



Cheshire College
South & West

MINUTES OF FULL CORPORATION MEETING
HELD ON TUESDAY 26 MARCH – 14:00HRS
AT CHESTER CAMPUS

Governors present:

Dame Pat Bacon (PB)	Chair of Governors
Mr Fintan Bradley (FB)	Chair of the Audit & Risk Committee and Chair of CMAT
Mr Mike Braun (MB)	Associate Governor (arrived 14:14hrs)
Mrs Debbie Bryce (DB)	
Mr Len Closs (LC)	Chair of the Management & Performance Committee
Mr Paul Colman (PC)	
Mrs Joanne Davies (JDa)	
Mr Jasbir Dhesi (JSD)	Principal & Chief Executive
Mrs Sue Harrison (SH)	
Mr Davinder Lotay (DSL)	
Mr Ewen MacRury (EM)	
Mr Kenny Murray (KM)	
Mrs Anne Pickering (AP)	
Mr Chris Rhodes (CRh)	
Mrs Christine Russell (CR)	

In attendance:

Ms Sharon Bowker (SCB)	Assistant Principal Finance
Mrs Michelle Huntley (Clerk)	Clerk to the Corporation
Mr Gordon Gillespie (GG)	Vice Principal Curriculum & Quality
Mrs Helen Nellist (HN)	Deputy Principal
Mrs Suzanne Thurlow (ST)	Assistant Principal Organisation Development & Learner Services

PART A MINUTES

Minute Reference	
FC 01/19	<p>Apologies for absence and declarations of interest</p> <p>Attendance was as recorded above. Apologies had been received from Miss Bethany Jones (BJ), Mrs Gillian Taylor (GT), Mrs Sharon Wallace (SW) and Mrs Carleen Osborne (CO). Mr Mike Braun had notified the Clerk he would arrive late.</p> <p>The Chair welcomed Mrs Debbie Bryce, Mr Davinder Lotay, Mr Chris Rhodes, Mr Gordon Gillespie and Mrs Suzanne Thurlow to their first Full Corporation Board meeting.</p> <p>Declarations of interest: The Chair asked if any Governors had any declarations of interest, and Governors were reminded that they could make a declaration of interest at any point in the meeting, should the need arise.</p> <p>There were no Declarations of interest made.</p>
FC 02/19	<p>Minutes of meeting 12 December 2018 and matters arising from previous minutes</p>

	<p>The minutes were reviewed for accuracy and approved.</p> <p>It was RESOLVED to accept the minutes from 12 December 2018 and the Chair signed the minutes.</p> <p>The action log from the 12 December 2018 was reviewed. All actions are complete.</p>
FC 03/19	<p>Risk Management & Risk Register 2018/19 – Update</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting and it was noted that</p> <ul style="list-style-type: none"> • A copy of the full Risk Register is on GovernorHub and is accessible by all Governors. • Each Committee has reviewed the Risk Register in detail at their Committee meeting and the Full Risk Register was reviewed at Finance & Resources and Audit & Risk committee meetings this term. • Audit & Risk have asked for safeguarding to be reported at both M&P and A&R.
FC 04/19	<p>Purchases over £100K</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting. SCB gave a brief verbal presentation to the meeting and the following points were noted:</p> <ul style="list-style-type: none"> • Per our Financial Regulations, formal approval is required by the Full Corporation Board for purchases over £100K. • The meeting noted that the ongoing contract with one organisation for the collaborative delivery of Higher Education was signed in December 2018. <p>The Full Corporation Board APPROVED this purchase.</p> <p>The meeting noted that the Board reviews the Financial Regulations in July, annually.</p>
FC 05/19	<p>Bank Changes</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting. SCB gave a brief verbal presentation to the meeting and the following points were noted:</p> <ul style="list-style-type: none"> • The Board was asked to pass a resolution to update the Education Mandate with our bank to reflect the recent changes within the Finance team. <p>The full details of this minute are recorded in the confidential minutes of this meeting.</p> <p>The Governing Board PASSED THIS RESOLUTION.</p> <p><i>Action: SCB to speak with the bank to change the mandate to name the post holder title (e.g. Director of Finance), rather than name an individual person.</i></p>
FC 06/19	<p>Management Accounts to 31 January 2019</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting. SCB gave a brief verbal presentation to the meeting and the following points were noted:</p> <ul style="list-style-type: none"> • A copy of the monthly Management Accounts is posted on GovernorHub and is accessible by all Governors. • The Management Accounts are scrutinised in detail at the Finance & Resources Committee.

	<ul style="list-style-type: none"> • The forecast shows that cash levels during the critical months of January, February and March are not causing concern. • Our accounts are in line with forecast. • Payments from the ESFA are not received in equal 12 monthly payments. More money is received in April-July and less in Jan-March. The ESFA financial year runs in line with the tax year, not the academic year. <p>Mike Braun arrived at 14:14hrs.</p>
FC 07/19	<p>College Self-Assessment Report (SAR) v2</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting. GG gave a presentation to the meeting and the following points were noted:</p> <ul style="list-style-type: none"> • This mid-year assessment is made to assess where we are now compared to where we were at the end of 2017/18. • SARv2 (mid-year SAR) was reviewed and discussed in detail at the Management & Performance Committee. The Committee approved judgements in SARv2 and asked S Boreham to ensure the latest version was sent to Ofsted via the normal process. • This document is the 17-18 SARv2 not a new SAR for 2018/19. • The College has made progress in Teaching Learning and Assessment, with 84%+ of observed lessons being graded as 'Good or Better'. • Last year there were identified issues in 3 curriculum areas. These concerns have been addressed, in-year. • There has been a positive impact in relation to wider aspects within Personal Development, Behaviour and Welfare (PDBW). • Predicted outcomes are looking positive • Retention is significantly better than this time last year – approx. 4% above this time last year • There was a positive result for November GCSE re-sits for English & Maths. <p>The meeting reviewed the College CIP and the notes from this part of the meeting are recorded as commercially sensitive information in Confidential Minutes.</p>
FC 08/19	<p>Operational Plan 2018/19 Update</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting. JSD gave a presentation to the meeting and the following points were noted:</p> <ul style="list-style-type: none"> • CCSW has a 3year Strategic Plan and all staff were involved in developing this document. • CCSW has a detailed 1year Operational Plan which is a working document and incorporates quality data. • The current 1year Operational Plan is reviewed and updated termly against the milestones. The current document shows the status of all activities for term 2 as at 21 March 2019. It will be updated again at the end of academic year. • At the mid-year point there are 5 targets which are not achieved; 4 of these will be achieved by year end. 1 action, related to 'target surplus as a percentage of income' will not be achieved. <p>There were no additional questions relating to the Operational Plan.</p>
FC 09/19	<p>Reports of Chair, Chief Executive and Committees</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting.</p>

Chair's Report

PB referred to the paper which had been sent to all members in advance of the meeting and the following points were noted:

- This report is produced termly and provides a brief summary of Chairs' and Governors' activities during the term.
- The Clerk is now included within the annual appraisal cycle.
- Chair and Vice-Chair conducted the mid-year appraisal of the CEO.
- Pressure on FE Colleges is significant in respect of financial and academic monitoring. The Chair noted that the Governing Board appreciate all the work done by the Executive team.
- The passing of Mr David Collins, a former Principal at SCC, was noted.
- The meeting noted the activities undertaken by the Chair, and Governors were reminded to advise the Clerk of any activities in which they participate.

Action: ALL Governors please advise Clerk of any Governance-related activities for the records.

Chief Executive's Report

JSD reported to the meeting and the following points were noted:

- CCSW celebrated its second anniversary on 31 March 2019
- The funding landscape is likely to be more favourable in respect of support for FE funding, but not before April 2020.
- The streamlining of post-16 qualifications has been announced and this will have a significant impact for all FE colleges.

The full details of this minute are recorded in the confidential minutes of this meeting.

Chairs' Committee (31 Jan and 14 Mar 2019)

PB referred to the paper which had been sent to all members in advance of the meeting and the following points were noted:

- All papers and copies of minutes from both these meetings are available on GovernorHub.
- The Chairs' Committee serves as the Search Committee for the College and monitors Governance performance and membership. Interviews were conducted at the start of term and Debbie Bryce and Sharon Wallace were approved as External Governors at the Strategy Day on 25 January 2019 to take up post from 1 February 2019 for an initial 1year probationary period.
- At the 14 March meeting the Committee reviewed the feedback from Governors from both the self-assessment questionnaire and the Corporation Strategy Day.
- The Chair and Clerk will produce an action plan to ensure that the points raised at the Strategy Day are delegated to the respective committees to ensure appropriate follow-up actions are taken.
- The Chair and Clerk will produce a 'You said, we did' style document to show progress made to date on matters raised via the self-assessment questionnaires.

Management & Performance Committee (7 Mar 2019)

LC referred to the paper which had been sent to all members in advance of the meeting and the following points were noted:

- All papers and copies of minutes from this meeting are available on GovernorHub.
- The meeting approved the Fitness of Study Policy, and a copy of this is available on GovernorHub.
- The meeting received a copy of the Learner Voice Strategy report; and there will be a follow-up in June.

	<ul style="list-style-type: none"> • The meeting received a report on the learner progress process. Governors were reassured that the process exists and will get data from this process at the next M&P meeting. • The meeting noted that a strategic review is being undertaken in English & maths and the results of this will be presented at the next M&P meeting. • There have been improvements noted in Curriculum and Quality KPIs at all campuses. • The meeting received a report about retention per the 42-day census. • The meeting noted the analysis of reasons for leaving for students who left. • Higher Education activities and achievements are reported through M&P. Our Associate Member, who has extensive experience within the HE sector, has provided good support for our HE team. • The numbers on our apprenticeship programmes remains at a good level – a testament to the team who provide this programme and maintain the links with our partners. <p><u>Audit & Risk Committee (12 Mar 2019)</u></p> <p>FB referred to the paper which had been sent to all members in advance of the meeting and the following points were noted:</p> <ul style="list-style-type: none"> • All papers and copies of minutes from this meeting are available on GovernorHub. • The committee reviewed, and approved the Risk Management Policy and RECOMMEND it to the Full Corporation Board for approval. There has been an amendment within the policy to recognise the hierarchy of responsibility. <p>The Full Corporation Board APPROVED the Risk Management Policy.</p> <ul style="list-style-type: none"> • The meeting received 4 x internal audit reports and noted the 17 advisory recommendations, all of low level, and the full action plan to address these recommendations • The internal auditors gave reasonable assurance that our process design is good. • The College will tender for internal and external auditors in May. • The meeting noted that there is more extensive recording of Health & Safety information and analysis of the impact of Health & Safety on learners. There are no significant concerns. • The committee is monitoring bad debt. <p><u>Finance & Resources Committee (21 Mar 2019)</u></p> <p>As GT was unable to attend the meeting the Clerk reported the following points to the meeting for note:</p> <ul style="list-style-type: none"> • All papers and copies of minutes from this meeting are available on GovernorHub. • The Committee received a detailed presentation from Dhesi and will be closely monitoring the Efficiency Change Plan. This presentation will be shared with the Board later in the meeting. • All Governors are reminded that the monthly Management Accounts are available on GovernorHub each month.
<p>FC 10/19</p>	<p>Corporation Strategic Day Follow-up</p> <p>The meeting noted the report and supporting documents which had been sent to all members in advance of the meeting. The Clerk referred to the papers and the following points were noted:</p>

	<ul style="list-style-type: none"> The Part A minutes of the meeting on 25 January 2019 had been sent to all Governors in advance of the meeting. They were reviewed for accuracy and were approved. <p>It was RESOLVED to accept the minutes from 25 January 2019 and the Chair signed the minutes.</p> <ul style="list-style-type: none"> All Governors who attended the Strategy Day had completed an evaluation form and the results were shared with Governors in a graphical report. All attendees found the day useful and informative and appreciated the opportunity to actively participate in smaller working groups, to mix and socialise and share their knowledge and expertise. The Chair and Clerk will review the minutes from the Strategy Day and will compile a list of actions key actions/points for follow-up from the meeting to be progressed by the appropriate committee. The Director of Learning and Learner Support will be asked to provide a report to the Board about the changing learner Support Needs and the actions being taken for both learners and staff.
<p>FC 11/19</p>	<p>Corporation Membership Update</p> <p>PB informed the Board of an interview conducted to recruit a new governor and gave a brief summary of the candidate's experience in both the FE sector and within industry. Mrs Ai Chuin Yu (Tina Yu) was recommended to the governors as an External Governor.</p> <p>It was RESOLVED that Mrs Tina Yu be appointed as an External Governor for an initial 1-year term from 1 April 2019.</p> <p><i>Action: Clerk to contact A Yu to confirm appointment and arrange induction.</i></p> <p>The Chair noted that this is Christine Russell's last Board meeting. Christine was West Cheshire College (WCC) Chair of Governors and worked with Dame Pat during the Area Based Review and joined CCSW Board on 1 April 2017. The Chair formally thanked Christine for her support and commitment to date for the College.</p> <p>HN who was Acting Principal at WCC and worked with Christine noted Christine's 9 years' service as a Governor on what was a challenging journey. HN recognised Christine's commitment and passion for learners.</p> <p>Christine thanked the Board for the kind words and commented that she is confident the College is in a good place with a good management team and an excellent Board under Dame Pat as Chair.</p> <p>Christine was presented with a bouquet of flowers.</p>
<p>FC 12/19</p>	<p>Clerk's Update</p> <p>The meeting noted the report and supporting documents which had been sent to all members in advance of the meeting. The Clerk referred to the papers and the following points were noted:</p> <p><u>2019/20 Governance Meetings Schedule</u></p> <ul style="list-style-type: none"> The full meeting schedule for 2019/20 was shared with Governors for approval. Meetings will be held at all three campuses during the year. All committee meetings will now start at 17:00hrs, with appropriate training sessions arranged for 16:30-17:00hrs ahead of the respective committee meetings. <p>Governors APPROVED the 2019/20 Governance Meetings Schedule.</p>

Governance Self-Assessment Summary Review

- All Governors are asked to complete a Self-Assessment Questionnaire on an annual basis. The Audit & Risk Committee reviews the summary of the data collected as an integral part of their evidence checking to satisfy themselves that the College is complying with all statutory requirements and best practice in the sector.
- The survey questionnaire is framed around the areas of evaluation which will be examined by the Inspectors of OFSTED when the College is inspected. The guidance contained in the Good Governance Standard for Public Service has also been used in framing the statements.
- Members' assessment of the College's governance arrangements overall was as follows:
 - 3 members considered that governance arrangements are 'Outstanding'
 - 11 members considered that governance arrangements are 'Good'
- **Governors are asked to note that the Clerk and Chair will compile a document which shows Governors what progress has been made to address the points raised in the 2017/18 questionnaire and will share this with Governors at the next Full Corporation meeting.**
- In light of the Ofsted new Common Inspection Framework (CIF3) the questionnaire will be updated prior to use in July 2019.
- **The Clerk will review the questionnaire and share an updated version at the next Chairs' Committee in April 2019.**

Governor Development Programme Update

- The Clerk compiled the original Governors' Development Programme after discussions with the Chairs and Vice-Chair of Governors following the feedback from the individual performance review meetings held with all External Governors in June/July 2018. At that time, it was agreed that the programme would include HSE Awareness training; Financial Briefings; Director of Faculty Briefings and OFSTED Preparation.
- The Clerk has updated the programme with additional activities during the academic year and Governors are asked to note the attached schedule which includes the names of attendees at training events per the recommendation of the Internal Auditors in their Governance Audit in June 2018.
- All Governors are asked to notify the Clerk of any training they undertake in association with their role as Governors. The planned dates/training which have not been completed are highlighted in yellow.

Q: The Safeguarding and Prevent modules both refer to the College having appropriate policies in place. Would it be possible for new Governors to have a roadmap of where to access some of the College information before completing the modules?

A: Yes. The information is available for staff to access via MyDay. We can make it available for Governors to access via GovernorHub.

Action: Clerk to make relevant CCSW policy information available via GovernorHub.

Action: Clerk to book induction sessions with newest Governors to share information and receive suggestions for process improvements.

Link Governor Programme Update

- The Chair reminded the meeting that it is usual at CCSW for Governors to be linked to a curriculum or functional area.

	<ul style="list-style-type: none"> • During the last 6 months there have been a number of changes within the membership of the Governing Board. As a result of these changes there is a need to review the names of Link Governors. PB has contacted individuals to discuss some proposed changes: <ul style="list-style-type: none"> ○ HSE and Facilities & Estates – Chris Rhodes ○ Science, Business & Computing – Davinder Lotay ○ Marketing & School Liaison – Kenny Murray ○ Work Based Learning – Debbie Bryce ○ Health, Access, Care, Entry Level & Teacher Training – Sharon Wallace ○ Public Services, Sport, ESOL, Travel & Tourism – Paul Colman ○ Hair, Beauty & Hospitality – To be determined • Whilst these changes will take effect from Sept 2019, Governors will be encouraged to meet with the Assistant Directors and Assistant Principals during the summer term to start to build links. • There is a Link Governor Information folder on GovernorHub which contains documents which explain the role of Link Governors; the annual schedule of meetings (by half-terms) and useful structured questionnaires for Governors to use with Student and Staff Focus Groups. Link Governors can plan around their link meetings to suit your personal/work diaries and committee meetings • Governors were reminded to let the Clerk know of your visits. <p>The meeting APPROVED the above Link Governor proposals.</p>
FC 13/19	<p>Resolution to approve policy updates of job holders and titles without Board approval</p> <p>The meeting noted the report which had been sent to all members in advance of the meeting. The Clerk referred to the report and the following points were noted:</p> <ul style="list-style-type: none"> • There are a large number of College Policies many of which are referred to one of the Governor Committees: Chairs', Audit & Risk, Finance & Resources or Management and Performance; or to the Full Corporation Board for approval. • It is proposed that a resolution is passed by the Board agreeing that minor amendments may be made to College Policies which are usually agreed by Committees without the policy then being immediately referred to the Committee. This would be acceptable subject to the following: <ul style="list-style-type: none"> • ALL minor amendments are recorded in the policy system and are auditable. • The only minor amendments which can be made, without referral to the respective Committee are: <ul style="list-style-type: none"> ▪ Contact detail changes e.g. telephone number change; ▪ Job title changes of a post-holder (same level of post, but changed title); ▪ Name changes of a member of staff; ▪ Email address changes ▪ Correction of typing errors ▪ Reference to a room number/location <p>Governors passed a RESOLUTION that minor amendments to College Policies may be made without referral to a Governing Committee or Governing Board where minor amendments are only per the detailed list AGREED by Governors on 26 March 2019.</p>
FC 14/19	<p>Confidential business noted</p> <p>It was agreed that information relating to the Banking Mandate, College Continuous Improvement Plan (CIP) and some points raised under the Chief Executive's Report would be recorded as Part B Confidential minutes for commercial sensitivities.</p>

	The confidential minutes of the meeting on 25 January 2019 were reviewed for accuracy and were approved. The meeting noted that all governors present, except where noted, had been party to these discussions and parts of the meeting.
FC 15/19	<p>Meeting: review and feedback</p> <p>As the Vice-Chair of the Board was absent, PB reflected that the following matters considered and decisions made at this meeting would have particular impact on the college, namely:</p> <ul style="list-style-type: none"> • Financial responsibilities: Approved the change to the bank mandate, and noted and approved a purchase over £100K • Focus on the learners: Noted the SARv2 and the detail behind it. Governors are ambitious for our learners and want the best for them. • Noted that we are one College and the journey travelled in the last 2 years. Governors recognised the work undertaken by the management team and all staff to achieve a 'single college' culture. • The meeting has noted how we will ensure that our work has a positive impact on the College by ensuring appropriate follow-up work is undertaken to our Corporation Strategy Day and our Governor self-assessment questionnaire.
FC 16/19	<p>Date of future meetings and any other business</p> <p>The meeting noted the following date:</p> <ul style="list-style-type: none"> • Tuesday 2 Jul 2019, 14:00hrs, Crewe. This meeting will be followed by a barbecue for Governors and their partners. <p>The meeting closed at 16:09hrs and the following people left the meeting: AP, JS and EM.</p> <p>The meeting moved to Confidential Business.</p>

Chair's signature:

Minutes produced: 3 April 2019

Chair's approval: 4 April 2019

Report made to Corporation, for approval: 3 July 2019