

## Askham Bryan College Corporation

### Corporation Meeting

#### Minutes of the meeting held Monday 14 May 2018 – 2.15pm-5.15pm Eamont Room, Conference Centre, Newton Rigg

It was noted that the Corporation Meeting was preceded by a tour of Sewborwens Farm, which AA stated looked outstanding. There was also a risk management session with BDO (Internal Auditors).

**65. Present:** Anthony Alton (AA) – Corporation Chairman, Alan Bowe (AB) – Corporation Vice Chair, Andrew Cobb (AC) – Quality and Standards Committee Chair, Catherine Dixon (CD) – Chief Executive, Kathryn Harrison-Graves (KHG) by VC from York, , Peter McKenzie (PM) – Audit Committee Chair, Alan Skidmore (AS), Ian Snowden (IS) – Staff Governor, James Standen (JSt), Maureen Vevers (MV), John Williams (JW).

**In attendance:** Emma Barbery (EB) – Finance Director, Sandra Burnhill (SB) – Executive Director Apprenticeships, Quality and Standards, Judith Clapham (JC) - Clerk to the Corporation, Sharon Sheppard – Executive Director FE Land-based, Pippa Tiller (Interim Executive Director Curriculum), Deirdre Rooney (DR) – HE Director, Natalie Jackson (NJ) and Matt Thompson (MT) – BDO Internal Auditors.

**66. Acceptance of apologies for absence:** Jennifer Bartram (JB), Ian Brown (IB) – Finance and General Purposes Committee Chair, David Lynch (DL), Haider Malik – Student Governor/SU President, Rosie Patrick – Student Governor/SU Vice President, John Smith (JS) – Staff Governor, Emma Wilkins (EW).

#### **67. Declarations of Interest**

There were no changes to the Declarations of Interest as detailed in the register, none of which it was agreed amongst those present precluded anyone.

Those thought relevant are listed below:

- AA, AB, CD and JSt, as Directors of ABC College Co Ltd and ABC Enterprises Ltd.
- AB in relation to the H&H Group plc whom the College uses for the cattle market and printers and provided £100 sponsorship to the Awards Ceremony.
- AC as an Independent Consultant to QAA and Director of Andrew Cobb Academic Services.
- JW as a Governor at Kirklees College.
- KHG as an employee of Higher Education Academy and External Examiner at Myerscough College
- MV as a University of York Court Member and University of York Archaeology Department Advisory Board Member
- EW as Executive Director of Student and Staff Services at York St John University
- CD as a board member of the North Yorkshire and East Riding Local Enterprise Partnership

#### **68. Minutes of the meeting held 12 March 2018**

**Resolved:** The minutes of the meeting held 12 March 2018 were accepted as a true and accurate record following amendments as marked on the draft and signed by AA as Chair.

## 69. Matters Arising from the minutes/action schedule

The action regarding establishing a target for closing the gender pay gap was raised. CD stated that the People Strategy is beginning to impact and would produce a paper regarding the percentage figure which would be realistic and achievable, but stretching.

AS queried the legislation and any penalty. CD clarified that the obligation in the legislation is to report, so there is no penalty if report and that the gender pay gap is different to equal pay.

## 70. Governance

### Quality and Standards Committee

AC as Chair of the Committee, presented a report on the Quality and Standards Committee held 23 March 2018.

AC highlighted that the Committee had considered student feedback/engagement, equality, diversity and inclusion and for FE, curriculum planning, recruitment, KPIs, apprenticeships (overcoming issues), SAR and QiP, school and college performance tables, Landex peer review and their perception of the College, SPOC, Maths and English, safeguarding and student services and for HE, recruitment, KPIs, reporting structure, annual report, academic board report, TEF, responses to consultations, HEFCE annual monitoring and FDAP with extensive paperwork, with some repetition from corporation. It was noted that a process is being considered for adapting the agenda to items of discussion and starred items for information, to assist with the volume of business.

It was noted that the Office for Students replaces HEFCE with effect from 1 April and that an application is being made. It was suggested that the submission is circulated to the FDAP scrutiny panel.

AC requested a review of the acronyms glossary on an annual basis. **ACTION**

It was noted that EW and KHG had joined the Committee and AC stated he had had a helpful meeting with EW prior to the Committee.

### College Company Meeting

AA as Chair of the meeting, presented a report on the College Company Meeting held 16 April 2018 which had considered a farm report from York, Sewborwens, Low Beckside, basic payment scheme, farm strategic review, curriculum – student activity/experience, digital farm, risk and health and safety issues, farm accounts/capital, ABC Enterprise and events.

AA made reference to the minutes and highlighted that consideration had been given to large amounts being tendered for by the farm managers following due process. **ACTION** EB to speak to MB regarding following the procurement policy.

It was noted that:

- Consideration was being given to a poultry unit (which is not currently available in the College) in Cumbria which the Committee had questioned being at Low Beckside due to rainfall and hens being outside.
- The College is involved both the Higher Level Stewardship and Basic Payment Scheme with the forms having been completed for the College.
- The Point to Point had been cancelled due to inclement weather, but will happen next year, weather permitting. JSt queried who is responsible for the barriers as he had noticed many of them are down. CD confirmed that John Mawson, Director of Physical Resources works in conjunction with the farm staff and would ask them to rectify.

- There had been difficulty with forage for the winter and the number of sheep/cows is being looked at.
- Low Becksides has exceeded budget and is good to see is performing.
- There continues to be an issue with grain storage.
- TB has appeared in Cumbria and is worryingly close to the College. EB queried what the implications are if it does reach the herd. It was noted that it will not impact on the milk, but will result in animals being removed from the herd and loss of value and production. IS asked about the implications for the student experience. It was noted that there is no risk to the students.
- The new technical level qualifications have had an impact on the farm and the timings of some of the elements to be tested are being looked at in the farming year.
- HE are using 4200 student hours for academic activity and just under 200 students are making use of the farm. JW queried if this is good. It was noted that there are more opportunities to be involved at York which are being developed with some lessons to learn from the methods used at Newton Rigg. IS confirmed that there are a lot of students wanting to be involved on the farms and students do get a good deal, but it takes a lot of organising as everything needs supervision and trying to get practicals in eg assessing 65 students on ploughing is the reason JS is not present at the meeting. It was also noted that there are only certain times the farm can be used and in certain areas, not through the lack of want, but for legal reasons, eg it was noted that lambing duties had to be curtailed due to H&S reasons.

### **Search and Governance Committee**

AB as Chair of the Committee, presented a report on the Search and Governance committee held 24 April 2018.

AB highlighted the recommendations of the Committee.

It was noted that the Directors had recommended that IB be invited to be a Director of the College Companies due to his financial skill set.

**Resolved:** Corporation members unanimously approved that IB become a Director of Askham Bryan College Company Limited and Askham Bryan College Enterprise Limited.

Consideration was given to the revised Standing Orders, Governor Training and Development Policy, Procedure for complaints against the Corporation and Conflicts of Interest policies.

Further suggestions were made by Corporation members to the Standing Orders which the Clerk noted.

**Resolved:** Corporation members unanimously approved the revised Standing Orders including revisions at the meeting, Governor Training and Development Policy, Procedure for complaints against the Corporation and Conflicts of Interest policies.

Consideration was given to the Eversheds 15<sup>th</sup> Edition Code of Conduct.

**Resolved:** Corporation members unanimously adopted the Eversheds 15<sup>th</sup> Edition Code of Conduct.

It was noted that the FDAP scrutiny team will be undertaking their initial team visits 30/31 May 2018 and have asked to see Governors (AA, AC, KHG, MV, EW, JB, IB and JW) 4-5.30pm, 30 May 2018 with an internal pre-meeting from 3.00pm which DR and TW will be leading on. It was noted that the Clerk will not be present.

It was also noted that an Equality, Diversity and Inclusion session is planned for the College for Friday 29 June 2018 to which all Governors are invited.

### **Audit Committee**

**Resolved:** JC reported that Grant Thornton had been appointed as External Auditors for three years as a result of 12 votes for, 2 against and 2 abstentions.

It was noted that EB had already had an operational meeting with Grant Thornton and that a meeting had been arranged for Grant Thornton to meet with PM and separately with CD in June.

### **Headline Risk Register**

Consideration was given to the Headline Risk Register, updated by SMT (indicated by coloured text). The importance of the Corporation understanding the risks was recognised.

It was noted that the first column identifies the inherent risk and provides a score before mitigation, the next column the current risk status with controls in place and the third the residual risk, if took further resolving action, although this needs assessing against cost as may decide not to. It was noted that there is also a column showing the movement of the risk. CD provided an overview of the register with changes in education policy which the College has to respond to (eg apprenticeships, technicals, funding), staffing, pay and reward (implementing people strategy), IT and impact on services and data (need to ensure the right infrastructure and prevent IT failures. GDPR a particular issue), safeguarding (keeping students safe number one priority), Health and Safety, property (loss of facilities. Need to ensure business continuity), reduction in income (on the increase so a known challenge), oversight of governance and regulatory failure (regulated Ofsted, QAA, OfS, Care Standards).

It was noted that the register is reviewed by SMT on a monthly basis and there is a Risk Management Group that meets prior to each Audit Committee, all to test if the right risks are included and classified at the right level. It was also noted that the Quality Improvement Plan is linked to the register.

It was noted that in the Integrated Risk Management Document there is a risk appetite piece so for this to be included on the Headline Risk Register so kept under review. PM requested that some of the points included in the controls and further resolving actions are asides and need moving in to another column too. **ACTION**

KHG asked how departmental risks are included. It was noted that departmental risk registers have been produced by department staff and feed in to the Risk Management Group which feeds up to the Headline Risk Register, as relevant. It was also noted that in line with the Integrated Risk Management document, risk champions have been allocated for departments so the mechanisms become embedded. It was also noted that there are individual risk assessments on activities.

AC asked in relation to the reduction in income about the plans for short term, medium and long term alleviation.

PT joined the meeting.

CD stated that it has been questioned what we know now and by the end of the year and what have to do next year to get to break even. It was stated that some assumptions have been made eg re farms being on budget. It was noted that the current run rate is higher than it

should be given the rate of income, so to get to a break even position would need to reduce expenditure by just under 3% from everyone's budget, to get back to better financial health. It was stated that this is not a pure way of doing it and the way it is being tackled at the moment is through the curriculum review and the piece of work on timetables, which is in the process of being costed, along with tracking some of the government policy changes, eg implementing changes in work placements. It was also noted that a piece of work is being done on increasing the number of full cost recovery courses and looking at other aspects, eg how do tutorials with an aim of a better student experience. The aim is for savings to come from the curriculum review to resolve where need to get to from a financial perspective. It was noted that for HE curriculum there is a model that is used in many HE organisations of teaching time vs remission (back office services) which is informing the way it looks and is in the process of being costed.

It was noted that PT is leading on the curriculum review and has been meeting regularly with Section Leaders. It was noted that it has been a detailed process working through budgets line by line and that it has been challenging as an organisation as there is inconsistency in the organisation, eg staff are on different terms and conditions, so to bring the rigour has been a challenge, but it is in the final stage of finalising costings and controls which will give a greater level of financial control and prevent overspends on budgets.

It was noted that the College has a financial dip in the spring term each year and the aim has been to get to a healthier cash position (which it now is) which the loan restructure will help with cashflow.

#### **71. Governor Activity Feedback – Departmental Briefings, events, training**

PM reported that he had visited the finance team and met with EB and Helen Wood to gain an overview of the function in the College which had been useful. It was noted that there are financial links with HR and that JB is undertaking the HR departmental brief. It was noted that PM is due to visit the Middlesbrough centre later in May.

JW reported that following his learning walk he had passed on local contact details to motor sport which should be beneficial to the College. It was noted that JW had also attended the strategy launch at York, along with AA.

It was noted that AC will be attending the HE poster day, along with AS and EW.

It was noted that AA and AB had been present at the visit to the sheep shed with HRH The Prince of Wales which had been a great success and showed the College in excellent light.

MV reported that along with KHG and as part of their induction had met with senior postholders to gain an overview of their roles and the college which had been really interesting and helped with understanding. It was noted that MV had also undertaken a departmental briefing with marketing and the Learning Resource Centre.

#### **72. Chief Executive Report**

Members agreed that aspects of minute 72 should be classified as confidential on the grounds of staff and commercial sensitivity. The minutes and associated reports are therefore not available for circulation to the public, college staff or students, along with any draft documents.

Consideration was given to the Confidential Chief Executive Report to the Corporation to update on key areas of the business, covering strategy, recruitment, Financial Position, IT, Funding Review, ESFA Financial Monitoring, External Auditors, Budgets, VAT, Curriculum Review, Middlesbrough, Wakefield, Scarborough Centre, HE, Foundation Degree Awarding Powers, Student Services, Property, Local Enterprise Partnerships (LEP), Land based Assessment

Limited, Data Protection and General Data Protection Regulation, Terms and Conditions, policies and procedures, English and Maths, Key performance indicators, Apprenticeships, Self Assessment Report, QIP, Performance Reviews, Marketing, HR and External Environment, with detail as in the report and appendices for the Management Accounts, Office for Students, Data Protection Policy and ESFA letters.

PM and MV left meeting.

### **73. Commitment of college finance to the digital farm project and ongoing college commitment**

Members agreed that minute 73 should be classified as confidential on the grounds of staff and commercial sensitivity. The minutes and associated reports are therefore not available for circulation to the public, college staff or students, along with any draft documents.

### **74. Data Protection Policy**

Consideration was given to the Data Protection Policy which it was noted encompassed changes as a result of the introduction of the General Data Protection Regulation, with effect from 25 May. It was noted that it had been through SMT who had approved the policy which also included further revisions.

**Resolved:** Corporation unanimously approved the Data Protection Policy.

### **75. ESFA letters**

Members agreed that aspects of minute 75 should be classified as confidential on the grounds of staff and commercial sensitivity. The minutes and associated reports are therefore not available for circulation to the public, college staff or students, along with any draft documents.

Consideration was given to the correspondence received from the ESFA. It was noted that the **Askham Bryan College Financial Statements 2016 to 2017** letter stated that following a review of the college's financial plan submitted in July 2017, the ESFA had concluded that the college's underlying financial health grade was Satisfactory and following a review of the college's audited financial statements and finance record, confirmed this underlying grade. It was also noted that the financial dashboard provided was compiled from the information that the College and other colleges had provided.

It was also noted that a letter was included from Ofsted regard the changes that affect inspection.

### **76. Confidential items**

Members agreed that aspects of minute 72, minute 73 and 75, should be classified as confidential on the grounds of staff and commercial sensitivity. The minutes and associated reports are therefore not available for circulation to the public, college staff or students, along with any draft documents.

### **77. Any Other Business**

JW requested that there is a strict curfew on the receipt of papers so they can be sent as a whole seven days (five working days) in advance, to enable governors who give freely of their time, sufficient time to properly read the papers so they are prepared to discuss, debate and decide on important matters without unnecessary pressure.

### **78. Date of next meeting**

**Resolved: Monday 23 July 2018**

## Action Schedule

Date Action Raised	Minute No	Action required	Action by	By when
<b>Current</b>				
14/5/18	70	Review the acronyms glossary annually	All	ASAP
14/5/18	70	EB to speak to MB re following the procurement policy for tendering on the farm	EB	ASAP
14/5/18	70	Include Risk Appetite column on Risk Register as included in IRM document	JC/CD	ASAP
14/5/18	70	Move asides from controls and further resolving actions	JC/CD	ASAP
14/5/18	70	Provide a recruitment update to Corporation every two weeks	SS/JC	ASAP
<b>Pending</b>				
12/03/18	57	Establish a target for closing the gender pay gap. 14/5 will produce a paper for future meeting	RH/CD	ASAP
<b>Cleared</b>				
13/11/17	29	Organise a Risk Appetite session for Governors.	JC/CD	ASAP
12/03/18	63	Check minutes on Moodle	JC	ASAP

I certify that this is a true and accurate record of the meeting held 14 May 2018 and agree to them being made public on the Askham Bryan website.

Signed  
Chair

Date