

**BOARD OF GOVERNORS**

<b>Meeting</b>	Board of Governors	
<b>Date</b>	19 December 2018	
<b>Time</b>	17.30 – 19.30	
<b>Venue</b>	Westminster Methodist Central Hall	
<b>Present</b>	<b>Governors</b>	
	Althea Efunshile	Chair
	Bryan Raven	Vice Chair
	Sue Dare	Interim Principal (P/CEO)
	Marcus Davey	
	Alex Fowles	
	Jamie Jefferson	
	Catherine Large	
	Ros Parker	<i>Item 1.2 onward</i>
	Claire Paul	
	Fern Potter	By telephone
	<b>In attendance</b>	
	Felix Adenaike	Interim Vice Principal Finance (VP:F) <i>From 18.35</i>
	Elaine Kelt	Vice Principal Curriculum and Quality (VPCQ_
	Melissa Drayson	Head of Governance (HoG)
<b>Apologies</b>	None	
<b>Not attending</b>	Kim Bromley-Derry	
<b>Quorum (4)</b>	The meeting was quorate throughout	

*Some minutes have been removed from the published minutes due to commercial or personal sensitivity*

<b>Item</b>	<b>Lead</b>
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**1. Preliminary Business**

The Chair welcomed governors and staff to the final Board meeting of the calendar year.

**1.1 Governor appointment**

It was reported that a series of meetings had been held with Ros Parker to discuss the governor role with the Chair, Clerk, Bryan Raven and Catherine Large. Ros was Principal at Procat, the

College of Advanced Technology in Essex. She had a wealth of Further Education experience as well as a business background, and had knowledge of the work of the National College. Ros had expressed an interest in being the Safeguarding and Prevent Link Governor.

**RESOLVED: that Ros Parker be appointed as a governor with immediate effect for a three year term of office, with additional specific responsibility for safeguarding and Prevent.**

*Ros Parker then joined the meeting and was welcomed onto the Board.*

#### **1.2 Apologies for absence**

No apologies for absence had been received. [redacted]

#### **1.3 Declarations of interest**

The following new declarations of interests were noted and would be added to the register of interests:

- Fern Potter was now interim Director of Development at Birmingham University
- Althea Efunshile had been appointed Chair of Ballet Black
- Sue Dare was a governor at Procat, where Ros Parker was employed. She was also a Governor of South Bank Colleges, a subsidiary of London South Bank University and had recently been appointed to the Board of High House Production Park
- Marcus Davey was co-chair of the Federation of Creative Industries.

#### **1.4 Urgent items of other business**

There were no items of urgent other business

### **2. Minutes of the Board of Governors meeting on 4 October 2018**

#### **2.1 Approval of Minutes**

The Minutes, including confidential minutes, were approved as an accurate record.

#### **2.2 Summary of the Board teleconference meetings on 13.15 and 16 November**

The summary was approved as an accurate record of the discussions held.

#### **2.3 Matters arising and outstanding actions**

*Supporting paper by the Clerk*

Progress on all previous actions was noted and updates provided as appropriate.

4 October, Item 2.2. The cost and benefits of membership of the Federation of Creative Industries was reported. The Board considered this to be good value and agreed that the College should join the Federation.

4 October, Item 3.4: There had been no further progress and this item would be removed.

4 October item 11: There had been no response to the letter to ministers. This would be followed up.

SD/MD

### 3. Principal and Chief Executive Report

*Supporting paper by the Interim Principal*

#### 3.1 Key highlights

November had been a very busy month. The College had attended Skills London and Theatrecraft recruitment events, and had held two Open Evenings.

The Live Events Technician Standards had been approved.

[redacted]

#### 3.2 Key risks

Governors noted that current top risks were apprenticeships and quality improvement.

#### 3.3 Quality Performance

[Redacted]. Management reminded governors that the key factor contributing to low achievement in 2017-18 was the high withdrawal rate last Autumn. This year, a lot of work had gone into making sure that learners were on the right courses and retention had held. The recruitment of new staff should also help to ensure student success.

Governors asked if it was possible to estimate 2018-19 out-turns. The target should be 90% across all levels; this would be contingent on raising L3 achievement to L4 levels. Securing retention and Maths and English achievement would both be vital factors.

The Board was informed of actions being taken to develop teaching and learning. These included the launch of Google Classroom as the new virtual learning environment and the introduction of learning walks in January. It was reported that a recent UAL assessment of L4 and L3 classroom based delivery had confirmed that the College had met all of the previous year's actions.

Governors asked if actual student numbers as well as percentages could be provided within the reports and this was **AGREED**.

EK

#### 3.4 Funding/contract performance

Governors sought and were provided with clarification on total FE and Apprenticeships numbers, including carry-over apprentices from the previous year. The Board asked about levels of confidence that the revised apprenticeship targets that had been agreed, following the series of teleconference meetings in November, would be met. It was confirmed that the pipeline for the Leadership and Management apprenticeship standard was in place, and was in the process of being developed for the new Live Event Technician Standard.

It was noted that the Government had renegotiated the tariff for a number of the apprenticeship standards. The extent to which this would affect college funding was discussed. Although the Customer Service tariff had reduced, the Leadership and Management and Live Event Technician had considerably greater value. The situation would be monitored carefully month by month.

It was reported that more adult loan income had been confirmed, which would enable the college to recruit more students to try to reach the L4 target. Google Classroom would be an important tool in terms of teaching live to L4 students remotely, and should extend the geographical reach of the College.

**AGREED: that governors (CP and JJ) would review the Google Classroom L4 online learning package for employees prior to launch.** EK/CP/  
JJ

Governors reviewed the breakdown of FE students and apprentices by gender, ethnicity and the presence of an additional support need/disability. It was acknowledged that greater diversity across the boards should be an objective. The Chair of Standards Committee reported that the Committee had discussed the inclusion of socio-economic diversity as an EDIM as well. This might be measured by postcode and Looked After/Previous Looked After Child status. The Board also supported adding a third category for gender.

**AGREED: that the Board should approve and publish a set of equality objectives.** SD/EK

### 3.5 Finance

It was reported that the Finance Committee had met the previous day and had reviewed the October Management Accounts (appended to the report) in detail. It had also been confirmed that the November accounts showed a similar picture to October.

The cashflow forecast had now been reprofiled in line with the revised apprenticeship numbers and reduced Backstage Centre income. If a provisional major booking materialised, however, BSC income would be 116% of budget.

It was noted that the rephrasing of apprenticeship recruitment would create a positive picture in terms of 2019-20 income.

It was also noted that cash savings had been achieved with a positive impact on cashflow.

- AGREED:**
- (i) **Clarity on the repayment schedule for existing loans to be sought and reported back to governors.** SD
  - (ii) **The impact of the DfE grant on the balance sheet to be reported in future finance reports.** FA

### **3.6. HR**

The College was now fully staffed, with personnel numbers including three apprentices. It was also noted that staff turnover had dropped.

### **3.7. Property**

The transfer to the new IT contract had been completed, with ongoing savings of 1.5k a month.

## **4. Annual Report and Financial Statements 2017-19**

*Supporting papers and recommendations from the Chair of the Audit Committee*

The Chair of Audit reported that the Audit Committee had met the previous day.

### **4.1 Risk Management Annual Report and Risk Management Policy**

The Committee endorsed the RM Annual Report and Policy and recommended these for approval. However, it was recognised that the college risk management approach and the risk register required significant review. The input of the new co-opted Audit Committee member would be sought and proposals brought back to the March Committee meeting.

**RESOLVED: that the Risk Management Annual Report 2017-18 and the Risk Management Policy 2018-19 be approved.**

### **4.2 Regularity Audit Self-Assessment**

There was a query over the management response to one question which would be corrected by the Vice Principal Finance. Subject to this, it was:

**RESOLVED: that the Regularity Audit Self-Assessment by approved and signed by the Principal/CEO and Chair of the Board.**

### **4.3 External and Regularity Audit Report**

A draft of the Audit Report had been considered by the Audit Committee. The overall conclusion was that there were no major issues of concern, and that the report was a fair reflection of the position at the College.

It was noted that the wording within the report relating to going concern had been agreed in the light of the grant letter received from the DfE.

Audit, accounting and regularity issues identified during the audit work were noted. None of these was significant and management actions were either completed or in progress.

No impropriety issues had been identified.

The deficiencies in internal control were discussed. There were none that management disagreed with, and actions to address recommendations would be monitored by the Audit Committee in March and reported back to the Board.

It was confirmed that the Letters of Representation were standard, with no additional declarations.

**RESOLVED: that the External and Regularity Audit Findings Report be received, and the Letters of Representation be approved for signing by the Chair.**

#### **4.4 Annual Report of the Audit Committee 2017-18**

**RESOLVED: that the Annual Report of the Audit Committee be approved for submission to the ESFA with the Appendices listed**

#### **4.5 Annual Report and Financial Statements (Joint Audit and Finance Committee recommendation)**

The VP Finance presented the proposed wording from the External Auditors for the statement of accounting policies, relating to going concern. This had been produced following a review of communications with the DfE. The board considered that this statement was a realistic description of the college's position to 31 July, depending on base case targets being achieved. The impact of loan repayments and the lagged funding formula was also recognised.

The reasons for the key adverse variance between the audited financial statements and the picture presented in the July management accounts were accepted by the Board.

**RESOLVED: that the Annual Report and Financial Statements 2017-18 be approved and signed by the Chair and Accounting Officer.**

### **5. Quality and the Learner Experience**

#### **5.1/2 College Self-Assessment Report 2017-18 and Quality Improvement Plan 2018-19**

*Supporting papers presented by the Vice Principal Curriculum and Quality and the Chair of Standards Committee.*

It was noted that the Standards Committee had considered the draft SAR. The Chair of Standards reported that the report was an honest assessment of the previous year's performance, with a clear view of where improvements were needed. Significant progress had already been made on retaining students. Governors asked if 'exit information' was gathered on students who withdrew from their courses. It was known that several students had left because they had been placed on the wrong course. Apprenticeship assessors had started to undertake exit interviews in September and learner satisfaction surveys were planned. The outcomes of these would be fed back in future quality reports.

The Board supported the grading of 'good' for apprenticeships. The grading for Personal Development, Behaviour and Welfare was, however, challenged because of the work needed to improve English and Maths outcomes, and to embed the Prevent strategy. This challenge was accepted.

Governors asked when they would get a clear indication of performance during the current year. A mid-year report would be provided in February on retention, mid-year progress, potential Apprenticeship achievement forecasts and learner walk outcomes. This would also include a focus on narrowing the gaps between different groups of learners.

**RESOLVED:**

- (i) **that, with the agreed change to the grade for PDBW, the Self-Assessment Report 2017-18 be approved.**
- (ii) **That the Quality Improvement Plan 2018-19 be approved.**

**AGREED: That a session on quality be provided at the February Away Day, tied in with preparation for a possible Ofsted inspection.**

**6. Committee reports**

*Supporting papers: Minutes of meetings.*

**6.1 Standards Committee on 16 November**

The Minutes of the meeting were taken as read. The key items had been discussed under item 5.

**6.2 Backstage Centre Board meeting on 22 November**

The Minutes of the meeting were taken as read. Discussion had focussed on the achievement of income targets (covered under Item 3: finance report). The draft Business Plan had been ratified by the Board as work in progress.

**6.3 Employer Steering Group meeting on 22 November**

The actions from the meeting were noted on the apprenticeship levy, reciprocal sharing of social media activity and potential future events.

**6.4 Remuneration Committee minutes from 26 November**

The confidential minutes were noted.

**6.5 Finance Committee 18 December**

Covered under Item 4

**6.6 Audit Committee 18 December**

Covered under item 4

**7. Policies**

**RESOLVED: that the following revised policies be approved:**

- i. Equality and Diversity Policy**
- ii. Complaints Policy**
- iii. Health and Safety Policy**

**8. Governance – Board self-assessment preliminary outcomes**  
*Supporting paper presented by the Clerk*

The Clerk reported that the Board SAR had shown some consistent themes. Governors had identified the need to develop their knowledge of the college's core business, and welcomed the steps taken to facilitate opportunities to meet the students. The Board agreed a target that all governors should have met staff and students (including apprentices) at least once a year. The need for a training plan was also agreed.

**AGREED: that a governor engagement and training plan be brought to the next Board meeting.** Clerk

**9. Strategic discussion/focus of 7 February Away Day**  
*Supporting paper by the Clerk.*

*A confidential 'Part B' Minute of this item was taken.*

**10. Urgent Business notified in advance**  
Governors were wished a Happy Christmas and thanked for their support and contributions during the year.

**11. Dates and venues of future meetings**

7 Feb 19 @ 12.00 Away Day @ The Roundhouse.  
11 April 19 @ 15.00 @ Backstage Centre. Meet the Students/ Board Meeting  
30 May @ 14.00 Strategy Session and Board meeting. Venue TBC  
18 July @ 15.00@ Backstage Centre. Meet the Students/ Board Meeting.

*Signed (Chair):*

*Dated: 7 February 2019*