



**Minutes of the Board meeting
held on 26th June 2012 at 4.15pm**

Present

Ms Sue Carmichael)	External Governors
Ms Sara Carthy)	
Mr Tony Cearns)	
Mr Tony Cobain)	
Ms Clare Crowther)	
Mr Peter Grieve)	
Prof Gerald Pillay)	
Cllr Nick Small)	
Ms Vivienne Tyler (Chair))	
Mr David Wilson)	
Ms Martha Harris		Staff Governor (Teaching)
Mr John Nolan		Staff Governor (Business Support)
Ms Elaine Bowker		Principal

In Attendance

Ms Gill Banks	Vice Principal Curriculum
Mr Matthew Brown	Director of Finance
Ms Angela Cox	Deputy Principal (Quality and Transformation) elect
Mr Ford Graham (item 12)	HR Director
Ms Nancy Jenkins	Clerk to the Board
Ms Christine Lenderyou	Secretary to the Clerk
Mr David McIntyre	Vice Principal (Finance and Corporate Resources)
Mr Brendan Ruane	Vice Principal Finance and Corporate Resources

12.65 Apologies/Welcome

Apologies for absence were received from Ms L Barry and Ms C Dove. Ms Cox and Mr McIntyre were welcomed to their first Board meeting.

The Chair gave apologies for the late arrival of some papers, explaining that there had been an unfortunate combination of IT problems, illness and extreme demands on the Principal's time. Items 11, 13, 16 and 21 were deferred to the early Autumn term meeting.

12.66 Declarations of Interest

Mr Cobain declared an interest in item 2 regarding his re-appointment. An interest was also declared by another governor in aspects of items 6 and 9.1 which remain confidential at present – please contact the Clerk for further details.

Mr Cobain left the meeting at this point.

12.67 Recruitment and Re-Appointment of Governors

It was noted that Mr Tony Cobain's second term of office expired in June 2012 and his re-appointment was recommended by the Search and Governance (S&G) Committee. Governors concurred with the Committee's view that Mr Cobain was an active and valued governor. The Board duly approved Mr Cobain's reappointment for a further term of four years until June 2016.

Mr Cobain re-joined the meeting and was informed of the Board's decision.

The Board were advised that recruiting two new student governors and possibly appointing an assistant student governor had been discussed in detail at the S&G Committee meeting. It was hoped to have new student governors in place by the end of September 2012.

The advertisement for external governors would be circulated again, two applications having been received to date.

12.68 Minutes of the Previous Meeting

Minutes of the meeting held on 22nd May 2012 were agreed as a true record.

12.69 Matters arising from the Minutes

12.69.01 Outcome of actions from previous meetings

The Clerk's report on progress with actions was noted.

12.69.02 Remodelling of the Learning Exchange (12.48.05)

The Accommodation Strategy would be taken to the September meetings of the Finance, Estates and General Purposes (FE&GP) Committee and the Board.

Act: DMcl

12.70 Principal's Report

The Principal's report presented an overview of various projects and developments for the College.

By 1st August all new senior post holders would be in post. The curriculum management restructure had involved a great investment of time. Adverts for the 25 posts had been placed externally and interviews had commenced; no interviews with external candidates would take place until staff in the ring-fenced group who had applied had been interviewed and decisions made about the vacant posts. The process did present a risk that not all positions would be filled for September. Commitments had been made to staff for investment and support for teaching, learning and assessment, together with more support for students. Adverts for additional Advanced Lecturers, Senior Tutors and Main Grade Lecturers had been placed the previous week.

The report of Liverpool's Fairness Commission, chaired by Ms Dove, had just been launched. The College had played an important role in ensuring the recommendations reflected the issues facing young people and had signed up to the Commission's Charter.

The Principal had been advised that changing the College's name to 'The City of Liverpool College' could not take place until there was a letter from each of the local colleges confirming that they had no objection; these had now been provided to the Secretary of State.

The University Technical College proposal had been accepted and was being progressed. A decision about the Studio School submission would be received in the next few weeks.

A further whole College address to staff had taken place at on 15th June where the Principal had been joined by the latest members of the Senior Management Team (SMT) and some governors. The purpose had been to ensure staff received the latest information on the position of the College and the key actions being taken to address the decline in student performance.

The College had opened a retail unit in Bluecoat Chambers as part of its recruitment strategy; the official launch would take place on 30th June.

Governors asked if any further details were available regarding a potential Ofsted inspection. The Principal advised that there had been no formal communications, but it would appear the College met the criteria for an early inspection. The inspection team might meet with the Chair, the Chairs of Audit Committee and Finance, Estates & General Purposes (FE&GP) Committee and other governors chosen at random. Governors felt they would benefit from a briefing session, possibly including mock interviews, and requested that the Quality Improvement Consultant provide a briefing.

Act: EB/RG/NJ

Governors asked if there was confidence that the student enrolment experience would be better by September and were advised that, although there was still work to be done, it had greatly improved, with good feedback being received so far. Each applicant would be offered a place, although it was important to note that it might not be on the programme they had applied for if this was not deemed suitable.

12.71 College Self Assessment Report 2010/11

The Board noted a report from the Vice Principal Curriculum (VPC). Robust course reviews and a substantial revision of the 2010/11 Self Assessment Report (SAR) had been completed. The grades summary had been provided to the Skills Funding Agency (SFA) and the fully revised SAR would be resubmitted shortly.

Part 1 (Context) and Part 2 (Cross-College and Curriculum Area Judgements of Performance) were provided with the Board report. The full SAR was available to view on the governors' area of the intranet and governors were asked to familiarise themselves with it.

Act: All Governors

A rigorous quality improvement plan was in the process of being finalised and would form the basis of course and curriculum area action plans for 2012/13. Governors would be asked to participate in formal validation panels for 2011/12 curriculum area SARs in November 2012.

12.72 Student Performance

The VPC presented an update report on the internal inspection of Construction & Engineering, follow-up internal inspection of Health & Social Care, Applications, In-year Retention and Withdrawals, and Curriculum Planning.

It was pleasing to note that there had been an increase in applications from both adults and 16-18 year olds. Work was being undertaken to increase the conversion rate of applications into enrolments which was currently 70%; potential students would only be asked to come in once, not multiple times as had previously happened. Retention had also increased by 4.2% overall compared to the equivalent figures at June 2011, and by 5.8% for level 3. Although this was still below where the College should be, it was a significant improvement.

As part of the standardised approach to curriculum planning, all faculties had been issued a list of outcomes to be achieved by the end of the July 'Admin' week so that the focus in September could be on providing an outstanding welcome, enrolment and induction.

The Board was keen to know what areas were of particular concern to the SMT. The impact on achievement of increased retention was not yet known. The College was retaining students that historically might have left and it had to be acknowledged that some of these

might have issues which would affect their performance. Steps to mitigate any negative impact on achievement were being taken via On Track reviews, which placed an emphasis on 'at-risk' students. The College could expect to see a 2% increase in success rates if achievement levels held and current retention rates remained the same. Full year retention could be verified in September, by which time GCSE and A level data would also be available; however, for many vocational courses, achievement data would only become available from October onwards.

Governors felt it would be helpful if national benchmarks and 75th percentile figures were included in future performance reports along with the current year's College target. **Act: GB**

The VPC advised that because the On Track reviews had started midway through the academic year there had inevitably been a backlog to process. It was anticipated that in 2012-13 the reviews would be more gradual and so should be able to be incorporated into the current roles of support staff. All 16-18 years olds would be assigned a personal tutor.

The Board noted the report.

12.73 Budget 2012/13 and Three Year Financial Plan 2012/13 to 2015/16

The report on the budget and three year financial plan prepared by the Director of Finance (DoF) had been revised following discussion at the previous week's FE&GP Committee...

...Attention was drawn to Appendix A which listed the assumptions, risks and uncertainties in the originally proposed budget along with how these could be mitigated.

The Principal requested further time to evaluate the revisions to the budget and their implications...

...Final approval of the budget and financial plan was therefore deferred until the 17th July 2012 Board meeting. **Act: MB/NJ**

Some information has been deemed in this minute has been deemed confidential and removed accordingly. Please contact the Clerk for further details.

12.74 Learning Exchange and Clarence Street Remodelling

The Board considered a report from the Vice Principal (Finance & Corporate Resources).

Circa £34m had been invested in the Learning Exchange (LeX) but it had become clear that the building was not being utilised as intended. A remodelling and change of use was proposed as part of the College's plan for City 6, a sixth form college centred on the LeX and Clarence Street centres.

Initial approval for the LeX remodelling had been granted in May 2012 ... the final costing was significantly higher, so the programme of works had been brought back to the Board for approval. The main additional costs were a new mechanical heating and cooling system to level two (c£x) and the audio-visual and applied graphics packages being procured and installed by the contractor due to time constraints (c£x).

The Principal emphasised that the quality of the student experience was driving the remodelling. It was clear that recruitment would suffer unless the facilities and environment offered to students were improved. This was endorsed by the Business Support Staff governor who witnessed responses from prospective students and their parents at open nights.

During discussion, it was recognised that speed was of the essence and that it had not proved possible to provide a detailed financial case for the remodelling due to the operational issues and transformation process that the Principal had been overseeing without a new

management team in place. However, for future projects the Board would expect a full business case alongside a curriculum and estates strategy.

The programme of works for the Learning Exchange at a cost of £x was approved.

Proposals for the remodelling of Clarence Street centre would go to the FE&GP Committee and the Board in September. Although this meant the work would have to take place during term time, the nature of the remodelling lent itself to being undertaken in stages and it would allow time for proper consultation with staff.

Figures have been removed where deemed to be commercially sensitive – please contact the Clerk for further details.

12.75 Growth and Acquisitions

This item was deferred.

The HR Director joined the meeting at this point.

12.76 Outcome of 2012 Staff Survey

The HR Director gave a detailed report on the staff survey which took place in April 2012. 462 staff (52.8%) completed the questionnaire which was almost double the 2011 response rate. The number of questions was increased from 26 to 62. At the point of issue of the survey, management re-structuring was imminent but the details were not available to staff, and this uncertainty may have had a bearing on some results.

There were pleasing overall responses to questions on mission & strategic purpose, equal opportunities, safeguarding, and health & safety. 82% of staff would recommend the College to other potential employees.

Only 14 questions had the exact same terminology to the previous year. Analysis of the results showed that in all 14 questions the percentage outcome was lower than 2011, the most dramatic results being in the areas of leadership by senior management, communications, curriculum management and appraisal/performance review. The report outlined ongoing action being taken to address issues raised.

One governor remarked that contradictory responses were commonplace during change processes and that the results were positive considering the College was embarking on a transformation programme.

With the degree of anonymity having been increased, it was asked whether this made it more difficult to pinpoint, and so address, issues in problem areas. The HR Director recognised this might be a concern but any change would need discussion with the Trade Unions as they would need to be convinced of the integrity of the process.

Governors discussed the statistics and noted that the majority of the responses lay in the lower quartile. There was little sense of whether the College was improving but the HR Director pointed out that both the questions and circumstances were different from previous years so a direct comparison was not possible. The results should be taken in conjunction with the outcomes of the 'Have Your Say' workshops.

It was asked whether there should be a further survey conducted half way through the year. The HR Director made reference to the new management structure being put in place and a new performance management programme imminent; he felt most value would be gained once the impact of those initiatives had been absorbed. The Principal highlighted that any upcoming inspection would also impact on responses as there were people who remained over-optimistic with regard to the College's current position. Governors agreed although felt

it was important to keep up momentum so that staff knew they were being heard; perhaps an interim measure could be 'question of the month' or similar.

The outcomes of the staff survey were noted along with the initiatives taking place in response.

Mr Graham left the meeting at this point.

12.77 Equality and Diversity Policy

This item was deferred in order to allow time for more detailed consideration and comparison with the previous version. **Act: LY/NJ**

12.78 Action Plan from 'Leading Quality Improvement' workshop and Key Performance Indicators

The Board discussed the Action Plan arising from the governors' 23rd April 'Leading Quality Improvement' workshop and refined by the S&G Committee.

In respect of Governor Recruitment (point 1), the timing of meetings and events was not always convenient so might deter some people who worked full-time; this was an inevitable problem and times would be kept under review. Providing national benchmarking where available would assist in having 'more knowledgeable governors' (point 2). Improved scrutiny by the Board (point 9) should not be solely by focussing on key performance indicators (KPIs) although these would be a vital component. One governor mentioned that the current meeting showed different opinions were valued and able to be communicated which was an extremely positive aspect of 'More Effective Meetings' (point 10). An open, two-way dialogue between SMT and governors was essential.

The S&G Committee had considered a draft set of KPIs related to strategic targets for Growth, Performance and People, and picked out those which were essential, the expectation being that areas of concern would be reported by exception. The Principal presented the revised KPIs which were now split between student performance and corporate performance. A sensitivity analysis would establish tolerance levels. Student performance would mainly be measured by Success Rates (particularly 16-18 year olds on long courses as this was critical to the College's performance) and Value-Added data. The Principal had been in contact with the Local Authority Safeguarding Officer to improve the reporting the Board received in that area and establish a suitable KPI.

Mr Nolan left the meeting at this point.

The Chair referred to a recent training course where potential savings had been highlighted using published data for each college represented. Another governor commented that, from the course, it was apparent that the percentage of hours that teaching staff taught was a key indicator of college performance, as was recruitment and retention.

The Action Plan and KPIs would be amended in line with the discussion and brought to the next S&G Committee meeting. **Act: NJ**

12.79 Committee Membership

It was noted that governor vacancies and recent changes to Committee membership had resulted in the Audit Committee and S&G Committee being short of numbers. Committee membership would be reviewed in the Autumn term once new governors had been appointed. On an interim basis, Clare Crowther had agreed to join the Audit Committee and Sue Carmichael to join the S&G Committee; the Board approved these temporary appointments.

12.80 Education Act 2011

This item was deferred.

12.81 Draft Calendar of Meetings and Board Business Cycle 2012/13

The Board received an initial draft of the Board and Committee calendar of meetings and Board business cycle. The Clerk was asked to revise some dates to try to ensure a two week gap between committee and Board meetings. **Act: NJ**

The property strategy business case would be included on the agenda for the early Autumn term Board meeting. **Act: NJ/DMcl**

12.82 Performance Dashboard

Governors noted performance against financial, participation and funding targets for 2011/12. It was clarified that the red rating for 16-18 year old Learner Responsive students mainly related to 500 A level students who had been enrolled on pre-course study in summer 2010/11 and whose enrolments could not subsequently be counted in 2011/12 figures.

The report was noted.

12.83 Current Significant Risks

A summary of the current significant risks requiring close management was provided by the Vice Principal Finance & Corporate Resources. The report was noted. To provide better focus it was agreed that future reports would be split into the three pillars of Growth, People and Performance and inserted at the start of each corresponding section on the agenda, followed by KPIs. **Act: DMcl/NJ**

12.84 21st June 2012 Search and Governance Committee Minutes

The minutes were deferred.

12.85 Other Business

12.85.01 Bank Mandate

The Board approved the new Vice Principal (Finance and Corporate Resources) being added to the Bank mandate as set out below in the form of words specified by the bank.

The Members considered the Barclays Corporate Customer Agreement and resolved that:

- 1 the Members cancel the Corporation's existing mandates to the Bank (except in relation to cheques and other instructions given before the Bank receives this resolution);
 - 2 the Members accept the terms of the Barclays Corporate Customer Agreement and confirm such acceptance to the Bank by completing the Bank's form of Mandate;
 - 3 the Members authorise any individual named in Section 2 (an 'authorised person') either individually or, if relevant, with other authorised person(s) in accordance with Section 3 to:
 - (a) enter into any transactions or agreements with the Bank whatsoever, subject to the Bank's right to request separate evidence of due authorisation in respect of any specific transactions or agreements as determined by the bank; and
 - (b) give instructions concerning the operation of the Corporation's bank accounts and otherwise communicate with the Bank in each case in writing and verbally, in accordance with the Barclays Corporate Customer agreement; and
 - (c) register the Corporation for the Bank's online and telephone banking services.
- The members noted that if the Corporation has registered for the Bank's online and telephone banking services, any of the approved person(s) acting in accordance with the current approval processes for the services would be responsible for amending the Corporation's 'customer profile' which (among other things) determines:
- the accounts that can be accessed by computer or telephone
 - security procedures and the number of individuals required to approve each instruction issued to the Bank (approval processes);
 - the individuals ('Users') allowed to use the service for making payments and other purposes (within any specified limits).

The members also noted that the Bank is entitled to act on all instructions given by a User in accordance with the correct security procedures until the Corporation notifies the appropriate online or telephone banking service that the User is no longer authorised to act for it.

12.86 Confidentiality of Items

The following items were deemed confidential:

- Items 6 & 9 References to external organisations in the Principal's Report and Budget
- Item 9 Budget and Three Year Financial Plan while these were not yet finalised
- Item 10 Project cost for the LeX remodelling
- Item 25 Confidential Minutes of 22nd May 2012 Board meeting.

12.87 Date of Next Meeting

The next meeting would take place on Tuesday 17th July 2012 at 4.45pm; this was a special meeting to appoint the new Clerk and approve the Budget and Three Year Financial Plan.

12.88 Confidential Minutes of the 22nd May 2012 Board Meeting

These were agreed as a correct record and there were no matters arising from the minutes.

12.89 Farewells

As it was Mr Ruane's last Board meeting, the governors wished to record their gratitude for his long and dedicated service. Individual governors commented on how helpful Mr Ruane had been on a personal basis, and the Chair of the FE&GP Committee wished to record particular thanks. The Board presented Mr Ruane with a gift token and wished him a relaxing retirement.

It was also likely to be the last full Board meeting the Clerk would attend before she sought pastures new. The Chair gave tribute to how Ms Jenkins's professionalism had ensured the Board operated effectively, not least because of her eye for detail! Individual governors wished to record that the Clerk had been 'first class' and her accessibility had been appreciated. In turn, the Clerk said it had been a pleasure to work with such an excellent and dedicated Board. She was presented with gifts and governors wished her good luck for the future.

The meeting closed at 6.55pm.