

**OLDHAM COLLEGE
FULL CORPORATION**

Minutes of the Meeting held on Tuesday 11 July 2017

Present	Tim Mitchell	Governor – Chair
	Riaz Ahmad	Governor
	Graham Bradbury	Governor
	Anthony France	Governor
	Alun Francis	Principal – Governor
	Anne Gornall	Governor
	Des Herlihy	External Member
	Diane Howard	Governor
	Abdul Jabbar	Governor
	John Lancaster	Governor
	Brendan Murden	Governor
	Shaid Mustaq	Governor
	Nigel Newton	Governor
	Brian Simpson	Governor
Officers:	Janet Frost	Clerk to the Corporation
	Allan Tyrer	Interim Director of Finance
	Debra Woodruff	Deputy Principal
	Heather Green	MD Quality and Strategy
	Jo Kershaw	Asst. Principal
	Lisa Wright	Head of WBL

In attendance: Tom Stannard, Oldham Council
Graham Fleming, Prospective External Member
Melanie Greenwood, SU President
Jessica Nicholls, SU Vice President

Apologies: Abdul Alim External Member
Riaz Ahmad Governor
Leanne Holmes Governor
Laura Smart Governor
Alex Gardiner Governor
Jonathan Edwards Governor

49/16 Declaration of Conflicts of Interest

Declarations of interest were made by Shaid Mushtaq, Riaz Ahmad and Abdul Jabbar should any discussion in the meeting relate to their areas of work.

50/16 Apologies for Absence

Apologies were received and accepted as listed above.

51/16 Introduction

The Chair welcomed members and advised of the format of the day and referred to the schedule for the afternoon that had been circulated.

It was reported that the Student Union report would be taken as the first item of the day, followed by discussion on the proposed merger options, consideration of the curriculum plan, the quality plan and financial and growth plan.

The general business of the Corporation would be taken in the last session of the day.

52/16 Student Union Report

A copy of the Student Union report had previously been sent to members for their consideration. The Student Union President and Student Union Vice President introduced the report which provided members with a detailed update on activities since the last meeting.

The SU President advised members that the Sabbatical Officer Role had proved very successful this year and gave examples of the work that had taken place. Members were asked to approve the extension of the role into 2017/18. A member asked if the cost had been included in the budget and it was reported that it had. Members agreed that the Sabbatical Officer had helped to increase student awareness of the SU and progress a number of new initiatives since taking up post. Members supported the proposal.

A detailed presentation was delivered by the SU President and Vice President on proposed changes to the current SU website, commenting that a refreshed website could potentially engage more students resulting in increased sales of NUS cards and raise awareness of all the activities that take place throughout the year. In addition 'help and support' pages and 'shopping' pages were suggested.

Members discussed the proposal and supported the request to commission an external company to help with the design of the website.

It was acknowledged by members that the SU has a role to play in ensuring there is a voice for young people and in doing so the SU provides a safe space for people to express different views and an opportunity to debate.

The Chair thanked the SU President and Vice President for an excellent presentation.

It was **RESOLVED** that:-

- i. members noted the report as presented,
- ii. approved the Sabbatical Officer role for 2017/18, and
- iii. supported the website proposal.

53/16 Merger Options

The Principal introduced the session by reminding members of the process that had taken place between the College and the FE Commissioner's team to date and summarising the options that had been put forward at the Special meeting of the Corporation on 4th July 2017.

A detailed report was provided on the options; a standalone solution or merger with one of the three colleges identified at the 4th July meeting. The following points were raised in discussion:-

- members debated the criteria used to determine the best solution for Oldham and agreed that it must ensure young people are central to the analysis
- Oldham College is on an upward trajectory. It would be better for the college to deliver on its financial plan and achieve 'good' financial health before embarking on a new merger proposal. Noting that the ABR process detracted the college from its core business impacting negatively on quality and finances.
- Members felt that none of the three colleges shortlisted could bring additionality to Oldham College, either financially or in improving quality further to what was already being achieved. They did feel that partnership arrangements or collaboration arrangements could enhance areas of the college and were willing to explore this further.
- It was noted that the progress being achieved could be hampered by continuing merger discussions
- Members were clear that SLT should focus all efforts on this college achieving improved financial rating and improved results
- Members commented that the amount of time that governors and SLT had invested in the ABR process was tremendous and questioned whether the FE Commissioner team full understood this, as the result of new merger discussions would again require a great deal of time for all concerned
- Members agreed that it felt like the college were having the merger imposed on them and did not support this as a progressive way forward for Oldham College at the current time.

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Richard Caulfield, Regional director of the AoC introduced himself and provided members with an overview of the ABR process from his perspective, including examples of colleges that had merged and some that had begun the process but had withdrawn part way through. He explained the process should the Corporation agree to merge including the role of the Transition Unit as part of the process.

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Members responded to the comments of RC, reiterating that the decision must take into consideration as a matter of priority, the young people and adults of Oldham, the GM context, collaboration and partnership working. A member added that it was the responsibility of the Board to make sure SLT remained focussed on sustainability and continuing the upward trend on quality and the financial position.

Additional remarks related to members ensuring the focus is on improving the technical offer but not at the expense of quality, and the forward plan indicated how this will be achieved as a standalone college.

The Principal advised that a decision on the proposed merger would take place at the end of the meeting once members had received the Financial Plan and Curriculum and Quality Plan.

The Chair thanked Richard Caulfield for his report.

54/16 Financial Plan

The Director of Finance had previously circulated the latest draft of the Recovery Plan which incorporated the draft budget for 2017/18. It was reported that the budget had changed slightly from previous reports however the EBITDA budget remained the same as planned in January 2017 and a detailed summary was provided:-

- The FEC benchmarks were reported showing the College was projecting a financial health grade of satisfactory by the end of the current year and 'good' by 2018/19
- The budget and forecasts for 2017/18 and 2018/19 have been prepared on the basis of very limited growth in HE, apprenticeships, advanced loans, fees and commercial income
- The College is planning that the cash generated by operating activities is sufficient to meet its loan commitments
- Noted that the forecast assumption for 16-18, EFA adults and 19+ ASB was no growth
- There had been a 5% income growth included for apprenticeships and advanced learner loans
- HE income had assumed 9% growth and this is directly linked to increased fees not increased numbers
- Noted that efficiencies have been identified in teaching costs in three areas; FE classroom delivery, HE and apprenticeships
- A review of all service areas was to take place to identify efficiency savings
- A series of procurement exercises will take place to ensure the College is achieving the best price for the service.

Members commented and questioned the process and data as follows:

- Noted that the financial KPI's have been set. Agreed that these will be reviewed at each resources and Corporation meeting
- 5% assumed growth on apprenticeships and adult learner loans – members considered the rationale for this assumed growth and supported the conservative projections in the plan
- The forensic analysis of data as part of the scrutiny process within each Faculty, at Business Review meetings, Principalship and Corporation was explained to members. Members supported the approach and requested that the level of information received at the Corporation Task Group meetings continues in 2017/18
- The ESFA meet six monthly with SLT
- Noted that the curriculum and quality plans have been examined as part of the financial planning process
- Members were provided with detailed information relating to the proposed loan from the local authority, noting that the investment would facilitate the breadth of the technical pathways and allow investment in the capital programme

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- A member asked how realistic are the projections in later years and the Director of Finance reported that financial modelling has been made based on the ability to deliver even if recruitment is lower than planned in 2017/18 as the model allows for costs to be taken out. The Director of Finance explained the 2017/18 planned apprenticeship volumes and the projected split between levy and non levy payers
- A member asked what is in place to reduce competition from other colleges, and the Principal advised that an external marketing company has been commissioned to produce a more aggressive marketing campaign.

The Chair thanked the Principal and Director of Finance for a comprehensive report.

55/16 Curriculum and Quality Plans

The Deputy Principal reported that the Curriculum Plan was responsive to national and local policy and skills priorities. That it provided coherent pathways to employment, apprenticeships and HE and was designed to remove barriers to learning. The key curriculum changes were reported including the design and rational.

The MD for Quality provided a detailed report outlining the areas that had been considered in order to arrive at a quality plan that delivers the right things, motivates and provides stretch and challenge. She explained that there would be a focus on the 'Right Learner, Right Programme, Right Start' to maximise student retention at the six week stage.

Members were reminded of the OfSTED key findings and a table reporting the key indicators that would be used as tool for members to measure progress in 2017/18 was presented for consideration. Members acknowledged the KPIs and agreed that the KPIs should be closely monitored at each C&Q Committee.

A member asked how SLT will make the new system improve retention (compared to 2016/17) and it was reported that there will be a much more robust system in place that will include triage at the initial stage, improved enrichment offer and a mentoring offer for students from day one. C

The Chair thanks the MD Quality and Strategy for her report.

56/16 Growth Plan

The Director of Finance introduced options for growth for 2017 – 2020. This included the identification of growth areas such as engineering, hospitality, construction and apprenticeships and considered the potential increased market share for these areas.

Members discussed the need to reduce the number of Oldham students that go outside of Oldham and considered ways of doing this. In addition members discussed the benefits of improving the estate which would also bring in student numbers if all 15 pathways in the Post-16 Skills Plan were available at the college. C

It was reported that HE had the potential to grow now that the new courses and validation partners were all confirmed. Members agreed that with improved marketing, UCO numbers would grow over the next three years.

The Chair summarised the discussion and concluded that it was agreed that targeted growth was required, however members supported the financial plan for 2017-20 as presented based on budgeting for minimal growth.

At this juncture the Chair asked members to revert to the formal agenda of the Full Corporation

57/16 Appointment of Chair and Vice Chair 2017/18

The Clerk reported that the current Chair and Vice Chair had completed the first year of their four year term and both had indicated their wish to continue in the role in 2017/18 academic year.

Members considered the continuity of both members in the current roles it was **RESOLVED** that:-

- i. Tim Mitchell continue as Chair of the Corporation for 2017/18 and,
- ii. Anne Gornall continue as Vice Chair for 2017/18.

58/16 Minutes of the Meeting held 7 March 2017

The minutes of the meeting of the Corporation held on 7 March 2017 had been previously circulated to members for consideration.

It was **RESOLVED** that the minutes reflected a true record of the meeting and were accepted and signed by the Chair as a correct record.

Minutes of the Special Meeting held 1 March 2017

The minutes of the special meeting of the Corporation held on 1 March 2017 had been previously circulated to members for consideration.

It was **RESOLVED** that the minutes reflected a true record of the meeting and were accepted and signed by the Chair as a correct record.

59/16 Matters Arising from the minutes of the 7 March 2017 and 1 March 2017

There were no matters arising from the previous meetings not already on the agenda for the current meeting.

60/16 Rolling Actions

7 March 2017 - Curriculum and Quality Committee

To be circulated to the next Full Corporation.

It was **RESOLVED** that the action was complete.

61/16 Notification of Items of Any Other Business

Decisions to be taken following consideration of business at the current meeting:-

- i. FE Commissioner report and proposed merger options
- ii. 2017/18 Financial Plan
- iii. 2017-19 Forward Plan
- iv. Negotiations relating to the GM UTC

62/16 Resources Committee Summary

The Director of Finance referred to the Summary Report of the Resources Committee and the Financial Plan and Budget Report for 2017/18 that had previously been circulated to members for their consideration, noting the management accounts up to May 2017.

The Director of Finance had provided a detailed summary of the financial plan earlier on the current agenda and members agreed and approved the draft financial recovery plan and the 2017/18 budget as presented.

The Director of Finance drew member's attention to:-

- the cash flow and treasury position and this was noted by members
- the proposed UCO Fees for 2018/19 and the changes to the Access Agreement for 2018/19 were noted
- members agreed the decision of the Resources Committee not to award a pay award in 2016/17
- members were advised that the College had recently carried out an insurance procurement exercise through [Butterworth Spengler Insurance Brokers](#), which had resulted in a potential saving of £26k per annum. Members supported the appointment of the new insurance company.

It was **RESOLVED** that:-

- i. members approved the management accounts up to May 2017,
- ii. noted the submission of the College's financial recovery plan for 2016-19 including the budget for 2017/18,
- iii. noted the Treasury and Cashflow report as presented and endorsed the current position,
- iv. noted the approval of new insurance company as detailed, and
- v. approved the decision not to award a pay increase in 2016/17.

63/16 Curriculum and Quality Report

The Deputy Principal reported that a detailed report had been provided in the earlier session on the Curriculum and Quality Plan for 2017/18. She continued and drew member's attention to the report that had previously been circulated with the papers. The report included a suite of reports that provided an overview of the quality improvement journey. Documents circulated included; QIP narrative, PIAP 2017/18 (with comparative data to the PIAP 2016/17 report), predicted success rates for 2016/17, stretch and challenge monitoring diagram, TLA diagram, Quality Calendar, KPIs. Members asked what had been taken onto consideration when drawing up the Quality Plan, and it was reported that it was driven not only by the OfSTED judgements but also took into account the market share and national developments. The PIAP sits behind the plan and will be used as monitoring tool by the Corporation. Q

A member observed that Heads of Faculty must be clear on the strategy for the curriculum design and 'right learner, right programme, right start' to ensure the college meets its retention targets and agency staff must be fully briefed so that they can confidently implement the model. The MD Quality and Strategy reported that the CPD sessions have worked on approaches to improve the processes and implementation of strategies by staff. C

Members noted the 2017/18 PIAP and the KPIs that will be used as a monitoring tool.

It was **RESOLVED** that:-

- i. Members noted sections:-
 - Section 2 Stretch and Challenge & Quality Monitoring and Intervention diagram
 - Section 3 Teaching, Learning and Assessment diagram
 - Section 4 Quality Calendar
- ii. Members approved sections:
 - Section 1 Quality Improvement Plan Narrative
 - Section 8 Previous PIAP (2016/17)
 - Section 9 2017/18 PIAP
 - Section 10 KPI's

64/16 Audit Committee – Summary Report

A copy of the Audit Summary Report had been prepared by the Director of Finance and previously circulated to members for consideration and information. The Director of Finance reported that each of the reports had been scrutinised at the Audit Committee held on 20 June 2017.

In discussion it was reported that the Risk Management Register had been reviewed to reflect the additional risks associated with the FE Commissioner intervention and the Structure and Prospects appraisal.

Members were advised that following a recent tender process for the internal audit service it was recommended to Corporation to appoint ICCA to provide the internal audit service from August 2017 to July 2020. Members supported the recommendation.

It was also reported that due to the appointment of new internal auditors it was suggested that the external auditors continue for a further year. Members agreed to an extension of Grant Thornton, current external auditors.

It was **RESOLVED** that:-

- i. members received the Risk Management Register as presented and noted the additional risks relating to the FE Commissioner intervention,
- ii. approved the appointment of ICCA as the internal auditors for the period 1st August 2017 – 31st July 2020 and,
- iii. approved the extension of Grant Thornton as the external audit service until 31st July 2018.

65/16 Governance and Search Committee – Summary Report

A copy of the G&S Summary Report had been prepared by the Clerk and previously circulated to members for consideration and information.

The Clerk summarised the key points from the report:-

i. Appointment, re-appointment and resignations

- The G&S Committee recommended Graham Fleming in the External Member category,
- John Lancaster and Riaz Ahmad were re-appointed in the governor category
- Des Herlihy was appointed in the governor category
- Resignation's had been received from Brian Simpson and Abdul Alim
- The Teaching Staff governor will end her term on 31 July 2017.

The Chair informed members that Brian Simpson would retire from the Corporation on 31 July 2017. The Chair thanked Brian for his valuable contribution as a governor and also as Chair for a period of time, commenting that he had been a valuable asset throughout his time with the College.

ii. Governance PI's and Action Plan

Members noted the progress in achieving the performance indicators in 2016/17 and supported the introduction of additional PI's for 2017/18 to assist the monitoring of governance to ensure effective processes are in place to govern the college.

iii. Governor Recruitment and Succession Policy

Members received the Governor Recruitment and Succession Policy as presented.

iv. Link/Faculty Governors

Members supported the continuation of the Link/Faculty Governor role. The Clerk to liaise with the Chair and Principal to take the initiative forward.

v. G&S Terms of Reference and Workplan for 2017/18

Members noted the TOR and Workplan as presented.

It was **RESOLVED** that:-

- Graham Fleming be appointed 'external member' for a four year term commencing July 2017,
- Riaz Ahmad, John Lancaster and Des Herlihy be appointed as 'governor' for a four year period commencing July 2017,
- note the resignation of Brian Simpson and Abdul Alim as at July 2017,
- note the position on teaching staff governor,
- note the current membership on committees.

66/16 Scheme of Delegation

A copy of the Scheme of Delegation had previously been circulated to members for consideration and comment. The Clerk advised that the C&Q Committee and Resources Committee had both received the report and recommended approval to the Full Corporation. Members noted the report and **RESOLVED** that it be approved by the Corporation as presented.

67/16 Equality and Diversity Annual Report

A copy of the Equality and Diversity Report had previously been circulated to members for consideration. The report contained staff data as at 30 June 2017 and an in year update on students. The report provided comprehensive data and members noted the content

It was **RESOLVED** that members received the report as presented and supported the actions being taken to meet its equality objectives.

68/17 Use of College Seal

The Clerk reported that the College Seal had not been used since the previous meeting. It was **RESOLVED** that the report be noted.

69/17 Minutes of Committee Meetings

Members received the minutes of the following meetings:-

- UCO Advisory Board 9 March 2017
- Curriculum and Quality 14 March 2017
- Resources Committee 21 March 2017
- Corporation Task Group 3 April 2017
- Corporation Task Group 8 May 2017
- Prevent and British Values Sub Group 6 June 2017
- UCO Advisory Board 8 June 2017

- G&S Committee 13 June 2017
- C&Q Committee 13 June 2017
- Audit Committee 20 June 2017

It was reported that the minutes of each of the meetings had been circulated to members for formal receipt and there was no further discussion required on any of the items.

It was **RESOLVED** that the minutes of the meeting be received as a true record of the meeting

70/17 Any Other Business

70/17.1 FE Commissioner report and proposed merger options

Members agreed that their preferred option was to continue as a standalone college and not to consider any of the proposed merger partners put forward by the FE Commissioner’s Team at the 4 July 2017 meeting. It was agreed that the Chair respond to the FE Commissioner and advise the view of the Corporation.

70/17.2 2017/18 Financial Plan

Members approved the budget for 2017/18 and agreed that it be submitted to the ESFA under the College’s financial memorandum.

70/17.3 2017-19 Forward Plan

Members approved the Forward Plan and agreed that it was sufficiently robust to be the basis of an alternative plan rather than merger.

70/17.4 Negotiations relating to the GM UTC

Delegated approval was agreed by members for the Chair, Vice Chair and Jonathan Edwards to work alongside the Principal to pursue a positive outcome for the College and GM UTC building.

71/16 Dates of Future Meeting

- Tuesday 31 October 2017
- Tuesday 12 December 2017
- Tuesday 27 March 20178
- Tuesday 3 July 2018

Meeting finished at 5.30pm

Minutes Approved.....Date.....
Chair

**Full Corporation 7 March 2017
Rolling Action List**

Meeting Date and Item No.	Rolling Action List (Outstanding actions from previous meeting(s) to be carried forward, listed below, and not removed until completed/closed.)	Actionee	Reported as Completed at meeting of:
13 12 16 Min 35/16.5	<u>Curriculum and Quality Committee minutes of 29 November 2016</u> To be circulated to the next Full Corporation in March 2017.	Clerk	11 07 17 Min 60/17