

THE TRAFFORD COLLEGE GROUP

**Minutes of the Meeting of the Board of the Corporation
held on 22 May 2019, at 5.00pm
in the Boardroom at Trafford College**

Present:	Graham Luccock	(Chairperson)
	Lesley Davies	(Principal and Chief Executive Officer)
	Glad Capewell	
	Sarah Drake	
	Janet Grant	
	Jed Hassid	
	Jill Bottomley	
	Guy Robson	
	Kurt Allman	
	Lutumba Mbala	(Student Governor)
Sue Derbyshire		
In Attendance:	Barry Watson	(Corporation Secretary)
	James Scott	(Vice Principal Curriculum & Quality – Campus Principal).
	Michelle Leslie	(Vice Principal Corporate Services & Planning).
	Andrea Bennett	(Director of Finance & Strategy).
	Dan Cooke	(Observer from the Department for Education).

Minute No.

Prior to the commencement of the meeting, the Chairperson welcomed Dan Cooke to the meeting who was an observer from the Department for Education and was undertaking an immersion visit with the Group as part of Workforce Development.

GCOR/32/19 Apologies for Absence

The Corporation Secretary (CS) reported that apologies for absence had been received from Maureen Wilkins, Dawn Cole, Glynis Brown, and Louise Richardson, Joaquin Llorente and James Beazley.

GCOR/33/19 Declarations of Direct or Indirect Interest in any of the following Items:

There were no declarations of interest in any of the meetings business items.

GCOR/34/19 Minutes of the Board of the Corporation Meeting on 28 March 2019

The minutes of the meeting were approved and accepted as a correct account of the meeting's proceedings subject to a number of minor typographical adjustments, which the Corporation Secretary (CS) undertook to amend.

Action: Corporation Secretary

GCOR/35/19 Matters Arising from the Minutes

- i) GCOR/16/19 – Higher Education Provision Update – March 2019 (Office for Students Registration)

The Vice Principal Curriculum & Quality – Campus Principal (VPCQP) reported that he had recently received confirmation from the Office of Students (OfS) that the Group had now been formally registered.

He advised however, that there were still a number of conditions that needed to be met relating to Access and Participation and the Governing Body's role in monitoring and evaluating the requirement.

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He further advised that the OfS required the submission details relating to the condition to be completed by 31 July 2019 and that the requirement relating to the Governing Bodies' role by 30 September 2019.

The Board discussed the requirements in detail and it was agreed that the response to both requirements should be submitted to the Board of the Corporation for its consideration at its meeting on 17 July 2019.

Action: Vice Principal Curriculum & Quality – Campus Principal

The VPCQP further advised the Board concerning the future risks associated with failure to meet the conditions particularly with regard to the charging of fees beyond the Academic Year 2019/2020. He further advised that there would be a 5 Year plan for H.E from the Academic year 2020/2021 onwards.

A member commented that the process seemed to be the wrong way round in that registration had been approved but conditions were still required to be met.

The VPCQP commented that that was the approach the OfS had taken and the route that the Group were required to take. He further confirmed that there was no risk to the Group for the forthcoming Academic Year.

There were no further issues raised regarding this matter and it was noted that it would be considered further at the next meeting.

Action: Board of the Corporation

- ii) GCOR/24/19 – Meeting of the Strategic Property Working Group 22 May 2019 – Redevelopment of Stockport College

The Vice Principal Corporate Services & Planning (VPCSP) provided the Board with a verbal update concerning the main issues that had been considered by the Strategic Property Working Group (SPWG) at its meeting earlier in the day.

It was advised that the Campus Redevelopment project team had experienced significant challenges in meeting /agreeing the construction costs with the construction company. It was noted that a significant gap in costs and budget had materialized, which had been considered by the SPWG at its meeting on 8 May 2019, and that the project team had been tasked with exploring options arising from the issue.

The VPCSP also advised that consequently the Project Advisers had presented a report to the SPWG outlining the significant savings and value engineering options that had been agreed with the construction company. The report also provided the SPWG with details of the option and implications of securing a new contractor together with full details of the impact of the value engineering and cost savings on the project including the Vernon Building.

The VPCSP further advised that, the SPWG had agreed to the continuation of the relationship with the current construction company with a view to the project team working towards the production of the contract for the project.

Minute No.

Members discussed a number of issues arising from the update as follows:

- When was the contract deadline? The VPCSP advised that it was 30 June 2019 and that a letter of intent would be issued by 24 May 2019. The VPCSP further advised around discussions held with the Transaction Unit and that the £3m draw down would know be deferred to July 2019.
- The implications for the Vernon building. The VPCSP advised in details of the revised proposals for the Vernon building and also advised the Board relating to the budget contingency position.

There were no further issues raised by members and it was resolved that the verbal update and current position regarding the redevelopment be noted.

GCOR/36/19**Draft Schedule of Board and Committee Meetings and Business Items Timetable 2019/2020**

The CS presented a report that included proposals for a schedule of meetings and the business items timetable for the Academic Year 2019/2020.

It was noted that the schedule was substantially the same as last year, with a small number of variations in the number of meetings due to the fact that the merger process had now been completed.

There were no issues raised by members arising from the report and after due consideration and discussion it was unanimously resolved that the Draft Schedule of Board and Committee Meetings and Business Items Timetable 2019/2020 be approved.

Action: Corporation Secretary

GCOR/37/19**FE Commissioner's Termly Letter to Colleges – May 2019**

The Principal provided members with a copy of the FE Commissioner's letter, which had been recently sent to Chairpersons and Principals of Colleges of Further Education. Members were also provided with a copy of the Department for Education's document 'College Oversight: Support and Intervention'.

The Principal drew the Board's attention to the main points that the FE Commissioner made in his letter particularly with regard to the financial vulnerabilities that Colleges were facing. In this context, the Principal advised that she would be writing to the Chief Executive of the Education Skills Funding Agency concerning the revenues that were not accounted for when the two Colleges merged.

Action: Principal

With regard to the contents of the letter, the 10 characteristics of well-run Colleges and the Department for Education's document 'College Oversight: Support and Intervention' the Chairperson advised he would be meeting with the Corporation Secretary, over the Summer period, to look at any possible implications for the Governance of the Group.

Action: Chairperson

There were no issues raised by members arising from the letter and it was resolved that it be noted.

Minute No.**GCOR/38/19****Membership of the Strategic Property Working Group**

The Chairperson of the Board of the Corporation reported that, due to the potentially long-term illness of a member (GB) and the previously reported resignation of another member, the membership of the SPWG was now low on numbers in order to provide effectiveness of function.

In the circumstances, and to improve the skills balance of the Working Group, he proposed that GR (legal expertise) is added to membership of the Working Group.

The Board of the Corporation supported this proposal and it was unanimously resolved the GR be appointed as member of the SPWG with immediate effect.

Action: Corporation Secretary

The Chairperson also provided members with an update on the position with regard to GB's health and advised that a card and fruit had been sent to the member whilst in hospital. The Board wished the member a full and speedy recovery.

There were no further issues raised by members arising from the update.

GCOR/39/19**Ofsted Monitoring Visit Report – April 2019**

VPCQP presented a report, which provided the Board of the Corporation with a copy of the final version of the monitoring visit inspection report that Ofsted had undertaken between 3 and 4 April 2019.

The VPCQP went through the outcomes from the report identifying the key issues and was very pleased to be able to report that the outcomes for all 4 themes was that they **all had been judged as making significant progress**.

In commenting on the report, the VPCQP drew the Board's attention on the improvements in Teaching, Learning and Assessment and how the students had exhibited pride in their work particularly in the curricular areas who had below target grades. He was also very pleased to report that Ofsted had recognised the role of Governors, leaders and middle managers had undertaken in achieving the improvements. He advised the Board of the fact that it was likely that there would be a full inspection within 2 years and that the Group were targeting an outstanding Grade and that the management team had already commenced work to achieve this objective.

The CS commented that it was particularly pleasing that Ofsted had noted that the Board membership included members from the former Trafford and Stockport Colleges and that Governors had a very good understanding of the strengths and weaknesses across all sites.

The Principal commented that it was also important to recognise and reflect on the other significant improvements that had been made including the external relations with Stockport MBC, local councillors and members of Parliament and local employers business and commerce. The Principal thanked the VPCQP and the team for their work in this respect and provided details of letters of congratulation and support that she had received arising from the outcome.

The Principal also advised the Board that she would be meeting with the Principal of Cheadle and Marple Sixth form College to discuss apprenticeship provision and build links between the two establishments.

Action: Principal

Minute No.

Members commented on the Ofsted report as follows:

- GC commented that she thought the outcome was marvellous and added that the thrust must now be to get to outstanding and that in her view the team had a great plan in place to achieve this.
- The Chairperson echoed members comments and added that as far as he was aware no one nationally had received significant progress for all themes and that the Group's aim should be the first outstanding FE Group in Greater Manchester. He further commented that he was aware that the VPQCP was planning a route to outstanding and that this would be supported through the Governors Ofsted Ready Group.

Action: Chairperson

- JH commented that in the preparations for outstanding would it be helpful to have an external review of the Group's position in 12 months' time? The VPCQP commented that the Group had a good view of its strengths and weaknesses given the recent wide variety of external reviews that had been undertaken recently. He further added that this suggestion would be considered as part of the planning arrangements going forward.

Action: Vice Principal Curriculum & Quality – Campus Principal

There were no other issues raised by members and after due discussion and consideration it was resolved that the report be noted.

GCOR/40/19**Subcontracting Update 2018/2019- Debut Dance Academy**

The VPCQP advised the Board of the Group's intention to change the partnership agreement with Debut Dance Academy into a subcontracting arrangement from September 2019.

It was noted that the matter had been considered by the Resources Committee at its meeting on 8 May 2019 and that they supported the proposal.

The VPCSP outlined the reasons and justification for a change in the relationship and provided members with details of the proposed contractual arrangements with the contract requirement being a minimum of 15 and a maximum of 20 learners.

A member asked about the quality of the provision and the VPCQP advised that it would be a high quality provision with a lot of investment in students. He added that the arrangements would now be clearer and that the facility would be adequately resourced on new premises. He further commented that due diligence would be undertaken and that it was anticipated that the minimum target of 15 learners would be achieved.

After due discussion and consideration it was unanimously resolved that the partnership agreement with Debut Dance Academy be changed to a subcontracting contract, subject to due diligence, with effect from September 2019.

Action: Vice Principal Curriculum & Quality – Campus Principal**GCOR/41/19****Minutes of the Curriculum & Quality Committee Meeting held on 6 March 2019**

The Chairperson of the Committee provided a brief overview of the minutes of the meeting, which was received and noted.

Minute No.

In particular, the Chairperson drew the Board's attention to the number of external reviews of curriculum areas that had been conducted recently which, together with internal monitoring and developmental work, demonstrated the Group is setting ever rising expectations for students.

The Chairperson further advised that, in order to 'meet expectations':

- the quality of teaching and learning that leaders observe has to be 'good';
- practice is becoming increasingly consistent across all sites;
- relevant continuous professional development (CPD) is targeted to specific staff, alongside CPD sessions for all;
- it is evident that the group's Values are becoming integrated into everyday practice.

The Chairperson also drew members' attention to the innovative curriculum being developed for Stockport, which demonstrated the inspirational thinking of the Group's leaders and, despite being initiated before the consultation period for the new Ofsted Framework, tallied closely with its spirit.

Finally, the Chairperson confirmed that, through reports from relevant managers, the Group is now receiving more detailed information than in the past about Higher Education provision and the work and impact of the Marketing Department.

There were no further issues raised by members arising from the report and after due consideration and discussion it was resolved that the report be noted.

GCOR/42/19**Matters Arising from the Minutes**

There were no other issues raised by members arising from the minutes.

GCOR/43/19**ESFA Review of the Trafford College Group Financial Statements 2017/2018**

The Director of Finance & Strategy (DFS) presented a report which included a copy of a letter received from the Education Skills & Funding Agency (ESFA) detailing their comments arising from their review of the Group's Financial Statements for the period 2017/2018.

The report also included a copy of Finance dashboard at March 2019 which gave an overview of the Group financial performance relating to financial resilience including:

- Cash position and future indications of solvency.
- Accuracy and planning and 3 year projections.
- Reliance on ESFA funding and particular funding streams.
- The position of the Group on the three ratios that the Group uses to measure financial health.
- Benchmarking against other Colleges.

The DFS confirmed that the details of the review and letter had been considered in detail by the Resources Committee at its meeting on 8 May 2019.

The DFS advised that the key issues arising from the report were as follows :

- Financial health grade for TCG is 'satisfactory'.
- ESFA had not identified any significant financial control concerns from the review.

Members considered the report in detail and after due discussion it was resolved that it be welcomed and noted.

Minute No.**GCOR/44/19****Management Accounts for the 8 months ending 31 March 2019**

The DFS presented a report, which informed members of the financial performance of the Group for the 8 months up to 31 March 2019.

It was noted that the Accounts had been considered by the Resources Committee at its meeting 8 May 2019 and had been recommended to the Board of the Corporation for approval.

It was reported that the overall performance in the eight-month period was a deficit of £1,076k compared to the budgeted deficit of £807k. The DFS advised that the additional losses had been as a result of a shortfall income which had been partly offset on pay costs and depreciation. In summarising the position the DFS provide the Board with information relating to the following issues:

- The probable outturn forecast position by the end of the year.
- The impact of the potential land disposals.
- Actions taken to secure efficiencies and reductions in expenditure.
- The up to date position with the Bank particularly with regard to covenant breaches.
- The up to date position in respect of a pay award.

In respect of the up to date position the VPCSP provided the Board with a verbal update concerning the negotiations which covered the following matters:

- The current offer, which was 1% for all staff on teaching or enabling contracts with the scope to offer more depending on organisational financial performance from January 2020. The VPCSP outlined the rationale for the offer and the actions that would be taken in relation to pay scales through the harmonisation process.
- The position in respect of Teachers in Higher Education relating to pay scales and harmonisation.
- The Trades Union position. It was advised that nationally the offer had been rejected but that it had been accepted at a local level and the threat of industrial action had therefore been withdrawn locally. It was further advised that the discussions with Trades Unions had been open and transparent by both parties and would be on going. A member asked if any of the issues were contentious for staff and the VPCSP advised there were no real issues with the staff of the Group.

There were no other issues raised by members arising from the report and after due discussion and consideration it was resolved that the Management Accounts for the 8 months ending 31 March 2019 be approved.

GCOR/45/19**Higher Education Fees 2019/2020**

The DFS presented a report, which made proposals for the Higher Education Fees for 2019/2020.

The DFS advised that the fee levels that had been set had been included in the Accesses and Participation Plan for 2019/2020, which had already been approved by the Board of the Corporation.

The report outlined the rates for 2019/20 for both full and part time provision together with the comparative fees for 2018/2019. A member asked if the Group was aware of local competitor fees and the DFS advised that they were not as yet currently available but the Group's fee policy had always been competitive in relation to other local providers.

Minute No.

After due discussion and consideration it was unanimously resolved that the Higher Education fees for 2019/2020 as outlined in the report be approved.

Action: Director of Finance & Strategy and the Dean of Higher Education

GCOR/46/19**Minutes of the Audit Committee meeting held on 26 March 2019**

The minutes of the meetings were received and noted and the Chairperson of the Committee provided a detailed overview of the items considered by the Committee.

There were no issues raised by members arising from the update and it was resolved that the minutes be noted.

GCOR/47/19**Matters Arising from the Minutes**

- i) GAUD/12/19 – Internal Audit Progress Report Visit 1 2018/2019 – Health & Safety.

The Board of the Corporation unanimously approved the Committee's recommendation that the Health and Safety Internal Audit report be approved.

- ii) GAUD/13/19 – Board Assurance & Risk Management Framework Policy 2018/2021.

The Board of the Corporation unanimously approved the Committee's recommendation that the Board Assurance Framework and Risk Management Policy 2018/2021 be approved.

Action: Director of Finance & Strategy

- iii) GAUD/15/19- Annual Certificate of Expenditure - Restructuring Facility Grant.

The Board of the Corporation resolved that the Assurance Report relating to the Annual Certificate of Expenditure – Restructuring Facility Grant be noted.

- iv) GAUD/16/19 – Anti Fraud, Theft, Bribery and Corruption Policy

The Board of the Corporation unanimously approved the Committee's recommendation that the Anti-Fraud, Theft, Bribery and Corruption Policy be approved.

Action: Director of Finance & Strategy

- v) GAUD/17/19 – GDPR Action Plan Update

The Board of the Corporation received a copy of the updated GDPR Action Plan, which had been considered in detail by the Audit Committee.

The CS went through the progress that had been made since the last report, which was noted by members.

There were no other matters arising from the minutes that were raised by members.

Minute No.**GCOR/48/19 Freedom of Information Scheme**

The Vice Principal Corporate Services & Planning (VPCSP) presented a report which enabled members to consider the Group's Freedom of Information Scheme and the continued adoption of the model publication scheme. The VPCSP advised the Board that there had been 6 request since the scheme was last considered with all of the requests being straightforward all of which had been responded to with 1 remaining open.

There were no issues raised by members arising from the report and after due consideration it was unanimously resolved that the Freedom of Information Scheme and the continued adoption of the model publication scheme, as detailed in the report, be approved.

Action: Vice Principal Corporate Services & Planning**GCOR/49/19 Information Security Policy**

The VPCSP presented a report, which made proposals for the Group's Information Security Policy Statement and outlined to the Board the details of the proposed statement together with the recommendations made by the GDPR Steering Group in respect of the GDPR elements of the Policy.

A member commented that the Policy should be part of the Groups approach to Data Governance and the VPCSP advised of the work that was being undertaken in this respect particularly with regard to the Group's Digital Strategy, which would be presented to the Board in due course.

Action: Vice Principal Corporate Services & Planning

There were no further issues raised by members and after due discussion and consideration it was unanimously resolved that the Information Security Policy be approved.

Action: Vice Principal Corporate Services & Planning**GCOR/50/19 Any Other Business**

There were no matters raised under any other business.

GCOR/51/19 Date of Next Meeting

It was resolved that the next meeting of the Board of the Corporation would be held at 5.00pm on Wednesday 17 July 2019 at Trafford College.

Action: Corporation Secretary

The meeting closed at 6.47 pm.

The Principal joined the meeting at 5.30pm during the consideration of Agenda item 4.

The Corporation Secretary left the meeting for agenda items 9 and 10.