

## Minutes of the Corporation Meeting

held on 25 June 2019

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*Present* Ian Jewkes (*Chair*), Helene Jones (*Vice Chair*), David Williams (*Principal*), Amanda Allen, David Allen, Peter Coley, Bethany Cullen, Tiffany Harvey-Pallent, Mark Johnson, Louise Jones

*In attendance* Joanne Williams (*Director of Learning and Teaching*)  
Jacquie Carman (*Director of Finance and Corporate Services*)  
Jennifer Sunter (*Clerk to the Corporation*)  
Joanne Chilton (*newly appointed governor*)  
Lewis Callary (*newly appointed student governor*)

### 1 Apologies

Apologies were received on behalf of Paul Dyson and Lance Hanson.

### 2 Declarations of Interest

There were none.

### 3 Minutes and Matters Arising

#### 3.1 Minutes of the Corporation Meeting held 22 May 2019

The minutes of the Corporation Meeting held 22 May 2019 were approved as a correct record.

#### 3.2 Matters Arising

There were no matters arising and the Clerk outlined actions to be addressed under the agenda. With regards to the Office for Students the Oversight Committee would address the action plan.

### 4 Governance

#### 4.1 Appointment of Student Governor

The Clerk reported on the process and election of Lewis Callary as the student governor for 2019/2020.

**The Corporation resolved to appoint Lewis Callary as the student governor for Halesowen College Corporation commencing 1 August 2019 to 31 July 2020, subject to meeting set eligibility criteria.**

## 4.2 Governance Structure and Committee Terms of Reference

The Clerk outlined the revised governance structure as provided for in committee terms of reference and calendar of business.

Members discussed the basis for moving to a committee structure and considered the balance of terms of reference, particularly around the scope of the Finance and General Purposes Committee.

Members further debated the appropriate number of members for each committee and the setting for their related quorums.

**The Corporation resolved to approve the revised governance structure to that of a committee system model and the associated Committee Terms of Reference underpinning this, subject to minor amendments regarding quorum of the Remuneration Committee.**

## 4.3 Calendar and Cycle of Business 2019/2020

Members considered the cycle of business to underpin the revised structure and approved the basis of Corporation business for 2019/2020.

The Clerk noted that the proposed dates for November may require minor revision.

**The Corporation resolved to approve the Calendar and Cycle of Business for 2019/2020 based on the revised governance structure provided and subject to revision of committee dates in November 2019.**

## 4.4 Appointments of Chairs and Vice Chairs of Corporation

The Clerk called for nominations for the position of Chair of Corporation commencing 1 August 2019.

Louise Jones was nominated by Amanda Allen and seconded by Tiffany Harvey-Pallent. There were no further nominations.

The Clerk called for nominations for the position of Vice Chair of Corporation commencing 1 August 2019.

Helene Jones was nominated by Ian Jewkes and seconded by Peter Coley. There were no further nominations.

**The Corporation resolved to appoint Louise Jones as Chair of Halesowen College Corporation commencing 1 August 2019.**

**The Corporation resolved to appoint Helene Jones as Vice Chair of Halesowen College Corporation commencing 1 August 2019.**

#### **4.5 Appointment of Committee Membership and Election of Committee Chairs and Vice Chairs**

Following discussion on the balance of committee membership the Corporation discussed committee composition.

**The Corporation resolved to appoint committee membership as provided subject to amending the membership of the Students, Curriculum and Quality Committee.**

**The Corporation made the following appointments:**

**Chair of Audit Committee – Mark Johnson  
Vice Chair of Audit Committee – Tiffany Harvey-Pallent**

**Chair of Finance and General Purposes Committee – Amanda Allen  
Vice Chair of Finance and General Purposes Committee – Paul Dyson**

**Chair of Remuneration Committee – Louise Jones  
Vice Chair of Remuneration Committee – Helene Jones**

**Chair of Search and Governance Committee – Helene Jones  
Vice Chair of Search and Governance Committee – Louise Jones**

**Chair of Students, Curriculum and Quality Committee – Lance Hanson  
Vice Chair of Students, Curriculum and Quality Committee – Louise Jones**

#### **4.6 Review of Standing Orders**

As part of keeping Standing Orders under regular review to remain fit for purpose minor amendments were noted by the Corporation.

**The Corporation resolved to adopt the revised Standing Orders.**

### **5 Audit and Assurance Committee**

#### **5.1 Audit and Assurance Committee Minutes of the meeting held 11 June 2019**

The minutes of the Audit and Assurance Committee meeting held 11 June 2019 were received.

Mark Johnson addressed the items being provided for Corporation.

#### **5.2 Regularity Audit Annual Self-Assessment**

Jacquie Carman emphasised the annual requirement of the College to have regularity audit and that the self-assessment was a cornerstone of the assurance needed. No issues of concern were noted.

**The Corporation considered the self-assessment of compliance with regularity and proprietary requirements, as recommended by the Audit and Assurance Committee and approved that this be signed by the Chair and the Accounting Officer of the College, before being submitted to external audit as part of the regularity audit process for 2018/19.**

### 5.3 Audit Plan 2019/2020

Members noted the value of retaining internal audit provision and the breadth of areas addressed. The planned work correlated with the areas of core risk identified by the College.

**The Corporation resolved to adopt the Audit Plan 2019/2020 noting potential review.**

### 5.4 Internal Audit Appointment and Letter of Engagement 2019/2020

The work and performance of the internal audit service was commended.

Under the Corporation's procedures appointment was subject to annual review.

**On recommendation of the Audit and Assurance Committee the Corporation approved the re-appointment of TIAA as Internal Audit Service providers for 2019/2020, as provided for in the letter of engagement dated 29 May 2019.**

### 5.5 Revised Whistleblowing Policy and Procedure

Members received the timely review of policy and procedure, focusing on the importance of having a robust policy and procedure in place, that afforded an environment to safely bring issues forward.

Members discussed ease of access to the procedure and contacts, and staff awareness of the procedure. Jacquie Carman highlighted the range of contacts including the provision of a new leaflet that included external agencies, in addition to relevant College staff. It was noted that the independence of the Clerk and the role of BHSF could be clarified and that staff awareness would also be raised through training.

Members also asked questions about the College approach to supporting the welfare of whistleblowers. Joanne Williams outlined what was provided in practice and that a named person for support could be made more specific.

**The Corporation approved the revised Whistleblowing Policy and procedure.**

## 6 Strategic Overview

### 6.1 Principal's Report

#### 6.1a Key Meetings and Events

David Williams reported on the range of activity undertaken highlighting the Safer Student and NEET Provision Launch.

#### 6.1b College Nursery

David Williams reported on progress with regard to finding a suitable nursery provider and that currently due diligence work was in process.

Members discussed a range of options should the process not meet a satisfactory conclusion.

### **6.1c BMet Stourbridge Transfer**

David Williams updated members on the practical work undertaken in supporting a smooth transition of provision.

### **6.1d Estates Update**

Members noted that the work on Block 2 was ongoing, in accordance with schedule and asked about timescales for planned refurbishment of Blocks 4 and 5. In assessing classroom space in relation to the planned refurbishment, it was noted that further to reconfiguration of available space and the addition of mobile classrooms, it would be prudent to rent additional space in the area.

### **6.1e T Level Pilot 2021/2022**

David Williams reported that Halesowen College had been successful in its bid to run second wave T Level Pilots in Education (including Childcare) Health, Health Sciences and Science. Further updates would be provided following the inaugural event and receipt of information on funding.

### **6.1f Campus Security**

Members were updated on the sensibility of improving campus security arrangements. A range of actions were proposed including estate changes and safer student initiatives, developed with other colleges through the Safer Students Group.

Members discussed access to the College and the use of design advice from the West Midlands Police Force.

## **6.2 BMet Transfer of Provision**

As per confidential minute.

## **7 Monthly Performance Information**

### **7.1 Annual Targets 2018/2019**

The annual targets were monitored with no new trends identified.

### **7.2 Management Accounts**

Strong performance in accordance with the budget was noted.

## **8 Students, Teaching and Learning**

### **8.1 Teaching Learning and Assessment Report**

Joanne Williams reported on findings from the review of lessons observations under the revised scheme. Focus had been on lessons meeting expectations. This had generated a view of key strengths and areas for improvement.

Members asked a range of questions about the data, and Joanne Williams responded, explaining the basis for areas of focus, intervention and development actions.

Members noted that students are making progress, that behaviour is good and employability is well promoted, however, there remained scope for further work on stretch and challenge.

The review was received.

## **8.2 Ofsted Inspection Framework**

Following consultation, the new Education Inspection framework had been published and was provided for members. Joanne Williams summarised key changes relating to types of provision and key judgements. Focus was on intent, implementation and impact. Judgement areas would address overall effectiveness, quality of education, behaviour and attitudes, personal development and leadership and management.

Joanne Williams highlighted the new split of behaviour and attitudes and personal development, with increased focus on setting expectations at the beginning of the year and in providing a range of activities to support personal development.

David Williams noted the change of focus on the educational framework, towards the firm foundation for why students are undertaking courses.

Joanne Williams explained that the College Self-Assessment Report would respond to the new framework and that further information would be forthcoming.

The update was received.

## **9 Finance Reports**

### **9.1 Review of Revenue Budget 2018/19**

Members considered the budget update.

Changes to the model had been provided with no material difference and the strong position was noted.

**The Corporation approved the revised Revenue Budget 2018/2019.**

### **9.2 Financial Plan 2019-2021**

Members reviewed the commentary of the two-year financial plan with year one representing the College 2019/2020 budget.

Jacque Carman reported that the plan continued to reflect the strategic plan and financial strategy and objectives. Considering risks and uncertainties 2019/2020 was challenging; pension costs were included and the plan incorporated the key assumptions on financials relating to transfer of provision from BMet Stourbridge.

Members noted that under financial ratios pay as a percentage of income could increase to 61%.

Jacque Carman referred to the sensitivity analysis and contingency plans undertaken regarding risks, the retention of outstanding financial health, the assurance provided in the Financial Planning checklist and that the College would now be maintaining a 24 month rolling cashflow.

Members commended the report and the assurance that was provided.

**The Corporation resolved to approve the Financial Plan 2019-2021.**

### 9.3 Revenue Budget 2019/20

Members had considered the budget for 2019/2020 as part of the two-year financial plan.

**The Corporation resolved to approve the Revenue and Capital budgets for 2019/2020**

### 9.4 Halesowen College and HCE Memorandum of Understanding

Jacque Carman provided the Halesowen College and HCE Memorandum of Understanding for annual review and approval, highlighting minor changes.

Members were apprised that as the student entry was likely to increase, placing more pressure on services such as catering and cleaning, the memorandum of understanding may require further revision.

**The Corporation resolved to approve the revised Memorandum of Understanding with Halesowen College Enterprises 2019/20.**

### 9.5 Halesowen College Enterprises Business Plan

Jacque Carman explained that as a legal entity a business plan was required for Halesowen College Enterprises.

A risk assessment had been conducted on the activities of the company with no change at this point. Profits had remained consistent over a three-year period and the company was in a stable position.

Future considerations would be around an increase of staff in response to the infrastructure coping with an increase in students using facilities.

**The Corporation resolved to approve the Halesowen College Enterprises Business Plan - August 2019 to July 2022.**

### 9.6 Gift Aid

Jacque Carman reported that the board of Halesowen College Enterprises had agreed to covenant the profits of the company to Halesowen College.

**The Corporation approved the accounting treatment of the covenant from Halesowen College Enterprises Limited to Halesowen College, that being, to account for Gift Aid in the 2018/19 accounts.**

## 9.7 Treasury Management Review

Members noted that the review of investment aimed to further minimise administration and risk across treasury management/investment interest.

**The Corporation noted no change to the Treasury Management Policy and approved that two additional banks be explored with the aim of more evenly dividing cash balances across banks utilised.**

## 9.8 Student Financial Support Policies

Jacque Carman reported that the annual review of student financial support policies had been conducted and appraised by the auditors, to provide financial support where most needed.

It was noted that the College aimed to honour the financial support provided to students transferring from BMet Stourbridge. Members discussed the scope of this.

**The Corporation resolved to approve the Learner Support Policy and Guidelines for 2019/2020.**

## 9.9 Review of Activities

The annual review of activities had been undertaken and was reported to the Corporation. Members were asked to note that one area rated red under the RAG rated system was being addressed.

**The Corporation having reviewed the activities outlined in the report provided, confirmed that all green and amber activities are within the powers of Halesowen College.**

## 10 Any Other Business

### a) HCE Membership

Jacque Carman reported that Philip Osborne had resigned from Halesowen College Enterprises with effect from 20 August 2019.

**The Corporation ratified the appointment of Ian Jewkes as a non-executive director of Halesowen College Enterprises commencing 1 August 2019.**

### b) Equality and Diversity Forum member

The Clerk asked for a Corporation member to attend the Equality and Diversity Forums for the new academic year.

### c) Student Awards Evening

The Clerk highlighted that the newly established awards evening was being conducted on 27 June 2019, to which members had been invited.

#### d) GDPR

Members were informed that the College had reported a data breach to the Information Commissioner's office and was conducting internal investigations. An assessment indicated no harm had been incurred due to the breach. Any further information would be reported to the Corporation.

#### 11 Date of Next Meeting

The next meeting of the Corporation is scheduled under the new calendar for Wednesday 25 September 2019 at 6pm.

The meeting closed at 8.40pm

Actions from Meetings			
Ref	Agenda item and action	Date/item for review	Reported by
<b>Corporation Meeting 6 November 2018</b>			
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.	27 Feb Sept 2019	DWi
<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