

THE SOUTH DOWNS COLLEGE CORPORATION

Minutes of meeting held at 5.45 pm on Thursday 21 March 2013 in the Committee Room

Present: Andrew Turner (Chairman), Ray Bolton, Ian Child, Graham Fice, Stephenie Linham, Donna Munday Laxmi Neave, Peter Rhodes, Lyn Surgeon (Principal), James Warner,

Apologies: Tim Bennett, Caroline Strevens

In Attendance: John Manterfield (Deputy Principal and Clerk to the Corporation)
Pankaj Makwana (Director of Finance, MIS and IT Services)
Susan Grantham (Minuting Secretary)
Daniel Hughes, first year A Level Student studying AS English Language, Geography, History (Division and Dynasty), and Business Studies

The Chair advised that Gary Jeffries (Item 3 on the agenda) was unwell and had sent apologies. The Chair welcomed Daniel Hughes (Item 4 on the agenda). Daniel introduced himself as an active representative of the Student Union. He had made a presentation to students and parents after the Principal's talk at the March Open Evening, and outlined his plans to collate the views of students.

1013. Minutes

The minutes of the meeting held on 13 December 2012 were AGREED whereupon the Chair SIGNED the minutes.

1014. Matters Arising/Search Committee, 5.15 pm 21 March 2013 (Items 2 and 3 on the agenda)

The Chairman noted the Search Committee had met at 5.15 pm and wished to recommend the appointment of Gary Jeffries, Director of the Solent Local Enterprise Partnership and President of Hampshire Chamber of Commerce. The Committee also wished to seek a member with an Engineering or IT background as this represented an important skills set. The Committee had also agreed, subject to the Corporation's approval, that the Principal would ask the Havant Federation of Schools for a nomination from one of the 11-16 school headteachers.

The Clerk noted that there had been no response to the advert inviting expressions of interest.

The Chairman's verbal report was RECEIVED and, on the recommendation of the Search Committee:

- (i) The appointment of Gary Jeffries as a member of the Corporation under Clause 2(1)(a) of the Instrument of Government for a period of four years with effect from 21 March 2012 was AGREED.
- (ii) Furthermore it was AGREED that the Principal would approach the Havant Federation of Schools to nominate a headteacher for recommendation to the Corporation, and to seek a third new member with an Engineering/IT background.

1015. Student Membership

The Clerk advised that Jake Foote had ceased to be a student of the College in December and accordingly his term of office was terminated under the Instrument and Articles of Government. Daniel Hughes had been duly nominated and elected by the students of the College.

- (i) The termination (19.12.12) of the term of office of Jake Foote as a student member under the Instrument and Articles of Government Clause 2(1)(f) was NOTED
- (ii) The appointment of Daniel Hughes as a student member duly nominated and elected by the students of the College, under Clause 2(1)(f) of the Instrument of Government, with

effect from 21 March 2013 for a period of two years or until he ceases to be a student of the College was AGREED.

1016. Membership of Committees

(i) Search Committee

The Clerk noted that three vacancies remained and asked for volunteers – two for the Audit Committee and one for the Staff Appeals Committee. Donna Munday invited members to attend the next meeting of the Audit Committee (23 May) on a 'try before you buy' basis and she would contact Gary Jeffries to ask if he would be interested. It was suggested that the chairs of other Committees might wish to contact Mr Jeffries to invite him along as an attendee although it was noted that he was likely to be busy with LEP and Chamber of Commerce duties.

[Susan Grantham left the meeting whilst the Corporation considered the next item.]

1017. Appointment of Clerk to the Corporation

(Doc.C13/01 was circulated with the agenda)

The Clerk (also Deputy Principal) noted that he was taking retirement with effect from 30 April 2013. The Principal, in consultation with the Chair, considered that there were no immediately obvious staff members who have the capacity and skills to take on the duties of Clerk to the Corporation on a permanent basis and it was proposed that the post be advertised externally after Easter. Meanwhile the College needs to appoint a Clerk albeit on a temporary basis and it was proposed that Susan Grantham (currently minuting secretary and Clerk to the Audit Committee) be appointed Temporary Clerk for the summer term. Members were reminded Susan Grantham was appointed as Temporary Clerk for the period when John Manterfield was Acting Principal. The Clerk further noted best practice for the posts of Clerk to the Audit Committee and Clerk to the Corporation be held by separate postholders and it was proposed that a temporary appointment as Clerk to the Audit Committee be made for the summer term.

On the proposal of the Chair it was AGREED unanimously

- (i) That the post of Clerk to the Corporation be advertised after Easter with a view to an appointment being made by the Corporation at its meeting on 4 July 2013.
- (ii) That Susan Grantham be appointed Temporary Clerk for the summer term.
- (iii) That Julie Moxey be appointed Temporary Clerk to the Audit Committee for the summer term.
- (iv) That the Chief Executive of the Skills Funding Agency be informed of the resignation of John Manterfield and the appointment of Susan Grantham as Temporary Clerk in accordance with the terms of the Financial Memorandum with the College.

[Susan Grantham re-joined the meeting; the Chairman confirmed her appointment as Temporary Clerk to the Corporation.]

1018. College Structure

The Principal gave a verbal update.

The two-day interview programme for the key appointment of Vice Principal (Curriculum), to replace Liz Norland, was taking place next week with 8 shortlisted candidates from a strong field of 34. Governor Caroline Strevens was supporting the interview process.

The Principal confirmed other recent appointments and thanked members of the Corporation who had supported the interview process (indicated below in brackets):

- Rebecca Abrey - Director of Human Resources and Organisational Development with effect from 4 June 2013. (Stephenie Linham). Rebecca was currently Assistant Director of HR at the University of Creative Arts, Surrey.
- Sarah Banach – Director of Estates, Facilities and Learning Resources. (Ian Child). Sarah was an internal candidate appointed against a strong national field.
- Sandra Johnstone Head of Skills for Life was retiring; the curriculum area was being merged with Skills Development so providing for no distinction between 16-19 and 19+; and Sharon Brueton, currently at Leicester College, had been appointed to the post.
- Jane Lamer, Head of Employer Engagement and Business Development, working to Pankaj Makwana (interview supported by the VP of Totton College). Jane was currently employed by Fairport Training – an outstanding training provider.
- Becky Stratton (internal candidate), Head of Humanities.
- The post of Head of Science was being re-advertised in the Schools section of the TES.
- The Head of ICT Maths and Computing had been advertised twice and was being re-advertised as Head of Maths. Sherri Allen was Acting Head of Maths. The College has very strong ICT and Computing being looked after by Howard Denny, Head of Accounting, Business and Professional Development.

It was hoped to confirm appointments by the end of April and present governors with an organisational chart at the July meeting.

In response to the financial position, to secure sustainability and future investment, an S188 notice had been issued last Thursday with the potential for up to 29 FTE teaching redundancies; the 90 day consultation period now followed and many consultation meetings were taking place with unions and staff. It was important for the Staff Voice to be heard and the Principal was holding the first of a 'Communication for Change' group meeting on Friday. Student enrolments were down in the affected areas and the Principal assured members there would be no reduction in the quality of teaching and learning. The College would then review support staff areas and it was hoped to issue an S188 to Unison at the end of April. Teresa Walsh had been appointed Interim Director of HR working two days a week and Stepheney Burleigh-Thurston had been appointed on a 6 month contract as HR Manager.

On a positive note some new positions – Heads of Studies – were being advertised; ring-fenced internally; to strengthen middle management in 7 student cohorts – Level 1, Level 2, Level 3 Vocational x 2 posts, A Levels and 19+. Heads of Studies will work with Heads of Departments – particularly Level 2 has been an issue for the College, spending more time to raise the importance of internal progression. Reapplications had more than doubled the same time last year.

The Principal advised she was meeting with the Chairman every two to three weeks to talk through progress. Ian Child noted that the previous week the Finance and Employment Committee went through the staffing process with the Principal and Head of Finance in some detail to ensure strategies are in place for future sustainability. The Chair thanked the Principal for the progress made at this difficult time.

The Principal's verbal report was RECEIVED.

1019. Standards and Quality Committee (Doc.C13/02 was circulated with the agenda)

Stephenie Linham advised the Committee had been impressed by the Success Flyers circulated and the very personalised targeted marketing. The Committee had been through the Strategic Plan and liked the traffic light system. They had focussed on red areas, noting many were a

matter of timing or prioritisation rather than failure, and celebrated the green. Retention was generally improving with the focus on engagement to ensure students are not lost early on and staff were working hard to keep them. In order to develop the Committee's understanding of the curriculum, pairings of members were being arranged with the Senior Leadership Team. One area coded red was the Director of Human Resources, and the appointment had now been made, and the Committee was delighted to note the College had received the British Safety Council Award for the 20th year, which was a significant achievement.

The minutes of the meeting held on Thursday 7 March were RECEIVED.

1020. Audit Committee

(Doc.C13/03 was circulated with the agenda)

Donna Munday reported that the Committee had looked at performance indicators for auditors, both for the end of each audit and for the annual summary and had asked for a section on added value for the end of each audit. For approval at the next meeting, Pankaj Makwana was adding an additional column to the annual summary to enable scores to be compared with the previous year.

The Follow Up report on the previous year's recommendations showed very good progress was being made. At the time of the report, of the 11 recommendations 2 target dates had not been reached and by the time of the meeting all remaining 9 had been completed. The auditors had deferred the timing of the Human Resources audit to November but given that the new Director was not due to take up post until 4 June, the Committee had requested the audit be deferred to March 2014.

The Committee discussed Risk Management in some detail which is a separate agenda item.

Under Any Other Business the Committee noted that Part 2 of the Joint Audit Code of Practice (JACOP) had been in preparation for a couple of years and was now due to be published in August and the Committee would then note to receive the JACOP.

In respect of Corporation Minute 1007 (13.12.12), a meeting that Donna Munday had not been able to attend, the Audit Committee considered Terms of Reference and agreed their response after a lengthy discussion, namely – 'The Committee has discussed the roles of the respective committees and considers that within the Audit Code of Practice the Audit Committee has carried out what is required of it and the internal audit service has carried out what is required of them. The Corporation, through the Finance and Employment Committee, is now receiving more detailed and timely information in the form of the Management Accounts in order for it to give full consideration to the future needs of the College.' Donna Munday further noted that there will be room to improve under the Joint Audit Code of Practice and she would like to consider the audit plans in more detail once the Code had been issued.

The minutes of the meeting held on 7 March were RECEIVED.

1021. Finance and Employments Committee

(Doc.13/04 was circulated on 19 March)

Ian Child reported a great deal of business was discussed.

Management Accounts – the forecast surplus was £468,000, the underlying surplus could be £600,000 by the end of the year to reflect staffing costs reduced last year, and income from agreements with sub-contractors for a further £200k looked achievable. However, there will be some costs from redundancy. Next year there will be further pressures on finances, i.e. the impact of losing transitional funding; funding per student reduces from £4100 to approximately £3900; full-time students will need to achieve 540 guided learning hours. The Committee will receive the forecast for the next two years at the June meeting. The Committee is confident that the current S188 exercise is proportionate and necessary. Cash balances are healthy and in line with the forecast and will stay in the region of £3.5M - £4M.

Estates – The new Football Pitch is well used but opportunity to generate income is hindered because of lack of changing facilities. The College has outline planning consent for changing facilities as included in the original project and it is proposed to apply for full planning approval and to go out to tender for up to £300k.

Skills Funding Agency – Expression of Interest Submission – The College's estate is largely in good condition and it was unlikely that the application would be supported by the SFA but there would be valuable feedback which would allow a more successful bid in the next round.

Accommodation Strategy 2013-2016 - The College needs to develop its curriculum strategy. The draft Accommodation Strategy is on an interim basis and the Committee is looking to management to submit a more detailed and longer term strategy when the time is right.

Strategic Plan - Action Plans – The Committee considered Finance, MIS and Corporate Services and concentrated on those areas marked red and noted some good things happening. Actions coded red/amber had good reasons and some priorities have changed over the year.

The minutes of the meeting held on 14 March were RECEIVED.

1022. Risk Management Report and Action Plan
(Doc.C13/05 was circulated with the agenda)

Donna Munday noted the Audit Committee received a Risk Management report on a termly basis and had asked for the report to be amended and for a summary to be presented to highlight significant risks and proposed actions.

[Peter Rhodes left the meeting at 6.45 to attend a concert.]

Pankaj Makwana confirmed that any risks scored over 6 were included in the summary and he had developed a Risk Management Action Plan along with mitigating and monitoring controls and progress made to date.

John Manterfield noted that internal auditors had been on site this week and had looked at the whole risk management process and were very satisfied with the improvements that Pankaj Makwana had developed into the process.

On the recommendation of the Audit Committee (7.03.13), the revised Risk Register and Risk Management Action Plan attached as Appendix A and B were AGREED along with the action plan set out in para 4 of the covering report.

1023. Strategic Plan 2012-2013 – Overview of Action Plans

The Principal noted that the Action Plans had been discussed in significant detail by the Standards and Quality Committee and the Finance and Employment Committee and asked if the Corporation were satisfied with that level of reporting.

The Chair and members considered that the Corporation had received very comprehensive reports from both Committees.

The Principal's verbal report was RECEIVED.

1024. Governors' Self-Assessment
(Revised Doc.C13/06 was laid around the table)

The Chairman considered the report was self-explanatory. The Clerk referred to paragraph 5 and asked if there were any specific training needs that members would like covered in a Corporation meeting, noting that in the past he had gone back to members in response to their individual training needs and would do so again. No further training needs were highlighted. Additional safeguarding training opportunities for the summer term had been circulated and a number of governors had taken these up. Ray Bolton noted the trend of positive improvement.

The report was RECEIVED.

1025. Principal's Termly Report to the Corporation
(Doc.C13/07 was circulated on 19 March 2013)

The Principal offered to take any questions on her report and invited comments on the attached College Update (Spring 2013) which represented a more professional format than the former Staff Newsletter. The March Open Evening had been a success and she thanked Daniel Hughes for his contribution. Applications had increased slightly and would affect our funding for 2014-15. Daniel considered that the student ambassadors make a huge contribution to Open Evening, Parents' Evenings and the Transitions Programme in the summer, speaking to students and parents and getting their opinions. The importance of employability events was noted - some 100 employers had attended the Alternatives to University Fair; an Adult Skills Event was being held that evening; students had created their own radio advert for the Open Evening. James Warner noted the greater focus on employability with Le Shop next to the Restaurant, work on the student enterprise scheme and the changed timing of the HE Fair. Ray Bolton thought the pages dedicated to student success were very motivational. The Principal advised that retention had improved. There was much to celebrate – the British Safety Council Award and last week the College Restaurant had been awarded the AA Rosette at the highest level of highly commended. Catering and Hospitality had also achieved Gold accreditation and Centre of Excellence status. Head of Department Gerry Shurman had received the lifetime award to the FE sector, awarded by the Professional Association for Catering Education.

The Principal's termly report was RECEIVED.

1026. Revised Code of Conduct
(Doc.C13/08 was circulated with the agenda)

The Clerk noted the last Code of Conduct was revised in July 2009. Since then there had been a number of changes to the Instrument and Articles, the replacement of the LSC by the SFA, and a revised Financial Memorandum Part 1 in March 2012. The proposed Code of Conduct was based on a model provided by Eversheds Governance as recently updated by them in January 2013. Members were referred to the Appendices including the Seven Principles of Public Life, Six Core Principles of Good Governance, and the Summary of Main Responsibilities of Corporation Members under the Articles of Government. Members were also asked to update and return their declarations of interest that were laid around the table.

The new Code of Conduct for Corporation Members was AGREED.

1027. Date of Next Meeting
The date of the next meeting was CONFIRMED as Thursday 4 July 2013 at 5.45 pm.

1028. Any Other Business

- (i) The Principal reminded members of the College Awards Evening on Friday 19 April 2013, from 6.45 pm for the pre-presentation welcome in the main reception area, and 7.15 for 7.30 pm in the College Theatre, also
- (ii) The Extended Project Evening on Friday 26 April, 6.15 for 6.30 in the College Theatre and Governors wishing to attend these events to please contact Susan Grantham.
- (iii) The Chair noted this was John Manterfield's last Corporation meeting. He thanked him for his huge contribution and assistance both to the Chair and governors over almost 25 years. The quality and value of the College estate over the years was due to his hard work and he had made a significant contribution as Acting Principal during the period of transition. John Manterfield thanked the Chair noting it had been a privilege and a pleasure.

[The meeting was declared closed at 7.05pm].

Sg/25.03.13