



FURTHER EDUCATION CORPORATION MEETINGS 2018/19

MINUTES OF THE FURTHER EDUCATION CORPORATION MEETING

Held at 5pm on Monday 15th May 2019

Nelson and Colne College, Boardroom

Members present: Stephen Barnes (Chair), Rob Pheasey, Amanda Melton (Principal), Mike Phelan, Nadeem Rashid, Phil Wilkinson, Jane Cleaver, David Whatley, Stephanie Bridgeman, Brian Fisher, Tim Webber MBE, Hayley Duckworth, Tom Gee, Lee Burton

In attendance: David Rothwell (Deputy Principal)
 Tracey Baron (Associate Principal – Quality and Lancashire Adult Learning)
 Alison Rushton (Vice Principal – Skills Academy and Apprenticeships)
 Sam Mercer (Executive Director – Planning and Projects)
 Debbie Corcoran (Clerk to the Corporation)

<p>Item 1.</p>	<p><u>Welcome and Apologies for Absence</u></p> <p>Attendees were welcomed and introductions made – with Staff Governors warmly welcomed to their first Corporation meeting since their appointment.</p> <p>Apologies for absence were received and accepted from:</p> <p>Helen Khan, Emma Schofield, Steve Hughes, Kendell Earl, Fionnuala Swann, Claire Jarvis, Wendy Higgin and Morag Davis.</p>
<p>Item 2.</p>	<p><u>Declarations of Interest</u></p> <p>The Clerk updated that Declarations of Interest were in place for all Board members. It was noted that today’s Board meeting included discussion on the College’s estates strategy, and the Clerk confirmed that this item was not commercial in confidence therefore there was no conflict in the interests of Tim Webber MBE, in relation to his role at Barnfield.</p> <p>Members and officers present declared they had no interests, personal, fiduciary, or otherwise in any item on the open agenda for the meeting.</p>
<p>Item 3.</p>	<p><u>Minutes of the Previous Meeting (4th February 2019)</u></p> <p><i>Submitted: ‘Minutes of the Board of Corporation Meeting held on 4th February 2019’ (circulated in Board papers)</i></p>

	<p>The Minutes of the Board of Corporation Meeting held on the 4th February 2019 were reviewed and agreed as an accurate record, for the signature of the Chair.</p>
<p>Item 4.</p>	<p><u>Matters Arising</u></p> <p>The Corporation reviewed the Speed Networking event with students, which had run prior to today's Corporation meeting beginning. Members agreed the event had been very informative, with an excellent cross-section of different learners, and Governor's had enjoyed meeting students and directly hearing their interesting views shared on their experiences at College. The Clerk was thanked for organising the session, and it was agreed to be an annual event.</p> <p>The Chair and members reviewed learner's feedback. Learner's views had been overwhelmingly positive, with many sharing their pride at being a student at the College. The Chair asked that this be shared with staff, along with learner's praise for the quality of the support and commitment they receive from teachers and support staff at the College. It was noted that several areas had been particularly valued by students - the pre-med and young leader programmes, support for confidence building, options of extended professional qualifications and support for UCAS applications, plus wide choice of study options and extra-curricular activities.</p> <p>The Principal confirmed that all suggestions for improvements will be fully considered as part of 2019/20 planning, including consideration of the length of lessons, feedback on bus routes, the location and size of the prayer room and feedback that social areas are very busy at times.</p>
<p>Item 5.</p>	<p><u>Governor insight – Adult Strategy</u></p> <p>Amanda Melton (Principal) and Alison Rushton (Vice Principal) presented slides in the meeting on the developing Adult Strategy for the College. Key points covered and discussed included:</p> <ul style="list-style-type: none"> • The breadth and reach of the College's adult 19+ offer, including not just Lancashire Adult Learning (LAL) with its reach and progression, but also Higher Education (HE) and Access to HE, Apprenticeships, occupational and technical training • The national policy framework and priorities for adult skills, including the key drive to support adults to upskill and retrain and 4 goals of improving productivity, social mobility, wellbeing and social integration • Strategic purpose of the College's Adult Strategy and provision, including its fit with Lancashire and local needs • Purpose - improving productivity, social mobility, wellbeing, social integration; supporting economic development needs for the region with a Lancashire-centric approach; galvanising and aligning adult learning across and beyond the group geographic footprint and delivering group funding targets and contractual obligations <p>Members discussed and reviewed the offer and approach, and supported the additional clarity and focus a stand-alone strategy will bring. The Principal updated</p>

	<p>on a revised approach to branding post-merger, and how LAL’s brand relates to one aspect of the adult offer and not all. The opportunity to explore linkages and learn from the national pilot for the retraining scheme when developing our strategy was recognised.</p> <p><u>Resolved:</u> To note the update on the development and strategic approach in the College’s new Adult Strategy</p>
<p>Item 6.</p>	<p><u>Governance Matters</u></p> <p><i>Submitted: Report (circulated in meeting papers)</i></p> <p>The Clerk presented the Governance Report. Board members considered and agreed the extension of Emma Schofield’s term of office for a further 3 years, up to 13th May 2022.</p> <p><u>Resolved:</u> To approve the appointment of Emma Schofield for a term of office ending 13th May 2022.</p>
<p>Item 7.</p>	<p><u>7.1 Principals Report</u></p> <p><i>Submitted: Report (circulated in meeting papers)</i></p> <p>The Principal presented the report, welcoming questions and comments. Key updates and discussion included the Board’s recognising and sharing congratulations to the College’s staff for Nelson and Colne College recently winning the Educate North ‘College of the Year’ award. Colleges had been short-listed from a strong field of entrants, with Nelson and Colne’s success recognising the College’s compelling results, impact on the community, collaborative approach and broader impact outside of education and skills.</p> <p>The Principal shared an update on the approach to refreshing the values and vision of the merged College following discussions at the Corporation’s awayday. The work is being supported by an independent external consultant. The emerging purpose architecture for the College had been reviewed after Governor’s feedback and input at the awayday, and also in light of further external work and input from SLT and cross-College colleagues. The Principal was thanked by the Board for the transparent response and the Board agreed the updated purpose architecture framework presented today.</p> <p>Internal development of the purpose architecture continues, and will be finalised after further input from Governors through either a one-off meeting or review linked to a Committee meeting. The Principal updated on the continued development of the Strategic Plan, and confirmed it will be tabled at a future Board meeting.</p> <p>The Principal confirmed that following Board discussion and agreement at the April Awayday, the legal structure of Nelson and Colne Corporation remains and a brand for the ‘Nelson and Colne College Group’ is being developed.</p> <p><u>Resolved:</u> To note the update on the College vision and values, and Strategic Plan</p> <p><u>Resolved:</u> To note the Board’s agreement to the development of a brand for the ‘Nelson and Colne Group’ following merger, with the legal Corporation name noted to remain as Nelson and Colne College Corporation</p>

7.2 Key Performance Indicators (KPIs)

Submitted: Report (tabled in the meeting)

Sam Mercer (Executive Director – Planning and Projects) presented the report which offered an in-year update on the College's performance against the KPIs set for 2018/19 with the Board. The new reporting template was welcomed by the Board, with its revised RAG rating being used to confirm the current performance position, and detail of necessary action to improve performance included.

The Board agreed the KPI approach strengthens the requirement on Committee Chairs to own and lead scrutiny of Committee level KPIs to ensure Board assurance. KPIs reviewed included:

KPI 1.2: *number of Apprentices in learning – Accrington:* target to be rebased and recalibrated. There are no major financial consequences, and it was noted that NCC is above target

KPI 1.4: *16-18 student numbers – Accrington:* noted that target of 600 is realistic, 648 had been kept as ambition. Assurance given that Traineeships and pre-Apps programme is contributing, and Princes Trust contract is in place

KPI 1.5 and 1.6: *HE student numbers - recruitment* has ended and the target won't be met, but Board recognise that the out-turn position will be growth on the 2017/18 position at both campuses

KPI 6.4: *adjusted current ratio* – David Rothwell (Deputy Principal) confirmed there will be no financial impact

Resolved: To receive and note the Key Performance Indicator (KPI) position

7.3 General Data Protection Regulation (GDPR) Annual Report

Submitted: Report (circulated in meeting papers)

Sam Mercer (Executive Director – Planning and Projects) presented the report which offered the Corporation an update in relation to the General Data Protection Regulation (GDPR) since its introduction in May 2018. Areas covered included –

- Appointment of Data Protection Officer (DPO)
- Staff training
- Production of Information Asset
- Appointment of Data Protection Officer
- Staff training
- Production of Information Asset Registers
- Production of policies and procedures
- Privacy notices and updates to websites
- Reviewing data sharing agreements and Subcontractor/Partnership Service Level Agreements to ensure GDPR compliance
- Mandatory registers

This paper also provided the Board with an overview of Subject Access Requests, Freedom of Information requests and data breaches to-date in 2018/19.

The Board noted that 5 Freedom of Information and 5 subject access requests (SAR) had been received to this point in 2018/19, reviewing the requests and College's response.

	<p>13 data breaches had occurred up to May 2018/19, and Governors were updated on the response and assured the College’s approach met all legislative requirements and was in line with agreed policy. Assurance was given that this volume of breaches is in line with the volume of those in similar Colleges of a similar size and complexity, and that sufficient capacity is in place to progress GDPR post-merger, given the need to bring together 2 very different operating systems and approaches</p> <p><u>Resolved:</u> To receive and note the General Data Protection Regulation (GDPR) Annual Report</p>
Item 8.	<p><u>Quality and Curriculum</u></p> <p><u>8.1 Quality and Curriculum Report</u></p> <p>Tracey Baron (Associate Principal) presented the report which was a summative report on quality and curriculum, covering areas of update and any key issues for Board awareness and scrutiny. Areas included, updated and reviewed were:</p> <ul style="list-style-type: none"> • Structures and leadership – including the co-location of the senior leadership team (SLT), relevant responsibilities and focus, and also ways of working from a quality and curriculum perspective in both SLT and the College Leadership Team (CLT) • Approach and focus through the College’s Curriculum Team (CCT), the added value and focus/priorities and work to develop an adaptive leadership style • The approach to quality improvement and assurance College-wide, by provision, and at sites – including embedding practice, improved data collection and sharing and achieving innovation through e-learning • The strategy and progress in teacher and trainer professional development – including the appointment and focus of a new Organisational Development Manager, work of the new Teaching Learning and Assessment (TLA) Steering Group and the developing TLA Strategy • Curriculum development, including development of T levels and the impact of the move of vocational qualifications to the Regulated Qualification Framework (RQF) in 2020 • Challenges in relation to Apprenticeship growth and differing delivery models cross-site, new standards and paucity of talented trainers to enhance the existing team • Collaboration, including the College’s work with the Newcastle College Group (NCG) to support their teaching and learning development as part of the Strategic College Improvement Fund (SCIF) <p>Members discussed the update and their questions were answered. Board noted the discussion and assurance gained through scrutiny at the Quality and Curriculum Committee meeting of 20th March 2019, detailed in minutes included in today’s meeting.</p> <p>The Associate Principal was thanked for the helpful and comprehensive update.</p> <p><u>Resolved:</u> To receive and note the Associate Principal’s update on Quality and Curriculum</p>

	<p><u>8.2 Committee minutes – for assurance</u></p> <p>Quality and Curriculum Committee minutes (unapproved – 20 March 2019) <i>Submitted: Report (circulated with Board papers)</i></p> <p>Mike Phelan (Chair of Quality and Curriculum) presented the unapproved minutes from the meeting of 20th March 2019, highlighting any key areas of risk or issues for Governor awareness. Governor’s attention was drawn to 4 areas:</p> <ol style="list-style-type: none"> 1. ALPs – assurance noted in the Committee meeting and an updated data position was shared at Board 2. Work experience – Committee’s concern at the in-year position was shared, but the Associate Principal updating at Board that the College is on line for achievement by the end of year 3. Attendance – Associate Principal confirmed that attendance in a minority of 16-18 areas remains a challenge and strategies to secure future improvements are in place for 2019-20 4. English and maths – Board asked that Quality and Curriculum Committee continue scrutiny in this area, noting there will be a deep dive at the next Committee meeting supporting this <p>The Committee’s Chair fed back headlines and key issues and challenges raised through the informative deep dive on HE. The in-year position on attendance and retention was shared by the Associate Principal, noting that retention is at target.</p> <p>Phil Wilkinson verbally updated on discussions and actions from the Adult Community Learning (ACL) Advisory Board meeting of 29 March 2019, noting that unapproved minutes will be received at the next Board.</p> <p><u>Resolved:</u> To receive and note the minutes from the Quality and Curriculum Committee meeting (20 March 2019)</p>
<p>Item 9.</p>	<p><u>Finance, Resources and Audit</u></p> <p><u>9.1 Finance Report</u> <i>Submitted: Report (circulated with Board papers)</i></p> <p>David Rothwell (Deputy Principal) presented the finance report, which included management accounts to the end of March 2019. The Board recognised the challenge of merger in-year and the resulting unprecedented change, plus consideration of accounting treatments and pace of capital expenditure.</p> <p>The summary financial position of the College as at 31 March 2019 was confirmed as:</p> <ul style="list-style-type: none"> • Reported underlying performance in the period is a surplus of £130k (reported before Restructuring Fund related income and expenditure and staff restructuring costs) • Year to date (ytd) reported underlying operating position is deficit of £208k, which compares favourably to the £415k deficit forecast profiled figure in the November outturn forecast • EBITDA surplus ytd is £569k surplus compared to the profile position of £110k deficit • Solvency and working capital position: current ratio is 3.2, up from 2.3 last month, with cash and investment balances standing at £9,024k (109 days)

- The staffing establishment remains similar to last month – 565 fte. This is reduced from 593 in July 2018 and less than the 593 average forecast in November
- Overall in year computed financial health grade is 'good'
- Covenant compliance – technical review of covenants to be conducted due to in year exceptional items
- Capital expenditure ytd is £569k

Areas of risk in relation to income were discussed, the potential impact of the national funding picture and pressures noted, and an update given in relation to the voluntary redundancy exercise confirming estimated savings will be made. It was noted that the deficit is £200k less than expected, however significant challenges remain.

Resolved: To receive and note the Finance Report

9.2 Restructuring Facility (RF)

Submitted: Report (circulated with Board papers)

David Rothwell (Deputy Principal) presented the report, received and scrutinised at the Finance and Resources Committee at their April meeting. Assurance was received that all available funding was drawn down in 2018/19, with an update on forward approach.

The Board thanked the Deputy Principal, Claire Jarvis (Assistant Principal) and Sam Mercer (Executive Director) for their continued hard work to ensure effective delivery and draw down of RF.

Resolved: To receive and note the update on Restructuring Facility

9.3 Estates Update

David Rothwell (Deputy Principal) presented an update on estates strategy implementation, using slides tabled in the meeting. This included a progress report, updated 3 year capital investment plan and cost plan. The procurement process was outlined for the next phase of capital investment at Accrington, which includes site works to Broad Oak 1st floor, Heartwood build and external works and also the demolition of Coppice building. It was confirmed that the procurement and tender process meets all internal and external requirements for transparency and value for money, and is being supported by Pearson Fraser who will manage the process working with the College and make an independent recommendation on contractor appointment as a result of the tender exercise.

The pre-tender estimate will be confirmed to the Chair.

The Board resolved for the Chair to have delegated authority to approve appointment of the contractor for the second phase of capital works in Accrington due to procurement timelines, on this basis.

The Clerk noted that this discussion did not include any commercially sensitive or privileged information, therefore any potential conflict of interest of Board members is recognised and appropriately managed.

Resolved: That the Chair have authority to agree the appointment of the contractor for the next phase of capital investment at Accrington and

Rossendale College, following the completion of due procurement process and consideration of the tender exercise's resulting recommendation on appointment

9.4 Fees Policy 2019/20

Submitted: Report (circulated with Board papers)

Sam Mercer (Executive Director – Planning and Projects) presented the report which included a proposed Fees Policy 2019/20. It was confirmed that the Fees Policy is in line with all contractual or statutory requirements, and there are limited changes from the 2018/19 policy, all of which were clearly shown. Following review and discussion, the Board agreed its adoption.

Resolved: To approve the Fees Policy 2019/20

9.5 Sub-contracting – 2018/19 update and sub-contractor fees and charges policy 2019/20

Submitted: Report (circulated with Board papers)

Sam Mercer (Executive Director – Planning and Projects) presented the report which updated on the 2018/19 approach to sub-contracting. The update confirmed the approaches fit with strategic objectives, outlined due diligence completed and the resulting appointed sub-contractors, with a total contract value of £786,272 confirmed for sub-contracted provision.

The report also updated on 2019/20. Changes to the 2019/20 Subcontractor Fees and Charges Policy were proposed and a revised policy shared for Board review and consideration. The Board reviewed the College's approach to management fees and were assured it is in line with requirements.

Resolved: To receive and note the update on sub-contracting in 2018/19 and 2019/20

Resolved: To approve the Subcontractor Fees and Charges Policy 2019/20

9.6 Minutes for Assurance

Finance and Resources Committee Minutes (unapproved – 1 April 2019)

Submitted: Report (circulated with Board papers)

Stephen Barnes (Chair of the Finance and Resources Committee) presented the unapproved minutes from the Finance and Resources Committee meeting (1 April 2019), highlighting any key areas of risk or issues for Governors awareness.

Through the minutes and discussion, the Board noted:

- the current position and programme of work in relation to the estate development at both Accrington and Nelson
- the scope, conditions and current delivery position in relation to the Restructuring Facility (RF) and supporting Grant Funding Agreement (GFA)
- the College's financial position as at 31 January 2019, set out in management accounts

Resolved: To receive and note the unapproved minutes of the Finance and Resources Committee (1 April 2019)

Audit Committee Minutes (unapproved – 22 March 2019)

Submitted: Report (circulated with Board papers)

David Whatley (Chair of Audit Committee) presented the unapproved minutes from the Audit Committee meeting (22 March 2019), highlighting any key areas of risk or issues for Governors awareness.

Through the minutes and discussion, the Board:

- noted the outcome of the internal audit in payroll
- noted the update on the 2018/19 internal audit workplan
- considered the Audit Committee's recommendations that following a review of performance, the Board approve a) re-appointment of RSM as the College's Financial Statement Auditors for 2018/19 and b) re-engagement of RSM to undertake and deliver the required audit services in respect of the part year 'dissolution' financial statements for Accrington and Rossendale College

Resolved: To receive and note the unapproved minutes of the Audit Committee (22 March 2019)

Resolved: To approve Audit Committee's recommendation that RSM be re-appointed as the College's Financial Statement Auditors for 2018/19

Resolved: To approve Audit Committee's recommendation that RSM be re-engaged to undertake and deliver the required audit services in respect of the part year 'dissolution' financial statements for Accrington and Rossendale College

Item 10.

AOB

The Clerk had shared the FE Commissioners letter to Chairs and Principals of FE and sixth form College corporations (7th May 2019) with the Board, and members discussed its content and key messages. [It was agreed](#) for the Clerk and Principal to review the College against the FE Commissioners 10 C characteristics of a well-run College to assure of the College's practice and position, and report back at the next Board meeting.

Item 11.

Reflections of the meeting and fit with values

Members considered today's meeting, decisions and ways of working against the College's emerging values – recognising there was more work to be done to distil and operationalise the new purpose architecture once finalised.

Agenda items and content which focus on strategy and insight were welcomed by members as being the most engaging, recognising the need for assurance items also. The consensus was that the Board meeting agenda structure generally works well, with member's remaining keen to ensure Governor's expertise is harnessed in and outside of meetings. Its assumed that Governors read and consider packs and

	<p>papers before meetings, so a full recap is not necessary when reports are presented. The format and presentation of papers has greatly improved in the past 12 months, the cover sheets add value and check strategic fit etc, but members welcomed continued work to ensure the executive summaries are succinct and insightful, and so help them to then focus on areas of scrutiny and key questions .</p> <p>With this the Chair brought the meeting to a close, thanking all attendees for their contributions and inputs.</p>
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**Debbie Corcoran
Clerk to the Corporation**

Signed as an accurate record:.....(Chair of Corporation)

Name:.....Date:.....