

OLDHAM COLLEGE FULL CORPORATION

Minutes of the Meeting held on Tuesday 19 February 2018

Present	Jonathan Edwards	Governor - Chair
	Kashif Ashraf	Governor
	Graham Bradbury	Staff Governor
	Megan Brown	Student Governor
	Graham Fleming	External Member
	Anthony France	Governor
	Alun Francis	Principal – Governor
	Anne Gornall	Governor
	Richard Guy	Governor
	Bob Harrison	Governor
	Des Herlihy	Governor
	Mike Jackson-Leafield	Staff Governor
	John Lancaster	Governor
	Nigel Newton	Governor
Sohail Siddique	Student Governor	
Officers:	Janet Frost	Clerk to the Corporation
	Allan Tyrer	Interim Director of Finance
	Debra Woodruff	Deputy Principal
Apologies:	Riaz Ahmad	Governor
	Alexandra Gardiner	Governor
	Abdul Jabbar	Governor
	Shaid Mushtaq	Governor
	Laura Smart	Governor

38/17 Appointment of Chair

The Clerk reported that the search for a new Chair had commenced early December and included an advert being placed with the Greater Manchester Chamber of Commerce, the GM Local Enterprise Partnership and the AoC North West inviting expressions of interest. In addition internal members were invited to submit an expression of interest.

The exercise had resulted in an internal expression being registered by Jonathan Edwards. A copy of Jonathan's expression of interest had been circulated to members prior to the meeting. Members were advised that the prospective candidate had met with a panel that had included the Vice Chair, Principal and Clerk and they had considered his skills and experience and the qualities that he would bring to the role.

At this juncture Jonathan Edwards left the meeting.

Members discussed the attributes that JE holds and a vote took place.

Members unanimously voted for Jonathan Edwards to be appointed Chair of the Corporation for a four year term commencing with immediate effect and ending July 2022.

It was **RESOLVED** that Jonathan Edwards to be appointed Chair of the Corporation for a four year term commencing with immediate effect and ending July 2022.

Jonathan Edwards took the Chair

39/17 Declaration of Conflicts of Interest

There were no declarations of interest received.

40/17 Apologies for Absence

Apologies of absence had been received and were accepted from Riaz Ahmad, Alexander Gardiner, Abdul Jabbar, Shaid Mushtaq and Laura Smart.

41/17 Minutes of the Meeting held 18 December 2017

The minutes of the meeting of the Corporation held on 18 December 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 Vice Chair as a correct record.

42/17 Matters Arising from the minutes of the 18 December 2017

There were no matters arising.

43/17 Rolling Actions

43/17.1 31 October 2017 Min 17/16.2 Prevent and British Values Minutes of 17 October 2017

Minutes to be presented to the February 2018 meeting.

It was **RESOLVED** that following discussion at the current meeting the action would be complete.

44/17 Update on the FE Commissioner Visit (Item 7)

The Principal provided a verbal update on the outcome of the FE Commissioner Visit that had taken place in January 2018. He advised that the FE Commissioner had concluded that Oldham College will remain as a standalone college subject to the following conditions:-

- Oldham College will remain in intervention until the outcome of a full OfSTED
- Oldham College will remain under NOC and ESFA would continue with its Case Conference monitoring visits
- The FE Commission will carry out a further Stocktake visit in mid-April 2018.

The Principal continued and advised that it is important that the strategy for the College remains focussed on its growth plans for apprenticeships, HE, adults and 16-18 year olds and its focus on improvement in quality and outcomes.

A wider discussion took place relating to areas of the College that required investment and the following points were raised/discussed:-

- Noted the agreement by the DfE on the transfer of the UTC to Oldham College on a 25 year lease
- Noted progress on the Skills Capital Bid that will provide improved accommodation and teaching areas for Construction
- MJL commented that the infrastructure for IT is a key area that requires investment including on-line teaching resources and hardware. In response BH advised the IT strategy must be forward planning for 10 years or more and must be visionary.
- A member observed that the College should ensure its curriculum strategy is focussed on industries where there remain a shortage of skilled workers e.g. construction, NHS. In addition he advised that urban agriculture is a potential area of growth that could be considered by the college
- Members agreed that the continuum from FE to HE when building the curriculum pathways is essential to assist growth at UCO and for the wellbeing of students that wish to remain in Oldham to study

The Chair concluded that the College is now moving into its next phase of strategic planning and proposed that a Strategic Away Day for the Corporation is scheduled that focuses on strategic issues and the overall strategic approach.

Members supported an Away Day for the end of March 2018.

It was **RESOLVED** that a Strategic Away Day be convened for end of March 2018.

Q/C

45/17 Governance

45/17.1 Appointment of Associate Member (Item 8.1)

The Clerk reminded members that at the December 2017 meeting an expression of interest had been presented from Lorna Unwin who was interested in taking up the position of External Member. Since then the Principal had met with Lorna and she had confirmed her willingness to join the Curriculum and Quality Committee. Members were advised of Lorna's skills and attributes and agreed that her appointment would bring added strength to the Corporation. It was noted with the appointment of Lorna there remains one vacancy in the governor category and one External Member vacancy.

It was **RESOLVED** that Lorna Unwin be appointed as External member for a one year period from 1st March 2018 to 28th February 2019.

45/17.2 Feedback from Governance Forum (Item 8.2)

The Clerk circulated a report that provided members with a summary of the key points raised at the Governance Forum that had been held on 26 January 2018.

The Vice Chair, who had attended the Forum advised that the speakers at the event had included the ESFA and OfSTED and each had identified areas of good practice. Of particular note was the Ofsted report that identified 'Key features of colleges that improve' and members noted the content.

It was **RESOLVED** that members noted the report as presented.

46/17 Presentation: New Insolvency Regime

The Director of Finance introduced the presentation advising that he would provide members with an overview of governor's liability in relation to the new insolvency regime for colleges. He advised that the Audit Committee at its June 2017 meeting had received assurance that adequate processes were in place to mitigate any risk and the Resources Committee would continue to scrutinise financial data as part of its remit.

The Director of Finance advised that the legislation involves the following provisions:

- colleges will in future be covered by normal commercial insolvency rules (which also apply to registered charities).
- the Secretary of State will have the power to overturn an insolvency petition and appoint a special administrator.
- the special administrator will have a duty towards the college's creditors but will also have a duty to "avoid or minimise disruption to the studies of existing students as a whole". The duty is to the group (not to an individual student) and students for this purpose will include someone who has "accepted a place on a course at the college when the administration begins
- Effectively a special administration would delay recovery action by a bank (which, these days, is likely to be first in the queue) or other people owed money (eg HMRC).
- Governor's liability - Under the proposals, governors may be liable for wrongful and fraudulent trading. Applying these offences to governors (the majority of whom are volunteers) as if they are directors of a company could overlook that the function of a governor is not the same as that of a director. In addition, there are already mechanisms available through claims which can be pursued against trustees of a charity.
- Equally, it is clear that those controlling colleges who intend to defraud creditors should be held accountable for their actions. This reflects the position of companies.
- As to what these liabilities will be, the Government has stated this will be a matter for secondary legislation.

Members discussed the implications of the new plans and noted the potential impact on governors.

The Chair thanked the Director of Finance for the presentation.

47/17 General Data Preparation Regulation (Item 10)

The Director of Finance had previously circulated a report that updated members on the new GDPR regulation that will be brought in May 2018 and confirmed that work is taking place to ensure compliance.

He advised that an audit of the data the college collects, keeps and processes had been completed with the documentation providing the basis of the evidence that the college was being pro-active in its attempts to comply with the law. It was reported that there were a number of outstanding items identified by the audit which needed to be actioned including:-

- Data Sharing Agreement with For Skills (formerly Guroo)
- Consent for HR job application forms confirmation
- Consent for Finance new supplier form
- Data Sharing Agreement with City & Guilds for Learning Assistant (likely to be part of the contract)
- Consent for Aspire/Salon7 Shortcuts system
- Consent for front of house visitor system confirmation
- Amended Consent for Butterflies systems (First Steps + Tapestry)
- Consent for various Marketing collections
- Consent for Employer Contracts

Members were advised the Impact Assessment Statements and Data Security and Breach Detection processes had been updated and training sessions had been delivered for relevant staff.

It was **RESOLVED** that:-

- (i) Members noted the report and the actions being taken to ensure compliance
- (ii) Members requested that the Audit Committee receive ongoing assurance that compliance is achieved in all areas of the college.

48/17 Use of Seal (Item 11)

The Clerk reported that the procedure for the use of the Corporation Seal had been agreed at the Corporation meeting held on 28 September 1993. That required the Seal, when used, to be reported to the first available meeting following the use of the Seal. It was reported that the Seal has been used once since the last meeting on 10 January 2018 for the contract for the Replacement of Learners and Young People with High Needs in Day and Residential Schools and Colleges.

The Parties were Tameside Borough Council and Oldham College and the use of the Seal was over the signatures of Anne Gornall, Governor and Alun Francis, Principal and Governor with Debra Woodruff, Deputy Principal witness to the use and signing.

It was **RESOLVED** that the Governors note and approve the use of the Seal.

49/17 Minutes and Reports from meetings:-

49/17.1 Curriculum and Quality Committee 23 January 2018 (Item 12.1)

The Chair reported that the minutes of the C&Q Committee held on 23 January 2018 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

49/17.2 Prevent and British Values Sub Group 17 October 2017 (Item 12.2)

The Committee Chair reported that the minutes of the Prevent and British values Sub Group held on 17 October 2017 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.

50/17 FE Commissioner Termly Letter (Item 13)

A copy of the FE Commissioner's Termly letter dated February 2018 had previously been circulated to members for information.

Members noted the content.

It was **RESOLVED** that members received the FE Commissioner's termly letter and noted its content.

51/17 Any Other Business

None to report.

52/17 Dates of Future Meeting

Tuesday 3 July 2018

Meeting finished at 6.00pm

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

**Full Corporation 19 February 2018
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:
31 10 17 Min 16.5/17	<u>Prevent and British Values Working Group 17 October 2017</u> Minutes to be presented to the next meeting in March 2018.	Clerk	Full Corporation 19/02/18 Min 43/17
19 02 17 Min 44/17	<u>Update FEC Visit</u> A Strategic Away Day be convened for end of March 2018	Clerk/Principal	
19 02 17 Min 47/17	<u>GDPR</u> Members requested that the Audit Committee receive ongoing assurance that GDPR compliance is achieved in all areas of the college	Director of Finance	