

Draft Minutes

PART 1

MEETING OF GOVERNING BOARD

DATE WEDNESDAY 9th DECEMBER 2015

VENUE ROOM SFA012, WIGAN SCHOOL FOR THE ARTS, WIGAN

ATTENDANCE

Independent Governors

Liz Shea, Chair
David Rogers, Vice Chair
 Frank Costello
 Diane Brennan
 Ann Harrison
Susan Loudon
 Susan Spibey
 Katherine Causey
 Rod Stockwell
Gai Murphy
 Michael Sheehan
 Jennifer Cockram
 Alison Dann
 Aiden Taylor
Vacancy

Principal
 Staff Governors

Student Governors

Clerk to the Governing Board
 Vice Principal, Curriculum
 Vice Principal, Curriculum
 Vice Principal, College Services
 Vice Principal, Business Services
 Finance Director

Lorna Lloyd-Williams
 Teresa Farran
 Anna Dawe
 Louise Brown
 Chris Davey
 Claire Jarvis

Italics denote absence

Minute No.	Item	
The Chair opened the meeting for business at 5.00pm and the Clerk confirmed that it was quorate.		
		APPOINTMENT OF STUDENT GOVERNOR The Clerk advised that a new Student Governors had been appointed, Aiden Taylor and that under Article 5 he should now be appointed to the Board. It was RESOLVED- That Aiden Taylor be appointed to the Governing Body as Student Governor Aiden was welcomed to the meeting.
GB/15/12/40	1	APOLOGIES Apologies were received from David Rogers and Gai Murphy and were accepted by the Board.
GB/15/12/41	2	DECLARATION OF INTERESTS – There were no declarations of interest made.
GB/15/12/42	3	MINUTES OF THE GOVERNING BOARD MEETING HELD ON 13th OCTOBER 2015 The minutes from this meeting were approved as a correct record and duly signed by the Chair.
GB/15/12/43	4	MATTERS ARISING –

		The Clerk advised that all matters were either completed or scheduled.
STRATEGIC MATTERS		
GB/15/12/44	5	MINUTES OF THE BOARD'S COMMITTEES Governors then confirmed that the minutes of the following meetings should be accepted: <ul style="list-style-type: none"> • Remuneration Committee(Pts 1&2) – 12th November 2015 • Search & Governance Committee – 13th October 2015 • Curriculum and Student Matters Committee – 12th November 2015 • Resources Committee – 18th November 2015
GB/15/12/45	6	PRINCIPAL'S REPORT The Principal then gave a presentation to the Board on the following: <ol style="list-style-type: none"> 1. Comprehensive Spending Review 2. Area Based Reviews 3. Efficiency 4. Growth 5. Quality <p>The Principal outlined the main points of the Spending Review and then took the Governors through both the national and local context for the Area Based reviews. Governors were updated regarding the Greater Manchester process and the Principal informed the Board of the ways in which the college was intrinsically involved in the process of collaboration with the Greater Manchester College Group (GMCG). Governors were concerned that there should be interaction with the Local Authority regarding the Area Reviews and the Principal outlined the steps that had already been taken in this regard. Governors were then updated on the progress being made against the strategic priorities of Quality, Efficiency and Growth.</p>
STRATEGIC MATTERS		
GB/15/12/46	7 7.1	TEACHING, LEARNING AND ASSESSMENT Self-Assessment Report(SAR) and Quality Improvement Plan The Vice Principal, Curriculum, presented this report which had been the main focus of discussion at the meeting of the Curriculum and Student Matters Committee held on the 12 th November 2015. Governors noted that all the amendments they had requested at this earlier meeting had been incorporated into the document being presented to the Board for approval. Governors raised a question regarding the grading given to Travel and Tourism. The Executive explained the reasons for this and the actions being implemented as part of the improvement strategy for this department. It was: Resolved: that the Self- Assessment Report and the Quality Improvement Plan be approved.
		Kath Causey arrived at 5.40pm

<p>GB/15/12/47</p>	<p>8 8.1</p>	<p>CURRICULUM</p> <p>Curriculum report and dashboard</p> <p>The Vice Principal Curriculum spoke to her report the purpose of it being to review in year curriculum performance and update Governors on Key Performance Indicators. The following key points were noted:</p> <p>Enrolment</p> <ul style="list-style-type: none"> • On target to exceed EFA target • January study programme offer for 16-18 students; college working closely with Local Authority to target NEET students. • 19+ students; further January offer for maths and English and some professional career related pathways. • Apprenticeships – bid for growth submitted <p>Retention</p> <p>Governors were advised that College had performed well against the sector norm for early withdrawals and that retention post 6 weeks is strong. Governors were informed of the results of an analysis that had been undertaken into the reasons for withdrawal.</p> <p>Attendance and Student Monitoring and Progress</p> <p>Governors were provided with attendance percentages for 16-18 students, 19+ students and HE students and how the former performed against target. Governors were also appraised of the progress being made in relation to securing work related activity and monitoring progress of each individual student. It was noted that the first Parents evening of the year had been well attended.</p> <p>Curriculum and Quality Update</p> <p>Governors were updated on the collaborative work being undertaken with the Greater Manchester Colleges Group and it was noted that the college was leading the group working on Health and Social Care. Governors received information on the teaching and learning observation cycle which was prioritising tutors where there had been previous concerns. The Vice Principal spoke of the challenges and requirements under the new Common Inspection Framework.</p> <p>Marketing and admissions</p> <p>Governors were provided with details of the number of applications from 16-18 students which had risen significantly from the previous years figure. Governors were also provided with figures on the number of attendees at open evenings and updated regarding the progress College had made with school sampling.</p> <p>Governors noted the report</p>
<p>GB/15/12/48</p>	<p>9 9.1</p>	<p>AUDIT AND RISK MANAGEMENT</p> <p>Annual Report on the External Audit and the Financial Statements Management Letter</p> <p>The Finance Director spoke to this report which had been provided by Wylie Bissett, the College's External Auditors. She explained that the report had been received at the Audit Committee earlier in the month and that they had fully considered it. The report and accompanying Management Letter gave the College a clean audit opinion and accordingly the Audit Committee had recommended them for approval by the Governing Board.</p>

GB/15/12/49	9.2	<p>It was:</p> <p>Resolved: that the Annual Report to the Corporation on the External Audit and the Financial Statements Management Letter should be approved.</p> <p>Internal Audit Report</p> <p>The Finance Director spoke to this item. She explained that the report had been received at the Audit Committee earlier in the month and that they had fully considered it and were able to recommend for approval by the Governing Board</p>
GB/15/12/50	9.3	<p>It was:</p> <p>Resolved: that the Internal Audit Report (for the year ended 31 July 2015) should be approved.</p> <p>Audit Committee Annual Report 2014-15</p> <p>The Clerk spoke to this item. She informed Governors that it had been amended in accordance with the instructions of the Audit Committee who had considered it and recommended it to the Governing Board for approval. It was:</p> <p>Resolved: that the Audit Committee Annual Report be formally approved by the Board.</p>
GB/15/12/51	10	<p>FINANCE AND RESOURCES</p>
	10.1	<p>Annual Accounts – Financial statements</p> <p>Both the Finance Director and the Chair of Resources spoke to this item. The Finance Director advised that there had been a few minor changes to the statements mainly in relation to formatting which had been at the request of Resources committee but did not fundamentally change the document. Discussion then took place about the quality of the work of the external auditors and also the “gap” between the remits of the Audit and Resources committees when considering the financial statements and whether this needs to be addressed. It was agreed that Key Performance Indicators would be prepared for external auditors and that college would express its dissatisfaction regarding the quality of the report to the External auditors.</p> <p style="text-align: right;">ACTION: Director of Finance, Clerk</p> <p>It was:</p> <p>Resolved:</p> <ol style="list-style-type: none"> 1. That the recommendation of the Resources Committee be accepted and the Financial Statements 2014-15 be formally approved; and 2. that Liz Shea and Michael Sheehan be authorised to sign the following documents: <ul style="list-style-type: none"> • Operating and Financial Review for the year ended 31 July 2015; • Statement of Corporate Governance and Internal Control; • Statement of the Responsibilities of the Members of the Governing Board; • The Financial Statements for the year ended 31 July 2015; and • The Letter of Representation to the Financial Statements Auditors.

GB/15/12/52	10.2	<p>Student Union Accounts</p> <p>The Finance Director spoke to this item. She informed Governors that these accounts had been considered by the Resources Committee and recommended by them for formal approval by the Governing Board. It was:</p> <p>Resolved: that the Student Union Accounts for 2014-15 be formally approved.</p>
GB/15/12/53	10.3	<p>Management Accounts</p> <p>The Finance Director spoke to this report. She outlined the key areas from this report and noted that most of the savings targets had been secured and that financial KPI's were in line with expectations.</p> <p>It was:</p> <p>Resolved: that the report should be accepted.</p>
GB/15/12/54	10.4	<p>Bank Loan</p> <p>The Finance Director spoke to this item. Following on from the resolution made at the meeting of the Board in October 2015 (GB/15/10/27) she advised that approval was now being sought for the completion of the loan application. Governors having been provided with a paper which set out both the considerations for and against taking out the loan and a summary of the Bank Loan terms and covenants they unanimously agreed to the loan application being completed and</p> <p>It was</p> <p>RESOLVED:</p> <ol style="list-style-type: none"> 1. That the borrowing by the College of up to the full amount of the Facility on the terms and conditions set out in the Facility Letter is in the interests of and for the benefit of the Borrower and is most likely to promote the success of the Borrower and that such terms and conditions be and are approved and accepted. 2. That the replenishment of the College's liquidity is in the interest of and for the benefit of the Borrower and is most likely to promote the success of the Borrower and is approved. 3. That Liz Shea and Michael Sheehan are authorised to sign the facility letter on behalf of the Borrower to indicate acceptance of the terms and conditions. 4. That the Bank is authorised to act in all matters concerning the Facility upon instruction from the Borrower 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. <p>Action: Finance Director</p>
GB/15/12/55	11 11.1	<p>GOVERNANCE</p> <p>Self-Assessment Survey</p> <p>Governors assessed the performance of the Board by completion of the survey. The Clerk to compile answers and prepare a report.</p> <p>Action: Clerk</p>
GB/15/12/56	11.2	<p>Key Performance Indicators</p> <p>The Clerk advised that in order to comply with the recommendations arising from the governance audit undertaken in the last academic year she would like to introduce the</p>

GB/15/12/57	11.3	<p>attached meeting evaluation forms to be completed by Governors after each meeting</p> <p>It was:</p> <p>RESOLVED: the meeting evaluation form should be completed by Governors at the end of each meeting.</p> <p>To note the use of the Seal</p> <p>The Clerk presented her report on the use of the Corporation Seal and</p> <p>It was:</p> <p>Resolved: that the use of the Seal be noted.</p>
GB/15/12/58	12	<p>POLICIES</p> <p>On the recommendation of the Resources Committee</p> <p>It was</p> <p>RESOLVED: that the Health & Safety Policy and Subcontracting Fees and Charges Policy be approved</p>
GB/15/12/59	13	<p>ANY OTHER BUSINESS</p> <p>The Chair presented Appendix 1 a document setting out our Governors key responsibilities and then key risks on the risk register. She advised that it was to be used as an aide-memoir in undertaking the Board and committee business.</p> <p>It was</p> <p>RESOLVED: that the use of the appendix should be adopted.</p>
GB/15/12/60	14	<p>DATE AND TIME OF NEXT MEETING</p> <p>Tuesday 12th February 2016, 5pm Image Centre Leigh</p> <p>Tour beforehand, Time TBC</p>

Staff and student Governors together with most members of the Executive then left the meeting.

Performance Indicators (PIs)	Achieved	
<ul style="list-style-type: none"> Agenda sent out 7 days prior to meeting – Instrument, Clause 12 (2) Supporting papers sent out 7 days prior to meeting Minutes sent out within 5 of Clerk's working days. 	<p>✓</p> <p>✓</p> <p>✓</p>	<p>Sent out 02/12/15</p> <p>Sent out 02/12/15</p> <p>Sent out</p>
Attendance: PI = 65%	Based on Actual Membership, 14	Based on Determined Membership, 16
<ul style="list-style-type: none"> Governors attending: 10 	71%	63%

Signature_____Chair