**SPECIAL MEETING OF THE FULL CORPORATION**

**OF FAREHAM COLLEGE**

10th October 2018

**M I N U T E S**

**Present:** Ms K Allen

Mr K Briscoe

Miss E Champion

Mr N Duncan

Mr P Grimwood

 Mr R Kew (Chair)

 Mr M Mansergh

 Mr P Marchbank

 Mr C Seaton

 Dr C Thomas

 Mrs P Tilt

 Ms K Woods

**In attendance:** Mrs L Davis (AP Students & Improvement)

 Mrs J Eayrs (Clerk)

 Mrs A Hinton (AP People & Organisational Development)

 Mr A Kaye (Deputy Principal)

 Mr M Lewis (AP Finance, Funding & Resources)

Mr M Headington (AP Business & Partnerships due to commence employment in November 2018)

**58/18 Safeguarding Update**

 The Chair welcomed Mrs Davis, Assistant Principal Students and Improvement, to the meeting. She provided members with a presentation on the key updates to the statutory guidance for schools in England – Keeping Children Safe in Education (2018).

 During her presentation Mrs Davis drew the following to Members’ attention:

* **The role of Governors to**:
- Have regard to the KCSiE guidance;
- Ensure the College has appropriate policies and procedures in place;
- Appoint a designated safeguarding lead;
- Put in place appropriate safeguarding responses to children who go missing education;
* **Outlined the Key Changes**:
- More emphasis on legal duties (organisations ‘must’ comply);
- Introduction of a new chapter regarding child on child sexual violence and sexual harassment;
- More emphasis on contextual safeguarding;
* **Emerging Themes:**
- Children and the court system;
- Children with family members in prison;
- County lines;
- Domestic abuse;
- Homelessness;
- Peer-on-peer abuse;
- Sexual violence and sexual harassment;
* **Outlined the Safeguarding Team:**
- Louise Davis, Senior Designated Safeguarding Lead;
- Alastair Ramsay, Governor with Safeguarding Responsibilities;
- Debbie Goodall, Designated Safeguarding Lead BRC;
- Katie Kearvell, Designated Safeguarding Lead CEMAST;
-AJ Blakeborough, Digital Safeguarding Champion;
* **Implications to the College:**
- To update relevant policies and procedures;
- To provide staff training to support understanding of emerging themes;
- To develop the student support department in response to a changing landscape of student profiles. Members noted the new role of Health and Wellbeing Co-ordinator would be established.

Members of the Board questioned the sanctions if the College did not comply. Mrs Davis confirmed that OFSTED was the mechanism for identifying a safeguarding breach and there was an annual audit by Hampshire County Council. Mrs Davis confirmed that Mr Ramsay had reviewed the HCC Safeguarding Audit and the College was fully compliant.

**59/18 Declaration of Interests**

 Members were reminded of the need to declare any personal or financial interest in any items of business to be considered during the meeting. Although no specific interest was declared Mr Grimwood, as Chief Executive of Fareham Borough Council, stated that he would declare an interest at the point in the meeting there were any discussions related to the purchase of the land at CEMAST.

**60/18 Apologies for absence**

 Apologies for absence were received and accepted from Mr Hoban, Mr Ramsay and Mr Spires. Mr Marcus Headington was welcomed to his first meeting of the Board. The Chair explained that Mr Headington was the newly appointed Assistant Principal Business and Partnerships and was due to commence employment at the College at the end of November 2018.

**61/18 Minutes of the meeting held on the 27th June 2018**

 The minutes of the meeting held on the 27th June 2018 were agreed as a true and accurate record and were signed by the Chair. There were no matters arising from them which were not covered elsewhere on the agenda.

**62/18 Confidential minutes of the meeting held on the 27th June 2018**

 The confidential minutes of the meeting held on the 27th June 2018 were agreed as a true and accurate record and were signed by the Chairman. There were no matters arising from them which were not covered elsewhere on the agenda.

**63/18 Strictly Confidential minutes of the meeting held on the 27th June 2018**

The strictly confidential minutes of the meeting held on the 27th June 2018 were agreed as a true and accurate record and were signed by the Chairman. There were no matters arising from them which were not covered elsewhere on the agenda. In view of the fact there were no questions or points of clarification, Staff and Student Governors and Executive Officers were not required to withdraw from the meeting for this item.

**64/18 Correspondence**

1. **Letter dated 28th September 2018: Strengthened LEPs** – Members received and noted a joint letter from the Enterprise M3 and Solent LEPs regarding an agreed approach to the alignment of boundaries across both areas.

**65/18 Principal’s Report (Including Strategic Options Review Update)**

 Members of the Board received an early Autumn Report from the Principal which had been drafted to be read in conjunction with a number of other reports on the agenda which were due to be reviewed and considered by the Board. The Report provided a brief overview/update in the following areas.

* **2017/2018 Performance** – The Principal highlighted the fact that the Deputy Principal would be providing a presentation on the early indications of outcomes for 2017/2018. However, he drew to members’ attention the fact that, outcomes for study programmes and apprenticeships had declined in a number of areas during 2017/2018 and would require a concerted and collegiate approach to recovering the continuous improvement the College had achieved during the previous 4 years. The following areas which would require a strong improvement plan for the 2018/2019 year were highlighted:
- English and Maths;
- Classroom 16-18 performance (Construction, Manufacturing and Engineering);
- Apprenticeships;
* **2017 – 2018 Financial Year** – The Principal confirmed that, due to an extraordinary effort at the end of the 2017/2018 financial year, the out-turn position for 2017/2018 would be better than forecast earlier in the year. Members noted that this had been achieved by a combination of efficiency savings and ensuring that all income was realised. In addition the Principal advised the Board that the cash position had deteriorated due to several key factors, namely:
- Final payment of the land for CEMAST;
- Purchase of the land for the CETC project;
- Upfront project payments for CETC without the support of the SLEP grant funding;
- Additional subcontracting.
Members acknowledged that additional detail on the current position would be provided by the AP Finance, Funding and Resources later in the meeting;
* **2018 – 2019 Full-time Enrolments** – Members noted that, despite a 10% decline in the local demography of 16-18 year olds, the College had sustained its usual proportion of the market for this student group and, in some areas, had increased its market share. However, members were advised that the planned growth in full-time recruitment had not been achieved which would put pressure on the College to source other forms of income through additional part-time adult courses and in-year apprenticeship growth. Members questioned when the demographics would start to improve. The Principal responded by saying that there should be a marginal increase the following year but it would continue to dip up and down for the next three to four years. Members acknowledged that the College was outperforming the market in that context;
* **Risk Register** – The Principal advised members that the overall residual risk was currently 6.5 with some areas of quality having deteriorated and finance risks having stayed broadly static. The Principal emphasised the fact that the College was not currently recording any very high risks albeit a number of finance related risks were considered high;
* **Human Resources** – The Principal reported that, as part of the organisational refresh previously requested by the Board, senior managers had been reviewing the structure to ensure it reflected the business needs of the College moving forward. He went on to say that this had involved the clear division of the College’s business into two distinct structural areas:
- Study Programmes;
- Business and Partnership activities.
In addition, the Principal explained the changes at middle-management level and outlined the difficulties which had been experienced in recruiting in this area. Members noted that a number of departments had been consolidated and made into faculties to elevate the post of Head of Department to Faculty Directors in order to attract high calibre candidates. An updated organisational structure chart had been provided as an appendix to the paper for members’ information;
* **Successes** – Members reviewed and noted the many community and business-related celebratory activities the College had supported and participated in since the last report in June 2018. In particular, the Principal highlighted the fact that the College had been successful in its bid for a Maths Centre of Excellence and were one of 21 nationally and only 4 in the South-East region;
* **Civil Engineering Training Centre (CETC)** - The Principal provided members with an update on CETC which had now recruited its third cohort of apprentices which commenced in September 2018. In addition, the Principal outlined the progress of the capital project and highlighted the following:
- CETC (option) land had now been purchased;
- All surveys were complete with no specific issues;
- Ground survey required further investigation as it had been inconclusive;
- Planning decision due week commencing 29th October 2018;
- SLEP had confirmed the funding and that the funding agreement would be sent (although, to date, it had still not been received;
- Final design plans had been confirmed and design packs had been issued to employers.
Members of the Board queried the timeline involved for completion of the project. The Principal confirmed that completion was scheduled for August/September 2019 and it was envisaged that the fifth cohort of apprentices would go straight into the new building;
* **Curriculum Initiatives**:
1. **International** – The Principal explained that, due to the complexities associated with international recruitment under Tier 4, the College was taking an alternative, more direct approach to recruiting students and had decided to explore an agent that would recruit on the College’s behalf. He went on to say that this would take further investigation but it was still hoped that the first international students would be recruited soon. Members noted the international initiatives the College was currently involved in:
- A Panama to write the curriculum;
- A leadership shadowing programme with Iraqi leaders;
- Maintain partnership links with colleges in France;
2. **T Levels** – The Principal provided members with an update on the T Levels. He reminded members that the College was one of only 52 colleges in the country selected to pilot the T Levels in 2020. He emphasised the strategic importance for T Levels to be seen as a credible alternative to A Levels by employers and universities otherwise parents and students would not have confidence in them;
* **16-19 Funding** – The Principal reminded members of the Board that, at the same time the previous year, he had reported that 140 college Principals and Chairs had written to the Prime Minister raising their concerns about the significant reduction (8%) in funding for 16-19 year olds in further education. The Principal reported that, disappointingly, the letter had been completely ignored and the funding for this age group was now worse than it had ever been. In addition, the sector was being asked to do more for much less and mental health issues in education were becoming a significant draw on the College’s already stretched resources;
* **Strategic Options Review Update –** recorded as a separate confidential minute for Governors only;
* **Key areas to focus on in 2018/2019** – Members noted the key challenges for 2017/2018 as follows:
- General Data Protection Regulations (GDPR);
- Grant and Levy administration;
- Maintaining quality;
- Recruitment and allied funding.

**Members of the Board reviewed and noted the contents of the Principal’s early Autumn Term Report.**

**66/18 Strategic Options Review**

Members of the Board received a Strategic Options Review update as an Appendix to the Principal’s early autumn report which provided a timeline of interactions between Fareham College and other organisations. Due to the confidential nature of the contents of the paper and the related discussions, this item is recorded as a separate confidential minute for Governors only.

**67/18 Data Protection and GDPR Policy Pack**

 Members of the Board received the Data Protection and GDPR Policy Pack. The Principal explained that a full presentation on the progress of GDPR implementation would be provided at the December 2018 Board meeting. He went on to say that, although the risk to Governors was limited insofar as their direct contact with data was concerned, they might receive a document with some personal information on it. The Chair added that the financial penalties to the organisation were enormous should a breach occur and he urged members to read the Executive Summary in advance of the GDPR presentation in December.

**68/18 Outcomes of Student Enrolment Process 2018/2019 and Early Indications of Outcomes for 2017/2018**

The Deputy Principal provided members with a presentation on the Outcomes of the Student Enrolment Process 2018/2019 and the Early Indications of Outcomes for the 2017/2018 academic year. The presentation slides used are an **Appendix** to these minutes.

During his presentation the Deputy Principal drew the following key points to members’ attention:

**Outcomes for 2017/2018:**

* **16-18 Classroom outcomes** had ‘dipped’ slightly compared to 2016/2017 but they remained well above the National Average of 80%;
* **19+ Classroom had improved** from 86.6% in 2016/2017 to 87.3% in 2017/2018 (National Average 86%);
* **16-18 enrolment count** was reviewed and noted. Members noted the high volume of enrolments for English and Maths;
* **19+ enrolment count** was reviewed and noted;
* **Timely achievement for Apprenticeships** were 5% above national rates (forecast 64% for 2017/2018 compared to 71% in 2016/2017 and National rates of 60%);
* Progress from grade 3 to grade 4 in GCSE English and Maths for 16-18 year-olds compared favourably to national averages. In addition, members noted that DfE progress measures for English and Maths were improved and Maths was above national rates. There was a brief discussion about Maths and English nationally and whether the challenged related to retention was due to lack of student ‘buy in’. The Deputy Principal stated that he believed progress was being made in GCSE but he did acknowledge that the national achievement rate for Functional Skills was extremely low. He went on to say that it was envisaged that the Maths Centre of Excellence would improve relationships with the local schools which, in turn, would improve the situation overall;
* Outcomes for adults had improved and were above national rates but the Deputy Principal emphasised the fact that there remained large variations by department which was a key area for improvement;
* **Retention in GCSE English and Maths** was too low for both adults and 16-18 year olds;
* Particular **improvement actions** were required for 16-18 year-olds in Hair and Beauty, Manufacturing and Construction and for Apprentices in Business Administration, Construction and Manufacturing;

**Recruitment 2018/2019:**

* **Full-time 16-18 year-olds 1323** (compared to 1317 in 2017/2018);
* **19+ 105** (compared to 106 in 2107/2018).
* **Total enrolments of 1428** (compared to 1423 in 2017/2018). The Deputy Principal highlighted the fact that although numbers were only 5 higher than the previous year and did not achieve the growth target, in view of the 10% decline in year 11 leavers the College had ‘held its own’;

**Members reviewed and noted the contents of the Deputy Principal’s presentation.**

**69/18 Draft Year End Results at 31 July 2018**

Members of the Board received a confidential paper on the Draft Year End Results at 31 July 2018. Due to the confidential nature of the contents of the paper and the related discussions, this item is recorded as a separate confidential minute for Governors only.

**70/18 New Look Management Accounts 2018/2019**

 Members of the Board received a paper on the New Look Management Accounts 2018/2019. Mr Lewis, AP Finance, Funding and Resources, spoke to the paper and explained to the Board that

**71/18 Revised Budget 2018/2019**

Members of the Board received a confidential paper on the Revised Budget 2018/2019. Due to the confidential nature of the contents of the paper and the related discussions, this item is recorded as a separate confidential minute for Governors only.

**72/18 Banking Documentation**

 Members of the Board received two confidential banking documents from Barclays Bank for consideration and approval as follows:

1. Overdraft Facility Key Terms (including terms and conditions); and
2. Mandate to add and remove an authorised signatory.

Members formally agreed, by resolution of the Board, that:

1. The borrowing of the Facility by Fareham College (the Company) (subject to any limits contained in the Facility Agreement) on the terms and conditions set out in the Facility Agreement is in the interests of and for the benefit of the Company and is most likely to promote the success of the Company for the benefit of the members as a whole and that such terms and conditions be and are approved and accepted;
2. That Nigel Duncan and Andrew Kaye are authorised to sign the Facility Agreement on behalf of the Company to indicate acceptance of the terms and conditions;
3. That Barclays Bank PLC (the Bank) is authorised to act in all matters concerning the Facility upon instruction from the Company signed in accordance with the Bank’s mandate for any of the accounts of the Company held with the Bank current from time to time or, where permitted, by telephone from any person specifically authorised to give such instructions.

**In addition:**
4. Members formally approved the Authorised Signatory Mandate provided as an appendix to the paper which confirmed the removal of Emma Baxter and the addition of Mike Lewis as authorised signatory.

**73/18 Date of next meeting**

 Members noted that, in accordance with the Corporation Calendar approved on the 27th June 2018, the next meeting of the full Corporation was scheduled to take place on **Wednesday 12th December 2018 at 3.30 pm.**