

**Minutes of the Board meeting held on Thursday 19<sup>th</sup> September 2019 at 5pm**

**GOVERNORS PRESENT:**

Rebecca Joyce  
Neil McDonald  
Andrew Cropley, Principal & CEO  
Martin Rigley  
Jane Hawksford  
Steve Sutton  
Sean Lyons, Chair  
Mark Williams  
Paul Frammingham  
Sardip Sandhu  
Spencer Moore  
Tony Westwater  
Charles Heaton  
Clive Pitt  
Melanie Stirland

**ALSO IN ATTENDANCE:**

Maxine Bagshaw, Clerk to the Corporation  
Louise Knott, Vice Principal: Communications Engagement & Student Experience  
Gavin Peake, Director: IT & Estates  
Jon Fearon, Finance Director  
Suzanna Smith, HR Director  
Sue Martin, interim Vice Principal: Curriculum and Quality  
Jane Peacock, ESFA observer

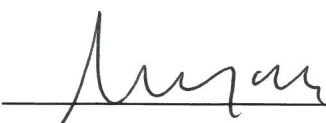
**1 WELCOME, INTRODUCTIONS AND APOLOGIES FOR ABSENCE**

The Chair welcomed four new Governors: Clive Pitt, Spencer Moore, Charles Heaton and Melanie Stirland (staff Governor). He also welcomed Suzanna Smith, the new HR Director, to her first meeting.

Apologies were received from Mary Mamik, Kate Truscott and Lee Radford. The Clerk advised that, although Mary Mamik had tendered her apologies for this meeting, she has provided a note on a number of agenda items and these would be referred to as the meeting progressed.

**2 DECLARATION OF INTERESTS**

ACTION by whom	DATE by when

Signed :  Chair

Date:

The Chairman reminded everyone present to declare any interests that they may have on matters to be discussed. No specific interests were declared and standing declarations were noted. The Clerk advised that the college would be undertaking its usual update of the registers of interest declared and Governors were asked to review and complete at the earliest opportunity.

**3**      **MINUTES OF THE MEETING HELD ON 11<sup>TH</sup> JULY 2019**

The minutes were reviewed and it was agreed that they were an accurate record of discussions.

AGREED: to approve the minutes of the meeting held on 11<sup>th</sup> July 2019.

As a matter arising the ESFA observer made reference to the note on 'ESFA clawback' on page 8 of the minutes. The Finance Director provided assurance that historically £1.3 million has been accounted for in the 18/19 accounts and that 19/20 includes provision of £500k.

**4**      **ACTION PROGRESS REPORT**

The Clerk presented the update and drew Governors' attention to the final column on the right-hand side, which gives current progress comments. The Board were happy to note the update provided.

**5**      **COMMITTEE CHAIR REPORTS**

1) Standards Committee 15<sup>th</sup> July 2019

In the absence of the Committee Chair, the Clerk drew Governors' attention to the summary report and the detailed minutes of the meeting. Governors were asked to particularly note the areas that require focus/improvement and the areas of assurance. She confirmed that the Committee Chair was actively encouraging all Governors to become more involved in the curriculum and quality processes, and all felt that the training afternoon just provided had been a good start. It was confirmed that all Governors have received an open invitation to attend Standards Committee meetings, irrespective of them being Committee members. A challenge from one Governor present was that the summary report and the minutes were very 'acronym-led' and the request was made to include full terms where possible for ease. The Clerk indicated that she would also update and recirculate the acronyms list that is available.

The ESFA observer made a comment in relation to page 3 of the minutes and indicated that the ESFA does not liaise with the OfS as suggested, therefore the college must ensure that all of the obligations are satisfied. The Vice Principal confirmed that the college does do this through the OfS portal.

Signed : \_\_\_\_\_ Chair

Date:

AGREED: to note the content of the update provided.

2) Audit Committee meeting 17<sup>th</sup> September 2019

The Committee Chair explained that, as the meeting only took place two days ago, it has not been possible to produce the usual full report and minutes of the meeting, and explained that these would be presented to the next meeting scheduled for October. In terms of verbal feedback, he confirmed that:

- Internal auditors for the 18/19 year (RSM) presented their annual review and there were seven areas covered, two with reasonable assurance and five advisory reports. He explained that there were a number of low category recommendations which will be addressed, but that there were two high priority recommendations which were unfortunately repeat issues identified in the prior audit. He confirmed that there was lengthy discussion regarding the need to follow up on actions agreed and make progress to close down these actions. He confirmed that the Committee had expressed disappointment that the college had not acted promptly to address matters previously raised.
- The Risk Register was reviewed and there was good discussion regarding the link between scoring and appetite. There is further work that the Executive have been asked to do, and the intention is that the updated Risk Register will be presented to the Board at its October meeting.
- The internal audit plan for 19/20 is not yet finalised and will come to the November meeting of the Audit Committee; however, in the interim, a number of pieces of audit work will commence so that the timetable for the year can be met.
- Clive Pitt was welcomed to his first meeting as a Committee member.
- Governors considered the exceptions report and noted again that there were concerns regarding subcontractor activity. The Committee were given assurance that all matters that are reportable have been communicated to the ESFA.

AGREED: to note the content of the update provided.

6 CHAIR'S UPDATE

The Chairman drew Governors' attention to the letter received from the ESFA over the summer, regarding the Bourneville investigation. He expressed the view that there were a number of parallels with WNC, in particular the mismanagement exposed in the report. He confirmed that there were a series of recommended actions and that the college has reviewed these and provided a position statement to give assurance. He confirmed the intention to invite the Audit Committee to monitor future compliance, with a report to be presented early in the next calendar year.

Principal /  
FD / Clerk

January  
2020

Signed : \_\_\_\_\_ Chair

Date:

A minor typographical error was noted at line 13 it should job description rather than dob description.

AGREED: to note the content of the update provided.

## **7 STRATEGIC AIMS AND 19/20 STRATEGIC OBJECTIVES**

The Principal introduced this agenda item and confirmed that this was closely linked with the papers on curriculum intent and behaviours; therefore, whilst they appeared as separate agenda items, they are all part and parcel of the necessary suite of changes required to bring about improvements.

In terms of the strategic aims for 19/20 and strategic objectives, he provided some context and restated how they had been developed, i.e. the process and the level of participation. He confirmed that the aims are very similar to those included within the Foundations for Recovery document, and that what he has sought to do is to articulate them in to smart targets over a 3-year period. He expressed the belief that, if the objectives can be achieved, the aims will be achieved.

The Board were asked to specifically consider the list of objectives and provide feedback. Comments and observations made included:

- The objectives resonate with earlier discussions, but there was a challenge as to whether or not there were enough objectives detailed to be able to achieve aim 4. The Principal expressed the view that there were and that they would cover a number of aspects, including:
  - a) Focus on the local area
  - b) Progression to level 4
  - c) Recruitment of more adult students.He expressed the view that these three together should impact upon the community.
- A challenge from one member of the Board was how strategically forward-looking the college is; in particular, there was discussion regarding the timetable for production of the prospectus. An observation made was that the college could be missing a market-led approach to curriculum development: for example, D2N2. A challenge from the Board was in terms of how much market assessment is done to influence the future. The Principal confirmed that the college is working hard to develop employer partnerships and that, through these, there will be a greater opportunity for market-led initiatives.
- A challenge from one member of the Board was in terms of how the college will create new opportunities that will be different to what is currently provided today. The Principal indicated that there will be a period of evolution but that curriculum developments have to be considered within the context of policy constraints for the future: the example given was T-Levels. He

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indicated that a 'revolution' in terms of subjects offered will be difficult to achieve, however, there will be 'evolutionary' development with partners and employers.

- In relation to the 8<sup>th</sup> objective articulated for 2021, the Board questioned how many courses are now created/marketed in partnership with employers. The Principal confirmed that the college would be starting from zero, therefore there will be a journey. He explained that this objective was not included for 19/20 as there will need to be a lead-in period.

The Principal explained that the next step was to turn this in to a curriculum strategy, and he confirmed that he would include the requirement to take on board the views of the LEP and D2N2. He agreed to review and propose a way of phrasing this is as a SMART target.

An overarching challenge provided by the Board was to use numbers as targets and not just percentages.

The Board indicated that they would welcome a gap analysis between what the college is offering and what students travel to Nottingham for. This is a move away from knowing why students come here, instead considering why students don't come here in the context of what others offer.

A challenge from the Board was that the college needs to ensure that staff knowledge and skills are all current, and there was some discussion regarding the possibility of undertaking a case study in relation to the apprenticeship proposal pitched to Sports Direct.

The Board questioned whether there is a capability strategy that sits alongside the strategic objectives. The Director of HR confirmed that there is and explained that, at the next meeting of the Workforce Development Committee, the updated People Strategy would be presented for discussion. Also, the next meeting of the Finance and Estates Committee will consider the updated IT Strategy.

As an overall observation, the Board all agreed that they could see that improvements in quality were very clear in the aims. A challenge from them was to be clearer in terms of a) student number growth & b) becoming the employer of choice. In relation to the latter, the Principal confirmed that he will extract an appropriate target from the People Strategy.

The Chair confirmed that the aims and objectives, once agreed, will then become the Principal's objectives, which will cascade down to other members of staff and all interlink. The Principal confirmed that the new KPIs align with the objectives. The Principal confirmed that the next report will have a baseline figure and will then numerically show the targets, for example +20 +50 +200 etc. A challenge from the Board was that 'bringing this document to life' is key and that this will be important

Principal

2019

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to ensure that all staff are accountable.

AGREED: Subject to the comments and observations made at the meeting, the Board were happy to in principle approve the strategic aims and 19/20 strategic objectives as presented.

## **8 CURRICULUM INTENT**

The Principal introduced this item and drew the Board's attention to the appendix, which sets out the curriculum intent. He explained that it is designed to develop the college's mission, vision and values to a clear articulation, at a strategic level, of the student experience. This is through students' time at the college and is intended to be applicable to students of all ages on all types of courses. It uses the new Ofsted Education Inspection Framework and takes the criteria for judgements in relation to curriculum intent to create challenges around ambition, success in life, planning individual needs, relevance and empowerment. These headings combine to create the concept of the ASPIRE curriculum, which the college will deploy to encourage teams to critically assess their own provision and to identify, share and adopt good practice.

As an overview, he explained that this document was intended to convert the strategic landscape in to student experience. A staff Governor present (academic) agreed that sharing of good practice is critical, and felt that it could be improved within the college as it doesn't happen enough in all areas. She is firmly of the belief that staff need to use their own expertise to develop each other. She confirmed that she was reassured as most of what is set out is actually happening and that it is a matter of now ensuring consistency across all areas. In line with the observation made, a challenge from the Board was that all areas of college need to embrace the curriculum intent and that this clearly needs a cross-college approach. The Board were given reassurance that this is recognised in the People Strategy and that there is detail included within this, including how the college will engage, opportunities for piloting and different approaches, and embedding the curriculum intent is a reoccurring theme.

The Principal confirmed that the document presented today is intended to set out the college's intent at the highest strategic level.

AGREED: to approve the curriculum intent, the 'ASPIRE curriculum' as presented.

## **9 BEHAVIOURS**

The Principal drew Governors' attention to the appendix of his report and confirmed the intention to reorder so that the acronym 'RICHER' can be utilised. Key behaviours are respect, integrity, responsibility collaboration, and high expectations. He confirmed that the document was intended to make some commitments to the college and staff,

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particularly from the senior team and leaders. He confirmed that it was important to lead from the top and ensure that the behaviours expected are embodied and evident.

The Principal confirmed that this document has been shared with staff and feedback has been invited, and that the next step for him is to consider how to 'bring it to life'. He confirmed the intention to use the next employee council meeting as an opportunity raise the focus to a more strategic level. He acknowledged that the challenge now will be to get 'all staff on board'.

The Board were advised that the People Strategy is supported by a people plan, which includes engagement opportunities, and that there is clear signposting for teams to consider.

He confirmed that, once approved, a published document will be presented to the Board for information at the November meeting.

In considering the content in detail, an observation made by one Governor was that, under the heading 'collaboration', there is the comment that 'we 'never' let colleagues down'. Her question and challenge is whether 'never' is the right word as, in her view, 'never' is not possible. She challenged whether there was an alternative word to be used here.

The Principal confirmed that the values and behaviours are explicitly referenced in the strategic objectives commencing in the first year, with a staff survey being used to gain the wider staff body's perception of the way in which the senior team exemplify the college's values. He confirmed the intention to have a further staff survey this year as the college now has a baseline position against which to measure. Staff surveys are planned for April 2020 and then February 2021.

AGREED: to approve the proposed behaviours as presented.

10

#### **MANSFIELD TOWN FC**

The Principal introduced this item and confirmed that, whilst the partnership has been launched, there was a slight delay in formalising the arrangements as the expectation is that Mansfield Town FC will be treated as a subcontractor and so they need to sign a standard contract. He explained that the content of the report and the proposals would transfer into the standard subcontracting document. He drew Governors' attention to schedule 3, which sets out the proposed recruitment and contribution; schedule 4 sets out the proposed payment timetable.

In terms of the expectation that MTFC will contribute to a number of units of the qualification, the Board questioned whether there were any minimum requirements. The Principal confirmed that this would be

Principal

Nov 2019

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clarified within the final contract and that the schedule at that point in time will become more specific.

One member of the Board questioned whether MFTC is simply porting over provision that they have elsewhere. It was confirmed that this is not the intention and that this will be new provision using a proven model, which is to be adapted.

The Board questioned whether there are any likely benefits to students, for example, reduced-price tickets. The Principal indicated that this had not been part of discussions, but that there will be opportunities in terms of work experience, for example, media/filming and catering on match days.

AGREED:

- a) To approve the fundamentals of the contract as set out in the report.
- b) Authorise the Principal to sign the contract on behalf of the college, once it is agreed.

## **11 PRINCIPALS REPORT**

The Principal presented his detailed report and a number of aspects were considered.

- 1) FEC stocktake report

A copy of the final report from the visit on 19<sup>th</sup> and 20<sup>th</sup> June 2019 was noted.

- 2) BKSB

It was agreed that discussions would be recorded on a confidential basis.

- 3) Performance against KPIs in 2018/19

The Board were happy to note the information provided, and it was acknowledged that this is now a historic outturn position.

- 4) KPIs for 2019/20 and the data dashboard

Governors' attention was drawn to appendix 3, and the Principal explained that these have been driven by the strategic objectives, which have a data focus. Going forward, the format of the report will include arrows to record movement so that Governors clearly know the direction of travel. He described this as a developing document. He confirmed that the column on the left identifies committees that will monitor particular aspects. It was confirmed that the fourth set of targets recorded as 'recruitment, retention and development' will be monitored by the Workforce Development Committee.

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In considering the document in detail, a question and challenge from the Board, in relation to employer partnership increases, was how the +25% will be measured. The Principal acknowledged that there was still work to do on this specific target, including the 'what and how' to measure. A challenge from the Board was in terms of the need to clearly see the golden threads between strategic objectives, risks and KPIs. The Finance Director explained to the Board that there will be no movement for financial health in the 19/20 year, so this has not been set out as a KPI.

In considering the document, the Board were happy to support the identified KPIs and the mechanism for monitoring and reporting.

AGREED: to approve the proposed KPIs for 2019/20.

5) Apprenticeship quality – this is dealt with as a separate agenda item (13)

6) Enrolment update

The detail provided in the written report was noted and the Principal confirmed that, in terms of 16-18 recruitment, the college is 100 ahead of where it was last year and therefore numbers are looking positive. He indicated the intention to submit a case to the ESFA for improved in year funding.

7) Staff survey

The Principal drew Governors' attention to the detailed survey results provided at appendix 4 and expressed the view that the comments and observations made were not surprising given the circumstances. He confirmed that he has been clear with the team that it is now for new staff in the new structure to take forward and drive the improvements needed.

The Board acknowledged that what was presented was a very open and honest summary. A challenge from the Board was that the improvements needed should closely link to the aims and objectives, with a clear way of being able to measure and see the distance travelled. The Principal provided reassurance that there was a change in culture underway and that this is being led from the top. The Principal expressed the view that the survey shows that staff want to be listened to and that he believes there is a sincere will from staff to engage.

8) Partnerships

The Board were happy to note the update provided.

9) Christmas college closure

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The Board were happy to note the update provided.

10) Diary dates

Governors' attention was drawn to key activities happening for the period from September to November 2019.

AGREED: to note the content of the update provided.

**12**      **FINANCE DIRECTORS UPDATE**

The Finance Director drew Governors' attention to his detailed written report and a number of matters were considered.

1) Management accounts July 2019

The Finance Director indicated that the full accounts had not been included because of the timing of this meeting, but provided assurance that the full pack will go to the next meeting of F&E on 26<sup>th</sup> September 2019. He explained that there has been a delay in finalising the full pack as he has had to complete a fundamental review of the accounts. Additionally, the college is awaiting confirmation of ESFA funding from the R13 funding return, which the college will be seeking to use as the basis of preparation of the audited accounts.

He explained that there are a number of minor and some more significant items that have had an impact on the outturn. The most significant ones include:

- An increase in the bad debt provision to bring it in line with the policy.
- £211k reduction in income to recognise an overstatement of apprenticeship funding in 17/18.
- Approximately £100k for the cost of liquidating the subsidiaries.
- An increase in the liability to refund the ESFA by £397k (there is scope for this to increase by a further £100k approx.). The college is seeking to clarify the position for finalising the accounts.
- Recognising that the college may not reach 97% of the funding allocation for AEB, which will lead to a clawback of up to £750k. This is the main factor for in year variance on the income target within the midyear forecast. He indicated that, at this point in time, it is not looking likely that the college will hit 97% and he explained that this was significantly influenced by the fact that there is some provision provided by subcontractors that has been rejected and therefore cannot be counted. He confirmed that the position regarding subcontractor activity has been fully reported to the ESFA.

As an overview he confirmed:

- Overall income is down by £1.2 million, £609k relating to prior

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year, the balance being £324k on AEB and £300k on apprentices. He confirmed that both of these are prudent estimates.

- May 2019 costs are below MYF by £589k, the majority of this being £495k saving and restructuring with a further £84k of other pay savings.
- Prudent expenditure in schools of learning generated a further £200k saving.
- Other non-pay was down a further £609k savings in external consultancy as a major area here, though some of the costs will go into 2019/20.
- Overall, the deficit of the college is £347k better at -£4,329k.

AGREED: to note the content of the update provided.

## 2) Liquidation/striking off of subsidiaries

He advised that Vision Workforce Skills and Vision Apprentices both went into liquidation on 25<sup>th</sup> July 2019. There is one active creditor for VWS; this is the pension provider. The college has paid £50k of unpaid share capital and £41k of cash balances, which have been transferred to the liquidator.

The balance sheets of Safety Plus Construction and Safety Plus Training and Consultancy were reviewed and cleared on 11<sup>th</sup> September 2019. The only outstanding creditor was WNC. The companies are now ready for an application to be struck off to be made. He invited the Board to appoint him as a Director on both companies, and this would then allow him to expediently complete all of the paperwork rather than waiting for the current Director (a former employee, Tom Stevens) to complete the paperwork. The Board all agreed that this was a sensible and pragmatic approach and agreed:

- a) To appoint Jon Fearon as a Director of Safety Plus Construction and Safety Plus Training and Consultancy;
- b) Remove Tom Stevens as a Director of Safety Plus Construction and Safety Plus Training and Consultancy with immediate effect.

## 3) Audit of subcontractors

The Finance Director confirmed that the college is required to provide the ESFA, by 31<sup>st</sup> July of each year, with an audit certificate and declaration of activity on subcontracting provision. The college informed the ESFA of a delay and completed the declaration of subcontractors in mid-August. The completion certificate from KPMG was signed on 11<sup>th</sup> September 2019.

## 4) Subcontracting Policy for 2019/20

The Finance Director drew Governors' attention to the appendix, which sets out the proposed subcontractor policy for 2019/20. It includes a number of revisions to reflect amendments to the 19/20 AEB funding

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rules; due to this, the college has estimated the maximum level of fee it can charge for starts from 1<sup>st</sup> November 2019 at 20%.

He confirmed that the college, in revising its policies, will ensure that contractor payments are made on a more timely basis, although there will be 10% held back until final reconciliations. In relation to the fees, he confirmed that any variations to the 20% will be at a specific cost agreed with the partner and not a percentage. He indicated that, historically and in the original 19/20 budget, there was an average expectation of 27%. However, in his view, this is not sustainable given the sector and market.

AGREED: to approve the Subcontracting Policy for 2019/20 as presented.

He confirmed that, as all subcontractors will get paid more quickly, this will help to improve relationships and the quality of service. He indicated that quicker payment will ensure that they have appropriate resources to do the job required.

The Board questioned whether 80% is in line with the rest of the sector. The Finance Director confirmed that it is, with percentage payments to partners usually being between 80-85%. He confirmed that retaining 20% reflects the risks associated with subcontractor activity. To give reassurance to the Board, he indicated that the college undertakes a credit check every month on each and every subcontractor before a payment run is processed. There is a standard subcontract document in place, which is prepared by Eversheds. This does provide for financial recovery, but this is very much dependent upon the subcontractors' ability to repay. He confirmed that the 10% held back until final reconciliation is a mitigating action.

#### 5) AEB allocations

Governors' attention was drawn to appendix 3, which sets out the proposed subcontractor activity for AEB. He explained that the current allocations are well below the budgeted expectation and reflects an element of de-risking provision. The contract of One to One is to be issued after a further review of provision. He indicated that the college has raised a concern over the delivery approach to the management with ESFA and City & Guilds and, as a consequence, any continued work would be on a different model which also reflects the lower planned value. The value allocated will include 2018/19 rollover values and new starts. The 18/19 rollover value is likely to substantially reduce as confirmations of qualifications are received prior to the R14 funding return.

In discussion, he confirmed that there is a risk that some students will not complete until 19/20 and that this will have funding implications.

AGREED: to approve the AEB allocations as presented.

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## 6) Chameleon School of Construction

The Finance Director indicated that, due to the shortfall in activity, there is a requirement to add further local providers. The ESFA have been approached by a local provider, Chameleon School of Construction, and the ESFA would support WNC working with this experienced local provider. He confirmed that this company has a strong track record of performance and he therefore put forward the proposal to award Chameleon School of Construction Limited £350k, subject to completion of due diligence. He confirmed that this value was not within any OJEU requirement.

In discussion a challenge from the Board was whether or not due diligence has looked at forward projections for the company. The Finance Director confirmed that they are a company with a track record of responding to dips in funding. WNC would not be their only funding streams, and he confirmed that credit checks have been undertaken. He described them as an organisation who are able to respond to 'stop/start' activity. A request from the Board was to ask the company to provide its latest set of management accounts for review.

Finance  
Director

Sept. 2019

The Board asked whether there were any procurement implications. The Finance Director indicated not, as they are a company which is available; however, the remaining shortfall of £500k would be subject to tender. He explained that there is a further shortfall and therefore the proposal is that the college advertise it on its contract system, for only 'outstanding' providers initially, to propose opportunities for partnering up to £500k within D2N2. He explained that this is to cover the likely current shortfall on existing arrangements.

In terms of the shortfall, the Board questioned whether this is where the college would expect to be at this point in time. The Finance Director confirmed that it was not, and it is specifically driven by the fact that the college has stopped activity with Right Track, which has led to a shortfall (£750k). In these circumstances, the Board were happy to support the tender process for activity worth up to £500k within D2N2.

### AGREED:

- a) To note the content of the update provided;
- b) Approve the Subcontractor Policy presented for 2019/20;
- c) Approve the proposed allocations for AEB and rollover apprenticeships as presented;
- d) To award Chameleon School of Construction Limited £350k, subject to completion of due diligence;
- e) The college to advertise on its contract system, initially for only outstanding providers, to propose opportunities for partnering for up to £500k within D2N2 (It was noted that the outcomes of the process and recommendations will be brought back to the November meeting for approval).

Finance  
Director

Nov. 2019

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**INTERIM VICE PRINCIPAL: CURRICULUM & QUALITY'S UPDATE**

The detailed report was considered and a number of elements particularly discussed.

1) A-Level headline analysis

She explained that the report confirms the position on data that is known, however, the college is still working to close down data for 18/19. In terms of A-Level, she confirmed that performance was still very strong, albeit that it would be lower than 17/18, which was an exceptional year. She confirmed that results are good and not dissimilar to the sector but that they are still disappointing for the college. Particular attention was drawn to the last four bullet points of the report, which shows a decline, and it was acknowledged that there is clearly a progress issue to address.

2) Maths and English

She confirmed that the college's position regarding maths and English is not positive and that students may not achieve national averages in some areas. She indicated that some of the decline can be explained by reduced GCSE teaching hours, which were reduced from four to two in 18/19, and also the fact that delivery was decentralised. A challenge from the Board was in terms of what happens now. She confirmed that staff will look at how subjects are delivered and the decision has been reached to change awarding bodies. The college is also receiving support from Leicester College, with a clear need to focus on teaching and learning. She confirmed that the college position will be accurately reflected in the SAR and actions required will be included within the QIP. It was confirmed that these documents will be scrutinised in detail by the Standards Committee.

A challenge from the Board was that target setting may need to be reviewed, with the appropriate balance being struck between ambitions and realism. The interim Vice Principal: Curriculum and Quality expressed the view that it is right to be ambitious as a philosophy, particularly for A-Levels, and she explained the target setting process. In terms of encouraging students to focus on maths and English, it was acknowledged that there needs to be a clear link made between employment needs in the relevant sectors.

AGREED: to note the content of the update provided.

3) Headline apprenticeship cleanse 2019 (to date)

The detailed statistics were considered and, in terms of the current position, the Board were given reassurance that the college now knows what every single continuing learner needs to do, and it was acknowledged that getting to this position has been a mountain to climb.

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She confirmed that the 18/19 data is poor and that it is now important for the college to be able to explain that it no longer delivers in the same way. She confirmed that the 19/20 position will be much better.

The Board focused on this update provided in relation to subcontracted apprenticeships, and it was acknowledged that there has been a huge amount of work done to understand the current position. There will only be 26 apprentices starting the year and there will be no subcontractors undertaking apprenticeship activity in the future.

AGREED: to note the content of the update provided.

4) Ofsted planning

The Board were happy to note the content of the update provided. It was confirmed that EIF training has taken place throughout the summer, with an external facilitator engaged, and that this has been followed up with college meetings with teams. The Board asked what the role of Governors will be in the new framework. She explained that there was less of an emphasis now on organised meetings but that Ofsted would want to meet:

- a) The safeguarding link Governor, as part of their meeting with the safeguarding team;
- b) A group of Governors.

She confirmed that being able to articulate the importance of the three 'I's will be critical.

AGREED: to note the content of the update provided.

**14** **GOVERNANCE UPDATE**

The Clerk presented an update in a number of areas.

1) Subsidiary company matters

She put forward the proposal from the VBSS Board of Directors that Suzanna Smith be appointed as a Director with effect from 19<sup>th</sup> September 2019. This is to strengthen Board membership in terms of numbers and also relevant skills and experience.

AGREED: to approve the appointment of Suzanna Smith as a Director on the Board of VBSS Limited.

The Clerk presented a number of minor amendments proposed to the VBSS terms of reference. There were a number of observations made:

- In relation to 4.3 the Board questioned whether the word 'received' was active enough; they felt that it was too passive.
- The suggestion made was that any reference to 'company' should be changed to read 'Board of Directors' to give clarity, and the same would apply to the heading. The Clerk confirmed that she would incorporate the suggested additional changes

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made at the meeting.  
Subject to these points, the Board were happy to agree the amendments proposed.

AGREED: to approve the updated terms of reference for the VBSS Board of Directors.

2) Board membership summary 2019

This was noted, in particular the process for recruiting to the two student Governor vacancies.

3) Governor attendance 2018/19

This was noted.

4) Governor training 2018/19

The composite rolling log was noted. The Clerk indicated that Governors should inform her or the Principal's PA of any activity, either training or Governor links undertaken, so that an accurate rolling log can be compiled.

5) Governor links and engagement activities for 2019/20

The Clerk thanked Governors for their commitment in this area and all agreed that there was an array of activities planned.

6) Key planning dates

As requested at the last meeting, this is a summary of operational key dates. The Clerk indicated that, if any Governor wished to see additional matters included, they should email her outside the meeting.

7) Governor resignation

The resignation of Ian Baggaley was noted, both as a Governor and as a Director on the BKS Board.

8) Governor self-assessment 2018/19 timeline

The Board were happy to note the content of the update provided.

9) VP Curriculum and Quality recruitment - timeline and process

The Clerk drew Governors' attention to the paragraph in the I&As, which details senior post holder recruitment, and she indicated that the panel needs to be made up of the Principal plus three other Governors. She confirmed that Mary Mamik has offered to participate in the process; Spencer Moore and Rebecca Joyce also agreed to participate in the

Signed : \_\_\_\_\_ Chair

Date:



process. The dates of the planned shortlisting and interviews were noted.

AGREED: to appoint Andrew Copley, Mary Mamik, Spencer Moore and Rebecca Joyce to be the selection panel that makes recommendations to the Board on behalf of the permanent VP: Curriculum and Quality.

**15**      **SAFEGUARDING, E&D AND PREVENT**

The Vice Principal introduced this item and confirmed that her report includes:

- a) An exceptions report;
- b) Student profile (early indications for 19/20) and an updated safeguarding procedure. The Board were advised that the college already has 49 looked after learners enrolled for this academic year.

The Board considered the updated safeguarding procedures (provided on the portal) and were happy to approve.

AGREED:

- a) To note the content of the update provided;
- b) Approve the updated safeguarding procedures as presented.

**16**      **AOB**

There were no items of additional business.

**17**      **EXCEPTIONS**

The Chair confirmed that there were no exceptions to be reported at this meeting.

**18**      **DATE AND TIME OF NEXT MEETING**

The Clerk confirmed that the next scheduled meeting is 10<sup>th</sup> October 2019 at 5pm.

**19**      **CONFIDENTIAL ITEMS**

It was agreed that confidential items would be recorded separately.

Staff left the meeting at 7.15pm (Melanie Stirland, Gavin Peake, Jane Hawksford and Suzanna Smith)

Signed : \_\_\_\_\_ Chair

Date:

