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| **MINUTES** | | | | | | |
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| *Corporation No 148* | | | | | | |
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| Date: |  | *10/12/2019 (Tuesday)* |  | Time: |  | *18:00–20:00* |
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| Venue: |  | *Bowland Suite* |  | Committee: |  | *Corporation* |
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| Notes: |  | *A voucher will be issued with the agenda notification to enable Governors to obtain refreshments from the College Restaurant prior to the meeting. Tea and Coffee will be available in the meeting* | | | | |
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| Present: |  | *Alison Robinson (Principal), Allan Foster (Vice Chairman), Ashleigh Mawdsley, Barbara Godby, Clare James, David Hall, Debbie Clayton, Garry Payne, Ian Higginbotham, Jane Booker, John Morphet, Louise Bell, Richard Furnival, Robert Wallace (Co-opted Member) and Stuart Heys (Chairman)* | | | | |
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| Attending: |  | *Janet Whiteside (Deputy Principal), John Wherry (Deputy Principal) and Steven Downham-Clarke (Vice Principal)* | | | | |
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| Clerks: |  | *Ron Matthews (Clerk)* | | | | |
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| Apologies: |  | *Allison Jones* | | | | |
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| ***Public* Minutes** | |
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| Item number: | Item description: |
| (and category) |  |
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| **01.20** | ***Attendance of College Management Staff*** |
| ***Decision*** | Standing Order 13 states that:As a matter of policy all meetings of the Corporation and its Committees will be held in private. The agendas and minutes and supporting papers of its public business will be made available to the general public.However:(a) The Principal shall be authorised to invite members of staff to attend in their employed capacity for both public and confidential business as appropriate and in accordance with Standing Order 25.(b) The Corporation however, may exclude members of staff from attending any business that it deems necessary.(c) Attendance by other persons shall be at the discretion of the Corporation following advice from the Principal or Clerk.  **Resolved:**  **That Management attend for the public and confidential agenda items.** |
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| **02.20** | ***Apologies for Absence*** |
| ***Record*** | Apologies for absence had been received from Alison Jones, Ashleigh Mawdsley, Alison Robinson and Rob Wallace. |
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| **03.20** | ***Public Minutes fo Previous Meeting*** |
| ***Decision*** | The public minutes of meeting number 146 held on Tuesday 29 October 2019 and published on the extranet were agreed and signed as a true and correct record of the meeting. |
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| **04.20** | ***Declarations of Interest*** |
| ***Record*** | There were no declarations of interest made in respect of items on the public agenda. |
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| **05.20** | ***Opening Remarks from the Chair*** |
| ***Information*** | The Chair welcomed everyone to the meeting. He indicated that all items he wished to refer to appeared on the agenda. |
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| **06.20** | ***Report of the Myerscough Students Union*** |
| ***Decision*** | The report provided an overview of the events held by Myerscough Students Union over Freshers Week. The Clerk also informed the Board that the HE Student Governor, Ryan Clusky, had now left College and therefore a vacancy existed for an HE Student Governor. Officers were reviewing the most appropriate mechanism to inform the wider HE Student community of the opportunity.  **Resolved:**  **That the Myerscough Students Union report be received and the actions being taken to recruit an HE Student Governor be noted.** |
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| **07.20** | ***Governor Engagement Programme*** |
| ***Decision*** | Governors were invited to inform the Board of any activities they had engaged in with the College since the last meeting. Governors responded accordingly.  **Resolved:**  **That the update on Governor activities at College be received.** |
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| **08.20** | ***Financial Statements Auditors Report and Financial Statements for the Year Ended 31 July 2019 and External Auditors Findinf Report*** |
| ***Decision*** | The Audit & Governance and the Finance & Resources Committees had considered the Financial Statements Auditors Report and Financial Statements for the Year Ended 31 July 2019 and External Auditors Findings Report for the Year Ended 31 July 2019  and recommended them to the Corporation for approval.Corporation noted that the Finance & Resources Committee had not considered it necessary for the external auditor to attend the Corporation meeting, as the Committee had been satisfied with their full explanations and responses to questions.It was confirmed to Corporation that no adjustments to the final pre audit management accounts were required and  there were no recommendations for action to be included in the audit findings report.Corporation noted that the auditors had commented on a smooth process with exceptional advance preparation of documentation, and that the Deputy Principal, Finance and Corporate Services, Janet Whiteside, together with her staff, be congratulated on this.  **Resolved:**  **1.  That the External Audit Findings report for the year ending 31 July 2019 be approved.**  **2.  That the Draft Letter of Representation (Financial Statements) be approved.**  **3.  That the Draft Letter of Representation (Regularity Audit) be approved.**  **4.  That the Auditors Opinions in respect of the Financial Statements Audit and Regularity Audit for 2018/2019 be approved.**  **5.  That the Audited Annual Accounts with Members Report for the year ended 31 July 2019 be approved.6.  That the accounts be forwarded to the ESFA prior to 31 December 2019.** |
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| **09.20** | ***Draft Annual Report of the Audit and Governance Committee to the Chief Executive and Principal and the Corporation for the Year Ended 31 July 2019*** |
| ***Decision*** | The report was considered at the last meeting of the Audit and Governance Committee who commended it to Corporation for approval.Corporation endorsed the Audit & Governance Committee recommendation that the statement below be agreed and noted that the Committee had found no evidence of impropriety.‘The Audit & Governance Committee is of the view that it has operated effectively and fulfilled its obligations as identified in its Terms of Reference.  It is also of the opinion that the College’s audit arrangements, the internal control systems, value for money policy and procedures, financial controls, framework of governance, risk management and control are adequate, operating effectively and its processes secure economy, efficiency and effectiveness and can be relied upon''.  **Resolved:**  **That the Annual Report of the Audit & Governance Committee to the Chief Executive Officer and Corporation for the year ended 31 July 2019 be approved and signed by the Chair of the Audit & Governance Committee and submitted to the Education and Skills Funding Agency by 31 December 2019.** |
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| **10.20** | ***Myerscough College Self-Assessment Report 2019*** |
| ***Decision*** | Members had attended a session on Tuesday 26 November 2019 led by the Assistant Principal, Quality, to assess the overall College SAR. The discussion at this event informed amendments in the document presented to the meeting.As part of the process the SAR had been subject to internal and external validation. The overall judgement for the College was ''Grade 2'' across the main headline statements. The Quality Improvement Programme pulled together the main areas for improvement for year 2019 / 2020.Members noted a few minor amendments would be made before the SAR was submitted to Ofsted.  **Resolved:**  **That the College Self-Assessment Report be approved and be submitted to Ofsted.** |
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| **11.20** | ***Report of the Audit and Governance Committee 5 November 2019*** |
| ***Decision*** | Corporation considered the Audit & Governance Committee report of 5 November 2019.  **Risk Appetite and Full Risk Register 2018 / 2019.** The Committee had considered the College's risk management framework which comprised the risk appetite statement, risk assessment, and risk heat map.  Corporation concurred with recommendations for approval and noted the document defining risk scores would be included within future reports.  The full risk register was a ‘live’ document and regular review, reassessment and reporting ensured that College management are ‘risk aware’ and that the process is fully embedded within the College.  Consideration of risk has enabled Corporation to provide adequate assurance that, along with the Internal Audit Annual Report, the College has a sound system of internal control.  The full risk register was reviewed at Audit & Governance Committee and throughout the year individual committees received reports on the risks relating to their area of operation.  **Appointment of Chair and Vice Chair of the Committee for 2019/2020.**The Committee appointed Jane Booker Chair of the Committee and Garry Payne Vice-Chair for the ensuing twelve months.  **Financial Statements Auditors Report for the Year Ending 31 July 2019 and External Auditors Findings Report to the Audit & Governance and the Finance & Resources Committees.** The Committee considered the above documents which also included the draft Findings Report for the year ended 31 July 2019 together with the draft Members Report & Financial Accounts for the same year which provided supporting information to the Committee enabling an informed decision on the Findings Report. Karen Musgrave attended the meeting and took the Committee through the reports. She also wished to place on record her thanks to Janet Whiteside and the Finance Team for their assistance with the audit. The Committee recommended the reports to Corporation for approval. A separate item appears elsewhere on the agenda relating to this matter.  **Internal Audit Reports.** The Committee considered four Internal Audit reports.  The first was the **Follow Up Report** which was normally considered at the June meeting but was delayed to incorporate management responses. The second report was the  **Draft Annual Summary** on assignments completed in line with the Internal Audit Plan. The work had been planned and delivered as a series of ‘agreed upon procedures’, delivering reviews and testing in areas at the request of management and the Audit and Governance Committee.  This also included the **Procurement Assignment** which had been requested by the Finance and Audit Committee at the start of the year and not included in the audit plan.  The third report was the **Internal Audit Progress Report** which included the timetable for those assignments due in the coming year.  The final report was the delayed **Post 1 May 2017 Apprenticeship Framework Review.** This audit had been delayed due to confusion over the scope of the work and had been explained to the Committee at the last meeting. The report included four medium recommendations which had been accepted by Management. Also circulated with this report was a letter from RSM outlining the findings from the original audit which would not feature in the final report following the agreement on the revised scope of the audit.  **Internal Audit Progress Report and Summary Report Update.** The Committee received and noted the above report which contained information detailing progress to date on all recommendations made. In total 10 recommendations were made of which 6 (60%) had been implemented, 3 (30%) partially completed and 1(10%) no longer applicable.  **Data Protection Policy and Procedure Update.** The Committee considered the Data Protection Policy and Procedure in line with the General Data Protection Regulations (GDPR) and the Data Protection Act 2018. The Committee received the report and noted that it remained fit for purpose.  **ESFA Subcontracting Report.** The ESFA requires providers who subcontract a defined level of provision to obtain a report from an external auditor on the arrangements in place to manage and control their subcontractors. Myerscough fell into this category and, as required, RSM had reviewed the College's Sub Contracting Controls to provide the necessary report and external assurance. The work had not identified any actions for the College.  **Draft Annual Report of the Audit & Governance Committee to the Principal/Chief Executive and Corporation for the Year Ended 31 July 2019.** The Committee considered the above document submitted by the Clerk for consideration by the Committee and subsequently Corporation. The Committee recommended the report to Corporation for approval and an item appears elsewhere on the agenda relating to this matter.  **Data Returns Reports.** The Committee considered the report of the Director of Finance on the above which indicated that all returns for 2018/2019 & 2019/2020 had been submitted on time.  **Governance Quality Improvement Plan.** Following the Governance Self-Assessment survey and report, considered by Corporation at their last meeting, the Clerk presented the Quality Improvement Plan for Governance indicating the actions for the coming year.  **Teachers’ Pension Report.** Audit & Governance Committee received the Teachers’ Pension Report. The Committee noted that RSM had provided an independent reasonable assurance report in connection with the Teachers’ Pension Contributions for the year ended 31 March 2019 which had been submitted to the ESFA in accordance with their time frame.  **Annual Review of Decision-Making Processes of the Corporation.** The Provider Financial Assurance (PFA) review of the effectiveness of financial management and governance at Myerscough, undertaken in January 2003, recommended that the Corporation carry out a full review of its decision-making processes annually. This requirement arises from the press release issued by Baroness Blackstone in April 1999 which stated that each college must review annually its decision-making process and such reviews must be recorded in the Corporation minutes. The Committee had considered a review of the following documents:   1. Standing Orders 2. Code of Conduct   The Instrument and Articles of Government had been considered by the Committee and Corporation in the summer cycle of meetings and had not therefore been included in the above reports on this occasion. In accordance with the requirements of the Code of Good Governance the Terms of Reference of Committees would be reviewed by each Committee in the current cycle of meetings. Audit & Governance Committee expressed its satisfaction that following previous reviews of the above documents they remained fit for purpose and required no further amendment.  **Governor Training.** It was reported that a Briefing Session on value for money relating to Apprenticeship provision would be held prior to the Self-Assessment Report briefing scheduled for Tuesday 26 November. The Committee noted the report.  **Note: The Apprenticeship Briefing was subsequently transferred to 4.00pm on 3 December 2019.**  **Governor Garry Payne.** The Committee expressed their thanks to Governor Garry Payne who was retiring from the College Board on 31 December 2019, for his service on the Committee, particularly as Vice-Chair for a number of years. They wished him well in the future. Garry responded accordingly.  **Resolved:**  **1.  That the College Risk Appetite be approved.**  **2.  That the Risk Policy comprising definitions for the College's risk assessment be approved.**  **3.  That the Full Risk Register 2018 / 2019 be approved.**  **4.  That the matters for Information be received.** |
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| **12.20** | ***Report of the Quality and Standards Committee 12 November 2019*** |
| ***Decision*** | Corporation considered the report of the Quality and Standards Committee from their meeting on 12 November 2019.  **Appointment of Chair and Vice Chair.** The Committee resolved to appoint Allan Foster as Chair and would consider the appointment of Vice Chair at the next meeting.  **Performance Data 2019/2020.** Performance data for 2018/19 was reported to the meeting of Corporation held on 29 October 2019 and therefore the reports to the Committee on this occasion related to data for the current year. The Committee had reviewed performance data as follows:  **Strategic Plan Progress Report 2019/2020 & In Year Performance Data 2019/2020**  **-   FE**  **-   HE**  **-   Apprenticeship and Skills.**  The Committee was pleased to learn that with the addition of the partnership enrolments, **FE** numbers would be above target.  The subcontracted provision allowed the College to broaden its offer and deliver to communities it was not otherwise able to reach.  The 42-day probationary period had passed with 118 students withdrawing from their course (149 in 2018/19), although not all were ESFA funded students.  The College had issued 85 letters of concern to students with 31 asked to leave, of which 11 were residential students. There were 10 appeals with 7 being rejected. Students within the 118 were offered information and alternative study programmes where appropriate. Any further withdrawals would now affect future success rates.  High needs funded students were at 125. For attendance several areas, who were below the 9%% target, required attention. Overall, with authorised absences, attendance was 93.85%. English and Maths remained a priority.  For **HE** the report included details of an increase in the total number of full time students aided by strong retention and recruitment meeting the full time budget target. Part-time students were lower than target at this stage but with semester 2 enrolments still to come overall numbers should be in line with the budget.  In relation to **Apprenticeship and Skills** 283 apprentices aged 16-19 had been recruited with 643 adults, slightly down on the same period last year. Satisfaction of both apprentices and employers remained high. Recruitment remains the main focus to enhance the numbers of levy apprentices/employers.  **Subcontracting Report 2018/2019 and 2019/2020.** The report included a number of subcontractors for 2018/2019, student numbers, retention, pass rates and achievement. These figures were also broken down into individual subcontractors. Performance remained strong in all areas. Allocations for the current year were also detailed indicating new partners but also giving details of those who would not be working with the College in the future for various reasons.  **Quality Performance and Standards Report.** The Committee considered the Quality Performance and Standards Report which provided an overview of academic data and received responses to their questions. A new staffing structure had been implemented providing capacity for effective operational management. Data for 2018/2019 was very positive with 94% of unannounced walkthrough observations meeting ‘expected standards’. The introduction of the new learner management system, Pro-monitor, was providing improved data and reporting systems. Performance Boards were due to take place shortly and the self-assessment process had been reviewed.  **Quality Improvement Plan 2018/2019 – Final Update.** The Committee received the report noting those areas which remained to be addressed in the coming year.  **Safeguarding Interim Report.** The Committee considered an interim report on Safeguarding. The report focused on current activities and priority areas which included mental health issues. The report also included details of issues raised by students at the present time.  **Curriculum Risk Register.** The Committee considered the Curriculum Risk Register noting the key 'inherent risks' and actions taken to reduce them.  Against the resulting 'residual risks', assurance statements were provided.  **Terms of Reference for the Quality and Standards Committee.** In line with all Committees the Quality and Standards Committee reviewed its terms of reference and concluded that they remained fit for purpose.  **Resolved: That the report of the Quality and Standards Committee be received.** |
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| **13.20** | ***Report of the Finance and Resources Committee 3 December 2019*** |
| ***Decision*** | Corporation considered the report of the Finance & Resources Committee.  **Tuition Fees 2020/2021.** The Committee considered the proposed increases in tuition fees which they recommended to the Corporation. Finance & Resources Committee recommended management proposals with regard to FE full and part time tuition fees for 2020/21 for Adult Learners, Overseas Students and Students the ESFA expected to co-fund their course fee. In general, increases were aligned to inflation with fees not exceeding the Advanced Learner Loan maximum published by the ESFA.  Corporation noted the attached schedule and concurred with its recommendations.  Fees would be published in compliance with consumer protection law.  **Financial Statements Auditors Report for the Year Ending 31 July 2019 and External Auditors Findings Report to the Audit & Governance and the Finance & Resources Committees. These audited accounts were approved by the Committee and recommended to Corporation for approval.** They appear as a separate item earlier on the agenda.  **The Principals Strategic Plan Progress Report 2019/2020.**  **Financial Position Statement for Period Ended 31 October 2019.**  **Capital and Revenue Cash Flow for Period Ended 31 October 2019.**  **Capital Expenditure Report for Period Ended 31 October 2019.**  **Myerscough Ventures Report for Period Ended 31 October 2019.**  The Committee received all of the above regular reports on the various aspects of the College finances for the period ended 31 October 2019. Overall income to date was lower than budget by £285k (3.7%) but above last year by £255k (3.5%). The main areas contributing to this figure were Education, including sub-contracting income, £207k (3.8%) less than budget and the Apprenticeship and Skills income, including subcontracting, £63k (9.2%) less than budget. Ventures income was £52k (3.6%) below budget with other income generating activities above budget by £25k (17.2%). Direct pay costs at £135k (4.5%) and non-pay at £69k (5.4%) were both favourable to the budget provision. The balance sheet remained strong at £7.6m and a current ratio of 1:1.27 and with cash days of 79. Current surplus equated to 7% of income.  FE recruitment would be achieved once partnership numbers were considered. HE numbers would be on target once recruitment to the second semester was completed. Myerscough Ventures contribution was behind target. Residential numbers were down on last year with a significant drop in demand for two bedded accommodation, which also impacted on catering income. Farm income was being closely monitored and was currently in line with deficit to date. The Farm Action Plan was included in the Ventures report together with the Lancashire Enterprise Partnership Progress Report following their contribution to the Farm improvement works. Cash balances remained strong with a sound financial position at the current time. A revised end of year forecast had been presented to the Governor Briefing on Apprenticeship Provision. This took place prior to the Committee and had been added to the agenda. It indicated that, in a worst case scenario, the forecast deficit would increase from £156,046k to £298,982. Management outlined action being taken to obviate this figure. In relation to the Capital Plan the profile for the next twelve months showed that the proposals were affordable and within the identified timescale. The report also indicated that the Capital Plan projects were meeting targets.  **College Financial Plan 2019 – 2021 and Financial Health.** The College had received a letter from the Education and Skills Funding Agency regarding the Financial Plan for 2019 - 2021 and confirming that the Financial Health of the College remained 'Good'. The letter also included the financial dashboard for the College which provided comparisons with all other colleges.  **Myerscough Student Union Annual Accounts for the Year Ended 31 July 2019.** The Committee considered the above accounts and were pleased to note that the Student Union remained solvent.  **Statutory Risk Register.** Members considered the elements of the Risk Register applicable to Finance & Resources Committee. Members noted the risks identified were in the first instance  classed as 'Inherent Risks'. Actions taken to mitigate these risks resulted in 'Residual Risk'. The report also included the review of the College Risk Appetite and a definition of scoring matrix.  **Overseas Visits Policy Review.** The Committee considered the review of the Overseas Policy and agreed that it remained fit for purpose.  **Human Resources.** The Committee considered the above report which contained analysis of staff turnover, breakdown analysis of leavers, staff stability index and staff sickness statistics for the year up to October 2019. The Committee noted that staff turnover was currently better than target at 16.03% and also better than the AoC benchmark. Staff sickness was being closely monitored and was better than the target of less than 3%. The AoC benchmark was also £3%. Long term sickness of 5 employees was also better than target.  **Health and Safety Report.** Members considered the Health and Safety Report for the period ended 31 October 2019 which included a summary of key strengths, areas for improvement, actions taken and further actions planned. Accident statistics had not identified any particular concerns. No RIDDOR reportable accident occurred during the period of the report.  **Terms of Reference of the Finance and Resources Committee.** In line with all Committees the Finance and Resources Committee reviewed its terms of reference and concluded that they remained fit for purpose.  **Resolved:**  **1. That the proposed Tuition Fees be agreed.2. That the report of the Finance and Resources Committee be received.** |
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| **14.20** | ***Fairness, Respect, Equality, Diversity, Inclusion and Engagement (FREDIE) Annual Report 2019.*** |
| ***Decision*** | Corporation considered the draft Annual Report on Fairness, Respect, Equality, Diversity, Inclusion and Engagement (FREDIE) for 2019. Due to changes to the format of the document it had not been available for the last meeting of the Quality and Standards Committee.  The Vice Principal outlined the content.  Corporation noted that the report reflected on the work that had been undertaken to advance and promote FREDIE at the College over the year and would be published on the College website in January 2020. Members commented on the area for development, 'seek to widen the representation of the Governing body', and would pay heed to the statement for future recruitment to the Board in terms of ethnicity. Corporation expressed satisfaction with the report structure and noted further information would be included to complete it.  Corporation was assured that the College discharged its duties according to the legal framework.  **Resolved:**  **That the report be agreed and be published on the College website in January 2020 once finalised.** |
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| **15.20** | ***Governor Meetings*** |
| ***Information*** | The Corporation were advised of the following additional meetings:  **Monday 20 January 2020** - **Special Corporation** **meeting** to review a number of revised HR Policies and to consider, as part of the Capital Programme, the Student Accommodation Strategy and proposals to convert existing twin bedded accommodation into single en-suite accommodation.  **Tuesday 25 February 2020 - Special Corporation meeting**to confirm additional financial returns required by the ESFA by 28 February 2020.  **Friday 28 February 2020 - Governor Away Event.** |
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| **16.20** | ***Governor Garry Payne*** |
| ***Information*** | The Chair referred to the imminent retirement of Governor Garry Payne with effect from 31 December 2019 following over eight year’s service on the Board. He thanked him for his valuable contribution to the work of the Corporation and in particular his role as Vice Chair of Audit and Governance and wished him well in the future. Other members of the Corporation concurred with the Chair's remarks.Garry responded accordingly. |