

Date	Monday 9 December 2019
Time	4.30pm
Location	Board Room, Peterborough Regional College
Present	Nicola Shawe (Chair), Dr Mary Kiernan, Rod Allerton, Mark Haydon, Professor Sir Les Ebdon CBE DL, Michael Rabbett, Marco Cereste, Dean Duffield, Angie Morris, Simon Smith, Rachel Nicholls (Acting Principal), Tony Warner (Staff), Gabe Manthorp (Staff), Lionel Muskwe (Student), Artur Vysocij (Student)
In attendance	Peter Walker (Vice Principal, Corporate Services) Greg Hanrahan (MD Business Services) Angela O'Reilly (Acting Vice Principal Curriculum & Quality) Julian Kirkpatrick (Assistant Principal Curriculum) Liz Nixon (minutes)
Apologies	Ian Jackson, Brian Redshaw, Kelly Swinger

Decisions taken at the Corporation Board meeting held on 9 December 2019

Ref	Actions
B36/19	Minutes of the previous meeting 21 November 2019 were agreed.
B36/19 Para 112	The Terms of Reference of the UCP Shadow Council and the Instruments and Articles were approved.
B40/19 Para 121	The Board agreed to adopt the Self-Assessment Report 2018/19 and the Quality Improvement Plan 2019/20.
B41/19 Para 122	The Board approved the Annual Safeguarding Report and the Safeguarding Policy.
B43/19 Para 124	The Board approved the Members Report and Financial Statements for YE 31 July 2019.
B44/19 Para 125	The Board approved the APT Annual Report and Financial Statements.
B44/19 Para 126	The Board agreed to give a Letter of Comfort to PRCV.
B44/19 Para 127	The Board approved the UCP Annual Report and Financial Statements.
B45/19 Para 128	The Board approved the Finance Record 2018-19.
B46/19 Para 129	The Board approved the Letter of Representation re the audit of the accounts.
B46/19 Para 129	The Board approved the Letter of Representation re the review of the statement of regularity.
B47/19 Para 131	The Board agreed to adopt the Annual Report of the Audit Committee
B48/19 Para 132	The Board agreed the Risk Register.

B49/19 Para 133	The Board approved the UCP Financial Plan submission.
B50/10 Para 135	The Board approved both the Annual Business Cycle and Scheme of Delegation.
B51/19 Consents Agenda	Appendix 1 – Minutes of the Curriculum & Quality Committee held 28 October 2019 Appendix 2 – Curriculum & Quality Committee Terms of Reference – noted . Appendix 3 – Annual Complaints and Compliments Report 2018-19 – approved . Appendix 4 – Draft minutes of the UCP Shadow Council held on 14 Nov 2019 – noted . Appendix 5 – Minutes of the Audit Committee held on 25 November 2019 – noted . Appendix 6 – Annual Review of Confidential Minutes – approved . Appendix 7 – Minutes of the Finance & General Purposes Committee held on 28 November 2019 – noted . 1- PRCV Subsidiary and Guarantee of Financial Letter – approved . 2- APT Letter re repayment of loans – approved . 3- Policy for the provision of financial support to subsidiaries – agreed . Appendix 8 – Remuneration Committee Terms of Reference – approved .
B52/19 Para 136	The Board agreed the refurbishment of the Common Room at the cost of £108k.

Actions arising from the Corporation Board meeting held on 17 October 2019

Ref	Actions
B2/19 Para 2	Chairs of the committees for F&GP and C&Q to appoint Vice Chairs and Audit appoint a Chair and Vice Chair at their first committee meetings are yet to be appointed.

Actions arising from the Corporation Board meeting held on 9 December 2019

Ref	Actions
B37/19 Para 113	RN to meet with MC, AM and Richard Astle regarding the EOI to support a Centre of Excellence of Green Technology.
B38/10 Para 117	RN/PW/AOR to include more narrative on the Dashboard.
B39/19 Para 119	IJ to email all staff. RN to provide an update following the FEC at the all staff meeting on 20 December.
B43/19 Para 124	IJ to sign the Members Report and Financial Statements on behalf of the Board.
B44/19 Para 125	NS to sign the APT Letter of repayment of loans.
B44/19 126	IJ to sign the PRCV Letter of Comfort.

B26/19 Welcome and Apologies

108. Apologies were as noted above.

IJ introduced Gabe Manthorp the new staff governor and Richard Ashton KPMG.

B27/19 Declarations of Interest

109. Declarations of Interest were as noted on the agenda.

'Raise aspiration, realise potential and inspire success'

CONFIDENTIAL PART ONE

Separate minutes.

CONFIDENTIAL PART TWO

Separate minutes.

B36/19 Minutes of the previous meeting 21 November 2019 & Actions arising

Minutes were **agreed** as accurate. There was an outstanding action.

110. The appointment of Vice Chairs for both the F&GP and C&Q Committees to be actioned. The Appointment of Chair and Vice Chair for the Audit Committee are yet to be agreed.

111. PW confirmed the number of cash days as 72 days at 31 July 2019. It was asked to be clarified as the Dashboard reported to the July Board was different to the Accounts in August which stated 89 cash days. PW confirmed that both were accurate at the time.

112. The Terms of Reference of the UCP Shadow Council have been **approved**, along with the Instruments and Articles.

B37/19 Principal's Report

113. RN noted the pertinent points regarding an Expression of Interest in regards to the CPCA £1.5m growth fund. An EOI will be submitted by 13th December to support a Centre of Excellence of Green Technology with a view to support an extension to the MV department.

- MC said there may be an opportunity to combine and or work in conjunction around the Emergency Climate Change Plan. RN/MC and Richard Astle will meet to discuss the government sponsored plan to improve Peterborough's environmental area. AM said she would also like to get involved.

114. UEA and RN have spoken regarding the UoP project.

B38/19 Governor KPI Dashboard 2019/20

115. The Board reviewed the Dashboard in detail highlighting the following: the number of learners recruited, HE income, the reduction in the forecast surplus due to merger costs and agency lecturers. HR regarding staff absent days, turnover of staff (the AoC benchmark was noted), the mental health of staff (discussed at the F&GP Committee) and disciplinaries.

116. Learner progress and Attendance is better than last year but there is more to do therefore it has been RAG rated amber. It was explained that in year progress requires a completed unit to determine the MTG which is calculated as a result of GCSE results. The college has made good progress but there is still work to do.

- Additional funding has been publicly announced but has not yet been confirmed and we would receive it next year.

117. Retention for students is high at 97%, this figure was clarified and it was noted that there is still work to do.

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- The number of applications was noted and when learners most tend to leave around January was discussed. Processes are in place to make contact with learners, parents and carers, we have a Fitness to Study policy in place to support students. The use of Google classroom has been critical to keep in touch with students and has supported students in their learning.
- How often the Dashboard is reported was discussed as MH suggested it should be produced monthly. It was agreed that the Dashboard will continue to be published for each full Board meeting.
- The RAG rating will continue to be used to track movement and it was agreed more narrative will be included.

B39/19 FEC Visit Update

118. RN explained the reasons for the visit from the Further Education Commissioner (FEC) on the 4th December 2019. The visit had a good start, with an opening statement thanking the team for the structured information pack. They confirmed we have made really good progress against their five recommendations made in February. They were impressed with the staff 'buy in' to the quality improvement processes where students said they have noticed a difference and staff stated they feel able to raise issues and feel listened to. There have been improvements with curriculum planning and they noted that positive steps have been taken to reduce pay costs which haven't had a negative impact on culture. They noted decisive action taken around the subsidiaries. They reviewed the merger process and stated this was progressing well and that both governors and senior managers are positive about the merger. They also felt the governing body has strengthened.

119. RN reported that they are likely to 'endorse the college actions' and not plan a further visit. We should receive the report either just before Christmas or early January.

- MK met with RN and the FEC for the feedback and said that the FEC said staff have a lot of confidence and belief in RN and called it the 'Rachel effect'. They also noted the importance of the role of the Director of Governance. They referenced the trend of declining students, and securing the UCP. NS thanked everyone for their hard work. It was agreed that the Chair will email all staff, and RN will include information in her staff meeting presentation.

Curriculum & Quality

B40/19 Approval of the Self- Assessment Report (SAR) 2018-19 & Quality Improvement Plan (QIP) 2019-20

Appendix 1 College Self-Assessment Report 2018/19

120. A Moderation of the SAR took place on the 18th November and the comments made have been addressed. The SAR template used compliments the new Ofsted EIF criteria.

Appendix 2 Quality Improvement Plan 2019/20

121. AOR outlined the requirement for the importance of the QIP to improve outcomes for students and continue with the progress already made. It ensures focus on the areas that need improvement and supports momentum. The QIP will be reviewed at each C&Q meeting to track progress.

- RA noted this is the best template and report he has seen over the last 6 years being easy to follow and track.
- The Board discussed the need for positive relationships between secondary schools. RN sits on both the PPSS and TDET groups and works with the MATs and Peterborough City Leadership Forum all of which is improving support for the college in the future.
- Work around showcasing the college, projects to raise aspirations across the city and work with careers leads will commence in the new year.

The Board agreed to **adopt** the SAR and QIP.

B41/19 Approval of Annual Safeguarding Report 2018-19

122. The C&Q Committee reviewed in detail at the October meeting.

- MH said that he felt section 5.2 Mental Health was a little light due to its importance. It was agreed this point does give an overview of what the college currently does. RA stated that he meets with Laila Bentley each half term and assured the Board that Safeguarding is reviewed regularly and noted the delicate balance that is required, but also to ensure a broad scope of services are available. AOR noted that pastoral tutorials are used to address Mental Health and MH resilience.

The Board **approved** the Annual Safeguarding Report and the Safeguarding Policy.

Finance & Resources

B42/19 Management Accounts & Commentary October 2019

123. PW noted pertinent points. A £135k surplus is forecasted and includes merger costs of £150k costs up to July 2020. Increased agency costs of £175k which are mainly in Electrical and Construction were noted, work will be carried out as some of these costs will be offset by some staff vacancies within the budget. It was confirmed that the agency costs are included in the staff costs. There is no provision for £180k for iMET. It was confirmed that the auditors are happy not to make a provision due to materiality.

Group surplus: PRC £135k, APT £155k, PRCV deficit £98K it was noted that action is being taken to reduce the loss. PW reported the forecasted Group surplus of £193K. UCP has not been included as it is not yet a fully owned subsidiary.

B43/19 Members Report and Financial Statements for YE 31 July 2019

124. PW reported that the Audit Committee have not recommended any changes to the managements accounts that were presented to the previous meeting. The pension reserve make a deficit of £992k. PW noted this is normal for all schools and colleges.

The Board **approved** the Members Report and Financial Statements for year end 31 July 2019. IJ will sign on behalf of the Board.

B44/19 Subsidiary accounts recommended to the Board for Approval as shareholder

APT Accounts

125. PW noted that it has been agreed that PRC is not going to request the repayment of the loan in full. The Directors had approved the accounts.

The Board **approved** the APT Annual Report and Financial Statements. NS to sign the APT Letter of repayment of loans.

PRCV Accounts

126. PW reported that a robust conversation took place by the F&GP Committee regarding the Open Letter of Comfort to keep PRCV trading over the next 12 months. Directors have approved the accounts. It is planned that the business will be absorbed by the merged colleges with a view to move PRCV staff into QRS providing catering for both PRC and NCS.

- The Audit Committee did query why it was so open ended. It was noted that it is not easy to put a total figure on the support required from the college and it is normal within the sector for college's to subsidise catering.

It was **agreed** by the Board to provide the Letter of Comfort. IJ will sign.

The Board **approved** the PRCV Annual Report and Financial Statements.

UCP Accounts

127. The Board acting in capacity as shareholder of the company is asked to approve the Annual Report and Financial Statements. The Board of Directors have approved the Accounts.

The Board **approved** the Annual Report and Financial Statements.

B45/19 Finance Record 2018-19 to approve for signature

128. PW noted that this report is required annually by the ESFA allowing them to consolidate the financial results of the sector and enable benchmarking between colleges. The Finance Report is in order to comply with the ESFA. Technically requires approval of the Board.

The Board **approved** the Finance Record 2018-19.

B46/19 Letters of Representation from BDO; Chair to sign

Letter of Representation re the audit of the accounts

129. The Letter of Representation re the audit of the accounts was **approved** by the Board.

Letter of Representation re the review of the statement of regularity

130. The Letter of Representation re the review of the statement of regularity was **approved** by the Board.

B47/19 Annual Report of the Audit Committee to the Corporation Board 2018-19 recommendation for adoption

131. The Annual Report of the Audit Committee was adopted by the Board.

B48/19 Risk Register – Review of Primary Risks

132. PW noted that the Primary Risks were reviewed by the Board on the 2nd April 2019. Since this time a full review has taken place. Some of the primary risk have been reduced in view of the strength of controls in place. The Audit Committee carried out a further review and the level of 10 risks were either downgraded or combined with other risks. The SLT will continue to review and will provide recommendations for any changes.

The risks were reviewed and **agreed** by the Board.

B49/19 UCP Financial Plan (Submission of OfS)

133. PW stated that a Financial Plan is required to meet the OfS regulations and demonstrate financial stability. Due to the short timescale of return to the OfS the plan hasn't been presented to the UCP Shadow Council.

134. A small surplus for 2019/20 is projected and for it to increase.

- LE noted that this is standard practice.

The Board **approved** the UCP Financial Plan submission.

Governance

B50/19 Annual Business Cycle and Scheme of Delegation

135. RN noted that this is for information and will be used this year to ensure the Board keeps on track with the cycle of business. The UCP Shadow Council has been included which further enhances governance robustness.

- The Board agreed that it is very comprehensive and ensure good practice for each meeting.

The Board approved both the Annual Business Cycle and Scheme of Delegation.

Consents Agenda

Appendix 1 – Minutes of the Curriculum & Quality Committee held 28 October 2019

Appendix 2 – Curriculum & Quality Committee Terms of Reference – **noted**.

Appendix 3 – Annual Complaints and Compliments Report 2018-19 – **approved**.

Appendix 4 – Draft minutes of the UCP Shadow Council held on 14 Nov 2019 – **noted**.

Appendix 5 – Minutes of the Audit Committee held on 25 November 2019 – **noted**.

Appendix 6 – Annual Review of Confidential Minutes – **approved**.

Appendix 7 – Minutes of the Finance & General Purposes Committee held on 28 November 2019 – **noted**.

4- PRCV Subsidiary and Guarantee of Financial Letter – **approved**.

5- APT Letter re repayment of loans – **approved**.

6- Policy for the provision of financial support to subsidiaries – **agreed**.

7- UCP Action Plan (student numbers) – **approved**.

Appendix 8 – Remuneration Committee Terms of Reference – **approved**.

No significant changes to the TORs have been made.

136. RN noted that the refurbishment of the Common Room will cost £108k and will be funded using part of the IT rolling replacement budget therefore no change to capital expenditure. RN stated that this will have a positive impact for students. The Board **approved**.

Date of next meeting 24th February 2020.

Meeting closed at 7.38pm.