

THE TRAFFORD COLLEGE GROUP

**Minutes of the Meeting of the Board of the Corporation  
held on 18 December 2019, at 5.30 pm  
in the Boardroom at Trafford College**

**Present:** Graham Luccock (Chairperson)  
Lesley Davies (Principal and Chief Executive Officer)  
Sarah Drake  
Janet Grant  
Jed Hassid  
James Beazley  
Jill Bottomley  
Maureen Wilkins  
Glad Capewell  
Sue Derbyshire  
Jeremy Woodside  
Macy Sheil  
Joaquin Llorente  
Louise Richardson

**In Attendance:** Barry Watson (Corporation Secretary)  
Andrea Bennett (Director of Finance & Strategy)  
James Scott (Vice Principal Curriculum & Quality/ Campus Principal)  
Michelle Leslie (Vice Principal Corporate Services & Planning)  
Kathryn McBurnie (Associate Director of Finance and Observer)  
Carl Miles (Director of Marketing)

**Minute No.**

Prior to the commencement of the meeting, the Chairperson welcomed Kathryn McBurnie (Associate Director of Finance and Observer) to the meeting.

**GCOR/114/19 Apologies for Absence**

The Corporation Secretary (CS) reported that apologies for absence had been received from Charlotte Chubb, Kurt Allman, Guy Robson, Colette Fagan and Tony Healy.

**GCOR/115/19 Declarations of Direct or Indirect Interest**

There were no declarations of interest in any of the meeting's business items.

**GCOR/116/19 Minutes of the Meeting held on 16 October 2019**

The minutes of the meeting were approved and accepted as a correct account of the meetings proceedings

**GCOR/117/19 Matters Arising from the Minutes**

- i) GCOR/92/19 – Governor Links and Learning Walks Update

The Chairperson advised that the current arrangements for Governor Links were being reviewed for the next Academic Year and that the issue relating to the Governor Link with Sports Studies would be resolved for the Spring Term 2020.

**Action: Chairperson**

**Minute No.**

## ii) GCOR/93/19 – Business Plan 2019/2020

The Principal provided the Board with a copy of the updated Business Plan for 2019/2020 and advised that the Leadership Team had reviewed it during a strategy session held in November 2019.

The Principal further advised the Business Plan had been updated in terms of milestone targets against each objective relating to the following six priority areas:

- Delivering Excellence
- Achieving Sustainable growth
- Great Staff, great place to work
- Delivering Digitalised transformation
- Transformational employer and stakeholder engagement
- Ensuring Student Success

The Principal outlined to the Board what she considered to be the key issues relating to the business plan which were around the areas of:

- achieving sustainable growth
- a strategic review of Apprenticeships to focus on employer engagement. - the objectives of ensuring student success and the cross over with the Quality Improvement Plan (QIP)
- the amendment to milestone targets to reflect the agreed actions relating to the Digital Strategy

The Principal further commented that the Leadership Team were considering a different way of reporting going forward which would streamline how the plan is presented to members in 2020/2021.

**Action: Leadership Team**

Members raised a number of issues regarding the plan as follows:

- The Student Governor (SG) asked how the Plan affected the role of Student Mentors. The Principal explained to the SG how the Business Plan was drawn up and developed and it was agreed that the Curriculum & Quality Committee (CQC) could consider the issue raised when it next meets. In discussion, it was also agreed that the outcomes and impacts arising from Student Surveys would also be considered by the CQC in due course.

**Action: Curriculum & Quality Committee**

- A member asked about the progress in relation to the objective of ensuring that all staff are clear about how they contribute to the success of the organisation. The Principal advised that this was currently being reviewed and is contained in the Self-Assessment Report. The Board had a general discussion around how effective self-assessment of performance is undertaken and a team centered approach to the matter.
- A member commented that she did not recollect undertaking Campus self- assessment during 2018/2019 as detailed in one of the objectives relating to Delivering Excellence. The Vice Principal Curriculum and Quality /Campus Principal (VPCQCP) explained the reasons for its inclusion in the plan and that currently the Group did not need replicate the process from a self-assessment perspective if it happened nationally.

**Minute No.**

The Principal explained to the Board the current national position in relation to HMI Inspection by Campus.

- A member asked how confident the Leadership Team were in achieving the commercial income targets as detailed in the objective relating to developing a highly responsible and flexible commercial offer. The Principal outlined the actions that were being undertaken in this respect including developments at the ACS Center, which was up, and running, the soft launch of International activities and increasing the offer for fee-paying programmes which the Board noted. In discussion it was agreed that the percentage of improvement in market share relating to Apprentices should be added to the 2019/2020 milestones.

**Action: Principal**

After due discussion and consideration it was unanimously resolved that the Business Plan and associated milestone targets for 2019/2020 be approved.

## iii) GCOR/94/19 – Appointment of Student Governors

The CS reported that the Student Governor (Higher Education) had unfortunately due to personal commitments, declined the Board of the Corporations offer of appointment as a Student Governor.

The CS further advised that a further nomination had been secured from a student studying Foundation Degree in Art and Design - Charlotte Chubb (CC) and that the CS had met with student to discuss the role and responsibilities and that she was prepared to undertake the commitment required.

After due discussion and consideration it was unanimously resolved that CC be appointed as the Student Governor (HE) with immediate effect.

**Action: Corporation Secretary**

## iv) GCOR/98/19 – Draft Action Plan FE Commissioner/ ESFA (CEO) – October 2019

The CS reported that the Audit Committee had given consideration to the Board's request relating to the FE Commissioner's recommendation regarding the ESFA Self-Assessment Questionnaire at its meeting on 28 November 2019.

The CS advised that the Committee had agreed that any aspect of the Questionnaire from a risk perspective would be identified through the Board Assurance Framework and therefore would meet the expectations behind the recommendation.

The Board of the Corporation note the Audit Committee's resolution with regard to the matter.

## v) GCOR/102/19 – Enrolment and Student Numbers Update – Class Sizes First Year A Levels

The VPCQP advised that the average class size for A Level provision was 18 and that although some of the subject areas numbers were quite high they were not economically viable to split.

**Minute No.**

He further advised of the administrative and practical actions that would be taken by the A Level team to address the issues raised by the SG by the end of term.

**Action: A Level Team**

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

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

**GCOR/118/19****Annual Marketing and Marketing Share Report 2018/2019**

The Director of Marketing (DM) presented a report which including the Annual Marketing and Market Share Report for 2018/2019.

The report provided members with a breakdown of the three-year trend of the Group's Market share under the following funding streams:

- 16-18 Year olds.
- Adult Learners.
- Apprenticeships.
- Higher Education.

For each funding stream, the report identified the market conditions relating to the stream together with the key challenges and considerations The DM provided a brief verbal update of the key issues for each stream.

Members raised a number of issues arising from the report as follows:

- To what extent should the Group set its objectives against Market share? The Principal commented that this was a valid suggestion but that the Leadership Team would need to undertake further analysis and have a more focused view on the Group's Strategy. The Principal added that it was important that the Board agreed a strategy of the markets that should be targeted going forward and those areas of provision that should undergo a provision review. The Principal undertook to give the matter further consideration and bring proposals back to the Board of the Corporation in due course.

**Action: Principal**

- How was the CRM system going to Interface with the Navigate System as at the moment there is a strong overlap. The VPCQP advised that there were no plans to integrate the two systems as they are two very different systems. He added that this might of course change in the future.

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

**GCOR/119/19****Governor Links and Learning Walks Update**

The Board of the Corporation received Governor Link and Learning Walks reports as follows:

**Student Engagement and Participation**

The Link Governor (SDr) reported on the detail of the main issues arising from the visit, which were included in her written report.

**Minute No.**

The member commented that it was her first meeting with the Interim Manager of Quality, Student Engagement Lead and that the purpose of the meeting was to discuss current and planned actions to involve students fully in the life of the Group and the Community.

SDr advised that the meeting had been productive and that the issues for Governors to follow up were as follows:

- Arrangements for Higher Education student governorship and engagement.
- Student Governors' input to C&Q committee meetings
- Informing governors of dates in a timely fashion in order to allow possibility of presence.
- Maximising the value of the Governor Link process.

SDr reminded members of the Student Conference which was scheduled for 13 February 2020 and commented that the Student Leadership Team meetings had been very disappointing.

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

**Personal Development**

The Link Governors (SDr and GL) reported on the detail of the main issues arising from the visit, which were included in their written report.

The members commented that this was the first meeting covering the remit and it was an opportunity to develop relationships and agree how the meeting and future meetings could be most useful for the Governors of the Group.

The Link Governors advised that the issues for Governors to follow up were as follows:

- Need to improve reporting on incidents and use information to look at trends/ inform action.
- Need to improve monitoring of the impact of input by PSMs and counsellor on retention/ attendance/ achievement.
- Evidence of the numbers of students actually engaging in all the activities provided, both enrichment and supportive.
- Gatsby standards updates so that Governors are kept informed of progress or issues.

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

**Altrincham Campus**

The Link Governors (SDr and JG) reported on the detail of the main issues arising from the visit, which were included in their written report.

The members commented that it was the first Link Visit of the current Academic Year and the link had been arranged to discuss progress since the start of the Academic Year particularly with regard to the areas of focus.

It was further advised that the members found the staff and student to be very positive and were very open in their discussions and comments with the Governors. SDr advised that the Link relating to Sport Studies was still being reviewed.

**Minute No.**

The Link Governors advised that the issues for Governors to follow up were as follows:

- Retention Issues in Sociology, English Language and Law.
- Staffing issues in some areas to continue to be managed and resolved.
- Air Conditioning to offset the number of students in some classrooms.
- Next visit to include more observation around the campus.

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

**Stockport Campus**

The Link Governor (GC) reported on the detail of the main issues arising from the visit, which were included in her written report.

The member commented that the quick wins at Stockport had happened and that staff had quickly got to grips with the issues at the College. It was further commented that unlocking potential strategy needs to be revisited and that there was now more effective liaison with external agencies.

It was noted that attendance was looking positive and that the issues relating to Management Information Systems would be considered by the Curriculum & Quality Committee.

**Action: Curriculum & Quality Committee**

The Link Governor advised that the issues for Governors to follow up were as follows:

- The effectiveness of MIS to support accurate and timely enrolment, attendance and performance data. A new data manager will start in January 2020. The service has been stretched by the ESFA audit, and ongoing staffing issues.
- The outcomes of the CDAR review of maths and English, especially at Stockport.
- Progress on improving the quality of underperforming courses at Stockport.

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

**Human Resources (HR)**

The Link Governor (GC) reported on the detail of the main issues arising from the visit, which were included in her written report.

It was noted that the areas for consideration were as follows :

- HR Strategic Plan.
- HR Implications regarding the Cheadle & Marple Sixth Form College. The Link Governor commented that it was important that the agreed sums of monies were made available to provide the support to the merger and that an appointment with a background in Employee relations was required.
- Organisational structure roles and capacity.
- Impact of Employment Legislation in 2020.
- Team Development.

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

**Minute No.****GCOR/120/19 Draft Governance Self- Assessment Report 2018/2019**

The CS presented a report that included a copy of the Draft Governance Self-Assessment Report 2018/2019.

The CS advised that the Draft Report had been considered, in detail and recommended for approval, by the Governors' Validation Panel at its meeting on 13 November 2019.

It was noted that the format of the report had been updated to reflect the recently revised Ofsted Framework and that the proposed Self-Assessment Grade for Governance 2018/2019 was 'Good'.

After due discussion and consideration, the Board of the Corporation unanimously resolved that the Governance Self-Assessment Report 2018/2019 be approved.

**Action: Corporation Secretary****GCOR/121/19 Governance Ready Programme**

The CS presented a report, which provided members with details of the Governance Ready Programme which had recently been established for persons who could make excellent members of the Board of the Corporation but were currently not ready for appointment.

The Chairperson commented that completion of the programme was not a guarantee for Board membership.

The report provided members with the following details of the programme as follows:

- Purpose and Scope
- Timeframe
- Activities – With regard to the various activities the CS requested that Link Governors advise him of proposed date for Link Visits in Spring 2020 in order that the applicants can attend the visit.

**Action: Link Visit Governors**

Members welcomed the initiative and the Chairperson advised that the AoC had expressed an interest in the programme with a view to adopting it on a wider basis.

A member commented that the applicants on the programme should sign a Non-Disclosure agreement and the CS undertook to action this suggestion.

**Action: Corporation Secretary**

There were no further issues raised by members and it was resolved that the report be noted.

**GCOR/122/19 Higher Education Committee**

The CS advised the Board that at a recent meeting of the Higher Education Working Group there had been a discussion relating to the Governance arrangements for the Group's Higher Education provision and whether the current arrangements were adequate.

**Minute No.**

It was noted that the CS and VPCQP had advised the Committee that they had already had discussions around the creation of a Governance driven Committee for Higher Education, which would report to the Board of the Corporation and would amongst other duties monitor compliance with the Office for Students (OfS) requirements.

The CS and VPCQP presented a joint report to the Board, which made proposals to create a Higher Education Committee and to seek approval for the Terms of Reference for the Committee.

The VPCQP went through the details of the proposed Terms of Reference and advised that it would be a separate Committee from the Curriculum and Quality Committee.

Members welcomed the proposal and there was a consensus that the proposed change to the Board Committee structure would more effectively allow Governors to fulfil their statutory and monitoring duties in relation to Higher Education provision.

In discussing the Terms of Reference, it was agreed that the membership should be extended to include an external co-opted expert onto the Committee.

The CS undertook to approach the Group's Higher Education partner Sheffield Hallam University regarding the appointment.

**Action: Corporation Secretary.**

Members also identified a number of textual changes and suggested a change in quoracy relating to the increased membership, which the Corporation Secretary undertook to amend.

There were no further issues raised by members and it was unanimously resolved that the proposal and amended Terms of Reference be approved.

**Action: Corporation Secretary****GCOR/123/19      Quality Improvement Plan 2018/2019**

The VPCQP presented the Groups Quality Improvement Plan 2018/2019, which had now been updated and completed.

A member asked about staffing at Stockport in relation to the Construction provision and the VPCQP advised that a succession plan was in place and that a Head of Study was due to start in January 2020.

There were no further issues raised by members and it was resolved that the final Quality Improvement Plan 2018/2019 be noted.

**GCOR/124/19      Draft Self-Assessment Report 2018/2019**

The VPCQP presented a report that included a copy of the Draft Self-Assessment Report (DSAR) 2018/2019.

It was advised that DSAR was presented to a panel of Governors in November 2019 and that in addition it had been reviewed by an external advisor (RM) who is an ex HMI.

It was noted that the Validation Panel had considered the DSAR in great detail with a view to validation of the grades and outcomes contained in the report and that the report as presented was recommended for approval by the Validation Panel.

**Minute No.**

The VPCQP confirmed that the DSAR grades agreed and recommended by the Validation Panel were as follows:

<b>Aspect / Type of Provision</b>	<b>Grade</b>
Overall Effectiveness	Good: Grade 2
Quality of Education	Good: Grade 2
Behaviour and Attitudes	Good: Grade 2
Personal Development	Good: Grade 2
Leadership and Management	Good: Grade 2
Education Programmes for Young People	Good: Grade 2
Adult Learning Programmes	Good: Grade 2
Apprenticeships	Good: Grade 2
Provision for Learners with High Needs	Good: Grade 2
Subcontracted Programmes (Non EIF Category)	Good: Grade 2

He further confirmed that the key areas for improvement were as follows:

- Improving the quality of education in maths and English at Stockport College
- Improving the quality of education for young people in underperforming vocational programmes
- Improving the retention of students in A Levels
- Improving the quality of education within underperforming apprenticeship programmes
- Improving the quality of education within underperforming adult learning programmes
- Further narrowing gaps in the outcomes of specific groups of students
- Further improving the quality of quantity of work experience opportunities for young people on study programmes

The VPCQP further advised that the Key areas for Improvement had been included in the Quality and Improvement Plan 2019/2020.

The Board considered and discussed the Validation Panel's recommendation in detail and after due discussion and consideration the Board of the Corporation unanimously resolved that the Self-Assessment Report 2018/2019.

**Action: Vice Principal Curriculum & Quality/ Campus Principal**

**GCOR/125/19**

**Quality Improvement Plan 2019/2020 and Performance Indicator Report**

The VPCQP presented a report, which provided members with details of the progress against the Quality Improvement Plan (QIP) together with details of the key Issues arising from the Plan.

The report provided members with a copy of the QIP together with the Group's curriculum Performance Indicators as at December 2019.

The VPCQP reminded members that the QIP had been set in order to address the key areas for improvement identified from the Group Self-Assessment Report and were centred around the following seven objectives:

- Improving the quality of education in maths and English at Stockport College.
- Improving the quality of education for young people in underperforming vocational programmes.
- Improving the retention of students in A Levels.
- Improving the quality of education within underperforming apprenticeship programmes.

**Minute No.**

- Improving the quality of education within underperforming adult learning programmes.
- Further narrowing gaps in the outcomes of specific groups of students.
- Further improving the quality and quantity of work experience opportunities for young people on study programmes.

The VPCQP further commented that the Group had a number of other improvement processes and strategies which included the:

- Teaching, Learning and Assessment Strategy
- Maths and English Strategy
- SEND Strategy
- CEIAG Strategy
- Student Mental Health & Wellbeing Strategy
- “Unlocking Potential, Fostering Success at Stockport College” Project
- Quality Assurance processes
- Department Self-Assessment and Team Improvement Plans.

In presenting the report the VPCQP advised that the key issues arising from QIP were as follows:

- **Maths and English**

The VPCQP advised that attendance in maths and English continued to be the key risk but that the Group were still experiencing data issues with some withdrawn and transferred students counting in the data negatively when they should not be.

It was noted MIS had been instructed to resolve this issue, without fail, by the end of term so that the Group can be in possession of a fully accurate picture of attendance.

**Action: Interim Director of MIS**

It was also advised that notwithstanding the data issues, curriculum teams were clear on where there is genuine poor attendance and were following this up with required interventions, including where necessary the formal Learner Improvement Process.

The VPCQP commented that the attendance at Stockport was now in line with Trafford and was slightly better than Altrincham and slightly below Stretford.

It was also noted that attendance in English was better than attendance in maths and that the issues in maths included the new “split sessions”, where students in Construction attend the first session, but not the second due to an “extended lunch”.

The VPCQP advised that this was being dealt with by the appropriate Assistant Principal and Head of Studies, and where relevant the split sessions would be changed for January 2020.

**Action: Assistant Principal/ Head of Studies**

- **Courses at Risk**

The VPCQP advised that the courses at risk were now included in the Course Review Process and provided Governors with a detailed explanation of how the processes was managed and implemented. The VPCQP also advised of the deep dive approach to quality assurance and the areas where this was being undertaken in 2019/2020.

**Minute No.**

The position with regard to vocational courses was also noted.

- **A Levels**

The VPCQP advised of the actions that were being taken during the year to address issues around, retention, quality of subject delivery and support for students. A member commented that with regard to 2018/2019 the Governors had still not seen the ALPS report. The VPCQP advised that this would be available at the back end of January 2020.

- **Apprenticeships**

The VPCQP advised that this was the curriculum area that was closest to “requires Improvement” and that a strategic review of the provision was underway which would be concluded during the Spring Term 2020.

It was also advised that this included a “deep dive” of the financial performance by programme, a CDAR to review the quality of provision, a specific planning event focused on Apprenticeships and a review of the employer engagement strategy.

- **Adult Education**

The VPCQP advised that there were no key risks pertaining to Adult Education and that underperforming courses from last year were being monitored.

- **Student Support and narrowing achievement gaps**

It was noted that the Group had ensured early identification of students with declared mental health and Looked after Children (LAC) to enable more effective and timely interventions to support retention.

It was advised that the new Head of Inclusion was focused on ensuring improved and consistent arrangements for the identification, recording and delivery of learning support across the Group and that a themed health check of Learning Support will take place during the Spring Term 2020.

- **Work Experience**

The VPCQP advised concerning the main issues relating to work experience and that a themed health check of the provision would also take place during the Spring Term 2020.

A member commented that Altrincham Chamber of Commerce were visiting the Group in January 2020 and it might be a good opportunity to discuss issues relating to work placements. The VPCQP thanked the member for the information and provided a detailed account of the work the Group undertakes with the Chamber and other local businesses relating to Work Experience Placements.

It was noted that departments had been tasked to resolve the underperformance figures regarding this no later than January 2020.

A member commented around part time work that students undertake and the use of accreditation of prior work. The VPCQP advised of the Groups approach to work experience and study programmes and how it is captured in relation developing employability skills.

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

**Minute No.****GCOR/126/19 Meeting of the Higher Education Working Party held on 4 December 2019**

The Chairperson of the Board of the Corporation advised that Higher Education Working Party had met recently and considered in great detail the Access and Participation Plan for the period 2020- 2025.

He advised that members had recommended a number of substantial changes and improvements to the Plan, which the Dean of Higher Education was undertaking with a view to presenting the updated Plan at the next meeting on 9 January 2020.

**Action: Dean of Higher Education.**

The Chairperson further advised that together with a further consideration of the Plan the Working Party would also be reviewing the HE Evaluation Document 2018/2019 and HE Improvement Plan 2019/2020.

**Action: Higher Education Working Party**

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

**GCOR/127/19 Minutes of the Curriculum & Quality Committee Meeting held on 13 November 2019**

The minutes of the meeting were received and noted and the Chairperson provided a brief overview of the business items considered by the Committee.

In providing the overview the Chairperson commented on the huge range of areas within the Committees remit and that the minutes provided good cover of the Group's core work.

**GCOR/128/19 Matters Arising from the Minutes**

There were no matters raised by members arising from the Chairpersons overview or the minutes and it was unanimously resolved that they be noted.

**GCOR/129/19 Minutes of the Safeguarding Committee Meeting held on 19 September 2019**

The VPCQP provided the Board with an overview of the main issues considered by the Safeguarding Committee at its last meeting.

He commented on the ever increasing in safeguarding referrals particularly with regard to mental health issues.

He also referred to the increase in CSE with both of the local Councils seeking to push activities to the Group.

He advised of the response that what being taken in this respect and that the workload and situation was being managed.

He also advised of the Groups involvement in the Grater Manchester Project "Tackling Serious Knife Crime" and how it was aimed at the sharing of information between schools and Colleges.

A member asked what the Safeguarding arrangements at the Group were over the Christmas period and the VPCQP provided the Board with full details of the arrangements that had been put in place for this period.

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

**Minute No.****GCOR/130/19 Matters Arising from the Minutes**

There were no matters arising from the minutes that were not covered in the previous agenda item.

**GCOR/131/19 Draft Report and Financial Statements including Letter of Representation for the period ending 31 July 2019**

The Director of Finance and Strategy (DFS) presented a report that included the Draft Report and Financial Statements and Letter of Representation (DRFSLR) for the period ending 31 July 2019.

The DFS advised that the DRFSLR had been considered in detail by the Audit Committee at its meetings on 28 November and 16 December 2019 and had recommended them for approval to the Board of the Corporation.

With regard to the Audit Committee meeting of 16 December 2020 the DFS further advised that the issues that were considered by the Committee in making its recommendations were as follows:

- Revisions and updates to the Audit Highlights Memorandum for the period ending 31 July 2019.
- Mitigating actions in relation to the going concern and implications for the cash flow forecast up to December 2020.
- Revision to the wording relating to the going concern in the Draft Report and Financial Statements.

The DFS also reminded members of the resolution of the Board meeting relating to the mitigating actions that had been agreed to ensure that the bank cash covenant would not be breached.

The DFS also advised that the accounts were correct and that it was not possible to provide a year on year comparison with last year's position due to the previous in year merger position.

However, the DFS regretted to inform the Board that it was not possible to finalise and approve the DRFSLP due to the fact that the ESFA had not completed its funding Audit relating to Adult Education Budget.

The Principal advised of the context of this unfortunate position and that the Group was not the only institution in this position. The DFS commented that the ESFA had agreed to extend the deadline date for submission until the end of January 2020.

In answer to a question from a member the Principal confirmed that there would be no intervention measures initiated due to the delay in submission.

Given the circumstances, and taking into account the Audit Committees recommendation, it was agreed that the matter be deferred and that if it is resolved before the next Board meeting then the Chairperson of the Audit Committee be requested to confirm the validity of the DRFSLR.

**Action: Chairperson of Audit Committee**

It was further agreed that if the Chairperson of the Audit Committee confirms the validity of the DRFSLR then the Principal and Chairperson of the Corporation be authorised to provide the relevant signatures to sign off the DRFSLR.

**Action: Chairperson of the Board of the Corporation/ Principal**

**Minute No.**

The Board further confirmed that if this were not the case then the Board would consider the matter further at its next meeting.

**Action: Director of Finance & Strategy/ Board of the Corporation**

**GCOR/132/19****Self-Assessment and Regularity Audit Questionnaire 2018/2019**

The Board of the Corporation unanimously approved the Audit Committees recommendation that the Self-Assessment and Regularity Audit Questionnaire 2018/2019 be approved.

**GCOR/133/19****Annual Report of the Audit Committee for the period ending 31 July 2019**

The Chairperson of the Audit Committee presented Annual Report of the Audit Committee for the period ending 31 July 2019.

The DFS advised that the Annual Report of the Audit Committee had been considered in detail by Audit Committee at its meeting on 28 November 2019, and that they had been recommended to the Board of the Corporation for approval.

The Chairperson in particular drew the Board of the Corporations to the following statement contained within the Annual Report.

“The Audit Committee is required to give the Board of the Corporation and the Principal an opinion on the adequacy and effectiveness of the College’s internal control systems, and its arrangements for risk management, control and governance processes and securing economy, efficiency and effectiveness.

Based upon matters reported to and considered by the Committee, to the best of its ability, the Committee has concluded that the Group’s risk and control framework, its arrangements for risk management, control and governance processes and securing economy, efficiency and effectiveness are adequate and effective and can be relied upon by the Board of the Corporation and the Principal in the Statement of Corporate Governance and Internal Control.

The Committee is also of the view that Governing Body responsibilities, as detailed in the annual Financial Statements have been satisfactorily discharged.

It is the Committee’s view that the Audit Committee is effective in both its operation and fulfilling of its terms of reference. The annual review self-assessment of the Committee by members and consideration of both sets of auditors has enabled the Audit Committee to form this view.”

After due discussion and consideration it was unanimously resolved, that the Audit Committees recommendation be accepted and that Annual Report of the Audit Committee for the period ending 31 July 2019 be approved.

**GCOR/134/19****Audit Highlights Memorandum and Management Letter for the period ending 31 July 2019**

The DFS provided the Board with a verbal update in relation to some of the issues that had occurred with the Financial Statements and Regularity Auditors during their Audit and that all the issues had now been signed off.

It was noted that GT were likely to request an additional payment due to additional work associated with the Going Concern position and that the DFS would update the Board with regard to this once the matter had been determined.

**Action: Director of Finance & Strategy**

**Minute No.**

Following due discussion and consideration the Board of the Corporation unanimously approved the Audit Committees recommendation that the Audit Highlights Memorandum and Management Letter for the period ending 31 July 2019 be approved.

This approval was subject to the matter being further reconsidered if any issues arose from the position with regard to the ESFA audit in respect of the Adult Education Budget.

**Action: Director of Finance & Strategy/ Grant Thornton**

**GCOR/135/19 Management Accounts for the 3 months ending 31 October 2019**

The DFS presented a report, which provided members with the financial monitoring and forecast report for the 3 months ending 31 October 2019.

It was reported that the overall performance in the three-month period was a surplus of £281k compared to the budgeted deficit of £106k. The DFS advised that the positive position against the plan was largely due to profiling of pay and non – pay expenditure and that management action was still required to deliver the plan.

The DFS further advised that the forecast for the full year under the best case scenario was a deficit of £260k with the worst case scenario being a deficit of £2,014k with a mid-case position of a deficit of £1,132k. With regard to financial targets it was noted that the following objectives had been set:

- ESFA Financial Health maintain or improve current rating.
- Pay to income ratio of less than 65%.
- Cash balance to be in excess of £3m covenant.

In explaining, the position the DFS commented that due to changes in categorisation the financial health rating was now classified as requires improvement and that it was important that the Group focus on the EBITDA position going forward.

The DFS also explained the up to date position with regard to cash balance and the pay to income ratio.

The DFS also updated the Board concerning current discussions with the Bank with regard to the covenants that are currently being applied against the Groups loan, and that she was hoping to see progress with regard to this matter in the New Year.

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 3 months ending 31 October 2019 be approved.

**GCOR/136/19 Board Assurance and Risk Management Update**

The DFS presented a report, which updated the Board of the Corporation on the Group's updated Risk Management Framework for 2019/2020, which had been reviewed in detail by the Audit Committee at its last meeting on 28 November 2019.

The report also included a copy of Board Risk Assurance Framework Heat Map and the Risk Assurance Framework.

The DFS advised the Board that following the review, there had been three risks that had increased and two that had reduced. The report also provided details of the risks that are required to be escalated to the Board were the net score was in excess of 15.

**Minute No.**

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

**GCOR/137/19 Integrated Financial Model For Colleges**

The DFS advised the Board of the Corporation of the new process that the ESFA had put into place in respect of a 4 Year Financial Plan. It was also advised that the Financial Plan needed to be submitted to the ESFA by 28 February 2020 and approved by the Board of the Corporation.

The Board of the Corporation noted the requirements of the new processes and it was agreed that an additional meeting of the Board of the Corporation be established, prior to the deadline date, in order to consider the 4 Year Financial Plan.

**Action: Corporation Secretary**

**GCOR/138/19 Minutes of the Resources Committee Meeting held on 20 November 2019**

The minutes of the meeting were received and noted and the Chairperson provided a brief overview of the business items considered by the Committee.

In response to a question raised by a member, relating to the student exit survey in respect of student withdrawals the VPCQP advised that a summary of withdrawals would be provided to the Curriculum & Quality Committee when it was completed.

**Action: Vice Principal Curriculum & Quality/ Campus Principal**

**GCOR/139/19 Matters Arising from the Minutes**

- i) GRES/59/19-Management Accounts for the 2 months ending 30 September 2019

The Board of the Corporation unanimously approved the Committee's recommendations that the Management Accounts for the 2 months ending 30 September 2019 be approved.

The 3 months update of the management accounts were considered at agenda item 5e.

**GCOR/140/19 Minutes of the Audit Committee Meeting held on 28 November and 16 December 2019**

The minutes of the meetings were received and noted and the Chairperson provided a brief overview of the matters considered by the Committee at each of the meetings.

The Chairperson also advised the Board of the Corporation that he had met both sets of Auditors separately with the Corporation Secretary and provided the Board with a verbal account of the main issues discussed at the meetings.

He added that it was the Auditors views that appropriate challenge was evidenced by both the Audit Committee and the Board of the Corporation and that there is a good relationship between Governance and the Auditors.

He also advised that it was the Auditors view that the Finance Team led by the DFS was functioning well.

**Minute No.****GCOR/141/19****Matters Arising from the Minutes**

- i) GAUD/38/19 – Draft Report and Financial Statements including Letter of Representation for the period ending 31 July 2019

This item was considered by the Board of the Corporation at Agenda item 5a of the meetings business items

- ii) GAUD/39/19 – Self-Assessment and Regularity Audit Questionnaire 2018/2019

This item was considered by the Board of the Corporation at Agenda item 5b of the meetings business items.

- iii) GAUD/40/19 – Annual Report of the Audit Committee for the period ending 31 July 2019

This item was considered by the Board of the Corporation at Agenda item 5c of the meetings business items.

- iv) GAUD/43/19 – Internal Audit Reports 2019/2020

The Board of the Corporation unanimously approved the Audit Committee recommendation for the approval of the following Internal Audit Reports:

- Management Accounts.
- Learner Records, ALS/DLS, Income Reporting and Examinations.

- v) GAUD/45/19 – Audit Highlights Memorandum and Management Letter for the period ending 31 July 2019

This item was considered by the Board of the Corporation at Agenda item 5d of the meetings business items.

- vi) GAUD/48/19 – Data Protection Annual Report

The Board of the Corporation received and noted the Annual Data Protection Report 2018/2019.

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

**GCOR/142/19****Minutes of the Health and Safety Committee Meeting held on 27 September 2019**

The Minutes of the meeting were received by the Board of the Corporation and the VPCSP provided the Board with a brief overview of the main issues considered by the Committee which was noted.

**GCOR/143/19****Matters Arising from the Minutes**

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

**GCOR/144/19****Business Continuity Policy 2019-2020**

The VPCSP presented a report, which made proposals for the approval of the Group's Business Continuity Plan for the period 2019-2020.

**Minute No.**

The VPCSP advised that there were no significant changes to the Policy that the Board of the Corporation had approved in 2018 and identified the key issues relating to the proposed Policy.

A member sought clarity around the response option in the context of Insure the service and the VPCSP advised that this related to the impact on service delivery.

There were no further issues raised by members and after due discussion and consideration it was resolved that the Business and Continuity Policy 2091-2020 be approved.

**GCOR/145/19 Any Other Business**

The CS reminded members of the forthcoming Question time, which was being held at Stockport College on 17 January 2020 and encouraged members to attend.

The Chairperson thanked MW for her dedication, help and support during her period of membership at both Stockport College and The Trafford College Group and wished her well for the future.

The Chairperson also thanked the three members of the Senior Leadership Team for their individual outstanding work and contribution during the year and paid tribute to the Principal's excellent and outstanding leadership of the Group.

**GCOR/146/19 Date of Next Meeting**

It was noted that the next scheduled meeting of the Board of the Corporation would be held at 5.30 pm on Wednesday 25 March 2020 but it would be necessary to have a further meeting prior to this.

The CS undertook to liaise with the Chairperson and relevant managers to determine the date for the additional meeting.

**Action: Corporation Secretary**

The Director of Marketing left the meeting at 6.01pm after the consideration of Agenda item 2a.

Janet Grant left the meeting at 7.09 after the consideration of Agenda item 5e.

The Student Governor left the meeting at 7.23pm after the consideration of Agenda item 5m.

The meeting closed at 7.38 pm.