

STEPHENSON COLLEGE

MEETING OF THE CORPORATION

Minutes of the meeting held on 4 July 2018 9:30am

Present:	Gordon Tacey	(Chair)
	Nigel Leigh	Principal
	Brian Beggan	
	Chris Brown	
	Carleen Osborne	
	Mark Walker	
	Peter Burlingham-Hall	
	Marina Duckmanton	
	Jenny Shackleton	
	Lorraine Smalley	
	Matthew Verity	
	Ben Thornber	
In attendance:	Sylvia Royle	Director of Resources
	Vanessa Scales	Director of Human Resources
	Catherine Duro	Clerk to the Corporation

APOLOGIES FOR ABSENCE

- 130 Apologies for absence were received from Rob Chadwick, Ray Hulse and Simon Kibble

GOVERNOR RESIGNATION

- 131 A letter of resignation was received from Adam Plastow. The resignation was accepted by the Board.
- 132 It was noted that this was the last meeting for both student governors. Thanks were given for their valuable and insightful contributions. They were both wished the very best for the future.

DECLARATION OF INTEREST

- 133 There were no declarations of interest made.

LONG SERVICE AWARDS

- 135 A long service award was presented to Lynette Parker as a token of appreciation for her 25 years of service to the College.

STRATEGY**Area Review Update**

- 136 Discussions have taken place with the ESFA and a revision to the area review recommendations has been agreed proposing that Stephenson College works to merge with Loughborough College. A communication will go to key stakeholders later

in July. The Board was informed that in conversations with external stakeholder all viewed this proposal positively.

- 137 The Board acknowledged that change in the recommendations removed the need to conduct a Structure and Prospect Appraisal (SPA) as the College had a responsibility to work to deliver the area review recommendations.
- 138 There was a discussion around the use of the £100k transition grant. The Board agreed that this would be best used if retained in full by Loughborough College for the purpose of due diligence.
- 139 The timeline for delivering the merger was discussed. This begins with due diligence, the implications and cost of this were discussed.
- 140 A governor asked what the expected cost of due diligence was. It was confirmed that it has been allowed for in the budget to be presented in this meeting. It was agreed that the process should be robust to provide assurance to the Board and the banks whilst remaining efficient economically.
- 141 The Board discussed the need to establish a transition committee early in the new year, which the ESFA would be invited to attend.
- 142 It was asked if they work closely with Loughborough University. It was confirmed that the College do work with the university, amongst others, but are keen to retain their independence from the University
- 143 The many synergies between the colleges were discussed. A governor stated that it was important to collaborate and not compete.
- 144 It was challenged that this was an interesting step change from the very early discussion the Board had had regarding the area review. The Board discussed the reasons for this including the change in leadership creating an opened to consider the opportunities presented.
- 145 The Board agreed that following the revision to the area based review recommendations to include the recommendation that Stephenson College should explore merging with Loughborough College, and with the caveat that Loughborough College resolve the same at its meeting on Monday 9th July it was **resolved** that:
- 1 the Due Diligence process should begin with its findings reported to the October meeting of the Corporation
 2. the £100k transition grant should be retained in full by Loughborough College for the purpose of enabling these explorations
 3. joint communications should be made by both entities, and the ESFA, at an agreed time and date.

Stephenson Studio School

- 146 The Board was informed that Ofsted had inspected the school on the 26th and 27th June. The report was yet to be published but as sponsors the Board was advised, confidentially, of the outcome.
- 147 The Board as sponsor wished to pass its thanks on to all in the school, especially the Headteacher for all of their hard work this year.

- 148 The future structure of eh school was discussed. Nigel and Keith have met with the DFE which was a positive meeting and pointed the school in the direction of joining a Multi Academy Trust. This is the governments preferred structure to deliver efficiencies and quality. Keith will be looking to identify possible MAT' s , which complement the schools ethos, over the summer period.
- 149 Any decisions are needed to be made in the December Board meetings to fit with DFE timelines for structure changes.

Stephenson Studio School Progress Update

- 145 The Board received an update on the position of Stephenson Studio School. The feedback from the meeting with the regional schools commissioner was shared. The two key risks facing the school's removal of special measures were detailed and the remedial actions shared and discussed.
- 146 A governor asked if the schools financial validity needed to be considered. The Board was assured that a five year forecast had been produced and presented to the DfE; whilst dependent on student numbers it did demonstrate the schools financial viability.

MINUTES

- 147 Resolved that the minutes of the meeting held on 21 March 2018 be approved as a true record and signed by the chair
- 148 The action tracker was reviewed. The Board was reassured that all actions were progressing as required.

PERFORMANCE AND EFFECTIVENESS

Minutes

- 149 The Minutes of the Quality and Standards Committee meeting held on 21 May 2018 were received.
- 150 The Board heard that the forecast for applied general continued to present a risk and impacts on the study programme SAR grade. The Board was reassured that the Committee is keeping close to the detail of this issue and is confident a good action plan is in place.

College Performance Report

- 151 The College performance report was received.
- 152 The Board was assured that an action plan presented to the ESFA in response to the study programme outcomes had been accepted.
- 153 The Board was advised that English and maths continued to deliver well with good attendance.

154 The financial indicators were discussed and the increase in debtor days explained as being due to the spread of levy payments over the duration of the apprenticeship.

155 The human resources indicators were summarised.

FINANCE AND ASSURANCE

Minutes

156 The minutes of the Audit committee held on 18 June 2018 were received. The Chair shared the highlights with the Board sharing the reassurance given by internal audit this year which had identified ways to improve. The audit of cyber risk was also pleasing to see and the support of NWLDC was offered.

157 The Clerk confirmed that the requested changes to the internal audit plan had been made.

158 The minutes of Finance and Resources Committee held on 20 June 2018 were received with a confirmation that a detailed and lengthy debate had taken place during the meeting when the budget was received. The papers were recommended to the Board with the items to follow on the agenda.

159 Insurance cover was discussed as a matter arising.

160 **Resolved** that the proposed renewal insurance levels be approved, with a two year contract extension, with the acknowledgement that premiums have risen due to a couple of recent claims.

161 The need for cyber insurance was debated. Advice would be sought from NWLDC and the option remain open to add this cover at a later date

Management Accounts

162 The Management Accounts were received and the summary provided

Budget

163 The revised budget and forecast was received. A number of points were clarified including that there was no inclusion of any collaboration forecast as there was yet to be a legal commitment to this being realised; it assumes that apprentice delivery will be funded as the allocation has not yet been confirmed but delivery has always been honoured in the past, due diligence costs are included in the budget and forecast.

164 The inclusion of restructuring was discussed and the board assured that this would only ever been used as a last resort.

165 **Resolved** that the budget be approved incorporating a 2% pay award to all staff.

The confidential agenda was covered. CB left the meeting

SPONSORSHIP

166 The proposal to provide a small amount of additional sponsorship in cash to Stephenson Studio School to drive improvements was discussed.

167 **Resolved** that the additional cash sponsorship be approved.

Franchise Activity Report

168 The Franchise activity report was received and the Board informed that the quality of delivery from Canal engineering had been strong.

Subcontracting Proposal

169 The proposal was discussed to establish a framework of subcontractors in order that curriculum gaps could be filled at appropriate times through the year.

170 **Resolved** that the procurement of a subcontractor framework be approved.

Internal Audit Report

171 The internal audit annual report was received.

172 Governors stated that it was useful but challenged the significant issues noted. The Board was reassured that these had been identified by college staff prior to the audit but that remedial actions hadn't been as timely as they might have been. Additional training had taken place.

GOVERNANCE AND RISK

Stephenson Studio School Service Level Agreement

173 The service level agreement was received and the changes highlighted.

174 A Governor challenged the finances, asking why the increased staff costs were not being passed on to the school. Following discussion it was agreed that this continue by way of sponsorship as the school continues to improve.

175 It was confirmed that the percentage paid for utilities and services was a percentage of the actual spend not the budgeted spend.

176 Resolved that the service level agreement be approved for signature.

Student Voice Report

177 The student voice report was received and thanks given again to the two student governors for their contributions.

Business Plan 2017/18

178 The business plan was received with the concluding impacts of 2017/18 detailed and the intention to identify actions for the coming year ready for the next meeting of the Board explained.

179 Governors were pleased by the practical and relevant operationalisation of the strategic plan.

Risk Management

180 The risk management paper for 2018/19 was received and the key risks for next year discussed.

Risk Register

181 The risk register was received. The impact of 20% off the job training was discussed and the board advised that due to the challenges this presented Health and Social Care apprenticeship programmes had been withdrawn.

Policies

182 Following discussion of the changes and reasons for bringing the policies to the Board it was **resolved** that:

- 1 the business continuity plan be approved
- 2 the health and safety policy be approved and signed by the chair
- 3 the LGPS Discretionary Policy be approved
- 4 the complaints policy be approved
- 5 the HE Admissions policy be approved
- 6 the Data Protection Policy be approved

DATE OF NEXT MEETING

183 The next meeting of the Corporation is on Wednesday, 3 October 2018 at 8.30am.

Chair

Date