



**MINUTES OF THE CORPORATION MEETING 138
HELD ON 28 SEPTEMBER 2017**

Present: Emma Albeck, Daniel Atcheson, Jim Darmody, Caroline Dawes, John Gilleard, Dina Lewis, Mark Moore, Jane Price, Steve Sellers, John Shipley, Phil Taylor (Vice-Chair), Michelle Tlhabologang, Jay Trivedy (Principal), John Wilson (Chair), Philip Wright, Amanda Wilcox

In attendance: Fiona Bagchi (Clerk to the Corporation), Jamie Davies (Assistant Principal), Chris Herring (Assistant Principal), Dave Johnson (Interim Director of Finance), Julie Peaks (Vice Principal), Mark Rothery (Vice Principal)

138.1 Apologies for absence

Apologies were received from the following Corporation members: Neil Cavill, Ruth Dönmez and Jackie Goodman.

Apologies were also received from Jenny Anderson (Personnel Manager).

138.2 Declaration of interests

Standing declarations: Caroline Dawes (employee, Kelvin Hall School), Dina Lewis (employee, University of Hull).

Governance matters I

138.3 Corporation & committee appointments

(i) Appointment of new Student Corporation members

The Chair of the Search & Nominations Committee, John Wilson reported that, following the ending of the term of office of Harriet Rotherforth-Snowden and Josaphine Goodwin as Student Corporation members at the end of last term, there was a vacancy for 2 Student Corporation members, with Daniel Atcheson and Michelle Tlhabologang having been nominated from the Student Association Executive as Student Corporation members.

The Corporation approved:

- ***The appointment of Daniel Atcheson as a Student member of Corporation from 28 Sept. 2017 for 4 years or until he left the College, whichever was the sooner;***
- ***The appointment of Michelle Tlhabologang, a Student member of Corporation from 28 Sept. 2017 for 4 years or until she left the College, whichever was the sooner.***

Action: Clerk

(ii) Parent Corporation member vacancy

The Clerk reported that Corporation had 2 Parent members, with a vacancy for a Parent Corporation member arising following the ending of Jane Price's term of office as a Parent member on 31 Aug. 2017 and her appointment as a member in the ordinary Corporation member category from 1 Sept. 2017.

It was noted that, in line with Corporation's established practice: the vacancy had been advertised on

the College website at the start of the autumn term to allow the parents of new students, as well as the parents of second year students, to apply; information on the vacancy had also been sent to out with a mailing to first year parents. the Clerk reported that no applications had been received to date, with the closing date for applications being 6 Oct. 2017.

(iii) Committee vacancies

John Wilson reported that there was currently one vacancy on each of the following committees: the Audit Committee, the Finance & General Purposes (F&GP) Committee, the Remuneration Committee and the Search & Governance (SGC) Committee and that there were currently 2 vacancies on the Curriculum & Quality (C&Q) Committee. Four of the committee vacancies noted above had arisen as a result of the retirement of Mike Noddings on 31 Aug. 2017, who had been a member of the C&Q, F&GP, SGC and Remuneration Committees.

The Corporation agreed that membership of the C&Q Committee should be reduced from 6 to 5 members.

Action: Clerk

The Chair requested that Corporation members interested in the above committee vacancies should contact the Clerk. It was noted that Jane Price and Amanda Wilcox had expressed an interest in the above vacancies.

Action: Clerk

Minutes & matters arising

138.4 Minutes of meeting 137 (11.7.17), incl. confidential minutes

The minutes of meeting 137 (11.7.17), including the confidential minutes were approved with the following amendment: the first 2 sentences of item 136. 12 (iii) should read 'John Wilson noted that the draft budget and 3-year financial plan had been discussed and approved by the College's SMT and had also been discussed at the July 2017 F&GP Committee meeting, with the Director of Finance in attendance on both occasions. The F&GP Committee was recommending the draft budget and 3-year financial plan to the Corporation for approval'.

Action: Clerk

138.5 Matters arising from the above minutes & action table

Matters Arising, below, are numbered according to their position in the action points table appended to the end of the previous minutes. The reference to the item where the action can be found in the previous minutes is given in brackets at the end of the action).

- 1 Student Corporation member nominations were on the agenda (136.3).
- 2 An update on the completion of online audit of skills form, the register of interests and year end declarations forms and the periodic updating of online training would be given later on the agenda (136.4).
- 3 The Clerk would contact the Student Corporation members about a query concerning the correct procedure to be followed where no student stood for a particular Student Association Executive role (136.4).
- 4 A report on the Venn4 federation was on the agenda (136.5).
- 5 With reference to revisions to the updated Strategic Plan, the College's senior management team (SMT) was seeking approval of 3 new strategic priorities, which would be considered later on the agenda (136.7).
- 6 The College's updated Quality Improvement Plan (QIP) would be presented to the Corporation during autumn term 2017 (136.7).

Action: Clerk

Action: JP/Clerk

- 7 The approved financial plan was submitted to the ESFA by the deadline of 31 July 2017 (136.12).
- 8 The Principal had signed the certificate fronting the financial plan confirming that the supporting commentary to the financial plan had been prepared with due regard to the Financial Planning Handbook checklist (136.12).
- 9 An update on the student experience focus group report would be given to the autumn 2017 C&Q Committee meeting and was on the Committee's draft agenda (136.14).
- 10 The Corporation had agreed that the current version of the Single Equality Scheme (SES) action plan should be updated to include a reference to it being regularly reviewed by the College, the Personnel Committee and the Corporation to indicate that, where a green action showed a past date, it should be made clear that the action had been reviewed subsequently, with it being decided that no further action was required (136.14).
Action: JEA
- 11 It was noted that a presentation given by Rollits & RSM in June 2017 on the colleges' insolvency regime was available on the Corporation section of Moodle. The issue had also been added to the autumn term 2017 draft the Audit and F&GP Committee meeting agendas (136.16).
- 12 A briefing on the implications of the General Data Protection Regulations (GDPR) has been included on the draft agenda for the Oct. 2017 Audit Committee meeting (136.16).
- 13 A briefing on Ofsted preparations was on the agenda (136.16).
- 14 Dates of Corporation meetings in 2017/18 had been e-mailed to members (136.21).

Strategic planning & SMT reports

138.6 Principal's report, incl. report against strategic plan aims

The Principal reported that, at the start of the new academic year, there were real grounds for optimism and positivity, with the College's SMT having agreed the following draft strategic priorities for approval by the Corporation:

1. Ensure that all students achieve their Minimum Expected Grades, with particular emphasis on high grades, so that they can access high-quality pathways to higher education, employment or training.
2. Ensure that there is greater consistency of performance in all curriculum areas through sharing best practice in LTA, so that no subject area is below Grade 4 at ALPs.
3. Promote closer links with local employers and develop employability skills.

The Corporation approved the 3 strategic priorities above.

Members noted the importance of student welfare, including mental health issues, and agreed that consideration should also be given to ensuring that they were included in the Strategic Plan e.g. among the strategic drivers and aims.

Action: JKT

The Principal's report against the following key headings in the College's strategic plan were considered.

(i) Student Outcomes

Members noted that:

- Student outcomes remained strong with a pass rate of 99.7% (2016-17: 99.6%, at A-level, with 47% of our cohort achieving the higher grades A*– B (2016/17: 43%) excluding the Extended Project Qualification (EPQ);
- BTEC courses continued to perform well with an ALPs grade of 2 overall and with over 40 students achieving a triple Distinction star
- Where curriculum areas required improvement, robust action plans had been agreed to ensure success [*confidential minute*];
- The College's track record on targeting specific subjects for improvement was validated by the 3-year ALIS rolling averages for value-added (VA), which confirmed that there were no subjects that had underperformed on a regular basis;
- At GCSE the average A - C rate for the College had increased from 49% to 53%, with Science continuing to outperform other courses with a pass rate of over 70% in Single and 92% in the Additional course.

(ii) Maintain Recruitment

Members noted that the College was pleased with the overall level of student enrolment, given local changes to school demography and lower applications compared to 2016 i.e. at the start of this academic year, the College had 1,998 students on roll, it now had around 1,960 on roll, with a target of 1,950 at the census date. It was noted that the College was still receiving a very small number of late applications for 2017/18.

(iii) Recruit and Retain Outstanding Staff

Members received a report on staff leaving and joining the College, noting that:

- All new staff had had the appropriate induction, the Principal would observe new teaching staff within the first half-term, and the Chair of Corporation had also met new staff and outlined the College's mission;
- The College had deployed staff efficiently;
- The College's Equality in Diversity focus for the 2017/18 academic year would be on improving lower value-added for male students in specific subjects and mental health for staff.

(iv) Develop Partnerships

Members noted that:

- The College continued to work with its Venn4 federation partners;
- Visits to 11-16 schools would begin shortly and liaison work with secondary schools and higher education partners had already begun;
- The Principal was seeking a meeting with the Ron Dearing University Technical College (UTC);
- The two evening events involving parents and students had been well-attended and had provided feedback on students' initial experience;
- The College considered that its partnership with parents was crucial in enabling it to 'inspire and support our students to achieve outstanding success'.

(v) Financial Management

Members noted that Dave Johnson had been recruited as Interim Director of Finance.

The Corporation received the Principal's report for Sept. 2017.

138.7 Federation report: legal structure of the Venn4 federation

John Wilson, as Chair of the Corporation, reported that he, the Vice-Chair of the Corporation and the Principal had attended a Venn Four federation Governors & Principals' meeting held on 22 Sept. 2017 which had received a presentation from Eversheds on the legal form the federation should take. It was noted that the outcome of the meeting was a recommendation that the legal form to be adopted by the Venn Four federation should be that of a company limited by guarantee.

Members noted that:

- The intention of the 4 participating sixth form colleges (Franklin, John Leggott, Wilberforce, and Wyke) in forming the federation was collaboration for the colleges' mutual benefit, while each remained an independent corporation, in order to improve academic quality and make cost savings and efficiencies, where possible and desirable;
- *[Confidential minute]*;
- If the 4 corporations agreed that the appropriate legal form for the federation was a company, each corporation will need to take its own legal advice in due course on any draft memorandum and articles of association produced by Eversheds for the proposed company.

[Confidential minute].

The Corporation agreed, in principle, that the legal form of the Venn4 federation should be a company limited by guarantee, subject to agreement of any draft memorandum and articles of association produced by Eversheds for the proposed company, on which the Corporation would need to take legal advice.

Action: Clerk

Julie Peaks (Vice-Principal) gave a report on the successful Venn4 training day for staff and Corporation members which had been held in July 2017, noting plans for a similar meeting in future. Members noted that staff contact had continued through subject groups and Mark Rothery (Vice-Principal) was involved with the federation quality group.

The Corporation received a report on current and planned Venn4 federation activities.

138.8 Student enrolment report

Chris Herring presented a report on the 2017 enrolment process, which was considered.

Members noted:

- Challenges associated with the 2017/18 enrolment *[confidential minute]*, a move to totally linear 3 core programmes for many and the removal of electives as a compulsory addition to the course, the first year that students arrived with GCSEs graded 1-9 in English and Maths.;
- As a result of the move to linear programmes, the College was, however, able to enrol most Year 1 students on Year 2 courses to the summer period, significantly reducing the number of enrolments that had to take place during enrolment week;
- In 2017, the College's 'Academic Board' was also held in June over a two-day period for Year 2 students who had not achieved automatic progression (e.g. due to results in end of year internal exams, attendance, attitude, or a combination of all three), with each student attending having a meeting with their tutor and a member of staff with significant enrolment experience;
- Enrolment figures for 2017 were in line with predictions based on past trends and local changes to school demography with 1,965 students at the date of the current meeting;
- Year 1 enrolments increased in 2017, with Year 2 enrolments decreasing (as was expected due to smaller Year 1 cohort in 2016/17);
- There was a small number of bridging students;
- *[Confidential minute]*;
- *[Confidential minute]*;
- Trends in school recruitment in 2016/17 would be considered by Marketing and Liaison and used to inform marketing in 2017/18;

It was noted in response to members' questions concerning Single Year students who progressed to Level 3, spending 3 years at the College, that: the College received reduced funding where a student was aged 19 but considered that applicants should be enrolled as Single Year students where this was in their best interests, regardless of the financial implications.

[Confidential minute].

John Wilson confirmed that he had visited the College during enrolment week and that the process had been professionally run, with staff ensuring that students were on appropriate programmes.

The Corporation received the 2017 enrolment report.

138.9 Presentation on exam results, retention & achievement

Mark Rothery (Vice-Principal) presented the results overview.

Members considered the student retention profile, noting that:

- 867 students had completed Year 2 (from 1,102 at their census date in 2015);
- 833 students had completed Year 1 (from 970 at their census date in 2016), of which 804 had progressed to Year 2;
- 71 students completed Single Year (from 85 at census), noting that after improving GCSE grades, Single Year students would progress to employment, vocational courses or progress within the College;

Members considered pass rates in 2017, noting that:

- The A2 Pass rate was 99.7% (99.6% in 2016), 6 U grades (7 in 2016) and 105 students achieved at least AAB (79 in 2016);
- There were 98 A* grades (85 in 2016) at A2, excluding the Extended Project Qualification (EPQ), with 47.8% A*-B (43% in 2016).

Members noted with reference to student destinations that the College's students had a successful record of gaining employment and or gaining entry to HE, including in 2017:

- 2 successful Oxbridge applicants and 8 successful Medical, Dentistry, Veterinary (MDV) degree applicants;
- 70% of students taking part in the Flyers programme went to Oxbridge or Russell Group universities or successfully applied for MDV degrees.

Members considered value-added (VA) data), noting that the College used 3 systems (Alis, Sixth Dimensions, Alps) which enabled it to triangulate the results.

Members noted in discussion of the Alis VA system that the College's score for the Alis overview was just on the tan zone, which had a 99.7% confidence limit, which was within the normal range. Members, noted in discussion that the College's Alis score had dipped when compared with 2016, noting also that the College considered that this was not unexpected as research had shown that sixth form colleges lost their competitive edge when exams were reformulated and there were no past papers from which to revise (e.g. with the introduction of linear A levels), with a dip in Alis VA also shown in similar circumstances in 2008.

Members noted that the Sixth Dimensions report showed exceptional outcomes for the its cohort, noting that mean GCSE scores were low on entry. It was noted, however, that the College's retention scores were worse than the sixth form college average e.g. as a result of students dropping or transferring courses mid-year, noting in this context the adverse effect on retention which had resulted from offering BTECs as electives in 2016/17.

Members noted that the College was grade 3 overall in the Alps VA system, Alps grade 3 (which was graded as 'Excellent' and placed the College in the top 25% for sixth form colleges nationally) at A2, Alps grade 2 at AS (although fewer students took AS in 2016/17) and Alps grade 2 (which was graded as 'Outstanding' and placed the College in the top 10% for sixth form colleges nationally) at BTEC. It was noted that Ofsted inspectors would be familiar with the Alps VA system.

Members considered GCSE results, noting in particular with reference to GCSE A-C:

- An improvement in Maths GCSE results with 61.0% A-C grades (2016: 51.5%);
- The need to improve English Language GCSE results, where A-C grades were 49.4% (2016: 61.1%), although English Literature A-C grades had improved to 66.6% (2016: 38.5%);
- Good A-C grades in Science (single) i.e.70.2% (2016: 66.7%) and Science (additional) i.e.

- 92.3% (2016: 68.7%);
- Film Studies GCSE, which had 28.6% A-C grades (2016: 44.0%) was no longer being offered.

Mark Rothery reported that in summary: the College continued to have outstanding results and add significant value to students' improvement at the top end; there had been a 1.4 % fall in retention; a slight reduction in consistency in A levels; BTEC had maintained its excellent results; there had been a slight improvement in GCSE outcomes.

It was noted in response to members' questions concerning the reasons for the 1.4% fall in retention and actions being taken to address it that:

- Retention was affected both by students leaving the College and by students dropping and/or transferring courses;
- There had been an increase in the number of students leaving the College to take up apprenticeships;
- The introduction of linear A Levels meant that students were no longer motivated to stay until the end of Year 1 in order to achieve an AS qualification;
- Some universities had offered students unconditional places which had led students to drop courses where they were behind with course work, for example;
- Offering BTECs as electives in 2016/17 had affected retention but this had been discontinued from 2017/18;
- Other actions taken to address retention issues included the introduction of a 'fitness to study' programme for students with significant physical or mental health problems and greater support to help Single Year students progress.

In response to members' questions concerning the 1.4% fall in retention in 2016/17 and the fact that the College was expecting to be inspected by Ofsted shortly, it was noted that the College would be able to demonstrate at inspection that it was still above the national benchmark for retention. It was noted that Ofsted would also be interested in the journey of students who left the College.

The Corporation received the 2017 results overview.

138.10 Ofsted preparations presentation

Julie Peaks (Vice-Principal and College inspection nominee) gave a briefing on the Ofsted inspection process:

- A new Common Inspection Framework (CIF) had been written and used to inspect all colleges during 2016/17 and, while it had been updated for 2017/18, changes were minor.
- The College was expecting an initial one / two-day inspection with the main purpose being to evaluate whether the College remained a Good provider, whether safeguarding was effective, the capacity of all leader/managers/governors to drive continued improvement, how well the College had dealt with any areas for improvement identified at the previous full inspection (Oct, 2013);
- The College would normally receive 48 hours' notice of inspection, unless there was a safeguarding concern which would trigger a 'no notice' inspection;
- The inspection would be carried out by one or two inspectors;
- Judgements would only be made against all aspects of the new CIF during a full inspection but inspectors would always report whether safeguarding was effective;
- Judgements would be fed back to Julie Peaks as the College nominee, with a short letter recording the two main judgements and summarising findings issued within 19 days of a short inspection;
- The inspection judgement could be one of 3 options i.e. that the College remained Good, it remained Good but there is evidence that it could be Outstanding, the College fails to provide enough evidence that it remained Good;
- The first option would result in an inspection report and a further short inspection in 3 years, while options 2 and 3 would trigger a full inspection.

Members noted that:

- The College hoped that the short inspection would be converted to a full inspection to review

whether the College was Outstanding, usually taking place within 15 days of the short inspection but could be sooner;

- The lead inspector would remain the lead, with more inspectors joining the lead on site;
- Overall Effectiveness was the main judgement which would be graded by the outcomes of the following 4 key judgement areas: Key Judgement 1 (The effectiveness of leadership and management), Key Judgement 2 (Quality of teaching, learning and assessment), Key Judgement 3 (Personal, development, behaviour and welfare), and Key Judgement 4 (Outcome for learners);
- Each area would be graded 1- 4 (i.e. Outstanding, Good, Requires improvement, Inadequate);
- The College had provided consistent and organised hard copy Purple files for each course as, it was recognised that inspectors would not have time to review the College's online systems at inspection.

(Jane Price left the meeting).

Members noted in discussion of actions taken by the College since the last inspection in Oct. 2013 that this included:

- Updating many of the College's internal systems, including the Staff Performance Development Review (PDR) and the Student tracking system (OnTrack);
- All lesson observations had been completed by Dec. 2016, although this would be undertaken between Nov. 2017 and Jan. 2018 in 2017/18;
- Reviewing every inspection report from Sept. 2016, Julie Peaks attending an Ofsted Conference in early Oct. 2017, Jamie Davies attending a RaiseOnline update, which he would feedback to the SMT (noting that inspectors could be expected to use RaiseOnline data at inspection);
- Enhancing safeguarding e.g. distribution of the safeguarding Lead's photograph and details throughout the College, more staff Level 3 trained in Safeguarding, introduction of a new signing in system / different coloured lanyards for visitors, introduction of student lanyards;
- Planning the Key Judgement lead groups and practice questions for each key judgement, with mock interviews for each of the key judgement leads and their team;
- Introduced a new learning walk system which was recordable, started SMT and Head of Faculty walkthroughs;
- The Principal had started his formal observations of new staff for 2017/18;
- Changing the College's Learning, Teaching & Assessment (LTA) structure, focussing on shared practice and peer work and appointing a second LTA Lead (i.e. Mark Lucid, who was head of department which consistently achieved Alps grade 2), planning and starting a coaching element of LTA to help support and develop staff, would include an Ofsted focus in the Oct. 2017 LTA session;
- Completing all the subject reviews by 27 Sept. 2017 and identifying courses with areas for improvement and ensuring they had a review plan in place
- Beginning the process of revising the College SAR to make it more succinct, fit for purpose and in line with the 5 areas of the CIF;
- Changing the line management of faculties.

It was noted in response to members' questions concerning what needed to be done to achieve a grade of Outstanding, that the College would not need to show that it was Outstanding in all areas but it would need to be able to show that it knew which areas required improvement. It was noted that as the College had last been inspected in 2013, it would definitely be inspected in 2017/18. Planning would be undertaken to identify groups, including Corporation members, who would meet with inspectors.

The Corporation received a briefing on the Ofsted inspection regime.

Committee reports

138.11 *Finance & General Purposes (F&GP) Committee*

(i) Student numbers & funding report

John Wilson, as Chair of the F&GP Committee reported that a student numbers & funding report was considered at each F&GP Committee meeting, with the Sept. 2017 report being presented to the Corporation for information.

Members noted:

Student enrolments for the 2017/18 academic year i.e. the College currently had around 1,960 students, including a small number of adult funded students;

- The Director of Network & Information Systems' opinion was that the College could be slightly below its student numbers target for students aged 16-18 at the census date;
- Comparison of achievement rates at Level 3 with previous years had been complicated by the introduction of linear A levels and, to obtain some form of comparison at Level 3, the report therefore compared A2 and BTEC Level 3 results for 2014/15 to 2016/17;
- During this period, pass rates at A2 had been stable (i.e. ranging between 99.4% in 2014/15 to 99.5% in 2016/17) but retention had fallen by 1.4% in 2016/17;
- BTEC pass rates had also remained stable (i.e. ranging between 99.4% in 2014/15 to 99.9% in 2016/17) but retention had fallen in 2016/17 by 7.1%;
- Reasons for the fall in BTEC retention had been analysed and included BTECs being taken by first year students as electives i.e. about 50% of all BTECs had been taken as electives in 2016/17;
- The reasons for the fall in BTEC retention in 2016/17 had been reviewed in detail at course level as part of the College's self-assessment review process, with actions to address the issue being planned.

The Corporation received the student numbers report for Sept. 2017.

(ii) Management accounts for 31 July 2017

John Wilson, as Chair of the F&GP Committee, reported that the monthly management accounts were considered at each F&GP Committee meeting, with the management accounts for 31 July 2017 which had been considered at the Sept. 2017 F&GP Committee meeting being presented to the Corporation for information and review. John Wilson invited the Interim Director of Finance, Dave Johnson, to speak to the management accounts for July 2017

Members considered the management accounts for 31 July 2017, including the key performance indicators, ratios, capital budget and cash flow, noting that:

- The operating surplus per the management accounts at the end of July 2017 was £437k compared with the budgeted surplus of £398k;
- Both income and expenditure were above budget;
- With reference to the Balance Sheet, notable elements included a reduction in net pension liability per the actuarial year end valuation and a current year surplus of £303k which reflected the impact of the FRS102 pension adjustment outside of the management accounts;
- The year-end adjustment for FRS102 holiday pay provision had not yet finalised and would impact the final reported net surplus figure;
- With reference to the 12 Month Rolling Cash Flow for the period from July 2017 to July 2018, the bank balance was forecast to remain at an acceptable level for the next 12 months and the College would manage its cash flow without resorting to a working capital facility from the bank;
- The forecast lower bank balance in Mar. 2018 was, as in previous years, a result of the ESFA grant payment profile.

Members noted that the report showed that the College was generating a sufficient surplus to ensure its future financial sustainability and to enable it to pay down the loans taken out to finance the redevelopment of the College.

It was noted that the external audit for the year ended 31 July 2017 was due to start on 16 Oct. 2017.

The Corporation received the management accounts for July 2017, noting an operating

surplus of £437k compared with the budgeted surplus of £398k.

(iii) Report on capital budget update

John Wilson, as Chair of the F&GP Committee, reported that the F&GP Committee meeting on 27 Sept. 2017 had noted that planned capital expenditure for 2017/18 was currently £170k lower than originally budgeted, mainly as a result of work not undertaken on a mezzanine floor in the library.

The Corporation received a report on capital expenditure in 2017/18, noting that a further report would be presented to the Nov. 2017 F&GP Committee meeting to allow expenditure on additional projects to be considered.

138.12 Student agenda item

(i) The potential for student Faculty/Subject representatives

Daniel Atcheson (Student Association Executive President and Student member of Corporation) reported that he and Michelle Tlhabologang (Student Association Executive Vice-President and Student member of Corporation) had met with the Principal and Julie Peaks (Assistant Principal) to discuss how to engage with the student body, reporting that this had included a proposal to establish a system of Faculty representatives, with around 2-3 student representatives dependent on the size of the Faculty. The Corporation welcomed the proposal.

Members noted that actions taken to publicise the work of the Student Association Executive had included Daniel Atcheson and Michelle Tlhabologang attending Tutorial Groups. It was noted in response to members' questions that the possibility of members of the Executive having their own Executive lanyards, to make them more visible to the student body, had been considered but this had not been taken forward to date.

The Corporation received a report from the Student Association Executive President.

Governance matters II

138.13 (i) Corporation attendance in 2016/17

The Clerk reported that Corporation attendance in 2016/17 was 72% including the Special ABR meetings (Nov. 2016 & Feb. 2017) and the Special Reserved Business meeting (11 Aug. 2017) and 80% excluding the 3 Special meeting, against a target of 75%.

(ii) Verbal report on updating of the skills audit, register of interests & financial year-end declaration forms

The Clerk gave a verbal report on the annual updating of the above documents, noting that those who had yet to review/complete register of interests & financial year-end declaration forms would be reminded of the need to do so. It was noted that those who needed to update online safeguarding or equality & diversity training would be sent login details

Action: Clerk

(iii) Documents from outside bodies

The following documents/links were received for information:

ESFA guidance on intervention, (ii) ESFA guidance on safeguarding incident reporting,

(iii) Link to Ofsted's updated FE & Skills Inspection Handbook (effective from 4 Sept. 2017):

<https://www.gov.uk/government/publications/further-education-and-skills-inspection-handbook>

(iv) Annual review of (a) Corporation & committee standing agenda items & committee terms of reference, (b) Corporation standing orders & (c) Corporation Code of Conduct

The Clerk reported that Corporation's committees reviewed their terms of reference and standing agenda item lists annually, making recommendations on proposed changes to Corporation, with Corporation's Appeals Committee terms of reference being reviewed annually by the Personnel Committee. It was noted that the Clerk was recommending minor updating changes to Corporation's standing agenda item list and no changes to the Corporation's Standing Orders and

Code of Conduct.

The Corporation agreed updating changes to the terms of reference and standing agenda item lists of Corporation's committees, on the recommendation of its committees, together with the addition of the following items to all committee lists: 'Documents from outside bodies'; references to the EFA updated to ESFA, except in the case of the reference to the SFA & EFA Post-16 Audit Code of Practice (Mar. 2017), where the reference remained correct.

Action: Clerk

The Corporation agreed minor updating changes to Corporation's standing agenda item list, on the recommendation of the Clerk.

Action: Clerk

(v) Corporation training schedule

The Clerk reported that the Search and Governance Committee Corporation training/briefing schedule, noting the briefing on Ofsted given by Julie Peaks earlier on the agenda. Members with suggestions for future training/briefing sessions were asked to contact the Clerk. The next pre-Corporation training session would be in Feb. 2018.

The Corporation welcome a proposal for a joint Venn4 training session for Corporation members e.g. a session using the Association of Colleges: National Leaders in Governance - Sixth Form Colleges Support/ the Education and Training Foundation free programme.

Action: Clerk

Committee meetings: summary notes

138.14 Committee meetings

It was noted that committee minutes were on the Corporation section of Moodle.

Final agenda items

138.15 Any other business

There was no other business not already on the agenda.

138.16 How will items considered at the meeting have an impact on learners?

Members noted, in particular, the impact of action plans to bring about improvement which had been discussed at the meeting.

138.17 Risk management – items identified at the meeting

No new items of risk had been identified at the meeting.

138.18 Forthcoming College events

The following forthcoming events were noted:

(i) Open Evenings on Thurs. 26 Oct. & Thurs. 9 Nov. 2017, 5.30-8.00pm (ii) Open Morning, Sat. 2 Dec. 2017, 9.00am - 12.00 noon (iii) Christmas Dance event (Thurs.7 Dec. 2017, time tbc), (ii) Christmas concert, St Mary's Church, Beverley, Thurs 14 Dec. 2017, 7.00pm.

The Chair encouraged Corporation members to attend College Open Evenings and Mornings.

Members requiring tickets for the Christmas dance event or Christmas concert were asked to contact the Clerk.

138.19 Dates of 2017/18 Corporation & Committee meetings

The dates of Corporation & Committee meetings in 2017/18 were received for information.

138.20 Date of next Corporation meeting

It was noted that the Corporation was next scheduled to meet on Wed. 13 Dec. 2017 at 5.00pm.

Reserved Business agenda

- 138.21** In line with Corporation's practice, the following staff and student members left the meeting before consideration of the Reserved Business agenda at agenda item 138.21: Emma Albeck (support staff member of Corporation), Daniel Atcheson (student member of Corporation), Jim Darmody (teaching staff member of Corporation), Dave Johnson (Interim Finance Director), Michelle Tlhabologang (student member of Corporation), Jamie Davies (Assistant Principal), Chris Herring (Assistant Principal), Dave Johnson (Interim Director of Finance), Julie Peaks (Vice Principal), Mark Rothery (Vice Principal).



**MINUTES OF THE CORPORATION SPECIAL MEETING 139
HELD ON 6 NOVEMBER 2017**

Present: Jim Darmody, John Gilleard, Dina Lewis, Mark Moore, Jane Price, Steve Sellers, John Shipley, Phil Taylor (Vice-Chair), Jay Trivedy (Principal), John Wilson (Chair), Philip Wright

In attendance: Jenny Anderson (Personnel Manager), Fiona Bagchi (Clerk to the Corporation), Dave Johnson (interim Director of Finance)

139.1 Apologies for absence

Apologies were received from Corporation members Daniel Atcheson, Emma Albeck, Neil Cavill, Caroline Dawes, Ruth Dönmez, Jackie Goodman, Michelle Tihabologang, Amanda Wilcox.

139.2 Declaration of interests

Standing declarations: Dina Lewis as an employee of the University of Hull.

139.3 Minutes of the previous meeting

It was noted note that, as the current meeting was a special meeting, the minutes of the previous scheduled meeting held on 28 Sept. 2017 were not being presented for consideration.

Senior post-holder matters

139.4 Recommendation from Corporation's Selection Panel on appointment to the Director of Finance post

It was noted that, under the Articles of Government, the Corporation was responsible for the appointment of designated senior post-holders and had designated 5 posts as designated senior posts i.e. the Principal, the 2 Vice-Principals, the Director of Finance, and the Clerk. There was currently a vacancy for a permanent Director of Finance

(i) Recommendation of the selection panel

John Wilson, as Chair of the Corporation's selection panel, reported that the panel had short-listed 3 candidates for interview for the permanent Director of Finance post, with 2 candidates being interviewed earlier on 6 Nov. 2017.

The Corporation received recommendations from the selection panel on an appointment to the above post, with Corporation's decision being recorded in the confidential Reserved Business section of these minutes.

(ii) Recommendation of the Remuneration Committee

It was noted that the Director of Finance post, had been advertised at £40-50k p.a., dependent on experience, and as a full-time or 0.8 contract by negotiation with the preferred candidate, noting that, as the previous permanent holder of the post had been on a 0.8 contract, the proposed remuneration and hours for the post had been set in order to ensure that the cost of the appointment would be within the budget agreed for 2017/18.

The Corporation received recommendations from the Remuneration Committee on the remuneration for the above post, with Corporation's decision being recorded in the

confidential Reserved Business section of these minutes.

(Jenny Anderson left the meeting).

Finance matters

139.5 Report and recommendation on approval of amendment to the Lloyds bank covenants

The Interim Director of Finance, Dave Johnson, joined the meeting.

The Chair reported that:

- A paper on the implications for Lloyds' bank covenants arising from the introduction of Financial Reporting Standard (FRS) 102, with reference to the audit for the year ended 31 July 2016, had been presented to the Finance & General Purposes Committee and the Corporation in Dec. 2016, outlining proposed amendments to the covenants to ensure that the College was not in breach as a result of FRS 102;
- During the external audit for the year ended 31 July 2017, it became apparent that a letter dated 10 February 2017 from Lloyds bank relating to proposed amended loan covenants (which asked for the letter to be approved by the Corporation, signed and returned by 10 March 2017, which would be the effective date) had not been presented to the Corporation for approval.

The Corporation noted that the position of Richard Lewis of the College's external auditors, RSM, was that due to the technical breach of the covenant agreement officially in place at 31 July 2017 (i.e. of the unamended covenants), the College must show the full Lloyds' loan of £1.9m as due within 1 year, which would result in the need for a moderation of the College's financial health grade from Good to Satisfactory due to a negative liquidity ratio.

[Confidential minute].

The Corporation discussed whether they wished to pursue this matter further with RSM. Members noted that RSM's re-classification was a presentational amendment required to comply with FRS 102, which would not change the total debt value disclosed in the financial statements or the overall net asset position of the College, although it would have an impact on ratio calculations.

The Corporation agreed not to pursue further with RSM their position on FRS 102 and loan covenants, noting that the technical breach of the Lloyds' loan covenants would be remedied following approval of the covenant amendment letter and that full disclosure of the matter could be made in a Note to the financial statements for the year ended 31 July 2017. The Corporation also agreed that the matter should be brought to the attention of the Education & Skills Funding Agency (ESFA).

Action: DJ/JKT

The Chair of Corporation reported, in response to members' questions concerning how a similar breach of bank covenants could be avoided in the future, that the F&GP Committee would restore a review of bank covenant as a standing agenda item at each meeting and would ensure that relevant issues were appropriately minuted.

Action: Clerk

The Corporation considered for approval the revised covenant amendment letter from Lloyds bank dated 1 November 2017, noting that it had an effective date of 10 November 2017 [confidential minute].

139.6 Update on the authorised signatory list for the Barclays' bank mandate

[Confidential minute].

The Corporation received an update on the authorised signatory list for the Barclays'

bank mandate, noting a further update would be provided at the Dec. 2017 Corporation meeting.

Action: DJ

Federation matters

139.7 Report on Venn4 draft Articles of Association

The Clerk reported that she was taking legal advice on behalf of the Corporation on the Venn4 draft Articles of Association, which would be presented to the Corporation in due course.

Action: Clerk

Final agenda items

139.8 Any other business

There was no other business not already on the agenda.

139.9 Risk management – items identified at the meeting

It was noted that no new items of risk had been identified at the meeting

139.10 Date of next meeting

It was noted that the Corporation was next scheduled to meet on Wed. 13 Dec. 2017 at 5.00pm.

In line with Corporation's practice, the Interim Finance Director, Dave Johnson, and Jim Darmody (teaching staff member of Corporation), left the meeting before consideration of the Reserved Business agenda at agenda item 139.11-14.



**MINUTES OF THE CORPORATION SPECIAL MEETING 140
HELD ON 22 NOVEMBER 2017**

Present: Emma Albeck, Jim Darmody, Caroline Dawes, John Gilleard, Jackie Goodman, Dina Lewis, Mark Moore, John Shipley, Phil Taylor (Vice-Chair), Jay Trivedy (Principal), John Wilson (Chair), Philip Wright.

In attendance: Jenny Anderson (Personnel Manager), Fiona Bagchi (Clerk to the Corporation), Jamie Davies (Assistant Principal), Chris Herring (Assistant Principal), Julie Peaks (Vice Principal), Mark Rothery (Vice Principal), Ian Taylor

140.1 Apologies for absence

Apologies were received from Corporation members Daniel Atcheson, Neil Cavill, Ruth Dönmez, Jane Price, Steve Sellers, Michelle Tlhabologang, Amanda Wilcox.

140.2 Declaration of interests

Standing declarations: Caroline Dawes (employee, Kelvin Hall School), Dina Lewis (employee, University of Hull); Jackie Goodman (employee, Hull College)

The Principal and Clerk, as designated senior post-holders, declared an interest at Reserved Business agenda item 140.14.

140.3 Minutes of the previous meetings

It was noted that, as the current meeting was a special meeting, the minutes of the previous meetings held on 28 Sept. 2017 and 6 Nov. 2017 were not being presented for consideration.

Ofsted inspection

140.4 Julie Peaks (Vice-Principal and the College's Ofsted nominee) gave a presentation on Ofsted's inspection of the College, 15–16 Nov. 2017, including a report on feedback received from the inspectors.

Members noted that the purpose of a short 2-day inspection was to confirm the grade from the previous inspection (i.e. that the College remained Good with Outstanding features), with the College receiving 48 hours' notice of the inspection.

Julie Peaks gave a report on Ofsted's feedback Key Lines of Enquiry (KLE), noting that this should be regarded as provisional and confidential as the written report from Ofsted had yet to be received.

[Confidential minute].

It was noted that the College's senior management team (SMT) were disappointed that a decision had not been taken to convert the short inspection to a full inspection but would reflect on the areas for improvement at the following week's planning day and would ask whether actions previously taken were sufficiently robust.

The Chair thanked Julie Peaks as Ofsted nominee and asked the Principal to pass on Corporation's thanks to College staff for their contribution to the inspection. The Principal confirmed that an event celebrating the confirmation of the College's Good grade would be arranged for staff.

It was noted, in response to members' questions that: another 2-day inspection could be expected in 4-5 years' time; an inspection could be triggered sooner if there was a safeguarding concern or a significant fall in results; colleges could pay to have a full inspection.

The Corporation received a report on Ofsted's inspection of the College, which has taken place 15–16 Nov. 2017.

Final agenda items

140.5 Forthcoming College events

The following forthcoming College events were noted: (i) Open Morning, Sat. 2 Dec. 2017, 9.00am - 12.00 noon, (ii) Christmas dance event, Thurs. 7 Dec. 2017, 7.00pm, (iii) Christmas concert, St Mary's Church, Beverley, Thurs. 14 Dec. 2017, 7.00pm.

140.6 Any other business

There was no other business.

140.7 Risk management – items identified at the meeting

No new items of risk were identified at the meeting.

140.8 Date of next meeting

It was noted that the Corporation was next scheduled to meet on Wed. 13 Dec. 2017, 5.00pm.

In line with Corporation's practice, the following staff members left the meeting before consideration of the confidential Reserved Business agenda at agenda item 140.9-16: Emma Albeck (support staff Corporation member), Jim Darmody (teaching staff Corporation member), Jenny Anderson (Personnel Manager), Chris Herring (Assistant Principal), Jamie Davies (Assistant Principal), Julie Peaks (Vice Principal), Mark Rothery (Vice Principal).

**MINUTES OF THE CORPORATION MEETING 141
HELD ON 13 DECEMBER 2017**

Present: Daniel Atcheson, Emma Albeck, Jim Darmody, John Gilleard, Jackie Goodman, Dina Lewis, Jane Price, John Shipley, Phil Taylor (Vice-Chair), Michelle Tlhabologang, John Wilson (Chair), Jay Trivedy (Principal), Philip Wright

In attendance: Fiona Bagchi (Clerk to the Corporation), Jenny Anderson (Personnel Manager), Jamie Davies (Assistant Principal), Chris Herring (Assistant Principal), Dave Johnson (Interim Director of Finance), Julie Peaks (Vice Principal), Mark Rothery (Vice Principal), Tony Wilmot (Director of Finance)

141.1 Apologies for absence

Apologies were received from Neil Cavill, Caroline Dawes, Ruth Dönmez, Mark Moore, Steve Sellers, and Amanda Wilcox.

141.2 Declaration of interests

Standing declarations: Jackie Goodman (employee, Hull College), Dina Lewis (employee, University of Hull).

Minutes & matters arising

141.3 Minutes of meeting 138 (28.9.17), incl. confidential minutes

The minutes of meeting 138 (28.9.17), including the confidential minutes, were approved.

141.4 Matters arising/action table

Matters Arising, below, are numbered according to their position in the action points table appended to the end of the previous minutes. The reference to the item where the action can be found in the previous minutes is given in brackets at the end of the action).

- 1 Daniel Atcheson and Michelle Tlhabologang had been appointed as Student Corporation members at the Sept. 2017 Corporation meeting (138.3).
- 2 C&Q Committee membership had been reduced to 5 members, as agreed (138.3).
- 3 An update on Committee membership vacancies was on the agenda (138.3).
- 4 The July 2017 minutes had been amended, as agreed (138.4).
- 5 The issue of the correct procedure to be followed where no student stood for a particular Student Association Executive role was still outstanding (138.5).
Action: Clerk
- 6 Updated Self-Assessment Report (SAR) Quality Improvement Plan (QIP) was on the agenda (138.5).
- 7 The updated Single Equality Scheme (SES) action plan would be presented to the spring term Corporation meeting, following review at the spring term Personnel Committee meeting (138.5).

Action: Clerk

- 8 The Corporation had noted, at its Sept. 2017 meeting, the importance of student welfare, including mental health issues, and agreed that consideration should also be given to ensuring that they were included in the Strategic Plan (e.g. among the strategic drivers and aims), when the Plan was next reviewed (138.6).

Action Clerk/SMT

- 9 Legal advice from Rollits on the Venn4 draft Articles of Association was on the agenda (138.7).
- 10 It was noted that staff and Corporation members refreshed online safeguarding or equality & diversity training on a periodic basis and that Corporation members who needed to update online safeguarding or equality & diversity training would be sent login details (138.13).

Action: JEA

- 11 Corporation and committee standing agenda item lists had been updated as agreed at the Corporation's Sept. 2017 meeting (138.13).
- 12 As agreed, the Clerk had informed the Clerk of Franklin Sixth Form College that the Corporation would welcome a joint Venn4 Corporation training session, noting that it was proposed that the National leaders in Governors-Sixth Form College support/Education Training Foundation (ETF) offer of access to a free trainer was being considered (138.13).

Action: Clerk/Venn4

141.5 Minutes of Special meeting 139 (6.11.17), incl. confidential minutes

The minutes of Special meeting 139 (6.11.17), including the confidential minutes were approved.

141.6 Matters arising/action table

Matters Arising, below, are numbered according to their position in the action points table appended to the end of the previous minutes. The reference to the item where the action can be found in the previous minutes is given in brackets at the end of the action).

- 1 Tony Wilmot had accepted the post of Director of Finance (139.4).
- 2 The technical breach of the Lloyds' loan covenants had been remedied following approval of the covenant amendment letter and full disclosure of the matter had been in a Note to the draft financial statements for the year ended 31 July 2017, which would be considered later on the agenda. The matter had also been brought to the attention of the Education & Skills Funding Agency (ESFA) (139.5).
- 4 A draft revised F&GP Committee standing agenda list, which included a review of bank covenants as a standing agenda item at each meeting of the Committee, would be considered later on the agenda for approval (139.5).
- 5 The Chair of the Corporation and the Principal had signed the revised covenant amendment letter from Lloyds bank dated 1 Nov. 2017, which had been returned to Lloyds before the effective date of 10 Nov. 2017 (139.5).
- 6 Tony Wilmot, Director of Finance, reported that the updating of the Barclays bank mandate signatories list was in progress (139.6).

Action: TW

- 7 As noted above, legal advice from Rollits on the Venn4 draft Articles of Association was on the agenda (139.7).

141.7 Minutes of Special meeting 140 (22.11.17), incl. confidential minutes

The minutes of Special meeting 140 (22.11.17), including the confidential minutes, were approved with the following amendment: at 140.4 (iv) the reference should be to a 'small minority'.

Action: Clerk

141.8 Matters arising/action table

It was noted that there were no actions arising from the above minutes and no matters arising.

Principal's report, incl. strategic planning & federation matters

141.9 Principal's report against strategic plan aims

The Principal gave his report for Dec. 2017 against the College's strategic plan aims, which were considered.

Members noted that, since the Corporation meeting on 22 Nov. 2017, the College's senior management team (SMT) had been concentrating on planning for the future to strengthen the College and to position it for future success e.g., plans were now being formulated so that College structures and curriculum were 'fit' for purpose.

The following events and successes were noted in particular:

- The Christmas Concert on 14 Dec. 2017;
- 23 students to date invited for an Oxbridge interview in Dec. 2017;
- The netball team becoming County Champions;
- The boys' football team proceeding to the National Quarter Finals.

(i) Improve Learner Outcomes

Members noted that:

- The review of academic outcomes had been undertaken by the end of Sept. 2017, with robust action plans are being implemented [*confidential minute*];
- The Learner Voice focus group had been incorporated into the review process audit and was providing useful information on the impact of the reviews.

(ii) Maintain Student Recruitment

Members noted that:

- The College had held 2 Open Evenings and an Open Saturday on 2 Dec. 2017, which had been well-attended and a 'Morning in Action' session had also been held;
- [*Confidential minute*];
- Staff were aware importance of converting applications to enrolments.

(iii) Recruit and Support Outstanding Staff

Members noted a small number of staff joining the College since the last report to the Corporation, including Tony Wilmot who had accepted appointment as the College's Director of Finance.

(iv) Develop Partnerships

Members noted that:

- Wyke continued to work with its Venn4 federation partners, with plans underway for the annual staff training day which was due to take place in July 2018;
- Liaison and partnership work with Hull University continued e.g. mock Oxbridge interviews at Hull University and a visit to the Hull/York medical.

(v) Sound Financial Management

Members noted that:

- Sound financial management remained a priority, with the monthly accounts regularly reviewed by the senior management team (SMT);
- Savings would need to be made for 2018/19 in response to reduced funding.

It was noted in response to members' questions, in respect of the internal auditors' Budgetary Control report which had been considered at the Oct. 2017 Audit Committee meeting, that budget-holders requesting training were staff below SMT level and that the Director of Finance attended SMT meetings at which financial matters were discussed.

The Corporation received the Principal's Dec. 2017 report against the College's strategic plan aims.

141.10 Federation matters: legal advice on draft Articles of Association

John Wilson, as Chair of the Corporation, reported that, as a result of the Area Based Review process, Franklin, John Leggott, Wilberforce, and Wyke sixth form colleges had agreed to form a federation (the Venn4 federation) to facilitate collaboration for the colleges' mutual benefit in order to improve academic quality and make cost savings and efficiencies, where possible and desirable, with the legal status of each college joining the federation remaining that of an independent statutory corporation.

Members noted that, following a recommendation from the Venn4 Principals and Governors' meeting held on 22 Sept. 2017, the Corporation had agreed in principle, at its meeting on 28 Sept. 2017 that:

- The legal form of the Venn4 federation should be a company limited by guarantee, subject to agreement of the Memorandum and Articles of Association for the company;
- Should the 4 corporations agree that the appropriate legal form for the federation was a company limited by guarantee, each corporation would need to take its own legal advice in due course on any draft memorandum and articles of association produced by Eversheds Sutherland for the proposed company;
- The Clerk had therefore taken legal advice from Rollits on draft Articles of Association for a company limited by guarantee (the Venn4 Partnership Limited) which had been produced for the Venn4 federation by Eversheds Sutherland in Oct 2017.

Members noted that the following documents had been sent out with the agenda for the current meeting:

- Rollits: advice provided to Wyke Sixth Form College on the following documents
- Eversheds Sutherland: new company (company limited by guarantee) questionnaire for the Venn4 federation
- Eversheds Sutherland: draft Articles of Association for the Venn4 Partnership Limited

[Confidential minute].

The Corporation considered Rollits' advice on Eversheds Sutherland's draft Articles of Association for the Venn4 Partnership Ltd and its advice on the development of a Members' Agreement, agreeing that the draft Articles could not be approved by the Corporation in their present form.

The Corporation agreed that the Principal should present Rollits' report to the Venn4 Principals' meeting which was due to be held in Dec. 2017, with a view to the points raised in the report being considered and/or addressed e.g. by amendment of the draft Articles of Association and development of a Members' Agreement.

Action: JKT

It was noted in discussion that, as the Rollits report had been commissioned by Wyke, the other Venn4 colleges would not be able to rely on it without Rollits' permission.

The Corporation agreed that, subject to the above, amended draft Articles of Association for the Venn4 Partnership Ltd and a draft Members' Agreement should be presented to the Corporation for approval.

Committee reports

141.11 Audit Committee

(i) Audit Committee Report (incl. internal audit report, financial statements report, strategic risk register, regularity engagement report)

John Gilleard, as Chair of the Audit Committee, reported that the Audit Committee's Annual Report to Corporation and the Principal had been approved at the Committee's Nov. 2017 meeting and was being presented to the Corporation for consideration before the Annual Report and Financial Statements.

The Corporation noted that the following documents, which had been considered by the Audit Committee, had been attached as appendices to the Audit Committee's Annual Report:

- Internal Audit: Annual Report 2016/17
- Financial Statements: Final Audit Findings, year ended 31.7.17
- Independent Reporting Accountant's Report on Regularity for the year ended 31.7.17
- College's Strategic Risk Register (Nov. 2017)

The Corporation noted that the Audit Committee had considered the Annual Internal Audit Report for 2016/17 from AuditOne at its October 2017 meeting, noting that the report stated that the AuditOne's overall opinion on the adequacy and effectiveness of the College's risk management, control and governance processes was Substantial assurance.

Members noted that Final Audit Findings report from the College's financial statements auditors, RSM UK Audit LLP (RSM), confirmed that: RSM considered that appropriate disclosures regarding going concern had been made in the College's financial statements; while the College had breached borrowing covenants on its loan with Lloyds as at 31 July 2017, which had resulted in £1.9m of bank loans previously classified as falling due after more than one year being reclassified as liabilities falling due within one year, this had been appropriately disclosed in the financial statements; the auditors' anticipated issuing an unqualified opinion on the financial statements.

It was noted, with reference to the limited assurance work on regularity undertaken by RSM as reporting accountants, that RSM's report confirmed that no issues had come to RSM attention which would suggest non-compliance by the College with the regularity framework requirements or specific conditions attached to funding.

[Confidential minute]. The Audit Committee had noted that, while RSM had stated that no significant deficiencies in internal control had come to their attention during the audit, RSM had made best practice recommendations. *[Confidential minute]*.

John Gilleard drew members' attention to the report on emerging issues affecting the further education (FE) and sixth form college sectors, which was attached as an appendix to RSM's audit findings report.

The Corporation noted, with reference to the College's strategic risk register which was attached to the Audit Committee's Annual Report, that the Audit Committee reviewed the full risk register annually during the autumn term, reviewing the strategic risk register at each of its other meetings. It was also noted that a College assurance map (linked to the risk register) was used by the Audit Committee to identify assurance gaps and the formulation of future internal audit plans and that the further development of the map would be considered during 2017/18.

The Corporation noted that the Audit Committee's opinion as stated in the Report, based on the reports of and discussions with both the internal auditors and the financial statements and regularity auditors, together with the Committee's own enquiries, was that: reliance could be placed upon the adequacy and effectiveness of Wyke Sixth Form College Corporation's assurance arrangements, its framework of governance, risk management and control processes for the effective and efficient use of resources, solvency of the institution and the safeguarding of its assets; the Corporation's responsibilities, included in the annual financial statements, had been satisfactorily discharged.

The Corporation received the Audit Committee's Annual Report 2016/17, noting the positive opinion on the final page of the report, and approved its submission to the Education & Skills Funding Agency by the required deadline of 31.12.17.

Action: Clerk/TW

(ii) Letters of representation

John Gilleard reported that draft letters of representation from the Corporation to the College's external auditors, RSM, as financial statements auditors and the regularity reporting accountant, had been reviewed at the Audit Committee's Nov. 2017 meeting, with the Committee agreeing to recommend their approval and signing by the Corporation.

The Corporation approved, on the recommendation of the Audit Committee, the letters of representation to RSM, as financial statements auditors and the regularity reporting accountant, for signing by the Chair of the Corporation and the Principal.

Action: Chair/JKT

(iii) Internal auditor re-appointment & audit plan 2017/18

John Gilleard reported that, having completed a positive performance review of the internal audit service at its Oct. 2017 meeting and having noted that the fees of AuditOne were competitive and that the 2016/17 audit had been on budget, the Audit Committee had agreed to recommend to Corporation the re-appointment of AuditOne as internal auditors for 2017/18, subject to agreement of the 2017/18 internal audit plan, including fees. The Audit Committee had considered the draft internal audit plan 2017/18 at its Nov. 2017 meeting, agreeing to recommend it to the Corporation.

The Corporation approved, on the recommendation of the Audit Committee:

- ***The re-appointment of AuditOne as internal auditors for 2017/18;***
- ***The approval of the internal audit plan 2017/18, including fees [confidential minute].***

141.12 Finance & General Purposes (F&GP) Committee

(i) Student numbers & funding report

John Wilson, as Chair of the F&GP Committee, presented the student numbers & funding report for Dec. 2017, which had been considered at the Dec 2017 F&GP Committee meeting, and which was being presented to the Corporation for information.

Members noted that:

- The first ILR return of the year (F04) had been submitted to the Education & Skills Funding Agency (ESFA) and would form the baseline for the lagged number calculation for the funding of the 2018/19 academic year i.e. 1,918 ESFA-funded learners aged 16-19 and 3 Adult Education Budget learners aged 19+ against a budgeted total of 1,950 learners;
- The College would consider cost-savings for 2018/19 in response to lower than budgeted ESFA-funded learners aged 16-18, which would result in reduced funding for 2018/19 under the ESFA's lagged funding system.

Members discussed retention for 2017/18, noting that it was too early in the year to discern a trend *[confidential minute]*. It was noted in response to members' questions concerning overall retention of 100.6% in Oct. 2017 that the figure was shown as more than 100% as a result of students joining the College after the official enrolment date.

It was noted in response to members' questions *[confidential minute]* that:

- The introduction of 2-year linear A Levels appeared to be presenting challenges in relation to retention for sixth form colleges e.g. it had previously been possible to encourage Year 1 students, who were thinking of leaving, to remain until the end of Year 1 in order to achieve an AS qualification but it was harder to encourage a Year 1 student to remain until the end of Year 2 in order to achieve an A Level qualification;
- The College's pastoral team were aware of the importance of ensuring good student retention, as were curriculum areas;

- Good attendance appeared to be related to good retention and the College would put in place a robust system to ensure good attendance, in consultation with staff;
- The College already had a 'fit to study' programme for students who, for health reasons, undertook a smaller programme due to attendance issues;
- The College and the F&GP Committee would continue to monitor retention closely.

The Corporation received the student numbers and funding report for Dec. 2017.

(ii) Management accounts for Oct. 2017

John Wilson reported that the College's monthly management accounts were considered at each F&GP Committee meeting, with the accounts for the period ended 31 Oct. 2017 having been considered at the Committee's Dec. 2017 meeting. John Wilson invited Dave Johnson, Interim Director of Finance, to present the accounts.

Members noted that:

- The operating surplus shown in the management accounts at the end of Oct. 2017 was £58.5k compared with the budgeted surplus of £97k;
- The deficit of £73k for the month of October was in line with budgeted profiling;
- The budgeted surplus for the year agreed by the Corporation in July 2017 was £519,607 including the 2015/16 holiday pay accrual reversal of £396,303 but was £123,304 excluding the effect of the 2015/16 holiday pay accrual reversal;
- The 12 months' cashflow showed that, as in previous years, cash was at its lowest in Mar. due to the profile of ESFA grant funding.

It was noted in response to members' questions that:

- The trade unions had been consulted on the practical implications of moving the holiday year to 31 July for accounting purposes;
- With reference to expenditure on a marquee in the capital plan, it was noted that use of a marquee in the sports hall was cheaper than hiring a larger venue locally which would accommodate 400 people;
- With reference to non-pay expenditure showing an overspend of £45k compared to budget (with adverse variances including teaching expenditure as a result of the impact of start of term expenditure on text books and equipment ahead of the budget profile), the Director of Finance would review budget profiling for 2018/19;
- With reference to recommendations arising from the Budgetary Control review undertaken by the internal audit service during summer term 2017 and reviewed by the Audit Committee at its Oct. 2017 meeting, it was noted that training would be provided for budget-holders as requested;
- Implementation of internal audit recommendations were monitored by the Audit Committee.

The Corporation received the management accounts for the period to 31 Oct. 2017, noting that the Interim Director of Finance considered that there was nothing at this stage of the year to indicate that the budgeted year end surplus would not be achieved.

(iii) 2016/17 KPIs report

The Corporation noted that the Interim Director of Finance had included financial key performance indicators (KPIs) for 2016/17 in the Financial Statements, which had been considered at the Dec. 2017 F&GP Committee meeting and which were being presented to the Corporation for information at agenda item 141.12 (vii).

Members noted that:

- The ESFA's Finance Record generated numerous ratios covering liquidity, cash generation, gearing, margin, income, expenditure and staff costs;
- The overall financial health grading of the College for 2016/17 (based on the adjusted current ratio, EBITDA (earnings before interest, taxes, depreciation and amortisation) as a percentage of income (education adjusted) and borrowing as a percentage of income) was Satisfactory due to the adverse adjusted current ratio calculation which reflected the Financial Reporting Standard (FRS) 102 requirement to treat the entire

£1.9m amount outstanding of the Lloyds Bank loan as repayable in less than one year based on a technical breach of covenant at the reporting date of 31 July 2017;

- The report in the financial statements noted that this was a matter of presentation only, had since been remedied, and full disclosure had been made in Note 13 to the financial statements.

Members noted that the underlying liquidity ratio had been calculated as 1.16 and the College's self-assessment of its underlying financial health rating was Good, with the College expecting to maintain a rating of Good in 2017/18.

The College also used a number of additional internal key performance indicators to track its financial performance, on which a report had also been included in the financial statements i.e. ESFA income as a percentage of income, pay expenditure as a percentage of income, operating margin as a percentage of income, cash days in hand, borrowing as percentage of net assets (excluding pension liability and capital grants).

The Corporation received the 2016/17 KPI report.

(iv) Report on covenants relating to bank loans

John Wilson reported that the F&GP Committee had considered an annual report on bank loan covenants at its Nov./Dec. meeting, with the report considered at the Committee's Dec. 2017 meeting being presented to Corporation for information.

Members noted that:

- The covenants on the Barclays loan were unaffected by FRS 102 and had been met for 2016/17;
- The impact of FRS 102 on reporting of capital grants, pension reserve and holiday pay accrual meant that the College would fall automatically into breach of one or more of the original Lloyds covenant measures;
- A draft covenant amendment letter was prepared by Lloyds bank in February 2017 but was not presented for final approval by the Corporation and signature;
- As a consequence the original covenants effectively remained in place at 31 July 2017 and on that basis the College was in a position of technical breach at that date;
- As noted above, the 2016/17 financial statements had been prepared on that basis to comply fully with FRS 102 and a full disclosure made including the actions taken subsequently to remedy the breach;
- Lloyds Bank had confirmed its intention to use the amended financial covenants approved by the Corporation in November 2017 for the purposes of testing against the 2016/17 Financial Statements;
- At this stage in the financial year there was nothing to indicate that the covenants would be breached during 2017/18.

The Corporation received the Interim Director of Finance's report on bank loans, for information, noting that the banks did not consider the College to be in breach of the covenants attached to the Lloyds' and Barclays' Bank loans for the year ended 31 July 2017.

(v) Annual ERPF pension report

John Wilson reported that the F&GP Committee received, during the autumn term, an annual report on the East Riding Pension Fund (ERPF), with a report on the actuarial valuation for FRS 102 Purposes as at 31 July 2017 of the ERPF having been considered at the Committee's Nov. 2017 meeting. John Wilson invited the Interim Finance Director to present the report to the Corporation for information.

Members noted that:

- The College's employees belonged to two pension schemes i.e. the Teachers' Pension Scheme England and Wales (TPS) for academic staff and the East Riding Pension Fund (ERPF) for support staff, both of which were multi-employer defined-benefit plans;
- The ERPF was part of the Local Government Pension Scheme (LGPS);

- The actuarial valuation of the ERPF had been undertaken by Hymans Robertson LLP on behalf of the East Riding of Yorkshire Council, which was the administering authority;
- The ERPF was a defined benefit pension scheme in which the employer was responsible for the scheme's funding in the long term;
- The main change shown in the ERPF 2016/17 report was a net decrease in the College's share of the overall scheme deficit from £918k as at 31 July 2016 to £768k at 31 July 2017, with asset values having increased by 13% (driven mainly by equities) whilst the present value of funded liabilities had increased by 8% in the same period;
- Overall the above fall in the College's share of the overall ERPF scheme deficit had had a favourable effect on the College's Balance Sheet in 2017 but was not a guarantee of future performance as the value of fund invested assets could also decrease;
- The TPS was an unfunded scheme, with employee and employers' contributions credited to the Exchequer and with retirement and other pension benefits paid by public funds provided by Parliament.

The Corporation received the 2016/17 East Yorkshire Pension Fund ERPF report for information, noting a decrease in the College's share of the overall scheme deficit.

(vi) ESFA confirmation of financial health category & financial dashboard

(a) ESFA confirmation of financial health category

John Wilson reported that the ESFA informed the College of its assessment of financial health annually, with a letter from the ESFA dated 18 Oct. 2017 having been considered at the F&GP Committee's Nov. 2017 meeting, with the letter confirming the College's self-assessed financial health category of Good for 2016/17 and 2017/18 based on the College's financial plan.

Members noted that the ESFA had, however, subsequently been informed of the decision to re-classify £1.9m of bank loans as liabilities falling due within one year as a result of the Lloyds bank loan covenant breach at the 2016/17 financial year end, which might result in the ESFA downgrading the College's financial health category to Satisfactory.

(b) ESFA sixth form college's financial dashboard

Members noted that the Nov. 2017 F&GP Committee meeting had also considered the ESFA sixth form college's financial dashboard, noting that it incorporated various key performance indicators, measuring them against both target benchmarks and benchmarks achieved in the sector. It was noted that the 2016/17 dashboard showed that just under 30% of sixth form colleges had financial health assessment grades of Outstanding, with around 50% graded as Good, around 15% graded as Satisfactory and around 5% as Inadequate.

The Corporation received, for information, an ESFA financial health category letter dated 18 Oct. 2017 and the ESFA sixth form colleges' financial dashboard for 2016/17.

(vii) Annual Report & Financial Statements for financial year ended 31.7.17, incl. review of accounting policies

John Wilson reported that the F&GP Committee had considered the College's draft Annual Report & Financial Statements for the year ended 31 July 2017 at its Dec. 2017 meeting and were recommending them to the Corporation for approval. It was noted that, in making this recommendation, the F&GP Committee had also taken into account the review of the statements on corporate governance, the responsibilities of members of the Corporation and the system of internal control in the annual report undertaken by the Audit Committee at its Nov. 2017 meeting and that the Audit Committee's advice to the Corporation and the Principal as Accounting Officer was that the College had adequate and effective assurance arrangements and framework for governance, risk management and control processes for the effective and efficient use of resources, solvency of the institution and the safeguarding of its assets.

Members noted in discussion that:

- The College had declared an operating surplus of £334,000 (2015/16 surplus £58,000) after charging depreciation of £741,000 (2015/16: £723,000);
- Disclosure of the Lloyds covenant breach, the KPI report for 2016/17, and the positive going concern statement included in the annual report and financial statements for the year ended 31 July 2017 had been considered earlier on the agenda.

The Corporation approved, on the recommendation of the F&GP Committee, the College's annual report & financial statements for the year ended 31 July 2017 and agreed that they should be signed by the Chair of the Corporation and the Principal and following signing by the external auditors, their submission to the EFA by the deadline of 31 Dec. 2017.

Action: Chair/JKT/RSM/TW

It was noted that the ESFA Accounts Direction for 2016/17 required colleges to publish their approved annual report and financial statements on their website by 31 Jan. 2018.

Action: TW/Clerk

(viii) Student Association accounts for financial year ended 31.7.17

John Wilson reported that the Student Association accounts for the financial year ended 31 July 2017 had been considered at the Dec. 2017 F&GP Committee meeting, which was recommending them to the Corporation for approval.

It was noted that, under the Education Act 1994 (the Act), Corporation was responsible for ensuring that any students' union (i.e. the Student Association) was accountable for its finances and, under the Act and the Articles of Government, the students' union was responsible for presenting financial reports to Corporation annually. The Student Association accounts for the year ended 31 July 2017 had been reviewed by the Director of Finance, Tony Wilmot. Members noted that the Student Association had income in 2016/17 of £10.3k (mainly from the sale of NUS cards), a year-end surplus of £5k (compared to a deficit in 2015/16), and reserves of £18k.

It was noted in response to members' questions that:

- The Student Association Executive was aware of the importance of Student Association funds being used for the welfare of current students e.g. the Executive had recently purchased bike locks to sell to students at a subsidised price, had paid for security lighting to improve bike security on site, and had also put on a subsidised first aid course for students.

The Corporation approved, on the recommendation of the F&GP Committee, the Student Association accounts for the financial year ended 31 July 2017.

(x) Revised F&GP Committee standing agenda item list

It was noted that, under its standing agenda item list, the Committee reviewed its standing agenda item list annually at its Sept. meeting, with revisions to the Committee's standing agenda item list last approved by the Corporation, on the recommendation of the F&GP Committee, in Sept. 2017.

John Wilson reported that, following review at its Dec. 2017 meeting, the Committee were recommending further updating amendments to the list, including:

- Amendments reflecting recommendations made by the College's external auditors in its annual audit findings report i.e. regular reporting on compliance with banking covenants, reports on expenditure on overseas trips;
- The addition of other compliance reports to the list e.g. on franchise activities, 100 Club regulatory requirements, commercial lettings and VAT regulations;
- The addition of Venn4 federation matters reports.

The Corporation approved, on the recommendation of the F&GP Committee, a revised F&GP Committee's standing agenda item list.

Action: Clerk

(xi) Revised Tendering contracts procedure

John Wilson reported that the College's existing Tendering Contracts Procedure had last been approved by Corporation on 1 October 2015. It was noted that, in order to make the process more efficient and to make best use of technology the Interim Director of Finance had proposed a number of amendments to the procedure at the Nov. 2017 F&GP Committee meeting, which was recommending them to the Corporation for approval.

The Corporation approved, on the recommendation of the F&GP Committee the revised Tendering Contracts Procedure with the addition of the following as the final sentence of the paragraph at the top of page 2 of the procedure: 'The Principal and the Director of Finance may also each appoint a nominee if they are unable to attend the tender opening ceremony'.

Action: TW/Clerk

John Wilson, as Chair of the Corporation, noted that this would be the last Corporation meeting to be attended by the Interim Director of Finance, Dave Johnson, and thanked him for his work for the College.

141.13 *Personnel Committee*

(i) Staff survey 2017

Phil Taylor, as Chair of the Personnel Committee, reported that the Nov. 2017 meeting of the Committee had considered the outcome of a short 'pulse' survey undertaken in 2016/17, which had asked staff whether they generally enjoyed their work and whether they generally had good relationships with colleagues, which was being presented to the Corporation for information.

It was noted in response to members' questions that:

- 48 responses from approximately 180 staff was a lower response rate than the response rate for previous full surveys;
- The Personnel Manager considered that the lower response rate for the pulse survey may have been because the survey had been published late in the term e.g. about 80 responses had been received to the latest pulse survey;
- Staff also had the opportunity to provide free comments;
- The majority of respondents had been happy in the 2 areas included in the 2016/17 survey.

Jenny Anderson (Personnel Manager) reported on the section in the report on ideas to improve the College which had resulted from staff indications as to where they would like to see changes (e.g. communication and listening, opportunities for staff to socialise, development opportunities, staff wellbeing sessions, and workload issues) and reported on actions taken to address the issues raised

It was noted in response to members' questions on workload that the College had staggered marking deadlines and reduced the number of assessments, which affected teaching staff workload.

The Corporation received a report on the 2016/17 staff pulse survey for information.

(ii) Equality & diversity - staff profile

Phil Taylor presented the staff profile report which had been considered at the Personnel Committee's Nov. 2017 meeting and was being presented to the Corporation for information. Members noted that the Personnel Committee considered the College's Single Equality Scheme (SES) and SES action plan annually and also received 2 staff equality & diversity reports i.e. the staff profile (which considered staff with reference to protected characteristics) and the staff recruitment report.

Members noted that:

- At the date of the report, the College had had 94 support staff and 88 teachers, excluding casual workers;
- 65% of staff had been recorded as female and 35% as male, with 57% of teaching

- staff recorded as female and 72% of support staff recorded as female;
- Only 3 members of staff had declared that they had a disability, although the Personnel Manager confirmed that the College was providing support for a number of other staff members with known health conditions that that might be considered to be a disability under the Equality Act 2010;
- 5% of staff had declared an ethnicity other than White British;
- Data on age had been included in the report but it did not include information on marital status, sexual orientation, or religion/belief;
- Given the staff ethnic and gender profile, the College ensured that inclusive language was included in job advertisements and consideration was given as to where advertisements were placed.

It was noted in response to members' questions that a separate report on staff sickness absence was presented to the Personnel Committee, with the Personnel Manager confirming that there were no issues of note to be brought to the Corporation's attention in this area.

The Corporation received, for information, the Nov. 2017 staff profile report.

(iii) Update, if any, on staff pay award for 2017/18

The Principal reported that there had been no update on the 2017/18 staff pay award by the date of the Nov. 2017 Personnel Committee meeting but a letter had been received from the National Joint Council (NJC) for Staff in Sixth Form Colleges on 12 Dec. 2017 informing colleges that an agreement had now been reached on a 1% pay increase across the board for all support staff to take effect from 1 Sept. 2017, an additional increase for lower paid staff of up to £199 per annum on scale points 13 to 20 (to take account of the Government's recent announcement on statutory minimum wage requirements and to balance pay differentials at the bottom of the NJC pay spine), with the Support Staff Standards payment (SSSP) remaining unchanged at £320 per annum.

Members noted that:

- A 1% staff pay award had been included in the budget for 2017/18 approved by the Corporation in July 2017;
- No agreement had yet been reached on a pay award for teaching staff for 2017/18.

The Corporation approved a pay award for support staff of 1% from 1 Sept. 2017, approving also changes to the support staff salary spine scale points detailed in the NJC document of 12 Dec. 2017, effective from 1 Sept. 2017.

Action: Chair/TW

(iii) ESFA: new safeguarding reporting guidance

Phil Taylor reported that the Nov. 2017 Personnel Committee meeting had noted new guidance from the ESFA on reporting serious safeguarding incidents which formed part of the ESFA 2017-18 funding agreement with colleges.

Jim Darmody (Senior Tutor and Safeguarding Lead) and Jenny Anderson (Personnel Manager) reported that the trade unions had been consulted on changes to the College's safeguarding policy as a result of the guidance.

The Corporation received, for information, guidance from the ESFA on reporting serious safeguarding incidents which formed part of the ESFA 2017-18 funding agreement with colleges, noting that the College's revised safeguarding policy would be presented to the Personnel Committee and the Corporation during spring 2018.

Action: JD/Clerk

141.14 *Student Committee*

(i) Student Association Executive report

Daniel Atcheson (Student Association Student Executive President) and Michelle Tilhologang (Student Association Student Executive Vice President) presented a report on Student Executive (Student Exec) activities, which had also been presented to the Nov. 2017 Student Committee meeting.

Members noted that:

- The 're-branding' of the Student Exec. had been a Student Exec focus since Sept. 2017 e.g. an increased presence in College, a more academic and less social focussed approach, meetings with Faculty Representatives;
- A Student Exec. visit to Hull University Students' Union had considered ways to encourage students to engage more with the Student Association;
- Activities and campaigns to date had included improving bike security (e.g. through the purchase and re-sale of subsidised bike locks) and the promotion of free sanitary products;
- Charitable activities to date included support for a local Food Bank and the Viking FM Mission Christmas campaign, fund-raising for MIND and the BBC's Children in Need;
- Forthcoming charitable events included RAG Week 2018.

The Corporation received, for information, the Student Association Executive report.

(ii) Student Activities report

It was noted that the Student Activities Report, which had been considered at the Nov. 2017 meeting of the Student Committee was on the Corporation section of Moodle.

(iii) Student Corporation member agenda item

It was noted that there was nothing to be considered under this item.

141.15 Curriculum & Quality Committee

(i) College's Self-Assessment Report (SAR) 2016/17 & QIP

Jackie Goodman, as Chair of the C&Q Committee, reported that in line with past practice, members of the Committee had been invited to attend the College's 2016/17 SAR grade moderation meeting on 18 Oct. 2017. It was noted that the 2016/17 subject grades had been formally approved at the C&Q Committee's Dec.2017 meeting, with the College's approved SAR 2016/17 being presented directly to Corporation for ratification.

Members considered the College's 2016/17 Self-Assessment Report (SAR), including Quality Improvement Plan (QIP) and the subject grade moderation sheet. John Wilson, as Vice-Chair of the C&Q Committee, reported that he and Caroline Dawes (a C&Q Committee member) had attended the College's subject grade moderation meeting in Oct. 2017 and had considered the process robust.

Members considered the College's review process where improvement was sought in a particular subject area, noting that subjects under review met regularly with SMT members to help drive improvement and that improvement was already being seen where it was required, with the success of initiatives monitored throughout the year. With reference to value-added (VA) scores that, in addition to monitoring subjects where VA had fallen, the College also reviewed subjects with static VA and where improvement had been achieved to ensure that it was sustained. *[Confidential minute]*.

The Corporation ratified the College's approved SAR 2016/17, noting the overall grade of outstanding.

(ii) College Plan scorecard outcomes 2016/17 & recommendation on its discontinuation

Jackie Goodman reported that the Corporation had approved the College plan scorecard, including targets for 2016/17, at its Dec. 2016 meeting, with the Dec. 2017 meeting of the C&Q Committee having considered a recommendation from the College's senior management team that use of the scorecard be discontinued from 2017/18.

The Corporation agreed on the recommendation of the C&Q Committee, that use of College's College plan scorecard should be discontinued.

Action: Clerk

(iii) Ofsted update

Julie Peaks (Vice-Principal and the College's Ofsted nominee) presented an update on the Ofsted short inspection of the College, 15–16 Nov. 2017. It was noted that Julie Peaks had given a detailed report on Ofsted's feedback Key Lines of Enquiry (KLE) to the Special Corporation meeting held on 22 Nov. 2017 and an update to the Dec. 2017 C&Q Committee meeting [*confidential minute*].

Julie Peaks reported that the purpose of a short 2-day inspection was to review whether the grade of Good awarded at the previous inspection in 2013 remained valid, with this being confirmed verbally at the feedback meeting at the end of the 2-day inspection. Julie Peaks updated her previous report on Ofsted's feedback on its KLE. Areas for improvement and actions to be taken had been considered following the inspection.

The Corporation received an update on Ofsted's short inspection of the College during Nov. 2017, noting that the published report would be presented to the C&Q Committee and the Corporation in due course.

Action: Clerk

Governance matters

141.16 (i) Corporation attendance year to date

It was noted that attendance was 84% to date with reference to the scheduled Sept. 2017 meeting but 68% including the 2 Special meetings held in Nov. 2017, against an agreed target of 75%.

(ii) Verbal report on annual updating of Corporation member documents & on-line training

Corporation members would be contacted concerning updating register of interests/audit of skills documents and undertaking online refresher training in equality & diversity and safeguarding.

Action: Clerk

(iii) Corporation self-assessment questionnaire 2016/17

The Corporation received the completed Corporation collective self-assessment questionnaire, which had been considered at the Dec. 2017 Corporation meeting, noting that actions arising from the Financial Management Control Evaluation, noting the score of outstanding for leadership & management agreed at item 141.15 (i) earlier on the agenda.

(iv) Corporation & Committee PIs 2016/17

The Clerk reported that PIs for Corporation attendance in 2016/17 had been reported to the Sept. 2017 Corporation meeting (i.e. 72% including and 80% excluding the 3 Special/Reserved Business meetings held during the year, against a target of 75%) and that committee PIs for 2016/17 had been considered at committee meetings during autumn 2017.

(v) General Data Protection Regulation (GDPR) report

The Clerk reported that briefings on the GDPR had been presented to the Oct. and Nov. 2017 Audit Committee meetings and a review on the College's GDPR preparations had been included in the internal audit plan 2017/18, which had been approved by the Corporation earlier on the agenda.

Jamie Davies (Assistant Principal) reported that he was working with the Director of Network & Information Systems, Bill Jackson, on GDPR preparations. It was noted that there was a Venn4 GDPR working group.

The Corporation received a progress report on College preparations for the introduction of the GDPR from 25 May 2018.

(vi) Update on Committee vacancies

The Clerk reported expressions of interest in the vacancy on the Audit Committee and invited expressions of interest from Corporation members in vacancies on the following committees: C&Q, F&GP, Remuneration, and the Search & Governance.

Action: Clerk

Committee meetings: minutes & summary notes

141.17 Committee meeting minutes & summary notes: for information – Part I & Part II

The Audit Committee minutes for Oct 2017 and the F&GP Committee minutes for Sept & Nov 2017 were received, with other minutes available on the Corporation section of Moodle.

Final agenda items

141.18 Any other business

There was no other business not already on the agenda.

141.19 How will items considered at the meeting have an impact on learners?

The following items were noted as having a particular impact on learners: the quality improvement plan (QIP) arising from the 2016/17 Self-Assessment Report (SAR); the action plan arising from the Nov. 2017 Ofsted inspection visit.

141.20 Risk management – items identified at the meeting

No new items of risk were identified at the meeting.

141.21 Date of next meeting

It was noted that the Corporation was next scheduled to meet on Thurs. 8 Mar. 2018 at 5.00pm.

141.22 Reserved Business agenda

The following staff and student members left the meeting before consideration of the Reserved Business agenda: Emma Albeck (Support Staff Corporation member), Jim Darmody (Teaching Staff Corporation member), Michelle Tilhabologang (Student Corporation member), Daniel Atcheson (Student Corporation member), Jenny Anderson (Personnel Manager), Jamie Davies (Assistant Principal), Chris Herring (Assistant Principal), Dave Johnson (Interim Director of Finance), Julie Peaks (Vice Principal), Mark Rothery (Vice Principal), Tony Wilmot (Director of Finance).

(i) Confidential Reserved Business minutes of 28.9.16, 6.11.17 & 22.11.17

The Corporation approved the confidential Reserved Business minutes of 28.9.16, 6.11.17 and 22.11.17.

(ii) Matters arising/action tables from the above minutes

The Corporation noted that all actions arising from the above minutes had been completed.

(iii) Remuneration Committee minutes of 6.11.17 & 17.11.17

The Corporation received the confidential Remuneration Committee minutes of 6.11.17 and 17.11.17, for information.



**CONFIDENTIAL MINUTES OF THE SPECIAL CORPORATION MEETING 142
HELD ON 25 JANUARY 2018**

Present: Neil Cavill, Jim Darmody, Ruth Dönmez, John Gilleard, Jackie Goodman Dina Lewis, Mark Moore, Jane Price, Steve Sellers John Shipley, Phil Taylor (Vice-Chair), John Wilson (Chair), Philip Wright

In attendance: Fiona Bagchi (Clerk to the Corporation)

142.1 Apologies for absence

Apologies were received from Caroline Dawes, Amanda Wilcox, and Emma Albeck, Michelle Tlhabologang, and Jay Trivedy.

142.2 Declaration of interests

Standing declarations: Jackie Goodman (employee, Hull College), Dina Lewis (employee, University of Hull).

Minutes

142.3 *It was noted that as this was a Special Corporation meeting, minutes were not due to be considered.*

Succession planning: principal vacancy

142.4 John Wilson, Chair of the Corporation, reported that the Principal, Jay Trivedy, had announced to staff and the Corporation on 19 Jan. 2018 that he would retire at the end of the current academic year. John Wilson, as Chair of the Remuneration Committee, presented the recommendations from the Remuneration Committee and of the Personnel Manager, which were considered. *[Confidential minute].*

The Corporation agreed that it wished to advertise the vacancy for a Principal which would arise from 1 Sept. 2018.

(Steve Sellers joined the meeting).

It was noted that the Corporation had designated 5 posts as designated senior posts for the purposes of the Articles of Government i.e. the Principal, the 2 Vice-Principals, the Director of Finance and the Clerk.

Under the Articles of Government:

- The Corporation was responsible for the appointment of designated senior post-holders;
- Where there was a vacancy for a Principal, Corporation must appoint a selection panel of at least 5 Corporation members, including the Chair and/or Vice-Chair of the Corporation, and must advertise the vacancy nationally;
- The selection panel determined the arrangements for selecting candidates

for interview and, following the interview process, made a recommendation to the Corporation on an appointment, for approval.

The following appendices to the report were received for information:

- Appendix A (designated senior posts: extracts from the Articles of Government)
- Appendix B (Principal role: extracts from the Articles of Government)
- Appendix C (Principal job description: draft with highlighted changes)
- Appendix D (draft person specification)
- Appendix E (draft advertisement)
- Appendix F (proposed remuneration level)
- Appendix G (Personnel Manager's recommendation on advertising options)
- Appendix H (draft interview schedule)
- Appendix I (application form)

The Corporation noted the requirements in the Articles of Government in relation to the role of the designated senior post of Principal, the advertisement of the vacancy, the appointment of a Selection Panel noting that the selection panel should have no fewer than 5 including the Chair/Vice-Chair of Corporation. It was noted that a panel of 6 had been appointed for the 2002 and 8 for 2011 Principal interviews. In appointing to the selection panel, the Corporation considered relevant expertise and gender balance.

The Corporation appointed the following Corporation members to the Selection Panel: John Wilson, Phil Taylor, Jackie Goodman, Dina Lewis, Ruth Dönmez, Jane Price.

Action: Clerk

The Corporation considered in detail the draft job description, person specification and the advertisement for the post, agreeing that the HR Manager should amend these documents as notified by the Clerk for review by the Chair of the Corporation before inclusion in the application pack.

Action: Clerk/JEA/Chair

Members considered in detail a draft letter to candidates prepared by the Chair of Corporation, agreeing that the Chair should amend the letter as agreed at the meeting before submission to the HR Manager to send out with the application pack, agreeing that the amended letter should include the following statement 'Confidence and pride in the city has grown significantly during its designation as UK city of culture'.

Action: Chair/JEA

The Corporation agreed that the starting salary for the post should be £95k-£105k, depending on experience, with the possibility of relocation expenses.

Action: JEA

The Corporation agreed the appointment of an external assessor i.e. a Principal from another sixth form college, which was not from a competitor college. It was agreed that if data was presented to candidates as part of any review by the external assessor it should not be internal data, in order not to give internal candidates an advantage.

Action: JEA

The Corporation agreed the schedule for selecting and interviewing candidates and making a recommendation to the Corporation i.e. meetings with staff, students and the external assessor on 13 Mar. 2018 and a Corporation dinner for candidates on 13 Mar. 2018 (not part of the formal interview process), formal interviews with the Selection Panel on 14 Mar. 2018, and a Corporation meeting on 15 Mar. 2018 to consider the

recommendation of the Selection Panel.

Action: Clerk/JEA

The Corporation agreed that the candidates should make a 10-minute presentation to the Selection panel on how they proposed to take the College to the next level of success.

Action: Chair

(Dina Lewis joined the meeting).

The Corporation agreed that the Principal vacancy should be advertised on the 26 Mar. 2018 as follows:

- **On the college website;**
- **Through the Sixth Form College Association;**
- **In the TES (a medium priced package that allowed for free re-advertisement);**
- **On the ASCL website;**
- **Through the AoC (online at standard package).**

Action: JEA

The Corporation agreed that the College's standard application form should be used.

Action: JEA

The Corporation agreed that the closing date for applications should be 12.00 noon on Friday 23 Feb. 2018.

Action: JEA

Final agenda items

142.5 Any other business

There was no other business.

142.6 How will items considered at the meeting have an impact on learners?

The appointment of a new Principal would have an impact on learners.

142.7 Risk management – items identified at the meeting

No new items of risk were identified at the meeting.

142.8 Date of next meeting

It was noted that the Corporation was next scheduled to meet on 8 Mar. 2018 at 5.00pm but agreed that this should be changed to 15 Mar. 2018 i.e. after the Principal interviews.

Action: Clerk



**MINUTES OF THE CORPORATION MEETING 143
HELD ON 15 MARCH 2018**

Present: Emma Albeck, Jim Darmody, Ruth Dönmez, John Gilleard, Jackie Goodman, Dina Lewis, Jane Price, John Shipley, Phil Taylor (Vice-Chair), Michelle Tlhabologang, John Wilson (Chair), Lacey Trebilcook, Jay Trivedy (Principal), Amanda Wilcox

In attendance: Fiona Bagchi (Clerk to the Corporation), Jamie Davies (Assistant Principal), Chris Herring (Assistant Principal), Tony Wilmot (Director of Finance), Julie Peaks (Vice Principal), Mark Rothery (Vice Principal)

143.1 Apologies for absence

Apologies were received from Neil Cavill, Mark Moore, Steve Sellers, and Philip Wright (Corporation members) and Jenny Anderson (HR Manager).

143.2 Declaration of interests

Standing declarations: Jackie Goodman (employee, Hull College), Dina Lewis (employee, University of Hull).

Governance matters I

143.3 Membership matters - Corporation vacancies

John Wilson, as Chair of the Search & Governance Committee presented the above item.

(i) Student Corporation member

Members noted that: Corporation's determined membership included 2 Student Corporation members. The Corporation currently had one Student Corporation member i.e. Michelle Tlhabologang, who was also the current Student Association Executive President as Daniel Atcheson, who had been appointed as a Student Corporation member in Sept. 2017 had resigned on 8 Jan. 2018. It was noted that Lacey Trebilcook, who was a first year student, had been nominated from the Student Association Executive as a Student Corporation member.

The Corporation approved the appointment of Lacey Trebilcook as a Student member of Corporation from 15 Mar. 2018 for a period of 4 years or until she left the College, whichever was the sooner i.e. if Ms Trebilcook were to continue as a member of the Student Executive in her second year at the College she would also continue as a member of the Corporation.

Action: Clerk

The Corporation welcomed Lacey Trebilcook to the meeting.

(ii) Parent Corporation member

Members noted that Corporation's determined membership included 2 Parent Corporation members. The Corporation currently had one Parent Corporation member (i.e. Ruth Dönmez) and that there was a vacancy for a Parent Corporation member, despite extensive advertising of the vacancy.

The Corporation agreed that the vacancy for a second Parent member of the Corporation should next be advertised in Sept. 2018 i.e. after the enrolment of the new first year students.

(iii) Ordinary Corporation member vacancy

Members noted that Caroline Dawes (Assistant Headteacher & Director of Science, Technology and Engineering at Yorkshire & the Humber Co-operative Learning Trust) had resigned as a Corporation member on 31 Jan. 2018 due to increased work commitments. Patrick Cavanagh (Secondary Executive Headteacher at YHCLT) had expressed an interest in joining the Corporation and members of the Corporation's Search & Governance Committee would meet with Mr Cavanagh with a view to making a recommendation on his appointment in due course.

Action: Clerk

The Corporation noted a vacancy for a Corporation member in the ordinary category.

143.4 Recommendation of the Selection Panel on the Principal appointment

It was agreed that this item should be considered later on the agenda.

Minutes & matters arising

143.5-6 Minutes of meeting 141 (13.12.17), incl. confidential minutes & matters arising

143.7-8 Minutes of Special meeting 142 (25.1.18), incl. confidential minutes & matters arising

143.9 Review of confidential minutes

It was noted that agenda items 143.5-9 would be considered at the Corporation's May 2018 meeting.

Action: Clerk

Principal's report, incl. strategic planning & federation matters

10 Principal's report against strategic plan aims

The Principal, Jay Trivedy, presented the above report against the College' strategic plan aims approved by the Corporation.

(i) Student Outcomes

Members noted that:

- Since the start of the academic year, subjects which had performed less well than expected (based upon the ALPS, ALIS and Six Dimensions analysis), had had regular reviews and interventions, including the Vice Principals and Assistant Principals meeting with relevant staff on a fortnightly basis in addition to staff meeting with the senior management team (SMT) on a half-termly basis;
- Currently, there was no indication that any of the subjects would not improve in June 2018;
- To help bring about improvement, the College's faculty system had been revised to ensure a greater focus on English, Maths and Science.

It was noted in response to members' questions that the Venn4 partnership would include a quality group to help bring about academic improvement.

(ii) Maintain Student Recruitment

Members noted that student recruitment to date was positive i.e. with around 100 more students having applied to the College to date compared to a same point in 2017.

It was noted in response to members' questions that:

- *[Confidential minute]*;
- The College would be able to accommodate more students in Sept. 2018, if necessary.

It was noted that reasons why students chose to come to Wyke included the all-round educational experience, positive outcomes and the destinations to which they progressed.

(iii) Staffing

Members noted that, as the College had had around 30 fewer students in autumn 2018, funding under the ESFA's lagged funding system would be about £120k lower in 2018/19, with staffing accounting for around 63% of College expenditure.

[Confidential minute].

(iv) Partnerships

Members note that the College continued to work closely with its partners in the Venn4 federation of sixth form colleges, including as part of the following range of initiatives

- GDPR group
- Quality Improvement group
- LTA group
- Moderation of internal examinations for all of the partners
- A summer conference for all staff in Scarborough at the Coventry University site

Members noted that the College considered that its relationship with parents continued to be strong and that 3 Consultation Evenings had taken place recently, with attendance rate remaining high at approximately 50%.

(v) Sound Financial Planning

Members noted that sound financial planning continued to be a key area of focus.

The Corporation considered and received the Principal's report for Mar. 2018.

11

Federation matters: update on legal advice & membership request

The Corporation received a letter from the Principal of Scarborough Sixth Form College, on behalf of its corporation, requesting to join the Venn4 federation of sixth form colleges i.e. Franklin, John Leggott, Wilberforce and Wyke Sixth Form Colleges. It was noted that the letter was addressed to the Principals of all 4 Venn4 colleges and noted that should Scarborough Sixth Form College join the federation, that this might result in it being renamed.

Members noted that the Dec. 2017 Corporation meeting had agreed that the proposed Venn4 Partnership Limited Articles of Association formulated by Eversheds Sutherland should be amended as recommended by Rollits and a Members' Agreement formulated. In response to members' questions, the Principal stated that this had been reported to the Dec. 2017 Venn4 Principals' meeting which had agreed that Rollits' recommendations should be taken forward but this was still in process.

[Confidential minute].

It was noted that, should Scarborough's Sixth Form College's application for membership of the federation be approved, it would be appropriate for the amended Articles and Members' Agreement to be in place for the new federation of 5 colleges.

The Principal reported that Scarborough Sixth Form College and the Venn4 colleges were all currently members of the Norvic group of sixth form colleges, although the membership of the latter was changing to including sixth form colleges which were academies as well as those which were corporations. *[Confidential minute].*

In response to members' questions it was noted that:

- *[Confidential minute];*
- *[Confidential minute];*
- Scarborough Sixth Form College was a relatively small college, with just over 1,000 students, and its provision had been graded as Good by Ofsted.

The Corporation approved Scarborough Sixth Form College's request to become a member of the Venn4 federation, having noted the approval process at Article 3.1. of the Articles of Association, and agreeing also in this context that the Venn4 Partnership Limited Articles of Association should be amended and a Members' Agreement formulated to better reflect the intended relationship between the Member Colleges in respect of the aims and operation of the Venn4 federation (as discussed at the Corporation's Dec. 2017 meeting) and with a view to the amended Articles of Association and the Members' Agreement being considered for approval at the Corporation's May 2018 meeting.

Action: JKT/Clerk

Committee reports

12

Audit Committee

(i) Revised risk management policy

John Gilleard, as Chair of the Audit Committee, presented the above policy which has been considered by the Audit Committee at its Mar. 2018 meeting.

It was noted that changes in the revised policy reflect recommendations in the internal audit report arising from the risk management processes review which was also considered at the Audit Committee's Mar. 2018 meeting and which received a grade of Good (the second highest grade), with the internal auditors, AuditOne, concluding that 'Governance, risk management and control arrangements provide a good level of assurance that the risks identified are managed effectively. A high level of compliance with the control framework was found to be taking place. Minor remedial action is required'.

The Corporation approved the College's revised Risk Management Policy, on the recommendation of the Audit Committee.

Action: Clerk/TW

(ii) Recommendation on the re-appointment of external auditor

John Gilleard reported that having conducted a positive review of RSM UK Audit LLP as external/financial statements auditor & regularity reporting accountant, at its Mar. 2018 meeting, the Audit Committee was recommending their re-appointment for the audit for the financial year ending 31.7.18, subject to agreement of the annual audit strategy and fees.

The Corporation approved, on the recommendation of the Audit Committee, the re-appointment of RSM UK Audit LLP as external/financial statements auditor & regularity reporting accountant for the audit for the financial year ended 31.7.18, subject to agreement of the annual audit strategy and agreement of fees.

13

Finance & General Purposes (F&GP) Committee

(i) Student numbers & funding report

John Wilson, as Chair of the F&GP Committee, presented the student numbers & funding report for Feb. 2018, which has been considered at the meeting of the F&GP Committee on 27 Feb. 2018 and which was being presented to the Corporation for information.

Members discussed the improvement in Single Year retention in detail with reference to the measures that the College had put in place to bring about improvement.

The Corporation received the student numbers and funding report for Feb. 2018, noting that the report concluded that retention was similar to the same stage in 2016/17.

(The Principal, Jay Trivedy, left the meeting.

(ii) Management accounts for Jan. 2018

John Wilson presented the monthly management for the period ended 31 Jan. 2018, which had been considered at the meeting of the F&GP Committee on 27 Feb. 2018 and which were being presented to Corporation for review.

Members reviewed the management accounts in detail.

It was noted in response to members' questions that:

- The College was monitoring income received from lettings agency SLS;
- The Director of Finance was regularly monitoring the Barclays' covenant relating to cash flow to establish whether a waiver would be required before the year end.

The Corporation received and considered the management accounts for Jan. 2018, noting that the commentary to the accounts recorded that the operating surplus for the month was £137.7k compared with the budgeted surplus of £168.9k and that, the Director of Finance considered that the full year operating surplus stated in the

budget remained achievable i.e. £449.5k taking into account holiday accrual (£123.3k excluding holiday pay accrual).

(iii) Report on written resolution

John Wilson asked the Clerk to the Corporation to present the above item.

The Clerk reported that sections 12(7) and 12(8) of the Instrument of Government permitted decisions to be taken by the Corporation by written resolution (including by e-mail) and presented a report on the outcome of a written resolution concerning an application for a Barclays' Business Debit Card service, which the Chair had agreed should be sent by e-mail to eligible Corporation members on 10 February 2018. It was noted that the report had also been presented to the F&GP Committee meeting on 27 Feb. 2018 and was being presented to the Corporation for information.

The Corporation noted that the above resolution had been passed by the deadline for return of e-mail responses of 14 February 2018, with Corporation members informed by the Clerk by e-mail on 15 Feb. 2018 that the resolution had been passed and would therefore take effect, confirming also that 11 of the 17 Corporation members eligible to vote had voted in favour of the resolution being passed and no Corporation members had voted against the resolution being passed.

(iv) Overseas tuition fees

John Wilson presented the above item.

Members noted that:

- Under section 19 of the Instrument & Articles of Government, the Corporation was responsible for setting the policy on tuition fees, with this responsibility reflected in section 3.1 of the College's Financial Regulations;
- Under the Corporation's standing agenda item list, which was approved in Sept. 2017, the Corporation was due to approve tuition fees for 2018/19 at its first summer term meeting (i.e. in May 2018) but earlier approval of overseas student fees was required to meet the recruitment cycle of the College's agent;
- While fees for home students had to take account of Education & Skills Funding Agency (ESFA) guidance which was normally available by the summer term, The College considered that overseas fees for the following year should ideally be approved during the autumn term of the previous academic year to enable the College to be effectively marketed to overseas students.

It was noted that the F&GP having reviewed overseas fees for 2017/18 and 2018/19 considered that current fees both covered the College's costs and allowed the College to position itself competitively in the market.

The Corporation approved, on the recommendation of the F&GP Committee:

- ***The updating of Corporation's standing agenda item list to include approval during the autumn term of overseas tuition fees for the following academic year and approval of home tuition fees for the following academic year during the summer term of the previous academic year; and that***
- ***Overseas fees for 2018/19 should remain unchanged from 2017/18.***

Action: Clerk/TW/MCR

(v) Revised Financial Regulations

John Wilson reported that the F&GP Committee had considered the updated Financial Regulations prepared by the Director of Finance at its meetings on 1 Feb. and 27 Feb. 2018 and were recommending them to the Corporation for approval, noting that most revisions were minor updating or stylistic changes.

The Corporation approved, on the recommendation of the F&GP Committee, the revised Financial Regulations.

Action: Clerk/TW

(vi) Recommendation on investment proposal

The Corporation considered a recommendation from the Finance & General Purposes (F&GP) Committee that the Corporation should open a Nationwide Building Society Business Instant Saver account, noting that the account was currently paying a rate of interest of 0.50% which was reasonable in the current low interest environment. Members noted that the Nationwide had an equivalent credit rating to both Barclays and Lloyds, the College's current bankers, being rated as Long Term A+ by the Fitch rating agency. Members noted that, should the account be opened, two authorised College signatories would be required to authorise transfers between the Nationwide Building Society Business Instant Saver account and the College's current account.

The Corporation resolved, on the recommendation of the F&GP Committee, to open a Nationwide Business Instant Saver account.

Action: Director of Finance

The Corporation resolved that the following staff members should be authorised signatories for the purpose of the Nationwide Business Instant Saver account which was to be opened as noted above:

- Tony Wilmot (Director of Finance)
- Julie Peaks (Vice-Principal)
- Mark Rothery (Vice-Principal)
- Jamie Davies (Assistant Principal)
- Chris Herring (Assistant Principal)
- Jenny Anderson (Human Resources Manager)

Action: Director of Finance

14

Curriculum & Quality (C&Q) Committee

(i) Ofsted inspection report

John Wilson, as a Vice-Chair of the C&Q Committee, presented the above report. It was noted that the report arising from a short Ofsted inspection had confirmed the College grade as Good.

The Corporation noted that Ofsted had undertaken a 2-day inspection at the College, 15-16 Nov. 2017 and received the report arising from the inspection which had been published on 12 Dec. 2017 and had been reviewed by the Feb. 2018 meeting of the C&Q Committee.

(ii) Revised Policy for the Improvement of Performance in Learning

John Wilson presented the above policy.

It was noted that: under Article of Government 3(b) the Corporation was responsible for approving the College's quality strategy i.e. the Policy for the Improvement of Performance in Learning; the policy was reviewed annually by the College and the C&Q Committee; the Corporation last approved updating changes on 2 Mar. 2017, on the recommendation of the C&Q Committee.; the C&Q Committee had considered the revised policy at its Feb. 2018 meeting and was recommending it to the Corporation for approval.

The Corporation approved, on the recommendation of the C&Q Committee, the revised College Policy for the Improvement of Performance in Learning.

15

Personnel Committee

(i) Teachers' pay award 2017/18

Phil Taylor, presented the report on the teachers' pay award, noting that national agreement had been reached in Mar. 2018 i.e. after the Jan. 2018 Personnel Committee meeting.

The Corporation approved a pay award for teachers of 1% across the board and a targeted 2% increase on pay points 1 to 6 only of the National Joint Council (NJC) pay rates for teaching staff, effective from 1 Sept. 2017.

Action: Chair

(ii) Revised safeguarding & child protection policy

Phil Taylor reported that under the Personnel Committee's standing agenda item list, the Committee reviewed the College's safeguarding policies and procedures annually, recommending any revisions required to the Corporation for approval. The Jan. 2018 meeting of the Personnel Committee had agreed to recommend to the Corporation the College's revised *Safeguarding & Child Protection Policy*, which included the addition of the *Safeguarding Children - best practice guidelines* and *Safeguarding Children - allegations against staff* documents as appendices to the policy for ease of reference, as agreed at the Committee's Nov. 2017 meeting, and a cross-reference to the College's *Whistleblowing Policy* in the list of related documents in the *Safeguarding & Child Protection Policy* and vice versa.

The Corporation approved the revised Safeguarding & Child Protection Policy on the recommendation of the Personnel Committee.

Action: Clerk/JD

(iii) Single Equality Scheme & updated action plan

Phil Taylor presented the above documents, which had been reviewed at the Personnel Committee's Jan. 2018 meeting, agreeing that no amendments were required to the Single Equality Scheme.

It was noted that:

- The Equality Act 2010 imposed a public sector equality duty on publicly funded educational institutions which required them in exercising their functions to have due regard to the need to eliminate unlawful discrimination, advance equality of opportunity and foster good relations between persons who shared a relevant protected characteristic (i.e. age, disability, gender reassignment, marriage and civil partnership, race, religion or belief, sex, and sexual orientation) and persons who did not share it;
- The College's Single Equality Scheme (SES) set out the College's commitment to ensuring equality and embracing diversity for staff and students and had last been approved by the Corporation in Mar. 2015;
- The SES action plan was being presented for information, having been updated and the format, including RAG rating, revised before presentation to the Jan. 2018 Personnel Committee meeting.

The Corporation received, for information, the updated College's Single Equality Scheme (SES) and the SES action plan, which had been at the Jan. 2018 Personnel Committee meeting.

16

Student Committee

(i) Student Association Executive report

Michelle Tilhologang, Student Association Executive (Student Exec) President and Student member of Corporation presented the above report, which had been considered at the Mar. 2018 meeting of the Student Committee.

Members noted that the Student Exec. had sought to re-brand itself, including ensuring that income was spent for the benefit of students in a sustainable way. It was noted that:

- Actions completed between Nov. and Dec. 2017 had included the purchase of bike locks for subsidised re-sale to students and the purchase of 2 new security cameras, the purchase of sanitary products for students, and the organisation of charitable food bank donations;
- Actions completed between Jan. 2018 and to date included organising RAG week (which was currently ongoing with £1k raised to date towards the Student Exec's aim of a £2k total), a student survey with general student enquires, a sexual health drive, continued improvement in sanitary provision, catering questionnaire, fund-raising for
- Cancer Day/ PAUL/Mind, arranging for Mind to speak to students, a First Aid training day;
- Future aims included continued contact with Mind for mental health support (including commissioning work from Mind with the College's SMT), preparing the next Student Exec with a formal handover, ensuring improved voter turnout (e.g. by voting in tutorials).

The Corporation received the Student Association Executive report.

(ii) Student Activities report

The above report which had been considered at the Mar. 2018 Student Committee meeting was received.

Governance matters II

17

(i) Corporation attendance year to date

It was noted that a report on Corporation attendance would be given at the May 2018 Corporation meeting.

Action: Clerk

(ii) Committee vacancies

The Corporation received a report on committee vacancies, noting with reference to the vacancies on the Audit and F&GP Committees, expressions of interest had been received from potential external co-opted members, which would be followed up by the Search & Governance Committee.

Action: Clerk

The Corporation agreed that Personnel Committee membership should be increased from 5 to 6 members.

Action: Clerk

The Corporation agreed that the prohibition on the Vice-Chair of the Corporation being a member of the Appeals Committee should be removed from the Appeals Committee terms of reference.

Action: Clerk

The Corporation approved the following Committee membership appointments:

- **Ruth Dönmez to the Personnel Committee;**
- **Dina Lewis to the C&Q Committee;**
- **Phil Taylor to the Remuneration Committee;**
- **Jane Price to the Search & Nominations Committee and to the Student Committee;**
- **Lacey Trebilcock to the Student Committee as an ex officio member.**

Action: Clerk

(iii) Updating amendments to the Instrument & Articles of Government

The Corporation noted that it had last approved updating amendments to the Instrument and Articles of Government, its governing documents, in Dec. 2015 and considered a report from the Clerk on proposed updating amendments:

The Corporation approved the following amendments to the Instrument & Articles of Government:

- Throughout the Instrument & Articles of Government, the replacement of 'EFA' (Education Funding Agency) with 'ESFA' (Education & Skills Funding Agency), to reflect the name of the College's current funding body, and the addition of the phrase 'or any successor body' in the Interpretation section of section 1(f) of the Instrument of Government and of the Articles of Government;
- The removal of the reference at section 5 of the Articles of Government to the Corporation's search committee not advising the Corporation on the appointment of parent members of the Corporation to bring this section into line with section 2(1)(e) of the Instrument of Government under which Parent Corporation members are appointed following self-nomination and then interview by members of the search committee i.e. they are appointed on the advice of the search committee.

Action: Clerk

(iv) Governance briefings: DfE briefing on the insolvency regime & Eversheds Sutherland briefings on Corporation member liabilities and on getting ready for the General Data Protection Regulations (GDPR)

The Corporation received the above briefings.

(v) A briefing on new rules on Corporation member/trustee & senior manager disqualification in force from 1.8.18

It was noted that the above briefing would be presented to the Corporation's May 2018 meeting.

Action: Clerk

Committee meetings: minutes & summary notes

18 Committee meeting minutes & summary notes

The Committee minutes were received.

Final agenda items

19 Any other business

There was no other business.

20 How will items considered at the meeting have an impact on learners?

It was noted that the appointment of a new Principal was a key Corporation action which should have a positive effect on learners.

21 Risk management – items identified at the meeting

No new items of risk were identified during the meeting.

22 Date of next meeting

It was noted that the Corporation was next due to meet on Tues. 22 May 2018 at 5.00pm.

Recommendation of the Selection Panel on the Principal appointment

143.4 It was agreed that the above item should be considered at this point on the agenda.

The following staff and student members left the meeting before consideration of the above item: Jamie Davies (Assistant Principal), Chris Herring (Assistant Principal), Tony Wilmot (Director of Finance), Julie Peaks (Vice Principal), Mark Rothery (Vice Principal).

John Wilson, as Chair of the Selection Panel, reported that:

- The Principal interviews, which had been held on 12-13 Mar. 2018, had followed the 2-day process outlined in the agreed schedule;
- There had been a good field of candidates, with 6 selected for interview and 5 interviewed due to one candidate being unable to attend;
- After lengthy deliberations, the Selection Panel were recommending the appointment of Mr Paul Britton, who was currently Vice-Principal (sixth form) at Nelson and Colne College, as Principal of Wyke Sixth Form College;
- The Selection Panel had been impressed by Paul Britton's enthusiasm and his clarity of vision;
- Lacey Trebilcock reported that she had attended the Corporation dinner for candidates and Mr Britton had made a positive impression, saying that he wanted students to enjoy lessons.

Members discussed Mr Britton's aspirations for the students, staff and College. It was noted in response to members' questions that Mr Britton intended to relocate if offered the post.

The Corporation agreed to appoint Paul Britton as Principal from the start of the 2018/19 academic year.

Action Chair

Reserved Business

The following staff and student members left the meeting before consideration of the Reserved Business agenda: Emma Albeck, Jim Darmody, Michelle Tihabologang, Lacey Trebilcook.

**MINUTES OF THE CORPORATION MEETING 144
HELD ON 22 MAY 2018**

Present: Jim Darmody, Ruth Dönmez, John Gilleard, Jackie Goodman, Dina Lewis, Mark Moore, Jane Price, John Shipley, Phil Taylor (Vice-Chair), John Wilson (Chair), Jay Trivedy (Principal), Philip Wright

In attendance: Fiona Bagchi (Clerk to the Corporation), Jamie Davies (Assistant Principal), Chris Herring (Assistant Principal), Tony Wilmot (Director of Finance), Julie Peaks (Vice Principal), Mark Rothery (Vice Principal) Jenny Anderson (HR Manager).

It was agreed that a presentation from Jamie Davies (Assistant Principal) on the GDPR should be given later on the agenda at agenda item 144.10 (vi).

144.1 Apologies for absence

Apologies were received from Emma Albeck, Neil Cavill. Steve Sellers, Lacey Trebilcook, Michelle Tlhabologang, Amanda Wilcox.

144.2 Declaration of interests

Standing declarations: Jackie Goodman (employee, Hull College), Dina Lewis (employee, University of Hull).

Governance matters I

144.3 Membership matters – Corporation appointments

John Wilson, as Chair of the Search & Governance Committee, reported that the Committee had met on 1 May 2018, noting that:

- John Gilleard's first 4-year term of office in the ordinary Corporation member category was due to end on 15 May 2018, he was eligible and willing to be considered for a second 4-year term of office, had particular skills in accountancy, audit and financial management and was Chair of the Corporation's Audit Committee;
- Caroline Dawes, who was Assistant Headteacher (Director of Science, Technology and Engineering) at the Yorkshire & the Humber Co-operative Learning Trust (YHCLT had resigned as a Corporation member in the ordinary member category on 31 Jan. 2018;
- Patrick Cavanagh, Executive Headteacher (Secondary) at YHCLT, had expressed an interest in joining the Corporation and had met with the Chair of the Corporation and the Principal to discuss membership of the Corporation;
- Jim Darmody's current term of office as an elected Teaching Staff member of Corporation would end on 8 July 2018 and he was not seeking re-election;
- The new Student Association Executive for 2018-19 would nominate Student Corporation members for 2018/19, noting that, should Lacey Trebilcook be elected as Student Executive President for 2018-19, she would remain in office as a Student Corporation member.

Members noted in discussion that: the YHCLT had been created in September 2016 and now included 2 secondary schools (Kelvin Hall School and Newland School for Girls) and 5 primary schools; Kelvin Hall School and Newland School for Girls were key partner school for the College; there was a long standing precedent for the governing body of Kelvin Hall School and the College each including a representative from the other educational

institution, reflecting their close relationship

The Corporation approved, on the recommendation of the Search & Governance Committee:

- **The re-appointment of John Gilleard as a Corporation member in the ordinary Corporation member category for a second term of 4 years from 22 May 2018, noting that he had skills and expertise which remained useful to the Corporation;**
- **The appointment of Patrick Cavanagh, Executive Headteacher (Secondary) at the Yorkshire & the Humber Co-operative Learning Trust, (YHCLT) as a Corporation member in the ordinary Corporation member category for a period of 4 years from 22 May 2018, noting that he had particular skills in secondary education;**
- **An election would be held for a Teaching Staff member of the Corporation as a result of the ending of Jim Darmody's current term of office;**
- **Student Corporation member appointments for 2018-19 would be considered once membership of the Student Association Executive elections for 2018/19 was confirmed.**

Action: Clerk

The Chair noted that this would be Jim Darmody's last meeting as a Corporation member, noting that he would be retiring at the end of the current academic year and noting also that he was the only remaining teaching staff member who had worked for the College since it was first opened. The Chair thanked Jim Darmody, on behalf of the Corporation, for his work for the College and the Corporation, noting in particular his work as Safeguarding Lead which had resulted in the very positive comments on safeguarding which had been included in Ofsted's report on the Nov. 2017 inspection outcome.

The Corporation noted that, as he would be accompanying the South Africa trip, this would also be the last Corporation meeting of Mark Rothery (Assistant Principal), who had been appointed by the Dixons Academy chain to set up a sixth form academy in Bradford and who would therefore leave the College at the end of the current academic year. The Chair, on behalf of the Corporation, congratulated Mark Rothery on his new appointment and thanked him for his work for the College.

Minutes & matters arising

144.4 Minutes of meeting 141 (13.12.17), incl. confidential minutes & the action table

It was noted that the above would be presented to Corporation's July 2018 meeting for formal approval.

Action: Clerk

144.5 Minutes of Special meeting 142 (25.1.18), incl. confidential minutes & the action table

(i) Minutes of Special meeting 142 (25.1.18), incl. confidential minutes

The minutes of Special meeting 142 (25.1.18), including the confidential minutes were approved.

(ii) Action table

(Matters Arising, below, are numbered according to their position in the action points table appended to the end of the previous minutes. The reference to the item where the action can be found in the previous minutes is given in brackets at the end of the action).

The Clerk gave a verbal report on actions arising from the above minutes, noting that all actions had been completed (as shown below).

- 1 The following Corporation members had been appointed to the Selection Panel

for the new Principal appointment: John Wilson, Phil Taylor, Jackie Goodman, Dina Lewis, Ruth Dönmez, Jane Price (142.4).

- 2 The HR Manager had amended the draft job description, person specification and the advertisement for the Principal post, as agreed by the Corporation and as notified by the Clerk, for review by the Chair of the Corporation before inclusion in the application pack (142.4).
- 3 The Chair had been amended the letter to candidates, as agreed at the meeting, which had been sent out with the application pack (142.4).
- 4 The starting salary for the post had been advertised as £95k-£105k, depending on experience, with the possibility of relocation expenses (142.4).
- 5 An external assessor (i.e. a Principal from another sixth form college, which was not from a competitor college) had been appointed, as agreed (142.4).
- 6 The following agreed schedule for selecting and interviewing candidates and making a recommendation to the Corporation had been implemented: meetings with staff, students and the external assessor on 13 Mar. 2018 and a Corporation dinner for candidates on 13 Mar. 2018 (not part of the formal interview process); formal interviews with the Selection Panel on 14 Mar. 2018; a Corporation meeting on 15 Mar. 2018 to consider the recommendation of the Selection Panel (142.4).
- 7 Candidates had made a 10-minute presentation to the Selection Panel on how they proposed to take the College to the next level of success, as agreed (142.4).
- 8 The Principal vacancy had been advertised as agreed i.e. on the college website; through the Sixth Form College Association; in the TES (a medium priced package that allowed for free re-advertisement); on the ASCL website; through the AoC (online at standard package) (142.4).
- 9 The College's standard application form had been used, as agreed (142.4).
- 10 The closing date for applications had been set as 12.00 noon on Friday 23 Feb. 2018, as agreed (142.4).
- 11 The Corporation meeting scheduled to be held on 8 Mar. 2018 had been moved to 15 Mar. 2018, as agreed (142.8).

144.6 Minutes of Special meeting 143 (15.3.18), incl. confidential minutes: & the action table

(i) Minutes of meeting 143 (15.3.18), incl. confidential minutes

The minutes of meeting 143 (15.3.18), including the confidential minutes were approved.

(ii) Action table

Matters Arising, below, are numbered according to their position in the action points table appended to the end of the previous minutes. The reference to the item where the action can be found in the previous minutes is given in brackets at the end of the action).

The Clerk gave a verbal report on actions arising from the above minutes, noting that all actions had been completed except where indicated below.

- 1 Lacey Trebilcock had been appointed as a Corporation member for a period of 4 years or until she left the Corporation meeting if that was sooner (143.3).

- 2 The Chair of the Corporation and the Principal had met with Patrick Cavanagh, as noted above (143.3).
- 3 The Jan. and Mar. 2018 Corporation minutes had been considered earlier on the agenda. The Dec. 2018 minutes would be presented to Corporation's July 2018 meeting for formal approval, as noted above. The annual review of confidential minutes had been deferred (143.5-9).

Action: Clerk

- 4 A report on the Venn partnership was on the agenda (143.11).
- 5 The approved Risk Management Policy was in force (143.12)
- 6 Corporation's updated standing agenda item list included approval during the autumn term of overseas tuition fees for the following academic year and approval of home tuition fees for the following academic year during the summer term of the previous academic year, as agreed. Overseas fees for 2018/19 had remained unchanged from 2017/18, as agreed (143.13).
- 7 The approved Financial Regulations were in force (143.13).
- 8 A Nationwide Business Instant Saver account had been opened, as agreed (143.13).

[Confidential minute].

- 9 The approved list of signatories to the account had been presented to Nationwide, as agreed (143.13).
- 10 The teachers' pay award and revised pay spine for 2017/18 had been implemented, as agreed (143.15).
- 11 The College's approved Safeguarding & Child Protection Policy was in force (143.15).
- 12 A report on Corporation attendance was on the agenda (143.17).
- 13 Appointments had been made to committees, as agreed. Expressions of interest in Audit Committee membership would be followed up (143.17).

Action: Clerk

- 14 The approved Instrument & Articles of Government was in force (143.17).
- 15 A briefing on revised charity trustee automatic disqualification rules was on the agenda (143.17).
- 16 Paul Britton had been offered the post of Principal from the 2018/19 academic year, as agreed, and had accepted (143.4).

144.7 Annual review of confidential minutes

It was noted that the annual review of confidential Corporation minutes would be considered at the Corporation's July 2018 meeting.

Action: Clerk

144.8 Principal's report against strategic plan aims

The Principal presented his report for May 2018, which was considered.

(i) Students

Members noted that:

- The examination period was underway with all Year 1 A-level students on study leave for the internal end of year examinations, and the external A-level examinations beginning after half-term;
- The library would be open on 6 consecutive Saturdays, with 80-100 students using the library on Saturdays to date, which the College would take into account when planning future library availability;
- Marketing activities were in abeyance whilst prospective students prepared for their GCSEs at their respective high schools, with the College's marketing and administrative teams currently preparing for Wyke Start and Year 10 days in July 2018;
- *[Confidential minute]*.

Members noted in discussion that it would be useful to know whether a particular type of student benefited from Saturday library opening.

(ii) Staffing

Members noted that:

- The focus during the first part of the summer term had been on planning for 2018/19 in relation to staffing, setting a budget for 2018/19, and ensuring that the quality of student outcomes further improved;
- Following a restructure of the curriculum a number of staff had been appointed to promoted posts, with interviews taking place for a number of positions as a consequence of curriculum growth or replacement;
- The faculty structure had been revised, which had been prompted by the need to reduce costs as well as facilitating improvement in the quality of outcomes for students.

(iii) Financial Planning

Members noted that:

- Development of the 2018/19 budget was in progress, with financial prudence being critical in response to reduced ESFA funding i.e. as a result of lower student numbers in 2017/18 and the impact of the ESFA's retention calculation.

The Corporation received the Principal's report for May 2018.

144.9 Federation matters: update on Venn4 Partnership governing documents

The Principal reported that:

- The Venn Principals had met on 11 May 2018 and had agreed amendments/additions to the Articles of Association and Members Agreement, which had been sent to the partnership's solicitors, Eversheds Sutherland;
- The Venn Principals were currently intending to hold an early AGM e.g. before the end of summer term 2018;
- Venn federation events which had recently taken place/were due to take place included meetings of middle leaders and HR staff and planning for the July 2018 Venn training day.

[Confidential minute].

The Corporation received a detailed report on the proposed changes to the Articles of Association and Members Agreement, noting that they appeared to address a number of the issues raised by the Corporation previously. It was noted that the revised Articles of Association and Members Agreement and/or a progress report would be presented to the July 2018 Corporation meeting.

Action: JKT/Clerk

Committee reports

144.10 Finance & General Purposes (F&GP) Committee

(i) Student numbers & funding report

John Wilson, as Chair of the F&GP Committee, reported that a student numbers & funding report was considered at each F&GP Committee meeting, with the Apr. 2018 report, which was being presented to the Corporation for information, having been considered at the Committee's May 2018 meeting.

The Committee noted, with reference to student retention for Apr. 2018, that overall retention, Year 1 retention and Single year retention were higher than in Apr. 2017, with Year 2 retention slightly down e.g. overall retention year to Apr. 2018 was 94.3% (Apr. 2017: 93.9%).

(ii) Management accounts for Apr. 2018

John Wilson, as Chair of the F&GP Committee, reported that the College's management accounts were considered at each scheduled meeting of the F&GP Committee, with the management accounts for Mar. 2018 having been considered at the F&GP Committee's meeting on 1 May 2018 and with the management accounts for Apr. 2018 being presented directly to the Corporation for review. John Wilson invited the Director of Finance, Tony Wilmot, to present the Apr. 2018 management accounts.

Members noted that:

- The operating surplus at the end of Apr. 2018 was £25.6k compared with the budgeted surplus of £27.3k;
- The deficit for the month of Apr. 2018 was £97.2k compared to a budget figure of £120.6k;
- The actual and budget deficits were primarily due to the high level of costs incurred in respect of examination fees;
- Total income showed a positive variance year to date of £38.6k (0.5%), including a positive variance in relation to Education & Health Care Plan (EHCP) funding and good recovery of campus and music tuition fees;
- Total expenditure year to date showed a negative variance of £40.2k (0.6%);
- With reference to the forecast for the full year, a release had been made in relation to the holiday pay provision and expenditure on known redundancies had been taken into account;
- Non-pay expenditure up to the end of Apr. 2018 showed an overspend £32k (Mar. £39k) compared to budget, with the impact of expenditure ahead of budget profiling (e.g. teaching expenditure on text books and equipment at the start of 2017/18 and expenditure on marketing) being a factor;
- Total pay costs to Apr. 2018 were above budget by £5.9k;
- The College's staffing to income ratio was 63%, which was positive for the sector, but could increase in 2018/19 due to lower income as a result of a reduced ESFA funding;
- The balance sheet remained healthy, with current year additions to fixed assets more than offset by year to date depreciation;
- With reference to key performance indicators, the College's financial health rating remained Good;
- As usual, the 12 month rolling cash flow showed a dip in Mar. due to the ESFA funding profile;
- The capital report showed £292k of current year additions already invoiced of which £32k had been funded from the 2017/18 Devolved Capital, with any additional capital spending requirements over and above the budget having to be considered in the light of the cash-flow situation mentioned above.

The Director of Finance reported in response to members' questions that:

- With reference to cash flow, while there was no immediate concern in terms of liquidity to meet commitments, looking into 2018/19 and beyond this would be a key factor to consider when looking at investment requirements and operating costs;
- Lloyds' loan covenants would be met at the 2017/18 year end but one of the two

covenants on the Barclays' loan was being monitored i.e. the covenant which required that available cash flow for each relevant period (being net cash inflow from operating activities plus interest receivable less capital expenditure) should be no less than 100% of debt servicing costs i.e. capital repayments and interest;

- Barclays tested the above covenant annually with reference to the 31 July financial year end and the Director of Finance would discuss with Barclays shortly the need for a waiver before the 31 July 2018 financial year end to ensure that the covenant was not breached;
- If a waiver was required, it would be presented to the Corporation for approval before the 31 July 2018 year-end.

Action: TW

Members discussed capital and interest payments on the College's loans, noting that borrowing ratios were reducing, with the final loan due to be paid off in 2030. It was noted in response to members' questions that interest rates on the loans were at fixed rates, although the College had a variable loan rate with Barclays. The Director of Finance would review whether it would be advantageous for the latter to be fixed.

The Corporation received the College's management accounts to 30 Apr. 2018, noting that the College was still forecast to achieve the approved year-end surplus.

(iii) ESFA funding allocation for 2018-19 & note on retention factor

John Wilson, as Chair of the F&GP Committee, presented the ESFA's 16-19 revenue allocation statement for: 2018-19, which had been considered at the Committee's May 2018 meeting and was being presented to the Corporation for information.

Members noted that:

- Funding in 2018-19 was lower than in 2017-18, due to the effect, under the ESFA's lagged funding regime, of lower student numbers in 2017-18 and lower student retention in 2016/17;
- The retention factor recognised the number of students who were continuing on their programme or were 'retained' to their anticipated end date;
- Each student who remained in learning to the planned end date of their study programme, or who was recorded as completed or continuing, would receive full funding and those who were not retained would attract 50% of the full funding rate e.g. a 90% retention rate would result in a retention factor of 0.95, meaning funding for the following year would be reduced by 5% under the lagged funding system;
- All students recorded on a 2 year programme would be treated as retained in their first year if they have completed that year;
- The above applied for the 2018-2019 funding allocations and would continue until further notice, although the ESFA did not expect this to be a permanent arrangement;
- The ESFA considered that first year students who were still in learning on 30 June would be retained, although the date had been issued after the year and the College had set the end date for its first year students slightly earlier;
- The retention factor applied to the College in respect of its 2018-19 funding allocation was 0.95, which reduced funding by £381,710, with the College having appealed against the retention factor applied.

The Director of Finance reported, in response to members' questions concerning the effect of lower funding for 2018-19 on the development of the College's 2018-19 budget, that:

- Staffing costs for 2018-19 would be considered shortly with reference to staffing requirements, including known appointments;
- Preliminary work on the budget indicated that, with careful control of costs, a very modest year-end surplus should be possible for 2018-19.

The Corporation received the College's ESFA 16-19 revenue allocation for 2018-19.

(iv) Home student tuition fees for 2018-19

The Clerk reported that: under section 19 of the Articles of Government, the Corporation was

responsible for setting the policy on tuition fees and had not delegated this responsibility; under the Corporation's standing agenda item list, the Corporation was scheduled to approve tuition fees for 2018/19 at its first summer term meeting i.e. in May 2018; tuition fees for 'Overseas' students for 2018/19 had, however, been approved at the Corporation's Mar. 2018 meeting, to meet overseas marketing requirements, and were unchanged from 2017/18

John Wilson, as Chair of the F&GP Committee, reported that: draft tuition fees for 2018/19 for 'Home' students had been considered at the F&GP Committee meeting on 1 May 2018 and were being recommend to the Corporation for approval; an inflationary increase of 2.5% had been applied across the board for Home fees.

Members received a note outlining DfE guidance on determining 'Home' fee status and post-19 funding. It was noted in response to members' questions that the College would occasionally (i.e. less than every year) enrol a 'Home' student who was liable to pay tuition fees i.e. almost all the College's 'Home' students were funded through the ESFA funding allocation.

The Corporation discussed the appropriate schedule for approving fees for Overseas and Home students in future, noting that the former needed to be approved by the previous autumn term to meet marketing requirements.

The Corporation approved, on the recommendation of the F&GP Committee, tuition fees for Home students for 2018/19.

(v) 16-19 Bursary Fund & Further Education Free Meals 2018-19 statement

John Wilson, as Chair of the F&GP Committee, reported that: the Corporation approved the College's bursary Fund & Further Education Free Meals policy statement 2018-19 annually at its May meeting; a policy statement for 2018/19 agreed by the Colleges' SMT had been considered at the Committee's May 2018 meeting and was being recommended to the Corporation for approval.

Members noted in discussion that the policy statement had been re-formatted by the Registrar for 2018-19 to make it more readable and user-friendly and had been updated to reflect legislative change (e.g. the introduction of Universal Credit), with the re-wording agreed by the College's SMT allowing as an option, where considered appropriate, a cash payment for meals instead of a meals allowance.

It was noted in response to members' questions that:

- Around a third of students who left the College in the first year had been in receipt of bursaries, although the reasons why students left the College were acknowledged to be complex;
- The Director of Finance was due to attend an event on ESFA bursary fund guidance shortly, including guidance on what types of payment/allowances to students were permitted from bursary funding;
- Bursary funding not spent in one year could be rolled over to the next year;
- The College received a small administration fee for administering the fund.

The Corporation considered the annual schedule for approval of the bursary policy statement, noting that:

- As the College sent out the bursary policy statement in mid-May to those attending Wyke Start, approval by the Corporation at its late May meeting was no longer appropriate;
- Other options were the policy statement being presented to the Corporation's spring term meeting (dependent on relevant Education & Skills Funding Agency (ESFA) guidance being available), delegating approval of the policy statement to the F&GP Committee, or delegating approval of the bursary policy statement to the College's SMT.

The Corporation approved, on the recommendation of the F&GP Committee, the

College's Bursary Fund & Further Education Free Meals policy statement 2018-19.

The Corporation agreed to delegate approval of the College's 2019-20 Bursary Fund & Further Education Free Meals policy statement to the F&GP Committee, which would present the approved policy statement to the Corporation for information. The Corporation agreed that it would review in 2018/19, whether this delegation should continue beyond that date.

Action: Clerk

(vi) General Data Protection Regulation (GDPR): updated Data Protection Policy

(i) GDPR presentation

Jamie Davies (Assistant Principal) gave a presentation on the GDPR, copies of which had also been sent to members before the meeting.

Members considered the presentation, noting in particular:

- The Corporation's overall responsibility for ensuring the College was GDPR compliant, together with the responsibility of individual staff members;
- A copy of the presentation had also been given to staff members;
- The Information Commissioner's Office had issued guidance on the GDPR and expected organisations to be working towards GDPR compliance by the implementation date of 25 May 2018;
- Jamie Davies, Bill Jackson (Director of Network & Information Systems) and the College's GDPR working group, which had undertaken an audit of data processed by the College, had been working to ensure that the College was GDPR compliant;
- An review of the College's GDPR preparations had been included in the College's 2017/18 internal audit plan;
- Bill Jackson would continue as the College's Data Protection Officer;
- With reference to the retention of personal data, student records would be kept for 6 years, although anonymised records would be kept for statistical analysis purposes;
- Staff pensions records would be kept indefinitely, with other staff information kept for 6 year after employment ended;
- The GDPR applied to both paper and electronic records;
- Third parties with whom the College shared data were required to be GDPR compliant e.g. those processing payroll data or value-added data;
- The College's Data Protection policy had been revised to ensure that it was GDPR compliant.

It was noted in response to members' questions that:

- GDPR would be included as part of staff induction;
- The GDPR was a European Union (EU) regulation but it was understood that the Government's intention was to incorporate it into UK law after the UK's withdrawal from the EU;
- The ICO would investigate breaches of the GDPR and had the power to impose substantial fines on organisations of up to 4% of global turnover;
- With reference to the 6 years that the College would retain student data, the ESFA required data to be retained for 6 years, with a longer period required for EHCP data;
- Staff were aware of the College's retention schedule and procedures;
- The transmission, including by e-mail, of data to Corporation members needed to be considered with reference to GDPR compliance, with an item on this to be considered later on the agenda.

The Corporation received and considered a presentation on the GDPR.

(ii) Updated Data Protection Policy

The Clerk reported that, during 2017/18, the Audit Committee, the F&GP Committee and the Corporation had received relevant briefings on the GDPR.

John Wilson, as Chair of the F&GP Committee had considered, at its meeting on 1 May 201,

the College's updated Data Protection Policy, which reflected the GDPR, and were recommending it to the Corporation for approval.

The Corporation approved, on the recommendation of the F&GP Committee, the College's revised Data Protection Policy

Action: JAD/WGJ

(vii) Tendering contracts procedure flowchart & amendment to Financial Regulations

John Wilson reported that, following a review of the Colleges' tendering procedures at its meeting on 1 May 2018, the F&GP Committee had agreed to recommend to the Corporation that:

- There should be a cross-reference in the Tendering Contracts Procedures to the Financial Regulations;
- There should be a cross-reference in the Financial Regulations to the Tendering Contracts Procedures;
- There should be a reference to 'at least' 3 competitive tenders being required in both section 17.6 of the Financial Regulations, the Tendering Contract Procedures and the draft flowchart should be amended to reflect this where the contract value ranges from £25,001 to £50,000 (excluding VAT);
- There should be a cross reference in section 17.6 of the Financial Regulations to the procedure to be followed where only 1 tender is received;
- The tendering flowchart should be attached to the Tendering Contract Procedures.

The Corporation approved, on the recommendation of the F&GP Committee, amendments to the Tendering Contracts Procedures and to the Financial Regulations, including the addition of the tendering contracts procedures flowchart to the former.

Action: Clerk/TW

(viii) Documents from outside bodies

The Corporation received the following reports from outside bodies for information: the annual report of the FE Commissioner 2016-17; Association of Colleges financial management questions for Corporation members.

144.11 Curriculum & Quality (C&Q) Committee

(i) Performance league tables report

Jamie Davies (Assistant Principal) presented the Analyse School Performance League (ASP) performance league tables which had been considered at the Curriculum & Quality (C&Q) Committee's Feb. 2018 meeting. It was noted that ASP was a new performance report that gave access to comparative detailed performance data for the 3 years 2015-2017.

Members noted with reference to the tables generally that:

- ASP validated data generally was available significantly after the end of the year to which it referred, which was why the College used other VA reports such as Alis and ALPS and Sixth Dimensions, where reports were available shortly after exams results were known and could therefore be used as part of the College's action planning process;
- The ASP report was, however, the only national VA report which included all schools and colleges whereas Alis and ALPs and the Sixth Dimensions reports were more restricted in relation to the number of institutions on which they reported;
- The ASP report had not highlighted any areas of concern that the College was not already aware of and where the College was not already taking action;
- The latest update to the tables had been issued in Ap. 2018 but the College did not expect its data to change.

Members noted that:

- The tables considered a number of measure, including achievement and value-added (VA), broken down further e.g. with reference to disadvantaged and non-disadvantage students, subjects;

- The College performed well in relation to VA;
- the College had a positive VA score for A level of 0.11, which placed the College in the top 15% of providers i.e. the College's students achieved on average a 1/10 of a grade better than they had on entry;
- The confidence level was 0.07 to 0.15, which was positive;
- The VA score for Applied General qualifications (BTEC) was 0.55 i.e. students achieved at least on average a 1/2 of a grade better than they had on entry, which placed the College in the top 25% nationally, with an average grade of Distinction*;
- The College was slightly below the national average for points score per entry overall and below the percentage of A level learners attaining AAB including at least two facilitating subjects, noting that the latter measure appeared to favour sixth forms which offered a narrow curriculum rather than the College's broader offer;
- Tables showing English and Maths progress at GCSE, which was an area where the College was seeking improvement, showed that the College nevertheless performed well against national comparators;
- Student destinations data showed that the College was above the national average on almost every measure.

Members considered selections which had been made from the performance league table reports which showed the College's performance against schools and colleges locally and against sixth form colleges nationally. It was noted, as previously, that the College did not perform as well against the criteria used to compile the tables since 2016 e.g. ranking by points per entry rather than, as previously, points per candidate [*confidential minute*].

The Committee received and considered a presentation on performance league tables.

144.12 *Student Committee*

(i) Student Association Executive update

In the absence of the Student Corporation members, due to exam preparations, the Corporation received a written report from the Student Executive, noting that:

- RAG Week had been successful and had exceeded its £2k fund-raising target;
- The Student Executive has decided to donate some money towards a review into the mental health support provided to students at Wyke which would be conducted by a representative at Mind on Thursday 24 May 2018;
- 28 students had participated in the hustings for the new Student Executive and the results of the vote would be published shortly.

It was noted in response to members' questions that, in addition to an increased number of students participating in the hustings, there had been an increase in the number of students voting in the elections for the new Student Executive.

The Corporation received a written update from the Student Executive.

Governance matters II

144.13 (i) Verbal update from the Chair on the new Principal appointment

John Wilson, as Chair of the Corporation, reported that Paul Britton had accepted appointment as Principal from 2018/19 and that he had attended the College's planning day, taken part in the Head of English and Head of Maths appointments and would be visiting the College on 6-7 June 2018.

The Corporation received a verbal update from the Chair on the appointment of Paul Britton as Principal from 2018/19.

(ii) Corporation attendance year to date

The Clerk reported that attendance year to date was within the agreed target of 75%, excluding but not including Special Corporation meetings.

(iii) Verbal progress report on Corporation member online training

The Clerk gave a progress report on completion of Corporation member online training in equality & diversity and/or safeguarding, reporting that those who had still to complete training or refresher training would be reminded.

Action: Clerk

(iv) Nomination forms for election of Chair & Vice-Chair for 2018/19

It was noted that under the Instrument of Government the Chair and Vice-Chair of the Corporation were elected annually at the last meeting of the year.

The Clerk reported that nomination forms for election of Chair and Vice-Chair of the Corporation for 2018/19 would be distributed before the July 2018 Corporation meeting.

Action: Clerk

(v) New rules on Corporation member/trustee disqualification from 1 Aug. 2018 & amendment of Instrument & Articles of Government

The Clerk reported that:

- Sixth form college corporations were 'exempt charities', which meant that they were exempt from registration with the Charity Commission;
- The Secretary of State for Education was the Principal Regulator for sixth form colleges and was responsible for promoting their compliance with relevant charity law;
- Section 178 of the Charities Act 2011 set out the circumstances in which a person was automatically disqualified from acting as a charity trustee;
- The Charities (Protection and Social Investment) Act 2016 (Commencement No. 2 and Transitional Provision) Regulations (SI 2018/47), which came into force on 1 August 2018, made changes to the current rules on the automatic disqualification of charity trustees;
- 2 key changes that would be introduced by the above regulations from on 1 August 2018 were that there would be an increase in the number of legal reasons that disqualified someone from acting as a charity trustee and that those who were disqualified from acting as a trustee would also be disqualified from holding certain senior management positions in charities i.e. in a sixth form college, they would be disqualified from holding the posts of Principal or of Director of Finance;
- These changes would require changes to be made to the annual eligibility statement included with the Corporation member register of interests and would require Corporation members to sign the revised register of interests/eligibility statement before 1 Aug. 2018.

Members noted advice issued by Eversheds Sutherland on changes to the automatic charity trustee disqualification rules (issued Mar. 2018) and Charity Commission guidance (issued Jan. /Feb. 2018). The Clerk reported that, as part of the Corporation's Governance Subscription Plus service with Eversheds Sutherland, advice was received on amendments which may be required to the Instrument and Articles of Government e.g. Eversheds Sutherland was recommending that sections 8 and 10 of the Instrument of Government should be amended to reflect the change in the automatic charity trustee disqualification rules noted above.

The Corporation resolved to approve the amendment of sections 8 and 10 of the Instrument of Government to reflect changes to the automatic charity trustee disqualification rules.

Action: Clerk

Members noted that the Clerk would request that Corporation members completed a revised register of interests/eligibility statement, reflecting the above changes, for return before 1 Aug. 2018.

Action: Clerk

(vi) GDPR: Corporation member privacy statement

The Clerk reported that: the EU General Data Protection Regulation (GDPR) included rules on giving privacy information to data subjects e.g. students, staff, Corporation members; the format of the draft privacy statement for Corporation members had been based on the format of the model privacy statements for pupils issued by the Government, which the College had used as the basis of its privacy statement for students.

The Corporation approved the Corporation member privacy statement with the addition of the following statement: the outcome of your DBS application.

Action: Clerk

(vii) GDPR: College e-mail accounts for Corporation members

The Clerk reported that the:

- The Corporation had considered, at its July 2017 meeting, advice from Eversheds issued via the Sixth Form Colleges Association on the use of personal or work e-mail addresses by Corporation members;
- The minutes of the July 2017 Corporation meeting recorded that, having considered Eversheds' advice, the Corporation had agreed that risks relating to the transmission of sensitive data by e-mail should be considered with reference to the use of appropriate encryption and Corporation members reminded of the need to ensure that all e-mail correspondence with the College was normally either copied to the Clerk or to another relevant staff member e.g. the Principal;
- The Clerk was recommending that the above decision be re-visited, with particular reference to the requirements of the GDPR in relation to the transmission of sensitive information, and in particular whether Corporation members should be provided with College e-mail addresses, the method used to password protect encrypted documents and/or the use of a secure portal for accessing documents for transmitting sensitive information.

It was noted that use of a College e-mail address by Corporation members would avoid the need for Corporation members' personal or work e-mails to be searched in the case of a subject access request (e.g. in relation to an Employment Tribunal case) or a Freedom of Information (FOI) request, noting that the Information Commissioner's Office (ICO) had issued a guidance note on when private e-mail accounts use for official business would be searchable in response to an FOI request. Commercially produced and subscription based products, which relied on cloud storage, were used by some corporations for posting and accessing documents. The Corporation already had a portal accessed by Corporation member login and password i.e. the Corporation section of Moodle, although this was not currently used for posting/accessing sensitive confidential information.

The Corporation agreed to a trial of College e-mail addresses by Corporation members, with Corporation members John Wilson, Phil Taylor, and John Shipley taking part in the trial.

Action: Clerk

Committee meetings: minutes & summary notes

144.14 Committee meeting minutes & summary notes

The Corporation received the Feb., Mar. and April 2018 F&GP Committee minutes, noting that other committee minutes were on the Corporation section of Moodle.

With reference to the Corporation's responsibility for health & safety matters, John Wilson, as Chair of the F&GP Committee, drew Corporation members' attention to the discussion of the Oak Building fire curtain in the Feb. and Apr. 2018 minutes, reporting that the issue had also been discussed at the Committee's meeting on 1 May 2018.

Members noted that:

- Installation of the fire curtain had been a building regulation requirement;
- The curtain was deployed by gravity and would deploy in the event of a fire but there had been repeated problems with the curtain retracting correctly after deployment;

- Discussions had been held with the main building contractors for the Oak Building, Hobson & Porter, who had commissioned the original installer to report on the operation of the fire curtain.

[Confidential minute].

The Corporation noted its overall responsibility for health & safety matters and emphasised, given the length of time that the issue had been under discussion as noted in the F&GP Committee minutes, the importance of ensuring that the Oak Building fire curtain was in full working order as soon as possible. John Shipley asked for his particular concern in this regard to be minuted, given Corporation's legal responsibility for health & safety.

The Corporation agreed that the issue of the Oak Building fire curtain not retracting correctly after deployment should be resolved as soon as possible and no later than the end of the current academic year.

Action: JKT

Final agenda items

144.15 Any other business

There was no other business not already on the agenda.

144.16 How will items considered at the meeting have an impact on learners?

The Corporation agreed that all issues discussed on the agenda would have an impact on learners.

144.17 Risk management – items identified at the meeting

The following items of risk were discussed at the meeting: the GDPR; issues relating to the repair/replacement of the fire curtain in the Oak Building.

144.18 Date of next meeting:

It was noted that the Corporation was next scheduled to meet on Thurs. 12 July 2018 at 5.00pm.

Reserved Business agenda

The following staff and student members left the meeting before consideration of the Reserved Business agenda: Emma Albeck (Support Staff Corporation member), Jim Darmody (Teaching Staff Corporation member), Jamie Davies (Assistant Principal), Chris Herring (Assistant Principal), Julie Peaks (Vice Principal), Mark Rothery (Vice Principal) Jenny Anderson (HR Manager), Tony Wilmot (Director of Finance).



MINUTES OF THE CORPORATION MEETING 145 HELD ON 12 JULY 2018

Present: Emma Albeck, Patrick Cavanagh, John Gilleard, Jackie Goodman, Dina Lewis, Mark Moore, Jane Price, Steve Sellers, John Wilson (Chair), Jay Trivedy (Principal), Amanda Wilcox, Philip Wright

In attendance: Fiona Bagchi (Clerk to the Corporation), Jamie Davies (Assistant Principal), Chris Herring (Assistant Principal), Tony Wilmot (Director of Finance), Julie Peaks (Vice Principal), Mark Rothery (Vice Principal) Jenny Anderson (HR Manager).

145.1 Apologies for absence

Corporation members: *Apologies were received from Neil Cavill, Ruth Dönmez, Lacey Trebilcook, John Shipley, Michelle Tlhabologang.*

Senior management team members: *Mark Rothery (Vice-Principal).*

145.2 Declaration of interests

The following standing declarations of interest were noted: Patrick Cavanagh (employee YHCLT), Jackie Goodman (employee, Hull College), Dina Lewis (employee, University of Hull).

Governance matters I

145.3 Election of Chair & Vice-Chair for 2018/19

The Clerk reported that, under the Instrument of Government, elections for Chair and Vice Chair of Corporation took place at the last Corporation meeting of the academic year and that, as only one nomination had been received for each of the above roles by the closing date of 6 July 2018, the nominees were considered to have been elected unopposed.

The Corporation noted that:

- ***John Wilson had been elected unopposed as Chair of the Corporation for 2018/19;***
- ***Phil Taylor had been elected unopposed as Vice-Chair of the Corporation for 2018/19.***

145.4 Search & Governance Committee: Corporation/committee vacancies

John Wilson, as Chair of the Search & Governance Committee, reported that the June 2018 Search & Governance Committee meeting had noted the following current and forthcoming Corporation and Committee vacancies:

- A vacancy for a Parent member of Corporation, which would be advertised in Sept. 2018;
- Following the ending of Jim Darmody's current term of office, a vacancy for an elected Teaching Staff member of Corporation, which would be advertised in Sept. 2018;
- The Principal, Jay Trivedy, would retire in Aug. 2018;
- Under the Instrument of Government, the Principal was a member of the Corporation *ex officio* i.e. his successor, Paul Britton would be eligible to join the Corporation from the date of his appointment as Principal;
- Student Corporation member Lacey Trebilcook was appointed from 15 Mar. 2018 for a period of 4 years or until she left the College, if that was sooner;

- As Lacey Trebilcock would be a second year student in 2018/19 and had been elected as Student Executive President for 2018/19, her current period of office as a Student Corporation member would continue in 2018/19.;
- Michelle Tlhabologang's term of office as a Student Corporation member would end on 31 Aug. 2018 and a nomination from the Student Executive to the vacancy would be presented to the Corporation's Sept. 2018 meeting;
- The current 4-year terms of office of 4 members in the ordinary Corporation member category would end in 2019 i.e. Phil Taylor (term ends Feb. 2019); Steve Sellers (term ends May 2019); Jackie Goodman (term ends Sept. 2019); John Shipley (term ends Sept. 2019);
- There was a vacancy for an external co-opted Audit Committee member and a vacancy for a member of the Curriculum and Quality (C&Q) Committee;
- Jane Price, who was appointed as a temporary member of the C&Q Committee for its June 2018 meeting, under Chair of Corporation's action, had indicated that she would be willing to be considered for appointment as a member of the C&Q Committee.

The Corporation noted the above report on Corporation and Committee vacancies.

The Corporation approved the appointment of Jane Price as a member of the C&Q Committee.

Minutes & matters arising

145.5 Minutes of meeting 141, incl. confidential minutes

The minutes of meeting 141, including the confidential minutes, which had been received at the Corporation's May 2018 meeting, were formally approved.

145.6 Matters arising & action table from the above minutes

It was noted that any actions or matters arising from the above minutes would be considered as agenda item 145.9 below.

145.7 Amendments to approved minutes of meetings 142 & 143

The Corporation approved proposed amendments to the approved minutes of meetings 142 and 143.

Action: Clerk

145.8 Minutes of meeting 144, incl. confidential minutes

The minutes of meeting 144, including the confidential minutes were approved.

145.9 Matters arising & action table from the above minutes

(Matters Arising, below, are numbered according to their position in the action points table appended to the end of the previous minutes).

- 1 The Clerk would discuss a query concerning the correct procedure to be followed where no student stood for a particular Student Association Executive role, with reference to the Student Association Constitution, with the Student Adviser and the new 2018-19 Student Executive, if required

Action: Clerk

- 2 Consideration of inclusion of student welfare, including mental health issues, among the strategic drivers & aims in the Strategic Plan to be considered when the plan was next reviewed.

Action: PAB

- 3 A report on online refresher training in equality & diversity and safeguarding for Corporation members was on the agenda.

4 The Clerk would send out reminders concerning the 2018 updating of the register of interests form (updated to include new Charity Commission guidance on automatic trustee disqualification from 1 Aug. 2018, as noted at the May 2018 Corp. meeting) and 2017/18 year-end reminders would also be sent out concerning completion of the skills audit form.

Action: Clerk

5 A report on the Venn partnership Articles of Association & Membership Agreement revision was on the agenda..

6 The minutes of meeting 141 had been amended, as agreed above.

7 The annual review of confidential minutes would take place during autumn 2018.

Action: Clerk

8 It was noted that this action had been considered at actions 6 & 7 above i.e. it was duplicate action.

9 The Search & Governance Committee would consider the vacancy on the Audit Committee at its Sept. 2018 meeting.

10 It was noted that this action had been considered at action 7 above i.e. it was duplicate action.

11 A report on the revised Articles of Association & Members Agreement was on the agenda.

12 Barclays' covenant waiver letter was on the agenda.

13 The 2018/19 Bursary Fund & FE Meals Policy Statement had been approved at the May 2018 Corporation meeting, which had also delegated approval of the 2019/20 Bursary Fund & FE Meals Policy Statement to the F&GP Committee, with future delegation to be reviewed by the Corporation in 2018/19.

Action: Clerk

14 The College's revised Data Protection Policy had been approved at the Corporation's May 2018 meeting and was in force.

15 The revised Tendering Contracts Procedures & Financial Regulations had been approved at the Corporation's May 2018 meeting and was in force.

16 Corporation members still to complete online training had been reminded.

17 The election of the Chair and Vice-Chair of Corporation had been considered earlier on the agenda.

18 The revised Instrument & Articles of Government had been approved at the Corporation's May 2018 meeting and were in force.

19 A report on the annual review/updating of Corporation members register of interests form & eligibility statement forms was on the agenda.

20 The revised Corporation member privacy statement had been approved at the Corporation's May 2018 meeting and was in force.

21 A report on the trial of College e-mail addresses by Corporation members

was on the agenda.

22 A report on the replacement of the fire curtain was on the agenda.

145.10 Annual review of confidential minutes

The annual review of confidential minutes would take place during autumn 2018.

Action: Clerk

Principal's report, incl. strategic planning & federation matters

145.11 Principal's report

The Principal, Jay Trivedy, gave a presentation based on his vision for the College at appointment in 2011, which included: to be the best in what we do, first choice for all; student centred, and innovative.

Members noted that many of the above aims had been achieved e.g. success rates were above benchmark, there was a very high average point score per candidate and per entry, very good teaching and learning, students progressing on to their first choice destinations, students fulfilling their potential, and a College that was well organised and professional, noting that the main objective which had not been achieved was the award of an Outstanding grade by Ofsted.

Members noted a report from the Principal on Wyke Start 2018, student numbers projections for Sept. 2018, staffing for 2018-19, curriculum changes and structure (noting a return to a more traditional structure of 6 faculties for 2018-19, including English, Maths, and Science faculties) and partnerships (including partnership with the Venn colleges, the University, schools and employers).

The Corporation received the Principal's report.

The Chair of the Corporation, John Wilson, thanked, Jay Trivedy, for his work as Principal of the College, highlighting in particular growth in student numbers and significant improvement in student outcomes.

145.12 Verbal report on student recruitment for 2018/19

Julie Peaks, Vice-Principal, gave a report on student recruitment for 2018-19, which was considered.

Members noted that:

- *[Confidential minute];*
- All applicants had been interviewed and late applicants over the summer would also be interviewed;
- *[Confidential minute].*

The Corporation received a report on student recruitment for 2018-19.

145.13 Venn federation governing documents/directors update

Members noted that:

- As a result of the Area Based Review process, Franklin, John Leggott, Wilberforce, and Wyke sixth form colleges had agreed to form a federation (the Venn4 partnership) to facilitate collaboration for the colleges' mutual benefit in order to improve academic quality and make cost savings and efficiencies, where possible and desirable, with the legal status of each college joining the federation remaining that of an independent statutory corporation.
- The Corporation had agreed in principle, at its meeting on 28 Sept. 2017, that the legal form of the Venn4 federation should be a company limited by guarantee, subject to agreement of the Memorandum and Articles of Association for the company to be drafted by Eversheds Sutherland, on which each corporation would need to take its own

- legal advice;
- The May 2018 meeting of the Corporation had noted that the Venn principals/directors group had proposed changes and additions to the Venn Partnership Articles of Association and Members' Agreement, in line with advice from Rollits to Wyke's corporation on the original draft Articles which had been considered by the Corporation in Dec. 2018;
- Following approval by the 4 corporations of the membership of Scarborough Sixth Form College, it had been proposed that the partnership name should be changed from the Venn4 Partnership to the Venn Partnership.

The Principal reported that revised Venn Partnership Articles of Association, prepared by Eversheds Sutherland, and the Members' Agreement were due to be considered by the Venn principals/directors on 16 July 2018.

The Corporation discussed Corporation approval for the revised Venn Partnership Articles of Association should be given at a subsequent Corporation meeting or by written resolution sent by e-mail, agreeing the latter.

Action: Clerk

The Corporation noted that it had the right to appoint a director of the Company under the Articles of Association and agreed it intended to replace its current director, Jay Trivedy, by appointing Paul Britton as its appointed director of the Company with effect from 1 Sept. 2018 and that Jay Trivedy should be terminated as a director of the Company on the same date, 1 Sept. 2018.

Action: Clerk/Chair/JKT/PAB

Committee reports

145.14 Audit Committee

(i) Strategic risk register

John Gilleard, as Chair of the Audit Committee, reported that the Committee had considered the College's updated strategic risk register at its June 2018 meeting and was recommending it to the Corporation for approval.

The Corporation approved, on the recommendation of the Audit Committee, the College's updated strategic risk register.

(ii) Audit Committee: external audit plan, including fees

John Gilleard reported that the external audit plan for the year ending 31.7.18 from the College's external auditors, RSM UK Audit LLP (RSM), had been considered at the Audit Committee's June 2018 meeting, which was recommending it to the Corporation for approval.

Members noted that:

- The Audit Committee were happy with the proposed scope and timetable of the audit plan and the level of materiality;
- Fees had increased by £275 (compared to the 2017 audit fees) but the Committee considered the proposed increase to be acceptable.

It was noted in response to members' questions that the reference in the plan to a 'shortfall in delivery' having been identified and the need for 'a suitable provision to be included for amounts expected to be clawed back' that this related to the small amount of funding (i.e. totalling around £14k) for adult students aged 19+ received annually by the College from the Education & Skills Funding Agency (ESFA), noting that as the College was predominantly an institution for students aged 16-19 and had few adults students (e.g. in 2017/18 the College only had 3 adult students), any unspent funding provided for students aged 19+ was clawed back by the ESFA.

The Corporation approved, on the recommendation of the Audit Committee, RSM's external audit plan for the year ending 31.7.18, including fees.

145.15 Finance & General Purposes (F&GP) Committee

(i) Student numbers & funding report

John Wilson, as Chair of the F&GP Committee, reported that a student numbers & funding report was considered at each F&GP Committee meeting, with the report for June 2018, which had been considered at the Committee's July 2018 meeting, being presented to the Corporation for information.

Members noted, with reference to student retention calculated by student numbers (rather than by course enrolments) that:

- Student numbers remained unchanged from previous reports [*confidential minute*];
- Overall student retention in May 2018 was close to that achieved in 2016/2017 [*Confidential minute*], with second year retention slightly down, and first and single/foundation year retention having increased;
- The emerging national picture appeared to show a fall in retention following the introduction of linear A Levels;
- Under the ESFA's lagged funding system, a fall in retention could adversely affect the funding methodology retention factor, leading to lower funding in the next financial year.

It was noted in response to members' questions that:

- The College was working on plans for 2018/19 to improve retention, including ensuring that students had a clear pathway for progression;
- The fall in Year 2 retention appeared to be cohort-specific and related to health issues, with it being hoped that some students who had left would be able to resume their studies at a later date.

Members noted in discussion actions being taken to support students with mental health issues e.g. the commissioning of a report from MIND, the appointment of a second counsellor and a welfare officer.

The Corporation received the student numbers and funding report, noting that overall retention year to date was similar to that achieved in 2016-2017.

(ii) Management accounts incl. KPIs & cashflow

John Wilson reported that the monthly management accounts were considered at each F&GP Committee meeting, with the accounts for the period ended 31 May 2018, considered at the July 2018 meeting of the F&GP Committee, being presented to the Corporation for information and review. John Wilson asked the Director of Finance, Tony Wilmot, to present the management accounts.

Members noted that:

- The operating surplus at the end of May 2018 was £46.7k compared with the budgeted surplus of £49.7k;
- The surplus for the month of May 2018 was £21.1k compared to a budget figure of £22.4k.;
- Actual results showed a 5.6% negative variance compared to original budget levels;
- As previously reported, ESFA recurrent income, discretionary learner support funds and free meals funding were in line with budget;
- Pay and non-pay variances remained broadly as previously reported;
- The capital expenditure report remained unchanged;
- With reference to the balance sheet, the 3 key ratios used in the calculation of the College's ESFA Financial Health rating indicated that the College's rating remained 'Good';
- With reference to the rolling cash flow forecast which covered the 12 months from June 2018 to May 2019, cash would be at its lowest point in Mar., as in previous years;
- A cashflow to the end of the 2018/19 financial year (updated to include the recently notified increase in ESFA funding and budget lines for staff salaries) had been provided with the budget and financial plan, to be considered later on the agenda.

The Director of Finance reported that:

- The May 2018 management accounts included approved redundancy payments but did not include expenditure on the new fire curtain, which would be included in the June 2018 accounts;
- Proposed capital works would reduce the 2017/18-year end surplus but there would still be a significant surplus due to the holiday pay accrual;
- Expenditure incurred in June 2018, which would be reported in the June 2018 management accounts, included the installation of minibus dashcams and kitchen equipment.

It was noted in response to members' questions, that the East Riding Pension Fund (ERPF) actuarial valuation had yet to be received.

The Committee noted that the Director of Finance's opinion was that the budgeted full year operating surplus for 2017/18 remained achievable, subject to any adjustments noted above.

(iii) ESFA funding allocation adjustment

John Wilson, as Chair of the Corporation and of the F&GP Committee, reported that:

- The May 2018 meeting of the Corporation had received the ESFA revenue allocation statement 2018-19 for students aged 16-19;
- The Corporation had noted that factors affecting the College's 2018-19 allocation under the ESFA's lagged funding system included lower student numbers in 2017-18 and the retention factor, reflecting lower retention in 2016-17 i.e. £381,710 had been deducted from the 2018-19 ESFA revenue allocation for students aged 16-19 in respect of the retention factor;
- Following an appeal by the College relating to the retention factor, the ESFA had confirmed on Friday 6 July 2018 that a revised allocation statement would be issued to the College showing an increase of £115k to the College's 2018-19 allocation:
- The College's draft 2018-19 budgets commentary and the draft 2018-2020 financial plan commentary, which had been e-mailed to all Corporation members on 22 June 2018 and which had been considered at the F&GP Committee meeting on 2 July 2018, had therefore been revised to take account of the increased ESFA revenue allocation statement 2018-19 for students aged 16-19.

[Confidential minute].

The Corporation received a report on an adjustment to the College's 2018-19 ESFA funding allocation, which had resulted in the College receiving an additional £115k for 2018-19.

(iv) Budget & 3-year financial plan, incl. financial objectives and PIs & review of financial health assessment grade

John Wilson, as Chair of the F&GP Committee, reported that a report & commentary on budgets for 2018/19 and the commentary to the 3-year (2018-2020) financial plan plus extracts (i.e. the Income & Expenditure, Balance Sheet) from the financial plan had been considered at the Committee's July 2018 meeting, with the plan having been finalised and updated following notification of additional ESFA funding of £115k for 2018-19. John Wilson invited the Director of Finance, Tony Wilmot, to present the budget and 3-year financial plan, including financial objectives and performance indicators (PIs) and financial health assessment grade.

Members noted that, following notification of an increase in ESFA allocation for 2018-19, the Director of Finance had revised the following documents, which had been sent to members before the meeting:

- Budgets 2018-19 - supporting commentary
- Commentary to the Financial Plan 2018 - 2020
- Completed ESFA financial plan template

Members noted that:

- The main challenge faced by the College in 2018-19 remained a reduced level of funding, which had been managed by a reduction in staffing costs which, together with savings in other costs areas and an additional income stream i.e. an additional £40k for participation in the Basic Maths Premium Pilot;
- The additional ESFA funding of £115k had been in part offset by an increase in the provision for an across the board staff pay award of 2% in the revised draft budget (the previous draft budget having included a 1% provision) with sixth form college pay negotiations ongoing at a national level and staff pay constituting a major part of College expenditure
- Student transport provision was also a significant area of expenditure, with more bus routes included for 2018/19;
- Schedule 2 of the 3-year plan showed a Good financial health rating for 2017-18, falling to a Satisfactory rating for 2018-19 (due to a decrease in funding levels as a result of lower student numbers and a higher retention factor deduction) but returning to a Good rating for 2019-20;
- The draft budget showed a forecast surplus of £480k (including the release of the Financial Reporting Standard (FRS) 102 holiday pay accrual i.e. £122k excluding the holiday pay accrual), £116k for 2018-19, and £175k for 2019-20.

The Director of Finance presented the three-year Financial Plan for the years ending 31 July 2018 to 2020, which had been produced with reference to the College's Strategic Plan.

Members noted that with reference to current year numbers, the June 2018 management accounts were in the process of being produced;

- The 2018-19 budget had been discussed above;
- Student numbers had fallen in 2017/18, after a trend of increasing or stable numbers for the previous six years;
- The College's Senior Management Team (SMT) expected student numbers to return to the level seen in 2016/17 [*Confidential minute*];
- Although a national review of student funding was due in 2019, the financial plan assumed that there would be no increase in student funding;
- There had been a small increase in staffing in 2018/19, although costs were lower in real terms as a result of restructuring and the appointment of staff on lower pay bands.

It was noted in response to members' questions that:

- The forecast surplus of £52k for 2018-19 had been increased to £116k, following notification of additional ESFA funding and revision of the budget and should be shown in the revised budgets 2018-19 commentary;
- Opportunities for savings through the Venn Partnership (e.g. through use of combined bargaining power in relation to commercial contracts) would continue to be considered, where appropriate e.g. where colleges used the same providers;
- Appropriate contingencies had been included and income streams and expenditure had conservatively budgeted, with the Director of Finance's opinion being that the forecast surplus for 2018/19 was achievable;
- [*Confidential minute*].

[*Confidential minute*].

The Corporation approved the College budgets for 2018-19.

The Corporation approved the commentary to the three-year Financial Plan for the years ending 31 July 2018 to 2020, including the financial objectives and PIs, and the 3-year financial plan for submission to the ESFA by the required July 2018 deadline.

Action: TW

The Corporation thanked Tony Wilmot for production of the budgets 2018-19 and the 3-year financial plan and his work for the College since appointment in Nov. 2017.

(v) Financial planning checklist

John Wilson reported that:

- Annex A (financial planning checklist) of the ESFA's College Financial Planning Handbook 2018 stated that colleges were expected to share the completed financial planning checklist with their corporations to provide assurance that relevant matters have been considered when preparing the 3-year financial plan;
- While the completed checklist did not have to be submitted to the ESFA, the Principal, as the College's Accounting Officer, had to certify, when submitting the plan to the ESFA, that the supporting commentary has been prepared with due regard to the checklist.

The Principal, as the College's Accounting Officer, and the Director of Finance confirmed that the supporting commentary to the 3-year financial has been prepared with due regard to the financial planning checklist at Annex A to the ESFA's College Financial Planning Handbook 2018.

Other finance matters

(vi) Barclays covenant waiver

The Director of Finance, Tony Wilmot, reported that:

- Regular reports on compliance with covenants on bank loans were presented to the F&GP Committee, with it being noted that it was possible that the Barclays debt servicing covenant might not be met when tested at the current financial year end;
- Following discussions, Barclays had agreed that a debt servicing covenant waiver should be put in place for one year to reduce the ratio from 100% to 85% and a letter of variation to this effect had been received for consideration on approval by the Corporation.

There was produced at the meeting a letter of variation (the Letter of Variation) from Barclays Bank PLC (the Bank) to the Borrower setting out the amendments to a facility agreement dated 17 December 2015 pursuant to which the Bank has offered the Borrower, the Facility (as defined in the facility agreement).

It was resolved:

1. That the amendments set out in the Letter of Variation are in the interests of and for the benefit of the Borrower and are most likely to promote the success of the Borrower for the benefit of the members as a whole and that such terms and conditions of the Letter of Variation be and are approved and accepted.
2. That John Wilson (Chair of the Corporation) and Jayant Trivedy (Principal) are authorised to sign the Letter of Variation on behalf of the Borrower to indicate acceptance of the terms and conditions.
3. That the Bank is authorised in act in all matters concerning the Facility as amended by the Letter of Variation upon instruction from the Borrower, in its capacity as Borrower of the Facility, signed in accordance with the Bank's mandate for any of the accounts of the Borrower held with the Bank current from time to time.

(vii) Updating Barclays bank mandate

The Corporation approved the removal of Jayant Trivedy and Mark Rothery (who would be leaving the College at the end of the academic year i.e. at the end of August 2018) from the authorised signatory list for the Barclays' bank mandate and to add Paul Britton (who would be joining the College in Aug. 2018) to the authorised signatory list for the Barclays' bank mandate, from the date that their employment with the College ended/commenced as appropriate.

Health & Safety matters

(viii) Oak Building fire curtain update

The Corporation noted that:

- A new fire curtain for the Oak Building had been ordered at a cost of £15k (+ VAT);
- The curtain had a 1 year guarantee and the College had a 5-year maintenance contract.

145.16 Curriculum & Quality (C&Q) Committee

(i) Learner Voice report 2017/18 and

(ii) Lesson observation report 2017/18

Jackie Goodman, as Chair of the C&Q Committee, reported that the College's Learner Voice (including Parent Voice report) report 2017/18 and the lesson observation report 2017/18 had been considered at the Committee's June 2018 meeting and were being presented to the Corporation for information.

Members noted the action plans accompanying the reports, including:

- With reference to the Learner Voice report, actions for 2018/19 included arranging two student focus forum meetings annually, together with using the questionnaire on two occasions, and the Assistant Principal would meet with the Heads of Subject to discuss progress on actions;
- With reference to the Parent Voice report, the development of the parent portal;
- With reference to the lesson observation report, actions for 2018/19 included developing a staff training programme to standardise the approach to lesson observations across the College.

The Corporation received the College's Learner Voice (including Parent Voice report) report 2017/18 and the lesson observation report 2017/18.

145.17 Personnel Committee, incl. safeguarding & E&D matters

(i) Verbal report on 2018 staff pay award, if any

The Corporation noted that negotiations at a national level on the 2018 staff pay award at a national level were in progress.

(ii) Annual safeguarding report

Phil Taylor, as Chair of the Personnel Committee and Corporation lead for Safeguarding and the Prevent Duty, presented the annual safeguarding report 2017-1, which had been prepared by Jim Darmody, the College's designated Safeguarding Lead, and considered at the Committee's June 201 meeting.

Members noted that:

- The report provided comparisons for the years 2015-16 to 2017-18 e.g. with reference to reported incidents, comparison by gender, analysis of incident by cohort, incident category record and analysis and comparison of incident groups;
- The number of reported incidents for 2017-18 was lower than in 2016-17 but was higher than in 2015-16;
- The number of males on the incident log were lower than in the previous year, with the gender split across the College similar to previous years;
- A separate section of the report reported on looked after children;
- All new staff appointed had completed EduCare Child Protection training and in house training and all appointments had been Disclosure & Barring Service (DBS) checked;
- The College complied with the Prevent duty and had received a positive report from the Nov. 2018 Ofsted visit, which had also reported that arrangements for reporting safeguarding incidents were effective and well known throughout the College.

It was noted in response to members' questions that:

- The incident log had been broadly divided into six groups (i.e. neglect, physical, emotional, sexual, cyber, and other), with Groups 1 to 4 as defined in the Children's Act 1989 and Group 5 an emerging area which responded to revised guidance from the DfE 'Keeping children safe in education';
- Where student issues fell into more than one category, the report recorded only the

- main issue, as determined by the College's Safeguarding Lead;
- Of the 6 categories, the highest number was recorded in the 'Emotional' category;
- From 2018/19, the College would use the C-Poms safeguarding & child protection software, which was also used by many of the College's feeder schools.

The Corporation noted that the College's current Safeguarding Lead, Jim Darmody, would be retiring at the end of the current academic year and thanked him for his work for the College, wishing him well in his retirement.

The Corporation received the College's safeguarding report 2017-18.

Governance matters II

145.18 (i) Corporation attendance in 2017/18 year to date (target 75%)

The Clerk reported that Corporation attendance year to date was 76% (excluding the 3 Special meetings held) and 71% (including the 3 Special meetings held).

(ii) Report on Chair's action

The Clerk reported that, under Corporation's Standing Orders, Chair's action taken between meetings was reported to the next scheduled Corporation meeting.

The Corporation noted that Jane Price had been appointed, under Chair's action, as a temporary member of the C&Q Committee for the Committee's June 2018 meeting.

(iii) Register of interests/year end declaration/skills forms

The Corporation noted that the Clerk would contact members concerning the annual review/updating of register of interests/year end declarations and the completion of audit of skills forms.

Action: Clerk

(iv) Report on College e-mail addresses trial

The Corporation received a report on the trial of College e-mail addresses by 3 Corporation members [confidential minute].

(v) Online refresher training (E&D & safeguarding) update

The Clerk reported that reminders had been sent to 4 members who had yet to complete online training/refresher training in equality & diversity and safeguarding).

(vi) Corporation training 2017/18 & 2018/19

The Clerk reported that

- Induction sessions on financial management & governance had been held for new Corporation members;
- In-house presentations had been made to the Corporation on Ofsted (Sept. 2017) and on the General Data Protection Regulation (May 2018);
- Corporation member online refresher training in safeguarding and equality & diversity was in progress;
- The Search & Governance Committee was proposing in-house briefings for Corporation members on the parent portal and finance & funding during 2018/19.

The Corporation received a report on Corporation training 2017/18 & 2018/19.

(vii) Documents from outside bodies

The Corporation received, for information, the FE Commissioner's termly letter to colleges.

Committee meetings: summary notes

145.19 Committee meetings

It was noted that summary notes and committee minutes were on the Corporation section of Moodle.

Final agenda items

145.20 Any other business

The Chair wished the Principal, Jay Trivedy, well in his retirement.

145.21 How will items considered at the meeting have an impact on learners?

The following items were noted as having a particular impact on learners: the 2018/19 budget; the increase in ESFA funding for 2018/19 of £115k; the introduction of the C-Poms software.

145.22 Risk management – items identified at the meeting

No new items of risk had been identified at the meeting.

145.23 Date of next year's meetings

It was noted that the Clerk would e-mail the dates of meetings in 2018/19 to members.

Action: Clerk