



**Minutes of the Board meeting
held on 4th December 2012 at 1615hrs**

Present

Ms Sue Carmichael)	External Governors
Mr Tony Cobain)	
Ms Clare Crowther)	
Ms Claire Dove MBE, DL)	
Mr Peter Grieve)	
Professor Gerald Pillay)	
Mr Ian Pollitt)	
Cllr Nick Small)	
Ms Vivienne Tyler (Chair))	
Mr David Wilson)	
Ms Martha Harris)	Staff Governor (Teaching)
Mr John Nolan)	Staff Governor (Support)
Mr Aaron Booth)	Student Governor
Mr Daniel Hayes)	Student Governor
Ms Elaine Bowker)	Principal

In Attendance

Ms Gill Banks	Vice Principal (Curriculum)
Mr David Brennan	Vice Principal (Partnerships & Business Development)
Mr Matthew Brown	Director of Finance
Mr Chris Hegg	Clerk to the Board
Ms Christine Lenderyou	Secretary to the Clerk
Mr David McIntyre	Vice Principal (Finance & Corporate Resources)

12.65 Apologies/Welcome

Mr Ian Pollitt was welcomed to his first Board meeting and introductions were made.

Apologies were received from Ms Louise Barry, Ms Sara Carthy, Mr Tony Cearns and Ms Angela Cox.

The Board congratulated the Principal on her recent "Woman of the Year" success at the Liverpool awards.

12.66 Declarations of Interest

Ms Dove declared an interest in item 4.2 – Studio School for Enterprise. All College staff present (with the exception of Senior Post Holders) had an interest in item 12 – Annual Pay Award 2012/13.

12.67 Minutes of Previous Meeting

The terms of Ms Barry and Ms Tyler would run to October 2016, not 2012 as recorded in the minutes. With that amendment noted, the minutes were agreed as a true record.

12.68 Matters arising from the Minutes

12.134.01 Outcome of actions from previous meetings

The Clerk's report on progress with actions was noted, with most actions either being complete or in progress.

The Ofsted Briefing document (12.119) was currently with the Principal for final approval and would be either handed to governors on the 6th December or posted out.

Act: EB

It was commented that the minutes of the previous meeting included an action (12.115) regarding additional data on sexual orientation that had not been included in the Clerk's progress report.

Act: CH

12.134.02 Studio School for Enterprise

The College had received an invitation to enter a bid for a second studio school, specialising in enterprise and entrepreneurship, which is an area the College is keen to embed in its curriculum. The deadline for submission of the bid was 4th January 2013 and the bid would include a planned opening date of September 2014.

Governors acknowledged that the College needed to be flexible and responsive to the changing educational landscape while also maintaining its market share in 14-19 year olds. Governors agreed that the that the opening of a second studio school was in line with the College's ambition to be a key influencer over the education and skills landscape across the city region.

The Board approved the production of a bid and delegated authority to the Principal.

Act: EB

12.69 Recruitment & Re-Appointment of Governors (including Appointments to Committees)

The Board had one vacancy, with another arising in January 2013 when Mr Cearns would step down. The Clerk had continued to circulate the advertisement around appropriate organisations and the advertisement had been slightly re-worded to emphasise the requirement of senior financial management or accountancy expertise.

At its last meeting on 19th November, the Search and Governance Committee had considered a number of expressions of interest but, as the requirements had changed slightly, the Committee considered that not all were suitable. However, the Principal and Vice-Chair had met with one candidate, Mr John Denny, and recommended his appointment to the Board. They felt Mr Denny had proven leadership skills with valuable experience of workforce transformation and his passion for education was evident.

The Board considered Mr Denny's skills and experience and approved his appointment to the Board of Governors for a four year term to 4th December 2016.

Act: CH

Mr Booth and Mr Pollitt had shown interest in joining the Finance, Estates and General Purposes Committee, while Mr Hayes had expressed interest in joining the Search and Governance Committee. The respective Committee chairs had been consulted and were agreeable to the appointments.

The Board approved the appointments of all three governors to the Committees of their choice.

12.70 Internal Audit Plan 2012-13

Governors were keen to ensure that the Internal Audit Plan reflected the change in the size and structure of the College and had more focus on delivery of strategic aims than previous plans. The Chair of the Audit Committee highlighted that there had been a slight increase in the number of days allocated (and therefore in fees) which reflected the changes happening within the College and the development of a group structure. The Audit Committee recommended approval of the Internal Audit Plan by the Board.

The Board approved the Internal Audit Plan for 2012/13.

12.71 Financial Statements 2011/12, Auditor's Management Letter & Letter of Representation.

The Board noted that the Finance, Estates and General Purposes Committee had considered the Financial Statements 2011/12, the Auditor's Management Letter & Letter of Representation and recommended approval to the Board.

The Chair highlighted one point in the Management Letter, that the Register of Interests had not been completely up to date at the time it was inspected and urged all governors to ensure their returns were completed in a timely manner; the Clerk confirmed that all outstanding forms had now been returned.

The Board received the documents and authorised the Chair to sign both the Financial Statements and the Letter of Representation on its behalf.

Act: VT

12.72 Corporate Structure

12.138.01 Corporate Structure & Risk/Assurance Considerations

Confidential minute held by Clerk

12.138.02 First4Skills Memorandum of Understanding

This item was deferred.

12.138.03 Liverpool Business Services Limited (LBS) – Financial Statements 2011/12 & appointment of Board representative to AGM.

As Mr Tony Cearns was stepping down as a governor, he would no longer serve as a director for LBS. The Board approved the Chair's attendance at the AGM as a representative of the College and her appointment as a director.

The Board noted the Financial Statements of LBS for 2011/12.

12.73 Outline Strategic Plan

The original Outline Strategic Plan for 2011/14 was adopted by the Board at the end of 2011. Since then there had been considerable development within the College, significant changes in the policy context, an increasing importance afforded by the government to the Local Enterprise Partnership (LEP) and the election of Liverpool's first Mayor. At the previous Board meeting on 4th October governors had expressed a desire to see an integration of the nested ends statement with the 3 Year Plan and the identification of strategic risks.

The Board agreed that the refreshed plan brought together the different aspects as required and was a useful document, providing clarity of strategic direction and identification of strategic risks. The VP(P&BD) and his team were congratulated on the document and the Board approved the refreshed Outline Strategic Plan.

The Board agreed that the Mission statement would, in future, also serve as the Ends statement.

12.74 Review of Board Policy Manual

Review of the Board Policy Manual is an annual requirement. The Clerk and the Search and Governance Committee had reviewed the whole manual and a number of changes had been made. Some changes were to tidy up the manual and others resulted from adopting the Foundation Code of Governance as well as needing to incorporate changes to the Instrument and Articles of Government.

The Chair drew the Board's attention to GP9 (10.13.1) – Public Access to Meetings as a statement was now required to be published on the College website.

One governor commented that the process of Board Appraisal needed to be reconsidered by the Board to ensure it was robust.

Governors suggested that management may revisit the expenses payable as they no longer reflected the reality of the expenses incurred, especially in London. **Act: DMcl**

Governors queried whether the references to the student governor selection process needed refining to ensure that there was constantly a student on the Board, however it was recognised by the Board that the will of the student body should be followed. Governors also noted that an Assistant Student Governor had been nominated and agreed that this role would help ensure continuity in the event of an existing Student governor standing down. The Assistant Student Governor, although not a member of the Board, would be entitled to receive papers and attend meetings.

The Board approved the revised Board Policy Manual. The Clerk would circulate the updated version to the Board. **Act: CH**

12.75 Quality Statement

The Quality statement was intended to reaffirm the College's commitment to providing high quality teaching and learning to its learners, and to respond to the diverse needs of students, parents, employers, staff and wider communities through the delivery of its educational provision.

The document showed there was now a clear quality planning cycle and would be a useful resource for governors to see the changes implemented in the last year. The statement brought together various policies and strategies that had been in place, with focus on quality improvement and quality assurance. Governors were asked to make themselves familiar with the statement. **Act: Govs**

The Quality Statement was approved by the Board.

It was decided to take Item 17 next as the discussion would inform the decision required for item 12 – Annual Pay Award 2012/13.

12.76 Budget 2012/13 – Update

Confidential minute held by Clerk.

12.77 Annual Pay Award 2012/13

Confidential minute held by Clerk.

12.78 Direct Recruitment at 14/15 Years

Governors were advised that changing government policies meant that FE Colleges will be able to directly recruit 14/15 year olds. This would provide both opportunity and challenge for the College. Many of the required policies were already in place and it was felt the College should maximise the opportunity to increase its reach and influence within the City region.

The College appreciated that local schools may feel apprehensive, however it was not anticipated that the College would be in direct competition as it would be focussing on vocational areas of expertise such as hospitality, hair and beauty or motor vehicle, alongside some GCSE provision. Governors noted that very few FE colleges still offered a GCSE programme. Governors commented that it seemed a logical extension of the College's existing 14-19 provision.

Governors highlighted the needs of students outside the mainstream school provision who may need additional support – Special Educational Needs (SEN) statements, assistance with

motivation and adapting to a new environment etc, but were reassured that the funding would come directly to the College, so that there would be money available to enable expertise to be developed or temporarily bought-in if required.

The Board approved, in principle, that the College move to direct recruitment of 14/15 year olds. Authority was delegated to the Chair and the Principal to secure Department for Education approval of the College's move to direct recruitment at 14/15.

Governors requested that a briefing note be prepared for the Board meeting following the policy announcement from the government. **Act: Govs**

12.79 Academy Sponsorship

Confidential minute held by Clerk.

12.80 Principal's Report

The Principal welcomed questions on any of the items in her report.

Governors asked whether more events should take place in Black History Month and whether there should be a similar emphasis on Lesbian, Gay, Bisexual and Transgender (LGBT) issues too. The Principal accepted there was more work to be done and confirmed the Diversity week celebrations would be taking place again.

Governors were interested in the links with Libyan students. The VP(P&BD) explained that there were three different opportunities; 15 students associated with the oil industry; a group of 40 students for English as a Foreign Language (EFL) support; and further discussions on-going regarding potential partner arrangements.

The Board were pleased to hear of these developments but urged caution, referencing problems universities had experienced.

The Board noted the Principal's Report.

12.81 Student Performance 2011/12

As a result of various quality improvement interventions during 2011/12, significant progress had been made with regards to retention, achievement and success after a period of constant decline.

The Board were pleased to note the progress made and welcomed the observation by the VP(P&BD) that the rate of progress of almost 10 percentage points for long level 3 16-19 was probably unprecedented in the sector.

Governors questioned why there had been a decline in Level 1 16-18 achievement and were assured that this was largely as a result of specific administrative errors. The key reasons had been identified and action was being taken. There had also been an issue with the way data was collected and managed by the faculties and investigations into this were on-going.

Act: GB

The Board offered congratulations for the significant improvements, especially to 16-18 Level 3 performance which was such a significant part of the College's provision, and noted the report.

Mr Cobain left the meeting at this point.

12.82 Safe College Annual Safeguarding Report

The report provided governors with an overview of the safeguarding issues that had arisen in 2011/12 and an update on measures taken to strengthen the College's safeguarding responses.

The Board noted that a high percentage of students to which the process had been applied went on to succeed with their studies. There was a large volume of mental health issues, leading the Board to query whether enough was being done in that area and it was agreed that more work was warranted. It was suggested that it may be useful to collect data on whether the mental health issues were long term or short term.

Governors queried whether the level of detail was too high and whether a summary of incidents by category would suffice. After some discussion it was acknowledged there was some value in governors being aware of the range of issues the College dealt with.

The report was noted.

12.83 Annual Health & Safety Report

Governors noted that the number of accidents appeared to be increasing as well as the number of reports to the Health and Safety Executive. One Governor highlighted that there was a potential financial risk to the College as people had up to five years to make a claim for damages in respect of broken limbs. Governors sought confirmation of whether the College's insurers were aware of the incidents. **Act: DMcl**

Some governors felt that the Health and Safety Report should be higher on the agenda, but it was clarified that the ordering of the agenda did not reflect the importance of items.

The report was noted.

12.84 Update on Management Structure.

Governors were advised by the Principal that, with the exception of the Director of Learning, all posts had now been filled. Since the report was written, the Head of School – Mathematics & Sciences had been recruited.

The report was noted.

12.85 Committee Minutes

1.1.1. Audit Committee 13th September 2012 & 15th November 2012.

The minutes of both meetings were noted.

1.1.2. Search & Governance 19th September 2012 & 8th November 2012.

The minutes of both meetings were noted, with the major business of the review of the Board Policy Manual and recruitment/reappointment of governors having already been covered at Board meetings.

1.1.3. FE&GP 20th September 2012 & 26th November 2012.

The minutes of both meetings were noted, with the Board's attention having been drawn to the minutes of the 26th November earlier in the meeting.

12.86 Audit Committee Annual Report

The report was noted.

12.87 Confidentiality of Items

Item 5 – Appointment & Re-Appointment of Governors (Mr Denny's personal information).

Item 8.1 – Corporate Structure & Risk/Assurance Considerations

Item 12 – Annual Pay Award

Item 14 – Academy Sponsorship

Item 17 – Budget 2012/13 Update

12.88 Date of next meeting

The next Board meeting would be on 22nd January 2013 at 4.15pm

12.89 Any Other Business

The Chair reminded the Board that it was the governors' Christmas meal on the 6th December and hoped as many Governors as possible would attend.

The Chair also wished to pay tribute on behalf of the Board to Mr Tony Cearns who would be standing down as a governor. The Board agreed that Mr Cearns had done a fantastic job as a governor, asking acute questions when required. Mr Cearns had been an excellent Chair of the FE&GP Committee. Mr Cearns would be sent a gift and a card on behalf of the Board.

12.90 Confidential Minutes of Board Meeting on 2nd October 2012

The confidential minutes of the Board meeting on 2nd October were agreed as a true record.

12.91 Matters arising from Confidential Minutes of Board Meetings on 2nd October 2012

There were no matters arising from the confidential minutes of the Board meeting on 2nd October.

12.92 Remuneration Committee Minutes & Recommendations – 27 Nov 12

The minutes of this meeting were not yet available as the committee meeting had been postponed to 27th November.

There being no further business the meeting closed at 18.55