

Minutes of the Corporation Meeting

Held Wednesday 3 June 2021

Present Joanne Chilton (*Chair*) Helene Jones (*Vice Chair*), Andy Dobson (*Principal*), Amanda Allen, David Allen, Lance Hanson, Thomas Huntbatch, Zubeda Limbada, and Joanne Rouse.

In attendance Joanne Williams (*Deputy Principal, Director of Learning and Teaching*)
Jacquie Carman (*Vice Principal and Chief Operating Officer*)
Jennifer Sunter (*Clerk to the Corporation*)

1		Apologies
		Apologies were received on behalf of Jake Hiatt and Mark Richardson.
2		Declarations of Interest
		There were none.
3		Minutes
	3.1	Minutes of Corporation Meetings held 31 March 2021
		The minutes of the meeting held 31 March 2021 were approved as a correct record.
	3.2	Matters Arising
		Matters Arising under the meeting held 29 January 2021, the draft Strategic Plan was provided under the current meeting agenda.
4		Strategic Overview
	4.1	Principal's Report
		<p>Andy Dobson encapsulated for members a sense of the last term in College. This had addressed the easing of Covid restrictions (while recognising that the College has remained operating under capacity) and the dominance of addressing teacher assessed grades (which had been achieved and provided within required timescales). The additional hard work undertaken by a significant proportion of teaching staff, Heads of Department, Assistant Principals and the Vice Principal was commended.</p> <p>Members asked if the teacher assessed grades had been sampled and if the College was likely to get more detailed information on what students progressing to College had covered at school.</p> <p>Joanne Williams explained that all vocational courses had submitted work and used external verification as normal and listed the areas where samples under some course areas had been requested.</p> <p>Andy Dobson noted that due to the complexity and variability of what would have been covered and retained by school students, the College was being pragmatic and would not be able to make the same assumptions as usual based on the grades of incoming students. This would be particularly challenging in addressing if a student's core skills were strong enough for their chosen course.</p> <p>Members noted that the level of catch up funding to support students at College was very disappointing. Members also noted the positive work the College had done in supporting school students in preparing for their next stage.</p> <p>The Chair and Corporation asked that their thanks be conveyed to staff for their hard work in addressing teacher assessed grades and ongoing associated issues.</p>

	<p>Andy Dobson updated members on T Levels commencing 2021/2022. Members discussed in detail the impact of current Government ideology on potential breadth of curriculum and current vocational qualifications. The potential threat to equality and inclusion from the proposed de-funding of applied general qualifications, for those students not fitting the A Level, T Level or Apprenticeship routes was concerning.</p> <p>Members noted the national focus on safeguarding concerns relating to sexual abuse and sexual harassment in education settings and that the College was maintaining a close watching brief. There remained a robust approach to safeguarding at the College with reporting through appropriate channels. As Ofsted had also released a report on abuse and on a new interim inspection framework any further recommendations would be considered by the College Leadership Team.</p> <p>The report was received.</p>
4.2	<p>Draft Strategic Plan 2021-2025</p>
	<p>Members considered the draft strategic plan based on the lead provided in January 2021, which included clear statements on purpose and vision.</p> <p>Andy Dobson provided historical context behind the College’s educational character, which remained that of a tertiary based model, being very inclusive, non-selective, diverse and welcoming, with a purposefully broad curriculum offer and focus on looking after students very well.</p> <p>Members raised several comments and questions for discussion, including around the following:</p> <ul style="list-style-type: none"> That the learning village atmosphere of the main campus, where students felt like adults, could be highlighted The use of standout statements; understanding what is measurable and what is not, with the latter still relevant to encapsulate and support the ethos of becoming remarkable That the College course offer is deliberately broad to be inclusive, whilst recognising that it is appropriate not to offer some courses better provided elsewhere. The importance of progression, through an appropriate portfolio of College courses, particularly when students are starting from a low entry point. Specific challenges for the College in becoming outstanding lay around developing the culture and ethos of ownership to empower staff, letting them be excellent, and some particular concerns such as first year A Level retention. <p>Andy Dobson outlined the key aims and objectives of the Strategy, and how they would be used to guide staff and decision making, to move the College forward. In particular, he highlighted the need to focus on consistency of quality across provision which works for young people, looks to the education of the whole person, through a curriculum that is creative, develops key specialisms and has partnerships with employers.</p> <p>Members also noted the importance of place with a very high quality main campus, but the need to continue with accessibility, sustainability, digital investment, and investment in staff. Additionally, the College, as an accredited Leader In Diversity should seek to further develop its position of leadership in this important area.</p> <p>In considering finance members discussed the balance of quality and efficiency, maximising income, and changes to financial measures.</p> <p>Members discussed aims and measures, and agreement of high-level key performance indicators. Specifically, the target to achieve student outcomes for 16-18 main aims, to place Halesowen College in the top 25% of colleges nationally. Benchmarking was difficult, currently due to arrangements under Covid-19. It was noted that while this specifically referred to the more challenging area of measuring only main aims, a target of 20% could be considered. Finance targets were felt to be more directed by financial health measures, while noting</p>

		<p>some variance (such as the College benchmark of 60%, rather than the national benchmark of 62%, for the ceiling of pay as a percentage of income).</p> <p>Further questions were answered on recycling targets and financial modelling.</p>
	Action 4.2a	<p>Members were asked to provide any further comments to Andy Dobson by 9 July 2021. Andy Dobson would review the matters raised by governors and return the strategic plan to the Corporation for approval.</p>
		<p>Members received the Draft Strategic Plan 2021-2025.</p>
	4.3	<p>Review of 2020/2021 Annual Plan and Strategic Targets</p>
		<p>Jacque Carman reported that the College was in line to achieve overall targets, with no actions rated red under the traffic lights system.</p> <p>Following questions on digital inclusion Jacque Carman outlined the focus in getting support to those in need. While the Digital Strategy review had been delayed, it was currently being revised for the new academic year, to compliment the Learning and Teaching Strategy.</p> <p>The Corporation noted progress against targets and that a final update would be provided in the autumn.</p>
	5	<p>Students, Curriculum and Quality</p>
	5.1	<p>Draft Minutes of the Students, Curriculum and Quality Committee, 15 June 2021</p>
		<p>The Chair of the Students, Curriculum and Quality Committee reported that key discussion had been on undertaking teacher assessed grades and much good practice seen in digital learning, which should not be lost in moving forward with blended learning.</p> <p>The Chair asked about the sharp increase in students with Education and Health Care Plans. Joanne Williams confirmed that there was no additional funding and that areas were preparing for the impact the increase would have.</p> <p>The draft minutes of the Students, Curriculum and Quality Committee, held 15 June 2021 were received.</p>
	6	<p>Finance and General Purposes</p>
	6.1	<p>Draft minutes of the Finance and General Purposes Committee meeting, 16 June 2021</p>
		<p>The Chair of the Finance and General Purposes Committee summarised key areas for governors to note arising from the work of the Committee.</p> <p>The reports on the costed curriculum plan and estates strategy were commended to members.</p> <p>Changes to the FE Commissioner's benchmarks were considerable, focusing on colleges' debt service ratio and their ability to generate cash.</p> <p>The Committee had also addressed recalibration of the pay spine to address changes to National Living Wage and differentials on the lower end of the pay spine. This would benefit staff at the lower end of the pay scale and helped move the College forward in the aspiration to pay the Foundation Living Wage.</p> <p>The draft minutes of the Finance and General Purposes Committee meeting held 16 June 2021 were received.</p>
	6.1.1	<p>Draft Budget 2021/2022</p>
		<p>Jacque Carman explained that while managing to forecast a surplus, contain the pay budget and achieve EBITDA of above 8%, the budget for 2021/2022 had been challenging. The model was predicated on growth, with risk under the lagged funding model in exceeding contractual targets, with no guaranteed additional funding in year.</p> <p>The pay bill in relation to the costed curriculum model had been included.</p>

		<p>It was anticipated that income to Halesowen College Enterprises would return to pre pandemic levels.</p> <p>Members noted key risks reported, which included achieving student numbers, changes to funding methodology, rising prices and changes in the economy.</p> <p>The budget would be reviewed in the autumn term.</p>
		On recommendation of the Finance and General Purposes Committee, the Corporation approved the 2021/22 revenue budget.
	6.1.2	Halesowen College Enterprises – Gift Aid Covenant
		Jacque Carman reported on the technical accounting requirement.
		The Corporation, on recommendation of the Finance and General Purposes Committee, approved the accounting treatment of a covenant where made from Halesowen College Enterprises Limited, to Halesowen College from 2020/21 surplus.
7		Audit Committee
	7.1	Draft Minutes of the Audit Committee meeting, 8 June 2021
		<p>The Chair of the Audit Committee reported that comprehensive reporting from auditors had been considered with no significant issues raised.</p> <p>Members noted consideration of the revised Audit Code of Practice, the most significant amendment being that external audit would now have to undertake their own work on student numbers, as assurance would no longer be provided from the funding agencies. This would be an additional cost to the College.</p> <p>The draft minutes of the Audit Committee meeting held 8 June 2021 were received.</p>
	7.1.1	Signing of Self-Assessment - Regularity Audit Framework
		<p>Members noted that the required self-assessment was completed and provided for external auditors. There were no areas of concern.</p> <p>A review of procurement policies awaited anticipated additional guidance.</p>
		On recommendation of the Audit Committee, the Corporation approved that the Self-Assessment-Regulatory Audit is 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 2020/21.
	7.1.2	Reappointment of Internal Auditors
		<p>Members sought clarity on actual costs for internal audit service provision and questioned the exclusion clauses within the Letter of Engagement and Terms of Reference.</p> <p>Jacque Carman explained the basis of charges applicable and confirmed satisfaction with the daily rate applied.</p>
	Action 7.1.2a	Clarification on the clauses used in the Internal Audit Letter of Engagement and Terms of Reference would be sought from TIAA.
		On recommendation of the Audit Committee, the Corporation approved the re-appointment of TIAA as Internal Audit Service providers for 2021/2022, as provided for in the letter of engagement dated 21 May 2021 subject to satisfactory clarification on exclusion clauses.
	7.1.3	Approval of Draft Audit Plan 2021/2022
		Members noted that the Draft Audit Plan was based on the risks facing the College. The audit work planned against key themes translated to twenty-five days provision, which would be subject to review in the autumn term.
		On recommendation of the Audit Committee the Corporation adopted the proposed Audit Plan for 2021/22, subject to review in the autumn term.
8		Search and Governance

8.1	Draft Minutes of Search and Governance Committee, 22 June 2021
	<p>The Chair of the Search and Governance Committee reported that the Committee had focused on recruiting members with the right skills to maintain an effective balance across board membership.</p> <p>The draft minutes of Search and Governance Committee, 22 June 2021 were received.</p>
8.1.1	Corporation Membership and Appointments
	<p>The Chair formally thanked outgoing governors Mark Richardson and Jake Hiatt. The Clerk reported on the student governor election process and the basis of recommendations on governor reappointments</p> <p>Members discussed increasing the Corporation membership to include 14 independent members, to provide a more resilient base and to support the committee model.</p>
	<p>The Corporation resolved</p> <ul style="list-style-type: none"> That following the results of the student governor election process, Jonah Woodley be appointed as the student governor for the academic year 2021/2022 <p>That on recommendation of the Search and Governance Committee, that</p> <ul style="list-style-type: none"> Amanda Allen be reappointed for a term of office commencing 1 August 2021 and ending 31 July 2024. Zubeda Limbada and Joanne Rouse be reappointed for a term of office commencing 1 October 2021 and ending 31 July 2024 <p>The Corporation further resolved to increase the Corporation determination to 17 members to include 14 independent members.</p>
8.1.2	Governor Offices and Membership of Committees, including Additional Roles Membership Update)
	<p>The Clerk outlined the need to maintain the current membership of committees, pending additional governor appointments.</p> <p>The Chair called for nominations for the position of Vice Chair. Amanda Allen was nominated and seconded. There were no further nominations.</p>
	<p>Amanda Allen was duly elected as Vice Chair of Corporation, commencing the first meeting of the Corporation in September 2021.</p>
	<p>The Corporation approved the Corporation composition of committee membership including current offices of committee chairs and where applicable vice chairs.</p> <p>The Corporation further approved the membership regarding additional roles.</p>
Action 8.1.2a	<p>Members agreed that biennial appointment to offices should be taken forward in the review of framework documents.</p>
8.1.3 Verbal	Update on External Review of Governance
	<p>The Chair reported on the progress of the external review.</p> <p>While documents were now in draft stage, for provision in September 2021, the Committee Terms of Reference had been provided for consideration.</p>
8.1.3a	Committee Terms of Reference
	<p>Members discussed the draft terms with regard to understanding roles and responsibilities that remained with the Corporation and parameters of delegated authority and decision making for committees.</p> <p>It was felt that the terms required further consideration to address queries being raised.</p>

	Action 8.1.3a	It was agreed that a meeting be arranged with the Chair of Finance and Resources Committee to further consider the Committee Terms of Reference.
	8.1.4	Calendar of Meetings 2021/2022
		Members discussed changes to dates proposed.
	Action 8.14a	Members agreed to additional committee dates in October 2021 to specifically address training combined with an overview of the start of the academic year 2021/2022.
		The Corporation approved the Calendar of meetings for 2021/2022, subject to changes as outlined.
9		Other
	9.1	Review of Activities and Public Benefit
		Members received the annual review of activities within what the College can undertake and the public benefit it meets.
		The Corporation considered the activities outlined together with the associated action plan and confirmed that all green and amber activities are within the powers of Halesowen College.
10		Any Other Business
		The Chair formally thanked both Mandy Davis (retiring) and Mel Taylor (moving to a new post) for their service to the College. The Chair reported on AoC Chair's briefings which she would cascade to members. The Clerk informed members that the East and West Midlands online Governance Conference was scheduled for 30 th March, from 10am to 1pm.
11		Date of Next Meeting
		The next meet is set in accordance with calendar to take place on Wednesday 29 th September 2021.

The meeting closed at 8.15pm

Actions from Meetings			
Ref	Agenda item and action	Review Date	Reported by
Corporation Meeting 30 September 2020			
Action 10a	Legal Advisors to the College It was agreed that it was timely to review the provision of professional legal services to the College.	2020/2021 Closed	JWi
4.1	Principal's Report – Ney Review. The amended Annual Plan 2020/2021 would be provided as part of the Corporation strategic planning away day, on 29 January 2021. 26 January Update: Following discussion it was agreed that it was appropriate to consider updates to the Annual Plan 2020/2021 at the same time as the mid-year review of risk.	March 2021 Closed	
Corporation Meeting 14 December 2020			
Action 5.2a	Human Resources Annual Report It was necessary that any anomalies in the report were updated for the record.	January 2021 Closed	JCa
Corporation Meeting 26 January 2021			

Action 5.1a	Review of Staff Pay It was agreed that modelling and clear recommendations on pay would be provided for the March 2021 meetings of the Finance and General Purposes Committee and Corporation, with focus on the College as a prudent but good employer.	March 2021 Closed	Ado/JCa
Action 5.2a	Remuneration Committee Annual Report and Recommendations, Including Remuneration Committee Statement for publication The Remuneration Committee Annual Report was deferred until March 2021.	March 2021 Closed	HJo
Action 9c) a	Review of Governance It was agreed that a further meeting on the terms would be convened.	February 2021 Closed	JCh
Corporation Meeting 29 January 2021			
Action 3a	Appointment of Chair The Corporation agreed that the appointment of Corporation Chair be addressed at the next full meeting of the Corporation on Wednesday 31 March 2021.	March 2021 Closed	JSu
Action 9a	Strategic Planning Next steps A draft plan would be returned to the Corporation for consideration.	June 2021 Closed	ADo
Corporation Meeting 30 June 2021			
Action 4.2a	Draft Strategic Plan 2021-2025 Members were asked to provide any further comments to Andy Dobson by 9 July 2021. Andy Dobson would review the matters raised by governors and return the strategic plan to the Corporation for approval.	September 2021	ADo
Action 7.1.2a	Reappointment of Internal Auditors Clarification on the clauses used in the Internal Audit Letter of Engagement and Terms of Reference would be sought from TIAA.	September 2021	JCa
Action 8.1.2a	Governor Offices and Membership of Committees, including Additional Roles Membership Update) Members agreed that biennial appointment to offices should be taken forward in the review of framework documents.	December 2021	JSu
Action 8.1.3a	Committee Terms of Reference It was agreed that a meeting be arranged with the Chair of Finance and Resources Committee to further consider the Committee Terms of Reference.	August 2021	JSu
Action 8.1.4a	Calendar of Meetings 2021/2022 Members agreed to additional committee dates in October 2021 to specifically address training combined with an overview of the start of the academic year 2021/2022.	August 2021	JSu

Signed:

Dated: