

## Minutes of the Corporation Meeting

held Wednesday 27 February 2019

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*Present* Helene Jones (*Vice Chair*), David Williams (*Principal*), Amanda Allen, David Allen, Peter Coley, Bethany Cullen, Paul Dyson, Lance Hanson, Tiffany Harvey-Pallent, Mark Johnson

*In attendance* Joanne Williams (*Director of Learning and Teaching*)  
Jacquie Carman (*Director of Finance and Corporate Services*)  
Jennifer Sunter (*Clerk to the Corporation*)

### 1 Apologies

Apologies were received on behalf of Ian Jewkes and Louise Jones.

### 2 Declarations of Interest

There were none.

### 3 Corporation Minutes

#### 3.1a Minutes of the Corporation Meeting 28 November 2018

Minute 8.1 was amended.

The minutes of the Corporation meeting held 28 November 2018 were approved as a true record.

#### 3.1b Confidential Minutes of the Corporation Meeting 28 November 2018

The confidential minutes of the Corporation meeting held 28 November 2018 were approved as a true record.

#### 3.2a Minutes of the Corporation Meetings held 11 and 12 January 2019

The minutes of the Corporation meetings held 11 and 12 January 2019 were approved as a true record.

#### 3.2b Confidential Minute of the Corporation Meeting 11 January 2019

The confidential minutes of the Corporation meeting held 11 January 2019 were approved as a true record.

### 3.3 Matters Arising

The Clerk reported on status of actions.

David Williams reported that the Director of Learner Services would be invited to Corporation meetings to report on Safeguarding.

## 4 Governance

### 4.1 Minutes of the Search and Governance Committee held 12 February 2019

The minutes of the Search and Governance Committee held 12 February 2019 were received. In addition to reports provided by the Committee for the Corporation, the Clerk highlighted discussions on both Corporation strategic planning days and governor communications.

**Action 4.1a** It was agreed that both strategic planning dates and events to meet staff would be reviewed.

**Action 4.1b** It was agreed that the Clerk would seek approvals regarding sharing of contact data amongst members.

#### 4.1.1 Corporation Membership/Review of Governance

The Clerk reported that the Search and Governance Committee had discussed review of governance to focus on determination, structure and cycle of business and succession planning.

Use of external review was further discussed.

##### **The Corporation resolved that**

- **Dan Grant from Dan Grant Associates be tasked with undertaking a review of governance**
- **any recommendations arising from the review be returned to Search and Governance Committee in the first instance.**
- **any recommendations arising from the review should be implementable in the new academic year**
- **the Clerk be tasked with instigating a process for external advertisement of the role of Chair of Corporation.**

#### 4.1.2 Remuneration Committee Terms of Reference

Members received the draft terms of reference to instate the Remuneration Committee.

**The Corporation resolved to approve the Remuneration Committee Terms of Reference dated 12 February 2019.**

## 4.2 Further Education Bodies: Insolvency Guidance (DfE)

Jacque Carman drew out key points of recent guidance provided by the Department for Education on insolvency. It was imperative that governors understood their responsibilities and duties, including effective financial management, both collectively and as individual governors. Particularly early action against any concerns was noted as paramount.

Jacque Carman highlighted that the guidance focused on the need for a specific committee on finance which should be further considered.

Jacque Carman emphasised the College's robust cash-flow system and use of external verification.

The review of guidance and the guidance provided were duly noted.

## 4.3 Corporation Declaration of Eligibility Update

Members noted the additional checks included within the updated declaration of eligibility criteria.

**The Corporation resolved to approve the revised Procedures regarding declarations of eligibility.**

## 5 Strategic Overview

### 5.1 Principal's Report

**5.1a** Members received the Principal's update regarding key meetings and events, particularly noting opportunities around sport and digital development.

**5.1b** David Williams reported on actions taken and a review of campus security arrangements, following an incident at Whittingham Road in December 2019. Members discussed proposed measures as proportionate, to increase safety moving forward. Further discussion with Black Country Colleges Consortium had also resulted in agreement to develop Black Country student safety initiatives.

**5.1c** Members were pleased to note that in-year growth funding for 2017/18 had been confirmed.

**5.1d** It was noted that the Stour Vale Multi Academy Trust had requested office space at the Whittingham Road campus, at no cost to the College.

**5.1e** David Williams reported that the proposal to develop the Halesowen University Centre at the Whittingham Road campus had been approved by Worcester University. A formal launch would be undertaken.

**5.1f** Jacque Carman updated members on the outcome of a review of financial risk factors to the College for 2019/2020. Under a traffic light system all areas rated red were raised with members, particularly learner numbers, pension scheme evaluations and adjustments, and increased digital licence fees.

Members noted that the College was working on a range of mitigating 'what if' scenarios.

- 5.1g** With regard to the Adult Education Budget, David Williams reported on additional funding secured to deliver adult programmes and the opportunity to tender for additional funds in 2019/2020.

With regard to minimum levels of performance, members noted that the College had written to the ESFA regarding actions to mitigate against low achievement rates in adult English and maths.

The reports were received.

## **5.2 Update on Strategic Opportunity**

David Williams updated members on the discussions of the Steering Group, discussions with key agencies and visits undertaken. A confidential minute was taken.

### **5.2a Confidential Minute of the Steering Group Meeting held 14 February 2019**

Members received the minute of the Steering Group Meeting held 14 February 2019. A confidential minute was taken.

### **5.2b Committee Terms of Reference**

The Clerk provided terms of reference for a steering committee.

**The Corporation resolved to approve the Steering Committee Terms of Reference.**

## **5.3 Halesowen College Quality Improvement Plan**

Joanne Williams provided the action plan resulting from the College Self-Assessment process. The plan focused on key areas for development as indicated in the Self-Assessment Report. Progress against the plan would be reported.

The Halesowen College Quality Improvement Plan was received.

## **6 Monthly Performance Information**

### **6.1 Annual Targets 2018/2019**

Members monitored performance against targets which were predominantly risk rated as green. Jacquie Carman reported that there was a small shortfall of learners against the growth targets for 16-18 and Higher Education. However, overall retention had improved, with the exception of that for 19+ learners.

The report was received.

## **6.2 Management Accounts**

Jacque Carman reported that there were no issues of concern and that the gearing ratio reflected the distribution of agency funding, which was not provided in equal monthly instalments.

Under pay costs, additional controls had been introduced in relation to sessional staff. While there were no concerns careful monitoring was prudent.

The monitoring report was received.

## **7 Students, Teaching, Learning and Assessment**

### **7.1 Department for Education Performance Information**

Joanne Williams presented the headline performance information as provided by the Department for Education. The data was for provision in 2017-18 and illustrated institutional value added, showing very strong performance against local provision. Halesowen College had performed very well, particularly across A Levels and some technical levels. While performance for English and Maths had been disappointing it remained comparatively strong.

David Williams sought to communicate with Joseph Chamberlain College on good practice in raising progress levels.

Members also noted that the College had a range of qualifications that were not included in the Department for Education performance tables.

Members further discussed good outcomes and the inclusive ethos of the College supporting students to succeed and flourish, recognising further work to be undertaken to achieve a plus rated progress score.

The report was received.

### **7.2 In-year Retention Report**

Joanne Williams highlighted key points arising from the detailed retention data provided.

Overall retention had improved but was slightly lower for 19+ learners.

Black/African Caribbean/British Group retention had improved, however Other Ethnic Group and Unknown required further work as retention remained below the headline.

Further areas of focus were at Level 1, where the College was considering the breadth of curriculum offer. Some divisional retention was also discussed, where analysis and actions related to student health issues and the impact of qualification changes.

Termly provision of retention data for the Corporation was planned.

The report was received.

### **7.3 Update on Student Applications**

Jacquie Carman reported on the positive trend in student applications. The use of social media and digital routes for applications were positive. The continued challenge lay in converting applications to September enrolments.

The update was received.

### **7.4 Observation of Learning, Teaching and Assessment Profile**

The revised ungraded lesson observation scheme had been undertaken through the first term and key strengths and areas for further development were reported.

Joanne Williams reported on good planning of learning, good behaviour in lessons, good questioning of students to check understanding and good progress being made. Attendance and punctuality was reported as variable.

Differentiation and stretch challenge were key areas to progress. Governors responded to the sharing of good practice and asked how this was promoted. Joanne Williams responded that dropping into colleagues' lessons was encouraged and that good practice was signposted, sighting outstanding examples of questioning.

The report was noted.

## **8 Finance**

### **8.1 Estates Strategy - LEP Capital Funding and detailed plans for Block 2 Project**

Jacquie Carman updated members on the estates strategy with regard to planned redevelopment.

The College had submitted a full business case to the Black Country Local Education Partnership in support of a grant bid. The College was awaiting final approval of the bid for 70% of costs.

Plans for Block 2 were now well developed and members received a review of the responses to the invitation to tender, which reflected estimated costs provided by PMP Consulting. A short-list had been drawn up and tenders would be judged for that considered to be the most economically advantageous.

Members asked a range of questions regarding the rigour of checks undertaken on companies tendering, including financial viability. Jacquie Carman responded that due diligence had been undertaken and explained the range of checks in place through the Procurement Policy and procedures, which were underpinned by a financial framework, including Financial Regulations and Standing Orders Relating to Contracts.

Members also raised the use of penalty clauses and Jacquie Carman responded that experience and success of capital projects to date had been based on a holistic project management approach, with good working relationships with contractors and having sensible contingencies in place.

David Williams reported that future tender exercises with regards to other blocks would be reported to the Corporation.

**The Corporation resolved to formally allocate funds of £8,473,162 to the project to refurbish blocks 2, 4 and 5 on the Whittingham Road site, subject to final confirmation of the 70% contribution from the Black Country Local Enterprise Partnership.**

**The Corporation further resolved, based on a rigorous process, to authorise the Principal and the Director of Finance and Corporate Services to appoint the contractor for work on Block 2, who offers the most economically advantageous tender.**

## **8.2 Update of Financial Regulations**

Jacquie Carman highlighted the updates to the College's Financial Regulations which included clarifying that the Financial Memorandum was now the Conditions of Funding Agreement and that the Adult Education Budget was addressed through the West Midlands Combined Authority.

Other updates included references to a Remuneration Committee, due diligence for capital projects and new ventures, and subcontracting.

**The Corporation resolved to approve the updated Financial Regulations**

## **8.3 Tuition Fees Policy**

The updated Tuition Fees Policy and Procedures made clear reference to the West Midlands Combined Authority and documented the College's basis for pricing methodology.

The policy on fees and the College's refund policy was provided for students at enrolment.

**The Corporation resolved to approve the Tuition Fees Policy 2019/20**

## **8.4 College Banking Arrangements**

Jacquie Carman had provided a confidential report on College banking arrangements, cross referenced with the College's Treasury Management Policy, to ensure that the Corporation remained fully apprised.

Going forward, any changes to banking arrangements would be reported to the College Leadership Team and to the Corporation. Annual review of the College banking arrangements would be provided for the Audit and Assurance Committee.

The baseline report would also be provided for the College's internal and external auditors. It was further noted that auditors would review banking arrangements as part of their annual review of regularity.

Members raised questions about the spread of investments and competitor rates.

**Action 8.4a** Following discussion, it was noted that an additional action would be a review of the Treasury Management Policy.

**8.5 Funding 2019/2020**

Jacque Carman outlined the basis of Education and Skills Funding Agency funding for 2019/2020, as provided by the letter to Colleges from Peter Mucklow in December 2018.

Members noted that there would be no inflationary uplift and that the College Leadership Team would be taking actions forward.

The funding update information was received.

**9 Any Other Business**

There was none.

**10 Date of Next Meeting**

The next Corporation meeting is as scheduled for Tuesday 26<sup>th</sup> March 2019.

Meeting closed at: 9pm

Actions from Meetings			
Ref	Agenda item and action	Date/item for review	Reported by
<b>Corporation Meeting 6 November 2018</b>			
7.2a	<b>Student Achievement Report</b> In considering next steps it was agreed that governors would be best served by termly reports on courses under notice.	Feb/March 2019	JWi
5.1e a	<b>Safeguarding Update</b> It was agreed that David Williams would review the way data was presented and that Lynn Pass would be invited to attend meetings once a term.  27, February 2019, noted: To be reported as part of Pastoral Review	<del>27 Feb</del> March 2019	DWi
7.1a	<b>Complaints Analysis Report</b> It was agreed that the report would be reviewed to record complaints resolution and compliments received.  27 February 2019, noted: To be reported at the end of the academic year.	<del>27 Feb</del> September 2019	DWi
<b>Corporation Meeting 28 November 2018</b>			
8.2a	<b>Review of Pay 2018/2019</b> It was agreed that it would be timely for members to discuss staff pay in May 2019.	22 May 2019	DWi
9.1a	<b>Pastoral Reporting</b> Members agreed that the proposed approach would provide a meaningful way to monitor the range of information suggested and that termly reporting would be suitable.	<del>27 Feb</del> March 2019	JWi
<b>Corporation Meeting 27 February 2019</b>			
4.1	<b>Minutes of the Search and Governance Committee held 12 February 2019</b>		
4.1a	It was agreed that both strategic planning dates and events to meet staff would be reviewed.	Dec 2019	JSu/DWi
4.1b	It was agreed that the Clerk would seek approvals regarding sharing of contact data amongst members.	March 019	JSu
8.4	<b>College Banking Arrangements</b> Following discussion, it was noted that an additional action would be a review of the Treasury Management Policy.	June 2019	JCa
<b>Corporation Annual General Meeting 27 February 2019</b>			
5.1a	The Corporation agreed to no longer include an annual general meeting within the annual cycle of business, which would be addressed in the next review of Corporation Standing Orders.	June 2019	JSu