

REASEHEATH COLLEGE BOARD

**Minutes of the meeting held at 9.45am on Thursday 7 December 2017
Philip Leverhulme Centre, Reaseheath College**

Present:	Karol Bailey	independent
	Colin Baxter	independent, Chair of Audit Committee
	Meredydd David	Principal
	Dr Ian Graham	independent, Chair of Higher Education Committee
	Dr Elizabeth Harrison	independent, Vice Chair, Chair of Finance and General Purposes Committee
	Anne McKay	staff
	Luci Newell	student
	Richard Ratcliffe	independent, Chair and Chair of Search and Governance Committee
	Eleanor Thomas	student
	Prof Tim Wheeler	independent
	Charlie Woodcock	independent

Attending:	Matt Gower, Assistant Principal, Quality and Learner Services
	Sarah Houghton, Assistant Principal, Curriculum
	Dave Kynaston, Vice Principal
	Graeme Lavery, Director of Finance and Resources
	Paul Spearritt, Assistant Principal, Curriculum
	Jackie Schillinger, Clerk

PART A

Item	Content
1.	Apologies for absence Apologies were received and accepted from Alastair Taylor, Jon Furber, Sonia Belfield, Malcolm Burns, Robert Icke and David Pearson. The Chair welcomed members to the meeting. The meeting was quorate.
2.	Declarations of interest The following interests were noted: Meredydd David, DART Limited director, University of Chester Council member; Richard Ratcliffe, DART Limited director; Dr Ian Graham, University of Chester Council member; Prof Tim Wheeler, University of Chester Vice Chancellor and Council member; Charlie Woodcock, University of Chester Senior Management Team member. There were no items that required any of the above members to leave the meeting.
3.	Minutes and matters arising
3.1	Part A minutes of the meeting held on 13 July 2017 were approved as a correct record and signed by the Chair.

3.2	In relation to minute 6.3 on the new insolvency regime for colleges, the Clerk confirmed that governors' liability insurance is in place to cover liability for wrongful acts, which includes wrongful trading under the Insolvency Act.
3.3	In relation to minute 7.4 the Principal confirmed that the staff pay award had been made in accordance with that resolution.
4.	<p>Chair's Report Search and Governance Committee</p> <p>4.1 The Chair presented the committee minutes. The report highlighted the following: -The updated committee structure for 2017-18, which was attached to the report -That the committee had approved the timetable and selection process for the recruitment of a new Principal.</p> <p>4.2 The Chair confirmed that the committee recommends for approval: -The updated committee structure for 2017-18 -The 3 year strategic planning process due to take place in 2017-18 be delayed until next year, to be replaced by a one year refresh, due to the change of Principal at the end of the academic year and that governors are involved in the strategic planning day set for Friday 26 January 2018. -The Board appointments set out in the Board paper 'Board appointments' -The report by the Clerk on the Reaseheath College Board constitution for approval -The report by the Clerk on the annual review of the Governor Conflicts of Interest Policy for approval -The 2017/18 Governor Code of Conduct for approval and the accompanying annual declaration by members -The governance self-assessment report and development plan for approval</p> <p>4.3 RESOLVED: Approval of the following appointments:</p> <p>Luci Newell (FE) and Eleanor Thomas (HE) as student governors for the 2017/18 academic year</p> <p>Robert Icke as staff governor (support staff) for one year from 7 December 2017.</p> <p>Professor Chris Gaskell as an independent governor for a period of 3 years from 8 December 2017</p> <p>Angela Potter as an independent governor for a period of 3 years from 8 December 2017</p> <p>Peter Green as an independent governor for a period of 3 years from 1 August 2018 (subject to his retirement by that date).</p> <p>4.4 RESOLVED: Approval of the strategic planning day of Friday 26 January 2018 to focus on refreshing the college's strategic plan for the year 2018/19. [post-meeting note: this strategic planning session was subsequently postponed to be incorporated into sessions in March and May]</p> <p>4.5 RESOLVED Approval of the updated Reaseheath College Board Constitution (including the Instrument and Articles of Government), operative from 8 December 2017.</p> <p>4.6 RESOLVED: Approval of the Governor Code of Conduct 2017/18 and confirmation of the commitment of members to observe the Governor Code of Conduct to the best of their abilities.</p>

4.7	RESOLVED: Approval of the Governor Conflicts of Interest Policy.
4.8	RESOLVED: Approval of the governance self-assessment report for 2016/17 and development plan for 2017/18 and recommendation to consider publication on the Ofsted portal in future as well as incorporating a Landex peer review and external governance expertise on a regular basis to benchmark performance.
5.	<p>Principal's Report</p> <p>The Principal presented his summary report on activity across college and highlighted the latest developments on academic performance in Further Education and Higher Education, financial performance, capital projects, strategic planning and people matters. Discussion focused on the staff survey results that had been considered in detail by the Finance and General Purposes Committee. The Chair of that committee shared the content of this discussion and the Vice Principal updated members on recent feedback from college managers. Members took assurance from this discussion that managers were alert to areas that needed further work and that overall the results remained strong, with a very strong response rate to the survey. Members thanked the Principal for his report.</p>
6.	<p>College Strategic Plan</p> <p>6.1 The Principal presented the strategic plan progress report 2017/18, providing an overall context for progress so far this year and an update on performance against targets.</p> <p>6.2 A member requested further information on the approach to the CRM system. She highlighted the need to involve everyone in its development as these systems never manage to meet everyone's needs completely and so it is important to have some flexibility. She offered her support if needed due to her expertise in this business area. The Principal thanked her for this welcome offer and confirmed that the project will be taken forwards with a specific CRM project manager to be appointed, with identified funding to enable this to happen.</p> <p>6.3 A member queried whether the Higher Education National Student Survey (NSS) target of 85% overall student satisfaction was a little ambitious due to the current 77% figure. The Principal explained that the direction of travel for HE student satisfaction is very positive, but that there is still some way to go to reach 85%, which is the national benchmark target. He detailed the actions of a task group of cross college managers working on this, to secure further improvement, including further work on investment in and improvement of IT, which as members were aware, had been a source of some dissatisfaction for students last year.</p> <p>6.4 Members received the strategic plan progress report with thanks.</p>
7.	<p>Chair's Report Quality and Standards Committee</p> <p>7.1 In the absence of the Chair and Vice Chair of the committee, the Chair of the Board, also a member of the committee, presented the minutes. The Chair confirmed that the committee had considered the effectiveness of the quality strategy and received detailed reporting.</p> <p>7.2 On behalf of the committee, he reported the following to the Board: -Appointment of David Pearson as Chair and Alastair Taylor as Vice Chair of the committee for the 2017/18 academic year -Outstanding Care Standards outcome -Recommended approval of the Young Person Safeguarding Policy and the Safeguarding Adults Policy</p>

	<p>-Recommended approval of the College Self-Assessment Report 2016/17 and Quality Improvement Plan 2017/18</p> <p>-Oversight at the next meeting on English and maths in two curriculum areas and termly monitoring of the English and maths Quality Improvement Plan</p> <p>-Assurance on steady progress on teaching, learning and assessment standards.</p> <p>7.3 The Assistant Principal, Quality and Learner Services presented the College Self-Assessment Report and Quality Improvement Plan. In the presentation, he shared the trend data over the last three years, the improvements and strengths and the areas for improvement. Members queried the impact of low numbers on programmes and whether this needed specific commentary in the report. He confirmed that the college does seek to do this and also gave assurance that this is not too much of a concern because Ofsted has a low number criteria and does not take low number results into account in the analysis of performance. He confirmed that the report had undergone a robust process of validation, which had included the Chair and Vice Chair of the Quality and Standards Committee, as well as external expertise. The Chair proposed that the report be approved.</p> <p>7.4 RESOLVED: The College Self-Assessment Report 2016/17 and Quality Improvement Plan 2017/18 are approved and approval is given for publication on the Ofsted portal.</p> <p>7.5 The Chair introduced the Ofsted Care Standards Report outcome for information and members congratulated the management team for the 'Outstanding in all areas' result. Members welcomed the opportunity over lunch to meet with and congratulate members of the Student Services team.</p> <p>7.6 The Vice Principal presented the Safeguarding Update Report, for information. He updated members on the additional capacity added to the student services and wellbeing team to provide support for the increasing issue of poor mental health. He also presented the annual review of the safeguarding policies and noted the minor changes to these policies. He explained that these changes include clarification of the specific training for the safeguarding team as well as the additional information on modern slavery that had been added to the policies. He confirmed the continued two-way dialogue with the Cheshire East Local Safeguarding Children Board and the very proactive approach taken by the college that ensures that this multi-agency communication and engagement continues to develop. He commented that the college is lucky to have the expertise of the Vice Chair, David Pearson, who has provided a huge amount of support with the continued development of the college's safeguarding policy and process. Members wholeheartedly agreed and requested that their thanks for the Vice Chair's significant contribution to safeguarding at the college be recorded.</p> <p>7.7 RESOLVED: The Young Person Safeguarding Policy and the Safeguarding Adults Policy are approved.</p>
<p>8.</p> <p>8.1</p>	<p>Chair's Report Higher Education Committee</p> <p>The Chair of the committee confirmed that the committee had considered the effectiveness of the HE quality strategy. He drew attention to the minutes provided for information and summarised the agenda items covered in the meeting, in particular, highlighting the following key areas:</p> <ul style="list-style-type: none"> - Dr Ian Graham appointed Chair for the 2017-18 academic year - The process that had taken place for HEFCE Assurance Statement approval, with the report circulated to governors for consideration and comment, with comments incorporated into the report before submission - Review and approval of the HE Student Complaints Policy to ensure compliance with the Office of the Independent Adjudicator (OIA) requirements - TEF metrics analysis to be reported at next meetings to the committee and to the Board

	- Confidence and assurance to the Board of the good progress and direction of travel towards TEF Silver.
8.2	RESOLVED: Approval of the HEFCE Assurance Statement and Report, which had been submitted to HEFCE in line with reporting requirements, by 1 December 2017.
9.	Chair's Report Audit Committee
9.1	The Chair of the committee confirmed that the committee had considered the areas of college activity within its remit and has received reporting on the college subsidiary company, DART Limited. He confirmed his re-appointment as Chair of the committee and the appointment of Karol Bailey as Vice Chair of the Committee. In terms of year-end assurance reporting, members received the Internal Audit Service Annual Report and the Financial Statements Auditors Completion Report. He provided assurance that the Internal Audit Service Annual Report provides a very positive report, especially in the context of RSM's work in the sector as a whole and the positive annual opinion providing substantial assurance. The external audit completion report confirms that all bank covenants were met in 2016-17 and the external auditor confirmed that the committee and governing body can take assurance that the college is well run.
9.2	The Chair of the committee then presented the Audit Committee Annual Report. He confirmed that the Board can take assurance from the report, which includes the Internal Audit Service Report, in approving and signing the governance statement in the Annual Financial Statements. Members received the Audit Committee Annual Report for assurance.
10.	Chair's Report Finance and General Purposes Committee
10.1	The Chair of the committee presented the committee minutes. The following items were highlighted in the report -Appointment of Dr Elizabeth Harrison as Chair and Jon Furber as Vice Chair of the committee for the 2017-18 academic year -Recommended approval of the Reaseheath Group Financial Statements for the year ending 31 July 2017 (subject at that time to the minor presentational amendments to be agreed outside the meeting and the clarity of the subsidiary company potential tax provision); -Approval of the updated Health and Safety Policy and Management of Health and Safety Policy; -Reference to the ESFA financial health dashboard considered in the meeting, for assurance; -Ongoing monitoring of student numbers by the committee during the year; -Approval of the student transport contract for 2017/18 -Recommendation of the gender pay gap report for publication on the college website.
10.2	Members received the report with thanks and RESOLVED to approve the publication of the college gender pay gap report on the college website.
10.3	Following on from the committee report, the Director of Finance and Resources presented the year-end Financial Statements for approval. He confirmed that they had been scrutinised by the Finance and General Purposes Committee, with additional input from the Vice Chair of the committee following the meeting and they had also been presented to the Audit Committee by the Financial Statements Auditors. He confirmed that the SFA Finance Record had been received by the Finance and General Purposes Committee. He then took members through the key points, including the presentation of the break costs incurred in year due to the change of college bankers. He confirmed the college outturn position of £766k and explained the small number of adjustments from the period 12 management accounts to the statutory accounts. Members noted the college performance

	<p>against the financial KPIs, all RAG rated green and that all the bank covenants were met. They also considered the ESFA financial dashboard reporting and focused on the EBITDA data which they considered was strong and at the appropriate level for a land-based college. In discussion, members confirmed that they were assured on the financial health and management of the college. They accepted that the ESFA rating of 'satisfactory' for 2017/18 during the peak activity of the capital build programmes reflected the limiting factor of gearing in the ESFA's analysis and that the college's status will return to good and then outstanding in line with the capital projects financial strategy. Members also welcomed the senior team's engagement with the ESFA to ensure mutual understanding of the financial strategy and ESFA analysis as well as the statutory accounts presentation this year under FRS102, including the bank break costs element of that presentation.</p> <p>10.4 RESOLVED:</p> <ul style="list-style-type: none"> i. Financial Statements Auditors' Audit Completion Report for the year ended 31 July 2017 is received; ii. Terms of the management representation letter approved; iii. SFA Finance Record 2016/17 approved; iv. Financial Statements for the year to 31 July 2017 approved and the Chair and the Principal are authorised to sign the statements. <p>10.5 The Director of Finance and Resources presented the management accounts for period 3, providing an early indication of financial performance so far this year. Members noted that the period 4 accounts will include forecasting and therefore members will have a more detailed view of performance against budget next time. The Principal added that the budget outturn for this year is around £750k and that he has good confidence that the college will hit budget this year.</p> <p>10.6 The Director of Finance and Resources presented the Annual Health and Safety Report, which he confirmed had been considered by the Finance and General Purposes Committee. Members welcomed the consolidated improvement on accident reduction again this year, which indicates a very positive trend. There were no matters of concern arising from the report and it was received for information and assurance. Members expressed their thanks to the outgoing health and safety manager, Melvin Johnson for all his work on health and safety improvement at college and they wished him a happy retirement. They were pleased to note that a new health and safety manager had been recruited, with a strong technical health and safety background as well as excellent experience in working with people to change health and safety behaviours.</p>
<p>11.</p> <p>11.1</p> <p>11.2</p>	<p>Annual Equality and Diversity Report</p> <p>The Assistant Principal, Quality and Learner Services presented the Equality and Diversity Report for 2016-17. Members welcomed the good performance against the action plan for 2016-17 and noted the areas for improvement for 2017-18, as set out in the objectives and action plan accompanying the report. He confirmed that members would be kept updated during the year and that governor links with the college's equality and diversity committee had been strengthened for this coming year, with a governor in attendance at college equality and diversity focus group meetings.</p> <p>RESOLVED: To receive the Equality and Diversity Report for 2016-17 and approve its publication on the college website.</p>
<p>12.</p>	<p>Any other business</p> <p>There was no other business to report.</p>

13.	Date of next meetings The dates of the next meetings were confirmed as: Friday 26 January 2018 – Strategic planning day [<i>post-meeting note; re-scheduled – March/May</i>] Thursday 22 March 2018 – Board meeting
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The meeting closed at 12pm

Governors were joined for lunch by members of the Student Services team. Governor Link visits took place in the afternoon.

Signed by Chair:

Dated: