



MEETING OF THE CORPORATION

Minutes of the meeting held on 3 February 2020 9:30am

Present:

Chris Brown	External Governor	Chair
Andrew Wolfe	External Governor	Outgoing BMC Chair
Simon Ashworth	External Governor	
Dawn Whitemore	Principal	
Jane Wilson	External Governor	
Matt Humphrey	External Governor	
Miles Brown	External Governor	
Chris Brown	External Governor	
Matt Humphrey	External Governor	
Peter Jordan	External Governor	
Jenny Shackleton	External Governor	
Mark Walker	Staff Governor	
Geoff Guy	Staff Governor	
Lorraine Smalley	Staff Governor	
Bob Kelly	External Governor	

In attendance:

Catherine Duro	Vice Principal Corporate Services	Interim Clerk
Lisa Craddock	Vice Principal Business Development	Outgoing BMC Clerk
Simon Kibble	Vice Principal Curriculum & Quality	
Vanessa Scales	Vice Principal Human Resources & Organisational Development	
Sylvia Royle	Vice Principal Resources	

Apologies for Absence

01 Apologies for absence were received from Maddie Kennedy, Josie Fraser and Joanna Harrold.

Declarations of Interest

02 No declarations of interest were received

Governance and Risk

Appointment of Governors

03 It was **resolved** that the **recommended appointments** from The Joint Steering Group and subsequently the Brooksby Melton Corporation **be ratified**.

Appointment of Chair

04 The nominations for the position of Chair were received.

Chris Brown left the meeting

05 There were no objections to Chris Brown being appointed as Chair.

06 **Resolved** that Chris Brown be appointed as Chair.

Appointment of Vice-Chairs

07 The Board was **informed** of the seven nominations received for the position of vice-chair. It was **agreed** that all those nominated would be asked to confirm their willingness to stand before an electronic ballot be held with the results going to the next meeting of the Corporation for the Vice-Chair to be appointed.

Appointment of Clerk

08 The Board was **advised** that the process for the appointment of a clerk initiated by the Brooksby Melton Corporation was yet to conclude, though there had been some strong applicants. The Board was **informed** that the interviewing was intended to be complete in advance of the next meeting when the recommendation for the appointment of a Clerk could be shared.

09 **Resolved** that Catherine Duro; incumbent clerk of Stephenson College, and Vice Principal Corporate Services **be appointed as interim Clerk** until the appointment process concluded.

Committee Membership

10 The Corporation discussed the need to establish Committees and appoint members.

11 **Resolved** that the Corporation would establish the following Committees

- Quality and Standards
- Finance and Resources
- Audit
- Governance and Search
- Remuneration

12 Volunteers would be sought to populate each committee for discussion and confirmation at the next meeting of the Corporation.

Schedule of Meetings

13 **Resolved** that the **schedule of meetings be approved**, with Corporation meetings alternating between campuses for the remainder of the 2019/20 year.

Risk Register

14 The risk register was received, presenting the risks facing the new entity. Each risk was explained and the rationale behind the risk register detailed.

15 The Corporation was **satisfied** that the key risks facing the college were identified and had appropriate management actions in place.

Strategy

Strategic Plan

16 The draft strategic plan was received. The board were provided with the context of the short term strategic plan and were **assured** that the executive had identified the key values, vision and objectives that would underpin the Strategic Plan for The SMB Group.

17 The Board's desire to be more explicit in detailing diversity and inclusion was discussed and would be considered by the executive team. **(Action)**

Opportunities and Challenges

18 The Principal shared with the Board the detail of some of the early challenges the executive team were working on. Early opportunities that had been identified were also discussed.

19 The Corporation agreed that the key focus of the college should be to get its business model right, across the group, to ensure all provision made an appropriate and sustainable contribution.

20 The Condition survey on the Brooksby Melton estate was discussed and the need to address the concerns raised about the accommodation by the recent Ofsted visit detailed and understood.

21 New business partnerships were detailed. The Board was reassured that these partnerships provided new exciting opportunities which the merged college would develop and benefit from.

22 All agreed that it was important to properly form the business model of the merged entity and that to do that properly took time. There was further debate about the estate and the importance of making the right decisions so that rather than the risk the estate could present it became an enabler for the business. The need to think innovatively to develop the resources for the future was discussed.

Minutes

Brooksby Melton College Minutes

23 The Board received for information and approval the minutes from the previous meeting of the Brooksby Melton College Board.

24 **Resolved** (by those who had been present at the meeting minuted) that these minutes be **approved for signing** by the outgoing Chair of Brooksby Melton College

Stephenson College Vesting Statement

25 The Board received the Stephenson College Vesting Statement, for information, with the conclusion that Stephenson College had not seen the merger as an end but a new beginning for a successful college to have a future enabled by its past. .

Joint Steering Group Minutes

26 The Joint Steering Group minutes were received and the Board understood that all matters arising were covered within the agenda.

27 **Resolved** (by those who had been present at the meeting minuted) that these minutes be **approved for signing** by the Chair.

PERFORMANCE AND EFFECTIVENESS

OFSTED Submissions

28 The Corporation was advised of the Self Assessment Reports that each college were required to submit. It was understood that these were historic documents. The grades were provided and the governors were informed that the Quality Improvement Plan would be based on this.

29 The Board was **assured** that the intention was to retain a 'good' grade and move towards 'outstanding' in a sustainable way. A governor **challenged** when outstanding could be achieved. The Board was **advised** that it was not possible to put a timeframe to it, the first priority was to not drop a grade which was common following merger and to then build a curriculum that enabled outstanding teaching and learning.

Human Resources Update

29 The Vice Principal - Human Resources gave an update to the Corporation advising that all pre-merger activity was completed to time and that the TUPE transfer had gone smoothly.

30 The Board was advised that a range of policies had been harmonised and agreed with the recognised Trade Unions. The Board was **reassured** that the trade unions had commended the policies as examples of really good practice with good terms and conditions.

31 The Board heard that new contracts of employment had also been agreed. The Board was **assured** that good foundations were in place and that the next steps were being carefully considered.

32 There was a **robust discussion** around pay harmonisation. The differences in pay and contractual contact hours were discussed. All agreed that pay harmonisation was the ideal state that should be worked towards but should be done in a way which was affordable and in the best interest of the College. Early indications of the possible timescales would become clear once the financial position was fully amalgamated and forecast.

33 Vanessa Scales was thanked for an exceptional job working with the unions to gain their trust and reach agreement on the contracts terms and conditions in advance of the vesting date.

FINANCE AND ASSURANCE

Financial Overview

34 The Board understood that it was not possible to have a budget for the year at this early stage but that this would be provided for the meeting on the 26th February.

35 A request was received for the Board to consider approving £20k for emergency capital expenditure whilst the budget was prepared.

36 **Resolved** that a contingency budget for up to £20k capital expenditure be approved.

Financial Regulations

37 The Financial regulations were received for consideration and approval. Further amendment to the travel expenditures and the asset register limits were also discussed and agreed.

38 **Resolved** that the financial regulations be approved.

Bank Mandate

39 **Resolved** that the presented bank mandate be approved

POLICIES

40 The Health and Safety Policy Statement was received with an explanation that colleagues had mapped the two policies and a group wide detailed policy would be presented in due course. The Board was informed that the statement presented was a statement of intent for signing to show the Boards commitment to health and safety.

41 **Resolved** that the **Health and Safety Policy Statement be approved** for signing by the Chair.

Trade Union Facilities and Recognition Agreement

42 There was a lengthy discussion about the number of Unions recognised and the membership of other staff. The Board was assured that there had been no requests for additional unions to be recognised. The agreement outlines the relationship for ongoing critical negotiations.

43 **Resolved** that the **Trade Union Facilities and Recognition Agreement be approved.**

Code of Ethics

44 The Code of Ethics was discussed and the overlap with the code of conduct for governors and employees debated. The Executive agreed to consider if they could be combined.

45 **Resolved** that the **Code of Ethics be approved.**

Prevent Strategy

46 The Prevent strategy was considered and the Board assured that it closely mirrored the one in place at Brooksby Melton College previously, with some minor amendments.

47 **Resolved** that the **Prevent Strategy be approved.**

Safeguarding Policy

48 The Safeguarding policy was received and the Board assured that it took the best from the two colleges policies and was an effective policy.

49 **Resolved** that the **Safeguarding Policy be Approved.**

Complaints Policy

50 The Complaints Policy was considered. It was recommended as a solid piece of work from the two student services managers. It enabled the new entity to better manage complaints with cross college remedies. Student complaints would be reported annually to the Board.

51 **Resolved** that the **complaints policy be approved.**

Course Fee Policy

52 **Resolved** that the **course fee policy be approved as presented.**

Sub-Contracting Supply Chain Fees and Charges

53 The board received the documentation with the explanation that it was likely to be reviewed in in the summer when new ESFA guidance was released.

54 **Resolved** that the Sub-Contracting Supply Chain Fees and Charges be approved.

Whistle Blowing Policy

55 The whistle blowing policy was considered. The Board **requested** that qualification malpractice be added.

56 It was **questioned** what awareness training would take place. The executive team confirmed that whistleblowing, fraud and corruption training would be an annual part of all staff training and added to the employee induction pack.

57 **Resolved** that the Whistle Blowing Policy be approved.

Date of Next Meeting

58 The next meeting will take place at 9.30am on Wednesday 26th February 2020, at Brooksby Hall