



SOUTH GLOUCESTERSHIRE AND STROUD COLLEGE
FURTHER EDUCATION CORPORATION

Approved minutes of a meeting of South Gloucestershire and Stroud College
Further Education Corporation
Held on 4 July 2019
At Stroud Campus, Stratford Road, Stroud, Gloucestershire

Present:	Moyra Pascoe	(Chair)
	David Benson	
	Sophie Chester-Glyn	
	Phil Eames	
	Roger Ellis	
	David Hagg	
	Kevin Hamblin	(CEO & Executive Principal)
	Martin Jones	
	Joe Lamonby	
	Dave Merrett	
	Richard O'Doherty	
In Attendance:	Rich Aitken	(Head of Finance)
	Charlotte Argust	(Student Governor)
	Gavin Murray	(Assistant Principal, Quality & Performance)
	Juno Sharrock	(Student Governor)
	Andy Slaney	(Chief Operations Officer, Commercial & Estates)
	Sara-Jane Watkins	(College Principal)
	Sharon Glover	(Clerk)

The Chair opened the meeting by welcoming Charlotte and Juno the newly appointed Student Governors for the 2019/20 academic year.

1. **Apologies for Absence**

Apologies were received from Mike Croker, Craig Dickinson, Carly Dyson, Moira Foster-Fitzgerald, Sophie Green, Rokšana Paruzel, Jude Saunderson and Ben Short.

2. **Election of Chair and Vice-Chairs**

The Clerk reported that nominations had been received for Moyra Pascoe as Chair of the Corporation and David Hagg and Martin Jones as Vice-Chairs.

At this point Moyra Pascoe left the meeting and the Clerk invited nominations for Moyra Pascoe to continue as Chair of the Corporation.

- a) Dave Merrett proposed and Joe Lamonby seconded Moyra Pascoe's re-appointment as Chair of the Corporation and Moyra Pascoe was unanimously elected.

At this point Moyra Pascoe returned to the meeting and David Hagg and Martin Jones left the meeting.

The Clerk invited nominations for David Hagg and Martin Jones to continue as Vice-Chairs of the Corporation.

- b) Phil Eames proposed and Richard O'Doherty seconded Martin Jones's appointment as Vice-Chair of the Corporation and Martin Jones was unanimously elected.
- c) Joe Lamonby proposed and David Benson seconded David Hagg's appointment as Vice-Chair of the Corporation and David Hagg was unanimously elected.

It was resolved:

- a) **That at the end of her current term of office Moyra Pascoe is re-appointed as Chair of the Corporation, effective from 1 Aug 19 to 31 Jul 20.**
- b) **That at the end of his current term of office Martin Jones is re-appointed as Vice-Chair of the Corporation, effective from 1 Aug 19 to 31 Jul 20.**
- c) **That at the end of his current term of office David Hagg is re-appointed as Vice-Chair of the Corporation, effective from 1 Aug 19 to 31 Jul 20.**

3. **Declarations of Interest**

The following declarations of interests were raised and noted:

- a) David Benson, Martin Jones and Richard O'Doherty in the HEI Expressions of Interests item as part of the CEO & Executive Principal's report.
- b) David Hagg, Kevin Hamblin, Martin Jones and Andy Slaney as Directors of SGSCSL in agenda item 11 (SGSCSL report).

- c) Phil Eames and David Hagg in item 18 (Search Committee) as their re-appointments are being recommended.
- d) Phil Eames and Kevin Hamblin as Trustees of SGS Academy Trust in part of agenda item 12 (Financial Planning).
- e) A new declaration of interest was raised for Kevin Hamblin as a member of Merthyr Tydfil College Board.

4. **Other Items of Urgent Business**

There was no other items of urgent business.

5. **Minutes of Previous Meeting**

The minutes of the meeting held 6 June 2019 were approved and signed as a correct record.

6. **Matters Arising From Those Minutes**

- a) Actions on the Corporation action log were monitored and updates provided. An update on solar panels and the Ecotricity Battery at WISE was requested. The Chief Operations Officer reported ongoing discussions with Ecotricity and they are requesting an exclusivity agreement with the College. Prior to its consideration the Chief Operations Officer has requested the power purchase agreement however the government budget for renewables/solar is awaited. When asked, the Chief Operations Officer provided his confidence that these initiatives will be taken forward but the timeframes were unknown.

7. **CEO & Executive Principal's Report**

Confidential Item.

8. **Principal's Report**

The Principal reported on the following:

- a) Consultation – Consultation concluded 18 June and a high level analysis of the restructure was appended to the report. More individuals applied for voluntary redundancy and this was supported where possible. When asked, members were informed that in the main the voluntary redundancies were from the areas placed at risk and a further 3 were accepted outside of these areas. A higher number of redundancies were from the female cohort due to the areas of the curriculum placed at risk. Confirmation was also received that statutory

redundancy payments were made and no enhancements provided. Members were informed of the challenging times faced with other Colleges going through the same process. Members extended their thanks to the Executive Team for a well-managed process during challenging times.

- b) Apprenticeship update - ESFA has stipulated that any employer delivering any of the 20% off-the-job training must be treated as a delivery subcontractor of the College. This is unrealistic and the Principal is raising concerns with the AoC and the Association of Employment & Learning Providers. Members discussed whether the Corporation could also make contact with the AoC due to their lack of challenge to the ESFA in this respect. It was agreed that the Principal should draft a letter to the AoC South West Area Director on behalf of the Chair of the Corporation. The lack of support from AoC in this respect was discussed and agreed that it would be reflected by the College in their completion of the AoC's annual survey. Members also discussed the value provided for the payment of AoC membership. It was agreed that this is the only organisation that provides College's with a voice but it was accepted that their advice on apprenticeships had been ridiculous and disappointing that they are not providing challenge to the ESFA.
- c) Apprenticeship Allocation – Although increases in allocations for non-levy apprenticeships has been received it does not provide sufficient headroom to maintain growth within the current allocation period and the College is predicting halting non-levy starts from November 2019 to March 2020. The College will be utilising every growth point opportunity to bid for additional funds.
- d) Augar Review – Appended to the report was a summary of the review. As this review was commissioned by Theresa May there is no guarantee that any of the recommendations will be implemented by the next Prime Minister.
- e) Office for Students letter on financial stability – A letter was received from OfS regarding financial viability and sustainability information for governing bodies. The letter advised Corporations to be mindful of the challenging marketplace and to ensure HE business plans approved are realistic. Assurance was provided that the HE business plan submitted as part of the College's Financial Plan does not anticipate significant growth or new provision but instead an increased retention rate and progression of learners between the levels rather than expecting significant increases in new starts to the College.
- f) SGS becoming a Microsoft Showcase College – The College, through its Digital Strategy, has been invited to come a Microsoft Showcase College for the upcoming academic year. This is a fantastic opportunity with only 10-12 Universities and Colleges being invited nationally and will provide some excellent PR and marketing opportunities with extended support from Microsoft to develop staff in the use of Office 365 products. Members asked

for the College's involvement with Microsoft and were informed via Microsoft TEAMS. The Staff Governor confirmed that he had just received training on TEAMS which will have a positive impact on staff and students. One of the Corporation members expressed interest in finding out more and the Assistant Principal Quality & Performance was asked to arrange contact with the Head of Digital and Professional Development.

- g) Exclusions – Currently there are 12 permanent exclusions from College and this confirms the Colleges intent not to tolerate poor behaviour. When asked, the Assistant Principal confirmed that analysis had been undertaken on these exclusions and for the adult cohort it tended to be due to a misfit to the practice whereas the younger cohort cannot moderate their behaviour and the College is looking at whether they are fit to study. The tutorial programme is being revised with the embedding across the College of staff completing Prevent and British Values training. The Principal agreed to provide a further breakdown of data next year. It was reported that there were fewer exclusions at Stroud campus but tended to be drugs related. The Principal advised that staff feel more pressure in the class room and although behaviours had not changed significantly the College's tolerance towards these behaviours had tightened. The Staff Governor reported that staff are reassured that behavioural matters are being dealt with. Many of the fights tend to be among the female cohort and occur outside of College and exclusion is a last resort. The safety of staff was raised by members and a strong line was supported. Members were interested to receive further trend analysis to assess if last year was a blip.
- h) NSS results – Members were informed of NSS results for Higher Education performance demonstrating a 9% improvement and alignment with sector averages. Further data is to follow and members were informed that this news is currently embargoed. Congratulations were provided to the Assistant Principal Higher Education and the Assistant Principal Quality & Performance.

The report was noted.

Action: College Principal.

Assistant Principal Quality & Performance.

9. Management Information

- a) Management Accounts exception report – The Head of Finance reported that there had not been many changes since the last report. The forecast had improved and “good” financial health is being maintained. The restructure forecast will be captured as accruals in the current financial year. Members raised that the cash

flow analysis ends this month and the Head of Finance agreed to review and confirmed that there is a 24 month cash flow in the financial plan. Members questioned the sum of debtors in the Executive Summary as the figures did not add up. The Principal and Head of Finance agreed to investigate further. It was reported that the debt largely related to Higher Education as the income had just missed the May management accounts. Members questioned whether pressures on the Finance Team had meant that chasing debt had suffered. The Head of Finance confirmed this wasn't the case and the focus at management level resumes next week. Members sought confidence in the year end forecast and the Head of Finance confirmed there would be more confidence next month.

In the absence of Sophie Green the Clerk raised the red RAG ratings on KPIs for 16-18 numbers and income and whether there is cause for concern. The Principal confirmed that this related to an increase in 18+ learner numbers which then attracts lower funding. The plan is to achieve 97% of 19+ income. Members raised that columns related to 15/16 and 16/17 academic years. It was confirmed that this was an error and that these columns should have been hidden.

The availability of Higher Education KPIs was raised. The Principal advised that recruitment is not the right focus and that it should be on income as the amount of funding is key. Members raised that other body count cohorts are reported in the KPIs and it was suggested that reference to body counts are removed from the KPIs. It was agreed that HE income should be added to the financial KPIs. The Principal also suggested that two lines are added for 19+ income to report against WECA and non-devolved income. Members asked whether virement would be possible and the CEO & Executive Principal advised that WECA would not do this and any underachievement would be lost.

The report was noted.

Action: Head of Finance & Assistant Principal Quality & Performance.

- b) KPI report – The Assistant Principal reported that overall College retention is higher than reported in June 2018 and 2.9% above the average for GFE. There are no concerns and no significant gaps between the overall retention of 16-18 year learners. The retention rate for apprenticeship learners remains a significant area of focus. Attendance in English and Maths although remains lower than targeted it is also stable over time. Otherwise attendance on core qualifications remains stable at 89%.

The report was noted.

- c) Primary Risk Registers – Members received the primary risk registers for SGS and SGCSL. On behalf of Sophie Green it was questioned whether there is a change to the risk rating in moving the target dates to the end of the year. The Principal confirmed that there is no detrimental impact.

The report was noted.

10. **Student Member report**

Members received the report and questions were invited. Members noted that good progress had been made. The Student Governors confirmed their intent to further raise the profile of the Student Union next year. Members asked the Student Governors to raise any support needed by the Corporation as the input by the Student Governors was valued.

The Chief Operations Officer reported that the College has a Committee for sustainability and that student representation on this Committee is being sought for next year.

The report was noted.

11. **SGS Commercial Services Limited**

Confidential Item.

12. **Financial Planning**

Confidential Item.

13. **Progress against the Improvement Plan, including Higher Education Improvement Plan**

The Assistant Principal presented progress against the Improvement Plans. It was reported that good improvements have been made to teaching and learning with further improvement required with English and Maths. There has been good engagement with the annual staff conversations. Destination data is positive but further work is required in careers advice and guidance. Recruitment was slightly lower than planned however the requirements of the Office for Students has been met.

The Assistant Principal reported an error on the HE Improvement Plan in that the NSS survey response rate should be 69% and not 55%. The sector average being 72%. Positive figures were reported for the destination of HE learners and Apprentices however the method for data collection is to be further refined. Members questioned the age profile for HE learners and whether the main undergraduate provision aligns with most Universities. The Assistant Principal advised that it was difficult to tell as programme specific but he could look to obtain figures.

The report was noted.

Action: Assistant Principal Quality & Performance.

14. **Annual Voice of the Learner report, including review of the Stakeholder Engagement & Involvement Plan & Higher Education Students as Partners Strategy**

The Assistant Principal reported high levels of satisfaction with teaching and learning and overall learner satisfaction with the College. The key areas for improvement were also shared with members in particular, the lack of social space at Filton campus and the need for more specialist teaching facilities and improved Wi-Fi. It was raised that there has been additional growth in the number of connected devices and additional investment has been made at WISE and Filton campuses to upgrade the infrastructure. The increased use of WI-Fi for social media was raised as the College doesn't have the funds to provide IT social network support and the Chief Operations Officer is investigating social media usage.

Although overall satisfaction with the catering facility has increased, learners still feel that portion size does not justify the price; that there are not enough healthy options and that service is generally not good enough across all sites. Also too many learners feel that the 20 day assessment turnaround window is not always achieved and in some areas it is perceived that there is not enough staff, including specialist staff, to meet demand.

Appended to the report was the Stakeholder Engagement and Improvement Plan and no substantive changes are recommended. Also appended was the Higher Education Students as Partners Strategy which, consequently, no significant changes are being recommended.

Members questioned whether the impact on learners due to Microsoft TEAMS can be undertaken. Members were informed that the College is working on a methodology for this and the impact on learners of digital literacy.

On behalf of Sophie Green the Clerk asked for the reasons for the lower overall apprenticeship satisfaction and whether the target of 95% is realistic. The Assistant Principal advised that the engagement of apprentices is lower and this is an area of focus. The targets set are aspirational and challenging and should be retained.

Members congratulated the College on the positive outcome of overall learner satisfaction.

The report was noted and it was resolved:

- a) **To approve the SGS Stakeholder Engagement and Involvement Plan 2018-2022.**
- b) **To approve the Higher Education Students as Partners Strategy.**

15. **College Strategy 2019/20-2023/24**

The CEO & Executive Principal presented a revised strategy, updated following the Strategy Away Day, and raised a typographical error relating to the heading in the strategic priorities.

It was resolved:

To approve the College Strategy 2019/20-2023/24, subject to the revision raised.

16. **New lease of space within the Methodist Church, adjacent to Queens Road**

The Chief Operations Officer reported that the College is seeking to occupy, by way of a lease, a small 3 room office within the Methodist Church adjacent to Queen's Road. The new lease is in a standard Methodist Church format and has received legal oversight. The final lease documents are awaited from the Church's solicitors and the latest version of the lease was appended to the report together an executive summary from the solicitors. Corporation approval of the lease as presented was sought, subject to only minor changes which benefit SGS and signatory box changes. In addition Corporation approval for the application of the Corporation Seal to the lease was sought. Also presented was a Connected Persons Certificate for signing, as the Church is a registered charity.

It was resolved:

- a) **To approve the lease as presented, subject to only minor changes which benefit SGS and signatory box changes and to delegate authority to any two Corporation Members to sign and seal the final lease at a later date.**
- b) **To provide delegated authority to any one Corporation Member to sign the Connected Persons Certificate on behalf of SGS College.**

17. **Audit Committee**

The minutes of the meeting held 13 Jun 19 were noted and the following was reported by the Vice-Chair of the Audit Committee (Phil Eames) in the absence of the Chair of the Audit Committee:

- a) Following review of the risk registers a new risk on solvency had been identified. RSM had suggested that many risks could come to fruition at the same time so suggested a consolidated solvency risk.
- b) Various internal audit reports had been presented. The apprenticeship report proved helpful together with RSM's insight in that national issues with apprenticeships are being faced and are not unique to the College. This had been a critical report put into the national context by RSM which had given the Audit Committee comfort. Also the framework for efficiency audit report was considered and comfort was taken from RSM.
- c) KPMG presented their audit plan 2018/19 which was endorsed by the Committee.
- d) Changes to the Financial Regulations and some financial policies were considered together with revisions to the Audit Committee terms of reference to take into account the revised Post-16 Audit Code of Practice. All of which are being recommended to Corporation for approval. The Clerk reported that

subsequent to the meeting the Head of Finance had included an assurance paragraph where the College acts as its sub-contractor, as requested by the Audit Committee.

The Chief Operations Officer raised the need to put in place a license with Bloodhound for a proportion of the ground floor in building C11 at Berkeley. Having looked at the Financial Regulations it was silent on licenses but mentions rent. Delegated authority was sought to sign the license. It was agreed that licenses were in the main an operational consideration and that if the license is over £30k and exceeding a 2 year period it should come to Corporation for approval. The Head of Finance was asked to include this revision in the Financial Regulations.

- e) The Committee also undertook its annual self-assessment against its terms of reference.
- f) Confidential Item.

It was resolved:

- a) **To approve the Financial Regulations, subject to changes agreed, and that the frequency of review takes place biennially, subject to any legislative or significant changes.**
- b) **To approve the Anti-Bribery, Anti-Corruption & Anti-Fraud Policy.**
- c) **To approve the Risk Management & Assurance Policy.**
- d) **To approve revisions to the Audit Committee's Terms of Reference.**

18. **Search Committee**

The minutes of the meeting held 25 Jun 19 were noted and the following reported by the Chair of the Corporation:

- a) The re-appointments of Phil Eames and David Hagg were considered by the Search Committee. At this stage both Phil and David were invited to leave the meeting. The Chair reported the outstanding contribution of Phil Eames and that the Committee had no hesitation in recommending his re-appointment.

The Committee had also been impressed with the excellent contribution during David Hagg's first year of service. Although attendance was slightly lower than target this had been made clear at the outset of his appointment. The Committee also had no hesitation in recommending his re-appointment.

It was resolved:

- a) **To approve the re-appointment of Phil Eames, at the end of his current term of office, for a further 4 year term of office.**
- b) **To approve the re-appointment of David Hagg, at the end of his first year of office, for a further 3 years to complete his 4 year term of office.**

At this point Phil Eames and David Hagg were invited to re-join the meeting and congratulated on their re-appointments.

- b) Following review of the Skills Audit Form the Committee are recommending revisions to the form and that a review/update of the Skills Audit Form is undertaken at the end of the 4 year re-appointment of Corporation Members.

It was resolved:

To approve revisions to the Skills Audit Form and that Corporation Members are invited to review/update the form at the end of their 4 year term of office.

- c) The Committee also invited the Corporation to consider, as part of the annual review of Committees, whether the appointment of a further co-opted member of the Search Committee is required. Following discussion members agreed that no further co-opted member is needed on the Search Committee at this stage.

19. **Strategic Property Group**

Confidential Item.

20. **Corporation Business Plan 2019/20 and Calendar of Meetings**

The Clerk reported that a fundamental review of the Corporation Business Plan to take into account the time commitment demands of Corporation Members and members of the Executive Team had been undertaken, involving the Chair of the Corporation, CEO & Executive Principal and College Principal. It is proposed to reduce the number of meetings from 10 to 8 and remove the autumn Curriculum Conference. Other suggestions to improve the efficiency of meetings were included in the report.

Members' views were also invited on the following:

- a) It had been suggested that if an item is to be un-starred then the Clerk should be contacted 24 hours prior to the meeting. It was agreed that the current process of un-starring items worked well and should continue.
- b) To review the current Corporation meeting assessment form and provide feedback on any changes. It was agreed that question 7 should be revised to reflect "I was able to contribute to the meeting".
- c) Currently the meeting venues alternative between WISE campus and Stroud campus and members' views on meeting venues going forward were invited. It was agreed to include one meeting at Berkeley Campus and the remainder to alternate between WISE and Stroud campuses.

Revisions to the Calendar of Meetings were also presented. The Clerk raised one typographical error in that the 5 March Curriculum Conference was to be removed from the calendar of meetings as it has been rescheduled to 27 Feb 20.

It was also suggested that the College Self-Assessment Report validation meeting is included in the calendar of meetings and Governors were encouraged to attend this useful event.

Members agreed to pilot these changes to ensure that agenda items continue to receive the level of focus required.

The report was noted and it was resolved:

- a) **To approve the 2019/20 Corporation/Audit Committee Business Plans.**
- b) **To approve revisions to the 2019/20 Calendar of Meetings, subject to changes discussed.**

21. **Careers and Employability Report**

Members received the careers and employability report.

The report was noted.

22. **Corporation Seal**

The application of the Corporation Seal to GFirst LEP conditional local growth capital funding agreement relating to the Growth Hub at Stroud campus was noted.

23. **Strategy Task and Finish Group**

It was reported that this item is to be carried forward.

24. **Confidentiality**

Members agreed that due to business sensitivities the CEO & Executive Principal's report (item 7), confidential appendix of the Principal's report (item 8), SGS Commercial Services report and appendices (item 11), Financial Plan (item 12), Audit Committee confidential minutes (item 17), Strategic Property Group minutes and designs for the STEAM building (items 19 & 19a) and minutes 6a-c, 11, 12, 17f and 19 are to be treated as confidential.

25. **Assessment of meeting**

A summary of feedback in relation to the meeting held 6 Jun 19 was received. The Clerk distributed forms to members so that an assessment of the Corporation meeting could be undertaken.

26. **Date of Next Meeting**

Thursday 10 October 2019, 5pm, Stroud Campus.

The meeting commenced at 5.10pm.

Charlotte Argust and Juno Sharrock left the meeting at 7.05pm (after item 17)

Phil Eames left the meeting at 7.15pm (during item 19)

The meeting closed at 7.30pm.

The meeting was quorate.