

STEPHENSON COLLEGE
MEETING OF THE CORPORATION

Appendix 1

Minutes of the meeting held on 12 December 2018 8:30am

Present:	Chris Brown – Chair	External Governor
	Nigel Leigh	Principal
	Brian Beggan	External Governor
	Mark Walker	Staff Governor
	Jenny Shackleton	External Governor
	Lorraine Smalley	Staff Governor
	Ben Thornber	External Governor
	Jack Lee	Student Governor
	Rhys Dunsby	Student Governor
	Bill Devitt	Co-opted Governor (Audit)
In attendance:	Sylvia Royle	Director of Resources
	Vanessa Scales	Director of Human Resources
	Simon Kibble	Director of Quality and Development
	Catherine Duro	Clerk to the Corporation

APOLOGIES FOR ABSENCE

53 Apologies for absence were received from Carleen Osborne, Marina Duckmanton, Ray Hulse and Rob Chadwick.

APPOINTMENT OF CHAIR

54 The Board was advised of the sad passing of Gordon Tacey. The Board recognised the significant contribution Gordon had made to the College as both governor and Chair.

55 The Board was informed that Chris Brown as vice chair had been acting chair since Gordon's death. The Board was advised that it should now look to appoint a chair from within its members.

56 Chris Brown was nominated and seconded as Chair. Chris accepted the position.

57 The Clerk asked for expressions of interest for vice chair so that this appointment could be confirmed at the next meeting.

DECLARATION OF INTEREST

58 There were no declarations of interest made.

AUDIT MINUTES

59 The minutes of the audit committee were moved up the agenda whilst the committee chair was able to join the meeting to provide an update.

60 The Board was advised that the minutes were being presented verbally to this meeting as the meetings had happened immediately before.

- 61 The Board was informed that the risk register was up-to-date and demonstrated control so was recommended to the Board and internal audit reported a strong compliant position. External audit was still to be finalised but the Chair confirmed that he had recently had a conversation with the audit partner and there were no matters of concern, just one number to be finalised. The accounts were reported as being in a good shape.
- 62 The Board was advised that the recommendation from the audit committee was for the Board to delegate authority for the signing of the final accounts to the Chair and Principal with the support of Bill Devitt to accept the final audit report and final accounts subject to their being no significant changes or concerns reported. Should there be any significant changes or concerns the accounts and report would be referred back to the Board for consideration and approval.
- 63 **Resolved** that the signing of the accounts be delegated to the Chair and Principal with the support of Bill Devitt subject to the proviso in minute 77.

STRATEGY

Proposed Merger Update

- 64 The Principal shared a summary paper detailing the merger activity which had happened since the last meeting of the Board.
- 65 A trustee **asked** for more detail on what a federation was. A summary was provided and the legal advice returned to which stated that this may not be the best option if the banks were agreeable to the loan repayment.
- 66 The Board was informed that the ESFA were supportive of the proposed merger. The implication of Loughborough College being in informal intervention was discussed. The Board asked that Loughborough College's management accounts and cash flow be shared with them so they had visibility of the position. **(Action)**
- 67 The Board **expressed some concern** about how the strength of leadership and culture required for the new entity would be established to ensure that financial strength would be retained and a culture enabling future financial strength be present. It was recognised that this would be largely down to the confirmation of the joint executive structure, recommended by the JWG, in due course. It was **agreed** that this should be cognisant of the coming together of equals, benefiting from the strengths of each for a stronger joint entity to be established through a collaborative approach.
- 68 The Board was **advised** that both brands would continue to exist, recognisable as they are now. It was possible that the corporate name could change; this would be a significant change which was being discussed by the JWG.
- 69 A governor **asked** if it still made sense for Stephenson College to be the one that dissolved. The Board **reflected** that it did make sense, based on the four reasons presented in the JWG minutes.
- 70 **Resolved** that
- a. The JWG Terms of Reference be accepted
 - b. The JWG Memorandum of Understanding be accepted

- c. The working assumption that Stephenson College would dissolve and that Loughborough College Corporation would be the receiving Corporation be accepted.

STUDIO SCHOOL

- 71 An update was provided on the position of the studio school. The Board was advised that following meetings with the DfE their **recommendation** was that the school seek sponsorship from Loughborough College should Stephenson College merge with Loughborough or it should make provision for closure. The Headteacher had also explored a number of MATs both local and further afield which it may be possible to join but at the present time none of these had the capacity or appropriate culture and ethos to accommodate the school.
- 72 Following this options appraisal the school was working with Loughborough to apply for a change in sponsorship should the merger go ahead.

MINUTES

- 73 **Resolved** that the minutes of the meeting held on 3 October 2018 be approved as a true record and signed by the chair.
- 74 There were no matters arising.

PERFORMANCE AND EFFECTIVENESS

Minutes

- 75 The minutes of the Quality and Standards Committee meeting were received and the key matters summarised.

SELF ASSESSMENT REVIEW and QUALITY IMPROVEMENT PLAN

- 76 The FE SAR was received and the highlights detailed.
- 77 The Board was provided with details of the actions faculties have been directed with to deliver the necessary improvements to study programmes, to be able to self-assess as good at the mid-year check.
- 78 A governor **challenged** if the College could self-assess as good when three sub-points were assessed as requiring improvement. The Board was assured that because of the proportional impact of these elements it was appropriate to self-assess as good.
- 79 The HE SAR was received and the changes and improvements in HE accountability under the Office for Students discussed. The Board was assured that the College was following the changes as closely as possible to define our own HE assurance process. The Board was assured that the College continues to meet the requirements of the HE quality assurance code.
- 80 The Board was informed that College has submitted an expression of interest to be on the OfS register of providers.
- 81 **Resolved** that the FE and HE SARs and QIPs be approved for 2018/19

LEARNER TARGETS

- 82 The learner targets paper was received. There was a **robust discussion** around the challenging apprenticeship and adult outcome targets. The Board was **assured** that the apprentice target is currently on track and the English and maths target was likely to be exceeded. It was agreed that overall the targets were valid.
- 83 **RESOLVED** that the learner targets be approved

COLLEGE PERFORMANCE REPORT

- 84 The College performance report was received and the changes and highlights detailed
- 85 The Board was informed of the recent Ofsted Social Care inspections covering the accommodation provided for apprentices. This has been a positive experience and it had recognised the strength of the provision and the team co-ordinating it.
- 86 The impact of the payment terms, for employer contributions for apprenticeships, on trade debtor days was explained. The finance team were working to disaggregate this from the calculation to present a more accurate picture.
- 87 The Board noted the improvement in staff sickness absence and voluntary turnover.
- 88 There was a discussion about the optimal level of staff turnover. The Board was advised that whilst there wasn't a target we were below national average and it 'felt about right' to maintain a positive change in experience brought into the College.

FINANCE AND ASSURANCE

Minutes

- 89 The minutes of Finance and Resources Committee held on 4 December 2018 were received. The discussion about how the College might access levy paying employers not using the levy was shared; an update was provided that there wasn't a central report that could provide this information.

Management Accounts

- 90 The Management Accounts were received and the summary provided.
- 91 The commercial income line was discussed and the recruitment of cover staff explained following long-term staff sickness.
- 92 The Board agreed that the accounts should be shared with Loughborough College.

Financial Statements 2017/18

- 93 The financial statement for 2017/18 was received and the impact of the possible changes to the figure not yet confirmed was detailed.
- 94 The Board **accepted** that the discussed change would only have a positive impact on the accounts, should any change be necessary.

95 A governor **asked** why spend on agency posts had increased. It was explained that this increase was due to the nature of vacancies being in hard to fill positions.

96 **Resolved** that the accounts be approved for signing subject to a satisfactory final audit report and the only change being that discussed and any minor typographic changes.

ESFA Financial Health Letter

97 The Board received the letter from the ESFA confirming the College's financial health position was outstanding and forecast to remain so.

Audit Committee's Annual Report

98 The Audit Committee annual report was accepted.

Internal Audit Report

99 The internal audit report was received for information.

Franchise Activity Report

100 The Franchise activity report was received

Stephenson Studio School Financial Statements

101 The school accounts were received and the key points discussed. The school's clean audit report was noted.

GOVERNANCE AND RISK

Risk Register

102 The updated Risk Register was received. The red risks and new risks for 2018/19 were discussed, and mitigating actions thought to be appropriate.

Policies

103 The three revised policies were received and the changes highlighted.

104 The safeguarding link governor **assured** the Board that the safeguarding and prevent strategy had been scrutinised and were fit for purpose. He further explained that the process changes across Leicestershire were reflected with the safeguarding policy and the College was engaged with this and keeping up-to-date with the changes and best practice.

105 NWLDC were leading a group of schools and colleges in the area to address quality, hate and prevent, the College would be invited to join this group.

106 A governor **asked** if the prevent strategy was up-to-date and inclusive of right wing extremism. The board was **assured** that it was. The strategy was written in such a way to cover all forms of extremism and it was recognised that this was critical to protect the College community. The statutory wording had been adopted and the implementation of the appropriate culture and information was provided

through tutorials and wider college life. The Board was advised that action had been taken in the past to report against right wing extremism.

107 The Link governor again **assured** the Board that the process in college is balanced and works.

108 **Resolved** that the below listed policies be approved

- a. Child and Vulnerable Adult Policy
- b. Prevent Strategy
- c. Anti-Bullying Policy

DATE OF NEXT MEETING

The next meeting of the Corporation is on Wednesday 20 March 2019 at 8:30am

Meeting closed 11:12