



**GOVERNING BODY
CONFIRMED MINUTES**

Date: 24 October 2018

Clerk to the Corporation

Venue: Board room, City Campus, the Sheffield College

Granville Road

Sheffield, S2 2RL

Tel: 0114 260 2620

Email alison.shillito@sheffcol.ac.uk

Present: Seb Schmoller (Chair)
Gwyn Arnold
Richard Calvert
Ian Falconer
Angela Foulkes
Beri Hare
Stephan Hollingshead
Jane Jones
Chris Linacre
Michelle MacDonald
Kim Streets
John Timms.

In attendance Kate Platts, Executive Director of Finance and Resources
Alison Shillito, Clerk to the Corporation
John Gray for agenda item 6

**Action by
whom when**

18/6/1 **Apologies for absence** were received from Jay Bhayani, Saleem Rashid, Kyle Hogan and Anita Straffon.

18/6/2 **Chair's remarks**

2.1 The Chair welcomed Richard Calvert, Stephan Hollingshead and Michelle MacDonald to their first meeting of Governing Body.

18/6/3 **Declarations of Interest**

Richard Calvert declared a standing interest as Chief Operating Officer of Sheffield Hallam University (potentially relevant to agenda item 7ii) and as a trustee of the Brigantia Learning Trust (potentially relevant to agenda item 6 because Longley Park Sixth Form College is part of the Trust). Governing Body noted the declarations and agreed that as neither item proposed a resolution for determination no action was required in respect of these declarations.

Angela Foulkes declared a standing interest as Chief Executive and Principal of the Sheffield College. Governing Body noted the declaration and agreed that no action was required in respect of this declaration. Angela withdrew from the vote on the resolution in item 16.

Michelle MacDonald declared a standing interest as a member of staff of the Sheffield College. Governing Body noted the declaration and agreed that no action was required in respect of

this declaration.

John Timms declared an interest in item 6 as a director and shareholder of a company working with HeppSY+ mentioned in the report for item 6. Governing Body noted the declaration and agreed that no action was required in respect of this declaration.

There were no other new declarations of interest made and no changes to previous declarations.

18/6/4 Minutes of the meeting on 16 July 2018 and the record of the workshop on 10 September 2018

4.1 The minutes of the meeting on 16 July 2018 were approved as an accurate record.

4.2 The report on the board effectiveness workshop held on 10 September was noted as a comprehensive record of the event and the action recommendations made at the workshop were referred to the Search, Remuneration and Governance Committee for further consideration and action as appropriate.

SRG
Cttee

Feb
2019

18/6/5 Matters arising and action record

5.1 Governors considered the matters arising from previous meetings as follows.

5.2 Minute 18/2/7.4 refers: College Staff Performance Management Framework

The Governing Body noted that this had been completed and thanked the Executive Director Human Resources and Organisation Development for ensuring the details of the new scheme were sent to governors.

5.3 Minute 18/3/13.2 refers: Equality, Diversity and Inclusion

Governors noted that the College's Equality, Diversity and Inclusion Board had been reconstituted and would be considering the actions on gender pay gap as well as progress on the College's other Equality Objectives. This action was closed. Governing Body requested that the minutes of the EDI Board be circulated to Governors for information.

Clerk

ongoing

5.4 Minute 18/4/7.1 refers: DBS Checks for Governors

The Clerk reported that ten DBS certificates had been cleared; the outcome of three checks were awaited from DBS and two ID checks were outstanding. Clerk to liaise with the governors who still required ID checking to complete all applications by the end of October.

Clerk

31 Oct

5.5 Minute 18/5/23 refers: retirement dinner

The Clerk reported that her attempts to arrange a date for a retirement dinner when most of the retirees could attend had not been successful. The Chair proposed to write to the retirees and thank them on behalf of the board and the meeting endorsed this proposal.

5.6 Clerk agreed to rationalise the action tracker to bring related items together into single actions and to highlight the items overdue and in progress as red or possibly orange rated.

18/6/6 Report of the Chief Executive and Principal

- 6.1 The Chief Executive and Principal presented the report, which governors considered as follows.
- i) **Implementation of “Teacher on a page”** – governors asked how this change was being received by staff. The Chief Executive and Principal commented that there had been a mixed reaction. Some teachers had welcomed having data about the performance of students in their classes in one place as this was new and useful. Providing staff with access to this data had resulted in queries about which registers were attributed to individual staff. Most of the concerns raised had been (beneficially) about the accuracy of the data and how it would be used by managers to make judgements about teaching quality. Senior managers would be using the data in a developmental way to support improved teaching quality at individual team and college levels.
 - ii) **Dress code** - It was noted that the consultation had been extended and that the policy included a transitional period for people to adapt. The Chief Executive and Principal said that it was having a positive impact on the general way staff present themselves.
 - iii) **Apprenticeship performance** – this was a continuing area of concern. The period of rapid growth in 2017 where investment in additional resources had not kept pace with the growth in demand had resulted in reduced rates of retention and timely completion. This data would be carried into 2018 as many apprenticeship programmes lasted two years. Senior managers were aware of this issue and paying close attention to areas of growth to respond quickly to employer demand, whilst ensuring that quality is not compromised.
 - iv) **Organisation culture** – the Chief Executive and Principal commented that maintaining and increasing the pace of change in organisation culture was a key priority for senior managers. One of the Ofsted inspectors at the monitoring visit had commented positively on the changes at the College they had observed compared to their experience in January 2018. The new appointments in curriculum leadership roles were reported already to be having a positive impact and work was continuing to fill the remaining vacancies. This would be an ongoing task as an Assistant Principal and three heads had recently resigned.
 - v) **Ofsted Monitoring Visit** – it was noted that the outcome of the monitoring visit was subject to Ofsted moderation processes but the indications from the visiting team were that the College was making significant progress in leadership and management and reasonable progress against the other actions specified in the January 2018 Ofsted report.
- 6.2 Governing Body agreed to receive the report and in particular congratulated the Chief Executive and Principal and her team on the progress made that had been summarised by Ofsted in the Monitoring Visit.

18/6/7 Recruitment and Enrolment Report

- 7.1 The Director of Marketing presented the confidential report highlighting that 2018/19 recruitment was largely on target apart from Higher Education, which had not achieved targets in two curriculum areas.
- 7.2 Governors noted that the Academy of Science had under-recruited in 16-18 students. The Director of Marketing said that this reflected the strong competition at Level 3 from sixth forms in the city. Similarly the competition in HE was particularly fierce with many universities making unconditional offers. The Chief Executive and Principal said that to tackle this the College was improving its study facilities for HE, Access and A level students. The new Vice Principal for HE and Academic Studies would be promoting the distinctive features of the College's HE offer and working to improve internal progression.
- 7.3 Governing Body noted the information presented and endorsed the action being taken to recruit in-year for programmes where possible and to assess the impact of under-recruitment on the College's 2018/19 operating plan, which would be considered at the December meeting.

18/6/8 HE Update 2017/18

- 8.1 The Chief Executive and Principal presented the confidential report which contained data on HE achievement (to be confirmed via ILR), National Student Satisfaction Survey 2017/18 and the results of the Destination of Leavers from Higher Education survey (from 2016/17 leavers six months after graduation).
- 8.3 Governors noted the data and that the new Vice Principal HE and Academic Studies would be presenting the HE annual review and action plan to Teaching, Learning, Quality and Student Experience Committee in November 2018.
- 8.4 Governing Body approved that TLQSE Committee be delegated to sign off the Annual Provider Return to the Office of Students on behalf of the board and report on this to the December meeting.

VP HEA&AS	Nov 2018
TLQSEC	30 Nov 2018

18/6/9 HE: Sheffield Hallam University Partnership Review

- 9.1 The Chief Executive and Principal presented the report commenting that the review had been a rigorous and positive experience for the College. The report including individual and joint actions for both parties with deadlines and a process for progressing and reporting on the actions.
- 9.2 Governing Body noted the report and welcomed that it included a clear statement of actions, deadlines and responsibilities, which governors had been asking for from such reports at previous meetings. The clarity of action in this report was a good exemplar.

18/6/10 Safeguarding Annual Report 2017/18

- 10.1 The Chief Executive and Principal presented the report commenting that
- i) the increased number of safeguarding concerns reported over the period reflected improved identification and reporting of issues. Most of the reports were categorised as being 'low risk' and were dealt with effectively by trained tutor mentors, with support from the College's four designated leads for

- safeguarding and well-being, as necessary.
- ii) The number of serious or high risk issues had not significantly changed over the last three years and the level and type of reporting was not exceptional for a large urban GFE college.
- iii) The College had implemented new online reporting and tracking systems to ensure reports were systematically followed up and data security fully complied with data protection requirements.
- iv) As part of strengthening curriculum leadership the College had appointed a new Head of Safeguarding who was due to take up the appointment shortly.

10.2 Governing Body noted the report and welcomed the actions being taken to strengthen reporting on follow-up and outcomes of interventions. Governing Body endorsed the importance of governors showing leadership on safeguarding by completing outstanding actions including:

- i) appointing and training a new link governor for safeguarding and SEND.
- ii) completing DBS ID checks where these were outstanding
- iii) completing and refreshing basic safeguarding training, as required. The completion of the ETF online training modules was mandatory for all members of the College.

The Clerk would remind individual governors with training or ID checks outstanding.

Clerk

16 Nov

18/6/11 Whistleblowing Policy and Annual Report 2017/18

11.1 The Clerk presented the report and updated policy commenting that the policy would be published on the College's external website and therefore available to workers and contractors who did not have access to the College's staff hub. Governors asked whether students could use the policy to report misconduct confidentially. The Clerk said that the policy and the laws on whistleblowing were specifically to protect workers. The College's Complaints Policy applied to students and other external stakeholders reporting dissatisfaction with the College services or staff. The policy included arrangements for treating complaints confidentially and students wishing to complain about any matters would be directed to the Complaints Policy.

11.2 Governing Body approved the Policy and noted the report.

18/6/12 Governor Engagement Plan

12.1 The Chief Executive and Principal presented the report which had been considered and recommended to the board by the Search, Remuneration and Governance Committee. Governors noted that:

- the proposals did not yet include governor involvement in the proposed student council and this would be added once the arrangements for the council had been finalised;
- once the plan was approved, there would be further work on finalising the guidelines for governors and staff on the brief for activities, their purpose, and the College's expectations in terms of conduct and feedback.

12.2 Governors considered the proposals as follows.

- Governors asked what elements of the plan would be mandatory and the level of commitment expected. The

Chief Executive and Principal said that Link Governor roles were mandatory. Engagement activities were intended to be rewarding and enjoyable and enable governors to triangulate the information they received at meetings. All governors would be expected to take part in some activities and report back to the board so that the College benefited from supporting these activities.

- Governors reiterated the importance of staff understanding the purpose of the activities as well as governors.
- The engagement activities were separate to governor training. The Search, Remuneration and Governance Committee was currently reviewing and refreshing the Governor Training Plan which would continue to include mandatory elements.

12.3 Governing Body approved the recommendations outlined in the papers as follows.

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|------|--|---------------|--------------|
| i) | Chair of Governors to work with the Chief Executive and Principal to correspond with governors individually to secure sign-up to the activities and Clerk to liaise with College staff to put together a detailed programme for approval by Governing Body in December for implementation January – July 2019. | Chair
CE&P | Nov
2018 |
| ii) | Governors to report on the outcome of their engagement to the next relevant board or committee meetings | Chair | Dec
2018 |
| iii) | Chair to seek to match governors against link roles | SRG | June
2019 |
| iv) | Search, Remuneration and Governance Committee to evaluate the success and impact of activities at the end of the year. | | |

18/6/13 Governor appointments update

13.1 The Clerk reported that the governor vacancies had been advertised on the College website and through governors' own networks. There had been some interest in the role and a date had been arranged for the Search, Remuneration and Governance Committee to interview shortlisted candidates. The College had not engaged a search consultant on this occasion.

13.2 Governing Body noted the information and looked forward to receiving recommendations for new governor appointments from the Search, Remuneration and Governance Committee at its next meeting.

	Clerk	Dec 2018
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18/6/14 Health and Safety Report 2017/18

14.1 The Executive Director of Finance and Resources presented the report. Governors were satisfied with the overall assurance in the report but challenged senior managers to explain the policy that teachers employed on a part-time or casual basis by Sparks Teaching Services on an hourly basis were not paid an additional sum for completing mandatory health and safety training. The Chief Executive and Principal said that the College requires and checks that STS Ltd staff fully comply with the College's requirements (DBS check and completion of mandatory health and safety and safeguarding training) before engaging them to teach in the College. These checks had to be refreshed and renewed where STS Ltd staff had been inactive before they could be commissioned. The process of contacting STS Ltd staff about mandatory checks and training had resulted in some inactive STS Ltd staff leaving the company. This had helped in focusing efforts

on encouraging staff who did wish to work on a casual basis to complete training. The arrangement for STS Ltd staff is was similar to that for casual staff being commissioned through other agencies. The College is currently not in a position financially to pay all STS Ltd staff an additional amount to complete this training.

- 14.2 Governors noted the report, commenting that they were assured that the College had an approach that ensured all staff working unsupervised in the College completed mandatory health and safety training. Governors requested that the provision of training for STS Ltd staff be reconsidered as part of the management review of the company to be reported to Finance, Employment and General Purposes Committee in spring 2019.

ED HR&OD Feb 2019

18/6/15 Period 12 2017/18 Management Accounts and Outturn to 31 July 2018

- 15.1 The Executive Director Finance and Resources presented the report, which had been considered in detail by Finance, Employment and General Purposes Committee at its meeting on 3 October 2018. Governing Body noted the report.

18/6/16 Financial Regulations and Delegated Authority Matrix

- 16.1 Governing Body received the revised Financial Regulations and Delegated Authority Matrix which had been considered and recommended for approval by the Finance, Employment and General Purposes (FE&GP) Committee.
- 16.2 A governor asked how the powers of the Clerk and Chair were represented in the Delegated Authority Matrix and if there were any conflicts between different documents. The Clerk said that the order of precedence was the Instrument and Articles followed by the regulations approved by the board including the Standing Orders and Financial Regulations. The Delegated Authority Matrix provided guidance under the Financial Regulations.
- 16.3 Governing Body approved the Financial Regulations and Delegated Authority Matrix noting that updating of the Standing Orders may require minor changes to the DAM. Further, Governing Body endorsed the decision of FE&GP Committee that routine updating of the Financial Regulations and associated guidance be delegated to the Executive Director of Finance and Resources, who would bring recommendations for substantial changes to the Committee for approval with any fundamental changes being recommended for approval by Governing Body.

18/6/17 Instrument and Articles and Governing Body Standing Orders

- 17.1 The Clerk presented the updated Standing Orders that had been considered and recommended for approval by Search, Remuneration and Governance Committee. It was recommended that detailed lists of role holders subject to the requirement to disclose their interests be removed from the Standing Orders as these role titles were subject to relatively frequent changes.
- 17.2 It was noted that there were no changes proposed to the Instrument and Articles of Government which had been changed little since the implementation of the statutory instrument Further Education Corporations (Former Further Education Colleges) (Modification of Instruments and Articles of Government) Order 2012. The Chair commented that understanding of governance

would be improved if the Instrument and Articles were reviewed, re-written in plain English and modernised. The Clerk commented that a thorough review and redrafting would require investment of time and funds for legal advice. Whilst it would be sensible to have established what the costs would be, governors said that investment should be prioritised in teaching and learning.

- 17.3 Governing Body approved the changes to the Standing Orders, with the removal of the list of role holders on page 4. Clerk agreed to make the revisions, check cross-referencing and publish the revised Standing Orders on the governance section of the College website.

Clerk

Nov
2018

18/6/18 Bank Loan Facility: Amendment Deed

The discussion of this item is included in a confidential minute.

18/6/19 Barclays Bank loan facility amendment resolution

The discussion and resolution of this item is recorded in a confidential minute.

18/6/20 AIB loan facility letter of amendment resolution

The discussion and resolution of this item is recorded in a confidential minute.

18/6/21 Application of the Corporation Seal

- 21.1 Governing Body noted that the seal had been applied to the following documents:

- i) a contract for the sale of freehold land between The Sheffield College and Leader Properties Limited relating to land at Shirecliffe House, Shirecliffe Lane Sheffield (sealing register reference 188) and
- ii) Land Registry Transfer of part of registered title SYK142140 for the transfer of a freehold interest in land at Shirecliffe House, Shirecliffe Lane, Sheffield (sealing register reference 189).

- 21.2 Governors noted that in both cases, the seal was authorised by Seb Schmoller and Angela Foulkes on the authority of the Finance, Employment and General Purposes Committee as approved at its meeting on 3 October 2018.

18/6/22 Minutes of committee meetings

- 22.1 The meeting received the minutes of the following meetings with items recommended for approval approved or endorsed and other items noted as follows.

22.2 Audit and Risk Assurance Committee

Governing Body noted the minutes of the meeting on 21 September 2018 and confirmed approval of items highlighted on the summary sheet not already covered in the Governing Body meeting, which were:

- i) ARA Minute 18/3/7.3: Risk Management Strategy 2018/19
Governing Body approved the Risk Management Policy, following minor updates and corrections suggested by the Committee and Governing Body in July 2018. It was noted that the Risk Register would next be presented to Governing Body at its December 2018 meeting.

- ii) ARA Minute 18/3/15.2 Annual Report of the Internal Audit Service 2017/18

It was noted that the Committee had commended the Annual Report of the Internal Audit service 2017/18 to Governing Body and this would be presented to Governors in full for consideration at its December meeting as part of the Committee's Annual Report for 2017/18.

22.3 Finance, Employment and General Purposes Committee

The Chair presented the minutes of the meeting on 3 October 2018 and commented that there had been a high volume of business, scrutinising the refresh of College finance policies and the new KPIs. Governors had appreciated the level of detail they were receiving and had commented positively on the good quality of reporting. Governing Body noted the minutes and confirmed approval of items not already covered in the meeting as follows

- i) FEGP Minute 18/4/14 Modern Slavery Policy Statement
Governing Body noted and endorsed the Committee's decision to approve the Statement for publication.
- ii) FEGP Minute 18/4/15 Sale of part of the freehold reversion of Shirecliffe House
Governing Body noted and endorsed the Committee's decision on its behalf to approve the sale of the freehold reversion for part of the Shirecliffe House property.

22.4 Search, Remuneration and Governance Committee

Governing Body noted the minutes of the meeting on 8 October 2018 and that there were no further matters requiring board approval that had not already been included on the Governing Body meeting agenda.

22.5 Teaching, Learning, Quality and Student Experience Committee

The Clerk tabled a summary of the meeting that had taken place on 19 October 2018, rescheduled from 10 October 2018 due to the Ofsted Monitoring Visit.

The Committee Chair commented that the new Committee welcomed the increased focus on teaching learning and assessment signalled by the change in title and terms of reference. The Committee had requested a change to its terms of reference (considered in GB minute 18/6/23 (below)). The Committee had agreed further action on apprenticeships and the Chair was working with the Chief Executive and Principal and Deputy Chief Executive: Curriculum, Quality and Assessment to refine the draft KPIs, which would be presented to the board in due course.

The Committee had seen improvement in some of the reports in terms of type of report governors needed but there was more to do to ensure that every report came with clear action points and deadlines for governors to scrutinise, challenge if necessary and against which to monitor progress.

18/6/23 Committee Terms of Reference 2018/19

- 23.1 Governing Body approved minor changes to the committees' terms of reference as follows, as proposed by the committees in question:

- i) Search, Remuneration and Governance Committee
 - *Constitution* be amended to include the Chair of the Teaching, Learning, Quality and Student Experience Committee;
 - *Membership* be updated (and corrected) to include Beri Hare and Kim Streets (whose name was omitted from the approved membership list in error).
- ii) Teaching, Learning, Quality and Student Experience Committee
 - *Duties* (8.2) be amended as follows (new wording underlined):

Approve, on behalf of Governing Body reports and returns to relevant regulatory bodies including

 - the annual Self-Assessment Report, which shall include arrangements related to learners with Special Educational Needs and Disabilities,
 - Safeguarding and Prevent reports to local authority and ESFA,
 - Higher Education reports and returns to the Office for Students and validating bodies.

23.2 The Clerk agreed to make the changes to the Terms of Reference and publish the revised documents on the Governance website.

Clerk

Nov
2018

18/6/24 Review of meeting and closing remarks

Governors commented that the paper pack had been clear except that it had not included a set of board Key Performance Indicators. The Chief Executive and Principal responded that new KPIs had been piloted with each committee and TLQSEC had requested further work on the Quality KPIs. The Chair of TLQSEC had agreed to work with senior managers on this as reported in minute 18/6/22.5. As the meeting had been postponed to three working days prior to the board meeting, it had not been possible to consider and agree the revisions in time for the board meeting.

18/6/25 Any other business: schedule of student performing arts shows

The Chief Executive and Principal reported that the Academy of Media and Performing Arts had a schedule of performances for Autumn 2018 and Spring 2019 and Governors were strongly encouraged to attend one of these to see the work going on. The Clerk agreed to email the schedule to all governors and would arrange tickets for any governors wishing to attend.

Clerk

Oct
2018

18/6/26 Date of meetings for 2018/19

The Schedule of meetings of Governing Body for the remainder of 2018/19 were noted as
 Wednesday 19 December 2018 8.30 -10.30 am
 Wednesday 23 January 2019 13.30 - 20.00 (Strategy Event with Governor dinner included)

End