



GOVERNORS' MEETING

Minutes of the meeting

17 December 2009

Present: Mr Neil Arlett, Michelle Balcombe (for Items 1-11 only), Mrs Katarina Blair, Mrs Carol Clapham, Mr Charles Davies, Mr Rob Doran, Mrs Pat Gaze, Dr Jonathan Godfrey (except for Item 12iii), Mr Denis Holly, Dr Ken Hopkins (Chair), Bob Ing, Mr Andrew McDonagh, Mr James Miller, Mr Patrick Morgan, Mrs Helen Powers, Mr John Pratt, Mr Ravi Tandon, Miss Christine Wright (18)

In attendance: Dr Ruth Brinton and Mr Peter Cooper (Deputy Principals), Mr Philip Eyles (Clerk, except for part of Item 12iii) Mrs Ruth Jones (Finance Director)

1. APOLOGY FOR ABSENCE

Heidi Macdougall

2. RE-APPOINTMENT AND APPOINTMENT OF GOVERNORS

This item was postponed until Item 12i

3. DECLARATION OF INTERESTS AND GIFTS

None

4. MINUTES OF THE MEETING HELD ON 15 OCTOBER 2009

The minutes were **APPROVED** as an accurate record and signed

5. MATTERS ARISING FROM THE MINUTES

Minute 8: The College has now applied formally to be designated as a sixth form college

Minute 9: The Principal's reply to Herefordshire Council's consultation about its School Review Task Group Report has been welcomed by the Council

Minute 10iii: Governors' attendance at Committee Meetings has improved, with 20 attendances out of a possible 21 at meetings since the October Governors' Meeting

6. CLERK'S REPORT

The Clerk circulated a list showing the membership of Governors' Committees and commented on training on Safeguarding that he had recently attended in Shrewsbury. The training has been useful and of good quality but the regulations for Safeguarding are complex and are changing continuously at present. The position will clarify in 2010.

7. PRINCIPAL'S REPORT

The Principal's report covered the College's Self Assessment Report (see also Minute 9), the College's Annual Report (now with a revised format), the College's participation in the Sunday Times 'Best Public Employer' survey, the College's finances and financial health (Category A), emerging links with the Local Authority and the threat that 'efficiency targets' may be set by central government. At best, the latter is likely to see per capita funding frozen at the 2009-10 level. The comment was made that it is much harder to manage efficiency gains when rolls are static or falling than when they are rising – as they were during the last round of severe cuts during the early 1990's.

The Principal's Report was discussed and **NOTED**

8. OPERATIONAL PLAN MONITORING

98% of the 230 objectives for the calendar year 2009 have been achieved. The remaining 2% (four objectives), have been deferred. Three of these relate to Procurement Policy and the other one to equality data on certain students. This latter objective will now be addressed at the first senior management team meeting in January

The Board **NOTED** the Operational Plan Monitoring Report

9. COLLEGE SELF ASSESSMENT REPORT 2008-09

The Deputy Principal (Curriculum and Quality) introduced the report, explaining its purpose and the way it is compiled using contributions from all departments. The role of the Self Assessment Review Group was reported and discussed. This group, which included the Chair of Governors, Clerk, several Heads of Department and representatives of the Learning & Skills Council, examined and considered the grade awarded to each area and department, regrading where this was considered appropriate

The pages covering the grades awarded were then discussed, with emphasis on the grades awarded within the Common Inspection Framework criteria. Within the Leadership and Management section it was noted that the grade for Governance is now Grade 1 following the improvement in attendance reported at the 15 October Governors' Meeting (of which Minute 10iii refers). No Governance weaknesses have been identified. There was considerable discussion of the sections C3 and C4 of the report, dealing respectively with Safeguarding and Equality & Diversity.

The Board of Governors then **APPROVED** the College Self Assessment Report and expressed confidence that the College is fulfilling its statutory, legal and contractual obligations in regard to equality and safeguarding

10. REVIEW OF RECENT GOVERNORS' TRAINING, SKILLS AUDIT AND PLANNING FOR FUTURE TRAINING

The first training to be reviewed was that on Financial and Legal issues, provided on 10 November by Stephanie Mason of Baker Tilly, the College's Financial Statements Auditors. This training, which was considered to be of very good quality, addressed all the required issues and looked forward to future issues arising from the forthcoming new Machinery of Government and a possible change of government. Most Governors had attended this successful training session.

Minute 6 above refers to the useful training on Safeguarding that the Clerk had attended. The Chair of Governors had attended another training event on Safeguarding, but it had not been such a good one. The Board, in considering training on Safeguarding, agreed that a session should be put on for all Governors at the Governors' Conference in March – see also Minute 11.

The Clerk circulated a form for Governors, for them to list their perceived skills and identify their training needs. He also reported that further induction training would be provided for recently appointed Governors, as they had requested

11. GOVERNORS' CONFERENCE

It was agreed that there will be a residential conference in March 2010 and that Local Authority Officers and Cabinet Members for Education will be invited as guests for dinner on the first day. The programme for the second day will comprise a short Governors' Meeting, training on Equality & Diversity and Safeguarding, a review of the College's Mission Statement, Strategic Objectives and Financial Planning during a period of funding cuts in real terms. It was also suggested that there should be a session when each Governors explains briefly what skills and experience they bring to the Board.

The Principal will research two possible venues: either The Colloquy at Lyonshall or the Pengethley Manor Hotel, as used in previous years.

12. COMMITTEE REPORTS

i. Search Committee on 3 December

Having considered the Committee's report and Tony Leach's curriculum vitae, the Board of Governors **AGREED**

- to re-appoint Heidi Macdougall as an Independent Governor for a four-year term of office from 30 March 2010
- to appoint Tony Leach as an Independent Governor for a four-year term of office from 30 March 2010
- that the membership section of the Terms of Reference of the Search Committee be changed from 'the Chair of Governors, the Principal and two other Governors' to 'the Chair of Governors, the Principal and a minimum of two other Governors'
- that an additional Term of Reference be added: to review the Appointment of Governors Procedures at least every two years
- that minor changes be made to the Appointment of Governors Procedures in order to reflect current terminology

The Committee's Minutes were also considered and **APPROVED**

ii. Finance & Premises Committee on 3 December

After brief discussion, and following the Committee's recommendation, the Board **AGREED TO APPROVE** the Monthly Management Accounts for August, September and October 2009

The Committee had also recommended adoption of the Financial Report and Accounts, subject to any further audit and subject to the report from the Audit Committee (for which see Minute 12iv). The Board then agreed to postpone detailed consideration of the report, until after the Audit Committee's report, although there was still a discussion of the growing pensions provision deficit which relates to the Support Staff's pension fund. This was reported in the accounts under Financial Reporting Standard 17. It was explained that the College is obliged to have a pension scheme for all staff and that the Worcester Pensions Scheme for the College's support staff is both a funded scheme and a comparatively strong one. Christine Wright declared an interest during the above discussion on pensions

There followed a brief report from the Chair of the Committee on the building of the new Sports Field Block. Work progresses on schedule and within budget. He reminded the Board of the possibility of it opting out of the Astroturf part of the scheme if the College's finances should deteriorate markedly before May 2010.

The Committee's minutes were then considered and **APPROVED**

iii. Remuneration Committee on 3 December

The Clerk left the room whilst his hours and salary were considered. The Principal and Deputy Principals left the room for the whole of this item

After due consideration of the report from the Remuneration Committee, the Board **AGREED** to

- adopt the Committee's proposals for the Senior Post Holders
- change the membership section of the Committee's Terms of Reference from 'the Chair of Governors and two other Governors' to 'the Chair of Governors and a minimum of two other Governors'
- approve the proposal that the Committee's minutes of 3 December 2009 remain confidential until January 2011

The Committee's Minutes were also considered and **APPROVED**

iv. Audit Committee on 8 December

The Committee had considered the audit aspects of the Financial Statements, Report and Accounts 2008-09, which had previously been examined and recommended for

approval by the Finance & Premises Committee, subject to audit: the second paragraph of Minute 12ii refers.

The Audit Committee had then considered the External Audit Findings Report, which had reviewed the audit aspects of the accounts, and the two draft Letters of Representation within the auditors' report. These documents were then discussed by the Board. The only issue was concern about unnecessary repetitions within the Financial Statements Auditors' Audit Findings Report. The Finance Director agreed to report this concern to the report's author

Following further discussion, the Board **AGREED** to

- adopt the Financial Statements, Report and Accounts for the year ended 31 July 2009
- authorise the Principal and Chair of Governors to sign the Report and Accounts
- approve the Audit Findings Report
- approve the Letters of Representation within the Audit Findings Report

The Committee had also considered a first report by the Internal Audit Service that had been prepared on the Sports Field Capital Project. The only matters arising related to the delay in signing formal contracts between the College and the main contractor and between the College and the Quantity Surveyor. Having received the Principal's assurance that both contracts have now been signed, the report was recommended for approval. Following brief discussion, the Board **AGREED TO APPROVE** this report.

The Committee had also had a Report by Auditors without Management Present, at which no issues were raised either by auditors or the Committee, had scrutinised the College's Regularity Self Assessment, and had examined the results of the Governors' Questionnaire on the Conduct of Governors' and Committee Meetings. The questionnaire, which the Committee had considered and approved at its September Meeting (of which Minute 11 refers), had been issued to Governors and 17 replies received and analysed. The main conclusion was that Board members believe that meetings are well-run and organised. However, there was a range of views on Governors' papers: some feel they contain too much information whilst others disagree. The Board **NOTED** the above reports.

The Committee's Minutes were also considered and **APPROVED**

13. ANY OTHER BUSINESS

None

14. DATE OF NEXT MEETING

7.30PM on Thursday 4 February 2010 in the Meetings Room