



**PUBLIC MINUTES OF THE
BOARD OF GOVERNORS
22 MARCH 2018**

- Present:** Mr M Burgess (Principal) Mr M Lawson (Staff Governor)
 Mr P Carr Mr S Marston
 Ms Julie Haines (Staff Governor) Mr K Rog (Chair)
 Mr P Head Ms A Williams
 Ms M James
- In Attendance:** Mr A Bates Chief Financial Officer
 Ms S Steed Vice Principal, Students
 Ms J Cosson Clerk and Governance Advisor to the Board of Governors
- Apologies:** Mr C Baldwin
 Mr J Brinley
 Ms T Burton
 Ms H Ridler
 Ms P Schreuder
 Mr N Skroban-Korzeniecki (Student Governor)
 Ms C Rosser-Mayo, Director of HR
 Dr K Morris, Vice Principal, Curriculum & Quality

Attendance: 60%

		ACTION
PRELIMINARIES		
1/18	Health & Safety Briefing Session	
	Members received a Health and Safety Briefing by Peter James of Harrison Clark Rickerbys, which focused on the Board's duties in relation to Health and Safety and the potential offences arising from breach of those duties.	
	Members discussed the role of the Health & Safety Link Governor with PJ. In addition, the importance of Internal Audit of Health and Safety and of regular review and implementation of policies.	
2/18	Private Business – External Members only (C)	
3/18	Apologies	
	Noted as above.	

4/18	Membership Proposals	
	<p>Members were provided with proposals relating to Board size and Board and Co-opted Member appointments. Members considered and approved the recommendations.</p> <p>RESOLVED:</p> <ol style="list-style-type: none"> 1. That the designated Board size remain at 20 Members (15 External Members); 2. That the Student Governor position be progressed by the Vice Principal, Students; 3. That Sallyann Baldry be appointed to the Curriculum and Quality Committee as a Co-opted Member for a one year period from 22 March 2018 to 21 March 2019; 4. That Will Abbott be appointed to the Business and Resources Committee as a Co-opted Member for a one year period from 22 March 2018 to 21 March 2019; 5. That Scott Harvey be appointed to the Governance Review and Search Committee as a Co-opted Member for a one year period from 22 March 2018 to 21 March 2019; 6. That Phil Head move from the Business and Resources Committee to the Audit Committee in line with his term of office; 7. That Keith Rog be re-appointed as Vice Chair of the Board from 20 March 2018 to 19 March 2020. 8. That the Board note that the vacancies on the Board are being progressed by the Governance Review and Search Committee. 	
5/18	Declarations of Interest	
	<p>It was confirmed that the Register of Interests recorded all of the current declarations of interests of those present.</p> <p>SM declared his interest in part of item 9/18 – HE recruitment update. SM would leave the room during the discussion, if required.</p> <p>It was noted that AW had an interest in item 10/18 – approval of letting of Launchpad and of the 1st Floor of the Cheltenham campus. AW would leave the room for this item.</p> <p>There were no further declarations.</p>	
6/18	Confidentiality of Items (C)	



	As marked (C) for a period of two years. All the marked items were confidential on the grounds of commercial sensitivity.	
7/18	Minutes of the meeting of 14 December 2017	
	The minutes of the meeting of 14 December 2017 were approved and signed as a true record by the Chair.	
8/18	Matters Arising from the Minutes and Actions Matrix	
	Members were provided with an Actions Matrix and noted the status update of each item.	
KEY BUSINESS		
9/18	Principal's Update including: (C)	
10/18	Approval to let Launchpad and part of Cheltenham Campus (C)	
11/18	Financial Matters: Partly (C)	
	Funding Update and Indicative Allocation AB updated the Board on the actual and indicative funding allocations, and the impact they are expected to have on the College's 3 year Financial Plan. ESFA Finance Plan Letter and Dashboard AB tabled a letter from the ESFA dated 14 March received that morning confirming that the ESFA has reviewed the College's audited financial statements, finance record and assurance returns for the year ending 31 July 2017 (2016/17). The letter concluded that the College's financial health grade for 2016/17 was Satisfactory and that the College's underlying financial health grade for the immediate past and current years (2016/17 and 2017/18 respectively) was Good. The ESFA have not identified any significant financial control concerns from their review. The letter included a financial dashboard compiled from the information that the College and other colleges submits to the ESFA. This incorporates various key performance indicators and measures those	



	<p>against both target benchmarks and benchmarks achieved in the sector.</p> <p>Monitoring and Reporting Update on Capital Grant Agreement</p> <p>Members reviewed a paper prepared by Paul Sparks on behalf of AB, for approval.</p> <p>Members were reminded that, in order to assist in financing the construction of the new campus at Cinderford, the College has secured funding of £3,950,000 from Homes England (formerly HCA) and £2,600,000 from Gloucestershire County Council, totalling £6,550,000.</p> <p>There is a formal Capital Grant Agreement in place between the GCC and the College dated 12 May 2017.</p> <p>One of the terms of the Capital Grant Agreement (clause 7.4) is that the College is to prepare an annual report and submit this to GCC by no later than the first week in April of each year, to include information prescribed in the Agreement.</p> <p>It was proposed that the attached papers would form the basis of the report to GCC. The papers reflect the position so far, including progress on achievements of outputs and milestones as routinely reported to the Estates Working Group.</p> <p>It was noted that, although the report is to be prepared annually, the project is due to be completed in September 2018. It is therefore likely that a final report will be required in April 2019.</p> <p>RESOLVED: The Board approved the proposed format and content of the report as set out in the papers and its submission to GCC by the required deadline.</p> <p>ACTION: Paul Sparks to submit the report to GCC by the required deadline.</p>	PS
12/18	Quality Improvement Plan Update (C)	
13/18	Review of KPI's and Operating Plan (C)	
	<p>Members reviewed the current Operating Plan showing progress to date and the KPI report.</p> <p>RESOLVED: The Operating Plan and KPIs were noted.</p>	

ROUTINE BUSINESS	
14/18	Management Accounts including Progress with Financial Plan (C)
15/18	Risk Management Update (C)
	<p>The Risk Register and Post Mitigations Chart were reviewed.</p> <p>The Executive team has reviewed all risks and the mitigation actions have been updated in line with latest progress. The Risk Register was discussed at the last Audit Committee meeting.</p> <p>There have been no significant changes to existing risk ratings since the previous meeting. There has been one additional risk added to the Register relating to the impact to the College of release of sensitive personal data (GDPR).</p> <p>AB intends to review the format of the Register for the next Audit meeting.</p> <p>RESOLVED: The Committee noted the update to the Risk Register.</p>
16/18	Use of the Seal
	None.
17/18	<p>Committee and Subsidiary Reports and Minutes*: Partly (C) and as indicated in minutes:</p> <ul style="list-style-type: none"> • C&Q – 1 February 2018 and 8 March 2018 • BRC – 6 February 2018 • Audit – 27 February 2018 • GRS – 24 January 2018 • EWG – 17 January 2018 and 7 March 2018 • Betaris – 31 January 2018 and 14 March 2018 • Brasserie – 31 January 2018 • GFM – 31 January 2018 • NCD – 31 January 2018
	<p>Minutes of the above meetings had been made available to Members on the College's systems.</p> <p>Members reviewed the reports from the Committee Chairs, which they found helpful.</p>

	RESOLVED: The Minutes and Reports were noted and endorsed.	
18/18	<p>Matters referred by the Chair/Clerk:</p> <ul style="list-style-type: none"> • Regulatory Developments • Governor Development Activity* • Meeting Evaluation Form* • Self-Assessment Sheet 	
	<p>Regulatory Developments</p> <p>JC presented papers which included details of:</p> <ul style="list-style-type: none"> • Keeping children safe in education consultation • Advice covering sexual violence and sexual harassment between children • Insolvency regime technical consultation • Draft Remuneration Code and Letter to Academies • Governor’s Council Factsheet • Taken on Trust • Charity Trustees: Automatic disqualification rule changes from 1 August 2018 • New Eversheds Code of Conduct for Corporation Members 15th Edition • FE Commissioner Winter Letter and Annual Report 2016/17 • ETF Governance Development Programme <p>Governor Development Activity</p> <p>Members had been provided with information on the Link and Development activities undertaken by Governors.</p> <p>PH tabled a report on his attendance at the AoC Governance Summit on 14 March 2017. Presentations are available on SharePoint. Members discussed the content of the report in detail.</p> <p>The Chair thanked all Members for their involvement with all link activity.</p> <p>RESOLVED: The Board noted the regulatory developments and the link and development activity, which enriches the Governors’ understanding and oversight of the activities of the College.</p> <p>Meeting Evaluation Form</p> <p>Members had been provided with a Meeting Evaluation Form.</p>	



	Members considered the information provided. RESOLVED: That the Board note and endorse the feedback from the Meeting Evaluation Form. Self-Assessment Sheet Members completed the Self-Assessment Sheet.	
OTHER		
19/18	Any Other Business	
	Members commented that the new Board paper template, including the Executive Summary, was proving very helpful.	
20/18	Date and time of next meeting: 28 June 2018, 4.00pm, Cheltenham	

Signed..... 

Date..... 28.6.2018

