the first meeting of the SK College Group

 Governing Body. A particular welcome was given to the Knowsley campus student Governor, Miss N Hawksford, who was welcomed to her first meeting, and also to Miss T Ajasa-Osayemi, the St Helens campus student Governor, who had been appointed at the last meeting of the St Helens Corporation meeting.

**Mr M Flinn took the Chair for the following agenda item.**

**GB/18/01/02 ELECTION OF CHAIR AND VICE-CHAIRS OF THE SK COLLEGE GROUP**

 **GOVERNING BODY**

It was **PROPOSED** by Mr M Flinn, and **SECONDED** by Mr N Shore that

 Mrs S Jee be appointed as the Chair of the SK College Group Governing Body for the duration of her term-of-office. No other nomination had been received.

 It was duly **RESOLVED** by the Governing body that Mrs S Jee be appointed as Chair of the SK College Group Governing Body.

 It was **PROPOSED** by Mr M Flinn, and **SECONDED** by Mr N Shore that

 Mrs E Brocklehurst and Mrs P Jervis be appointed as the joint Vice-Chairs of

 the SK College Group Governing Body for the duration of their terms-of-office.

 No other nominations had been received. This followed a previous agreement

 by the Transition Board to elect two Vice Chairs post-merger for a period of

 12-18 months.

 It was duly **RESOLVED** by the Governing body that Mrs E Brocklehurst and Mrs P Jervis be appointed as the joint Vice-Chairs of the SK College Group Governing Body.

 **GB/18/01/03 APOLOGIES FOR ABSENCE**

Apologies for absence were received from Mr B Bennett-Stanley and

 Mr K Sanderson.

**GB/18/01/04 NOTIFICATION OF URGENT BUSINESS**

 **GB/18/01/04.1 Declarations of Interest**

 There were no declarations of interest notified.

**GB/18/01/05 MINUTES OF THE PREVIOUS MEETINGS:**

 **GB/18/01/05.01 Knowsley Community College: 1 December 2017**

It was **RESOLVED** that the open and confidential minutes of the previous Knowsley Community College Governing Body meeting held on 1 December 2017 be **agreed** and signed as a correct record.

**GB/18/01/05.02 St Helens College: 4 December 2017**

It was **RESOLVED** that the open and confidential minutes of the previous SHC Corporation meeting held on 4 December 2017 be **agreed** and signed as a correct record, subject to the following adjustment: Membership p1: the following student Governor’s name should read ‘Miss T Ajasa-**Osayemi’**.

**GB/18/01/06 MATTERS ARISING**

 **GB/18/01/06.01 Knowsley Community College: 1 December 2017**

 a Minute 5a p1 – SAR 2016/17 and QIP 2017/18 update

A SAR validation panel of Governors had been

 scheduled for Friday 19 January 2018.

 Following the kind offer received previously from

 Mrs J Tinsley to form part of the SAR validation panel, it was **agreed** to share the draft SAR

 with Mrs Tinsley separately.

**ACTION: Clerk to forward the draft SARs to Mrs J Tinsley**

 b Minute 6 p2 – Report and Financial Statements:

 Year-Ended 31 July 2017

 The Report and Financial Statements for the Year-Ended 31 July 2017 had been signed, under delegated authority from the KCC Governing Body, by the Chair of the Governing Body and the CEO of the SK College Group. The report would

 also be shared with the Chair of the former Audit and F&GP Committees of Knowsley Community College.

 **GB/18/01/06.02 St Helens College: 4 December 2017**

 There were no matters arising from the above minutes.

**GB/18/01/07 MERGER DOCUMENTS SIGNED UNDER SEAL**

The Chair presented a report which notified Governors of those additional legal documents that were signed under seal on 11 December 2017, and

 which were documents signed subsequently under seal following the respective Board meetings held on 1 December 2017 (Knowsley Community College) and 4 December 2017 (St Helens College).

 Governors had been previously notified by the legal advisors of the legal

 documents that had been signed under seal following both of the above meetings.

 The report was accepted by the Governing Body.

**GOVERNANCE ITEMS:**

**GB/18/01/08 MEMBERSHIP ISSUES**

 **GB/18/01/08.1** **Confirmation of Governing Body numbers and approval of terms-of-office for current Governors**

 It was **RESOLVED**  by the Governing Body that, as previously approved by the Transition Board, the new SK College Group Governing Body Board would consist of 18 Governors comprising of 12 External Governors, the CEO and Deputy CEO, 2 staff Governors and 2 student Governors. Membership of the Governing Body had already been determined and was represented by those Governors present. It was also **agreed** that the quorum for the new Governing Body was 9 Governors, the majority of which should be External Governors.

 It was **RESOLVED** by the Governing Body that, as also previously approved by the Transition Board, the

 terms- of-office for individual Governors be approved, as detailed in the presented report.

 **GB/18/01/08.2** **Appointment of Clerk to the Governing Body** It was **RESOLVED** by the Governing Body to accept the recommendation from the Transition Board selection panel, to appoint Mss Lorna Lloyd Williams as the new Clerk to the SK College Group Governing Body, with a mid-March 2018 commencement date currently being arranged.

 It was also reaffirmed by the Governing Body that the current Clerk to the Governing Body Mrs Christine Jones, would continue as Clerk until the end of March 2018, when she would be retiring from the College Group.

 **GB/18/01/08.3** **Appointment of student Governor: Knowsley Campus**

 It was **RESOLVED** that Miss Nicole Hawksford be appointed as the Student Governor for Knowsley Campus for the academic

 year 2017/18 only.

 **GB/18/01/08.4 Committee membership and appointment of Committee Chairs and Vice Chairs**

It was **RESOLVED** by the Governing Body to approve the SK College Group Governing Body Committee membership and the appointment of the respective Committee Chairs and Vice-Chairs as detailed in the presented report.

 It was **agreed** that the appointment of Chairs and Vice-Chairs was for the duration of each Governors’ respective

 term-of-office. It was also acknowledged that there were a number of committee vacancies, which would be addressed once the 3 external Governor vacancies had been filled, with

 membership to be based on the best match with the individual’s skills and experience.

 It was noted that one Governor has requested to discontinue their service on the Audit Committee and this will

 be addressed as soon as possible and once the revised

 membership had been agreed.

 **GB/18/01/08.5** **Terms of Reference of Committees**

 It was **RESOLVED** by the Governing Body that, as previously approved by the Transition Board, the Terms of Reference for each Standing Committee of the SK College Group Governing Body, be approved as presented, subject to one change to the Finance Resources and Commercial Committee, where it was **agreed** that the capital limits of financial authority should also refer to revenue expenditure limits.

**ACTION: Clerk to amend the F&CR terms of reference as agreed above**

 It was **agreed** that the Committees’ Terms of Reference would

 be subject to annual review.

 **GB/18/01/08.6** **Recommendations from the Search and Governance** **Committee**

 The Chair of the Search and Governance Committee presented the minutes of a meeting of the Committee held on 12 January 2018, which recommended the appointment of 3 new External Governors to fill the 3 current vacancies on the Board.

 After discussion about the skills and experience of each of the proposed candidates, it was **RESOLVED** by the Governing Body to accept the recommendations from the Search and Governance Committee, and to approve the following 3 External Governor appointments with immediate effect and for an initial four-year term-of- office ie from January 2018 to January 2022:

* Alison Cannon – specific background/experience in marketing, sales and HR.
* Philip Hann – specific background/experience in strategic finance and audit.
* Yvonne Rennison – specific background/experience in Higher Education and business enterprise.

A Governor with inspection or data experience/ background was also being sought.

**GB/18/01/09 GOVERNANCE DOCUMENTATION**

 **GB/18/01/09.1** **Instrument and Articles of Government**

 It was **RESOLVED** by the Governing Bodythat, as previously approved by the Transition Board, the revised Instrument and Articles of Government for the SK College Group Governing Body be approved as presented.

 **GB/18/01/09.2** **Standing Orders**

 It was **RESOLVED** by the Governing Bodythat, as previously approved by the Transition Board, the Standing Orders for the SK College Group Governing Body be approved as presented.

 **GB/18/01/09.3** **Code of Conduct**

 It was **RESOLVED** by the Governing Bodythat, as previously approved by the Transition Board, and subject to some slight updating based on the Eversheds model version 15, the Code of Conduct for the SK College Group Governing Body be approved as presented. Through this approval, each Governor confirmed their adherence to the

 Code of Conduct.

 **GB/18/01/09.4** **Critical Policies** It was **RESOLVED** by the Governing Body that, as previously approved by the Transition Board, the following critical policies be approved:

* Safeguarding; Health and Safety; Equality and Diversity; Academic and Professional Standards; Financial Regulations; Student Behaviour and Performance.

 **GB/18/01/09.5** **Link Governors**: It was **RESOLVED** by the Governing Body that, as previously approved by the Transition Board, the following link Governors be approved:

* Safeguarding – Mrs J Tinsley
* Equality and Diversity – Mrs P Jervis
* Health and Safety – Mr N Shore.

**STRATEGIC ITEMS:**

**GB/18/01/10 MISSION STATEMENT, STATEMENT OF AIMS AND PUBLIC VALUE STATEMENT**

It was **RESOLVED** by the Governing Body that, as previously approved by the Transition Board, the Mission Statement, Statement of Aims and Public Value Statement be approved as presented. It was **agreed** that these details would be subject to annual review as part of the Governors’ planning processes. It was noted that the interpretation of the Mission Statement and Statement of Aims would be the subject of one of the sessions at the Governor workshop scheduled on 9 February 2018.

**GB/18/01/11 CEO’s REPORT TO THE GOVERNING BODY**

This item was considered to be confidential by the Governing Body, and for External Governors only, with the item taken at the end of the meeting, and the details recorded within the confidential minutes of this meeting.

**GB/18/01/12 STRATEGIC COLLEGE IMPROVEMENT FUND (SCIF)**

The Governing Body noted and endorsed the submission of a second bid for the Strategic College Improvement Fund, with the details summarised

 It was noted that the outcome of the bidding process would be received

 mid-February 2018.

**PERFORMANCE MONITORING ITEMS:**

**GB/18/01/13 SELF-ASSESSMENT REPORT 2016/17 AND QUALITY IMPROVEMENT PLAN 2017/18**

The Principal (SHC) reported that the Governor validation panel to review the SARs was scheduled to take place the following day. Following validation,

 both SAR documents would be presented for formal approval by Governors.

**GB/18/01/14 OFSTED READINESS**

The Principal (SHC) reported that this item had been referred to the Governing Body by the Transition Board as a standing agenda item.

 An update was provided on the preparations underway for the OFSTED monitoring visit scheduled in March 2018.

The Governing Body requested that a review of the RF bid commitments and corporate priorities to be undertaken at the 1-day workshop, scheduled on

 9 February 2018, which would be addressed.

 **ACTION: CEO to include a review of the RF bid commitments and corporate priorities as part of the 1-day Governor workshop**

 The CEO added that a draft scorecard had been developed for the Governing Body and for each Standing Committee, to first be reviewed by the Executive Team at next week’s meeting before presentation to Governors.

 The Governing Body requested a move to a single SAR for the SK College

 Group which it was agreed needs addressing as soon as possible. It was welcomed that the Group’s Quality Improvement Plan had been developed as one single plan and this would be presented at the first Quality and Outcomes Committee scheduled to meet on 7th February 2018.

**FINANCIAL ITEMS:**

**The Staff and Student Governors, and those members of the Exec Team present, apart from the CEO and the Director of Finance, were requested to leave the meeting at this point for consideration of the following confidential agenda item.**

**GB/18/01/15 EFFICIENCY SAVINGS**

This agenda item was considered to be confidential by the Governing Body with the details therefore recorded within the confidential minutes of this meeting.

**GB/18/01/16 URGENT ITEMS (AS NOTIFIED UNDER MINUTE GB/18/01/04.1 ABOVE)**

 **GB/18/01/16.1 Declarations of Interest**

 This item was taken under Minute GB/18/01/04.1 above.

**GB/18/01/17 DATE AND TIME OF NEXT MEETING: 10.00 am on Friday 9 February 2018.**