

**Date:** 11 March 2020

**Venue:** The Boardroom, City Campus, the  
Sheffield College

Clerk to the Corporation  
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**Present:** Beri Hare (Chair)  
Gwyn Arnold  
Peter Brooks  
Richard Calvert  
Angela Foulkes  
Stephan Hollingshead  
Saleem Rashid  
Kim Street  
Rhiannan Webber.

**In attendance:** Kate Platts, Executive Director of Finance and Resources (EDFR)  
Alison Shillito, Governance Advisor and Clerk to the Governing Body  
Paul Simpson, Executive Director of HR and Organisation Development  
(EDHROD)  
Anita Straffon, Deputy Chief Executive (Curriculum, Quality and Assessment)  
(DCE:CQA)

**Action by when  
by whom**

**20/1/1 Welcome, Introduction and apologies**

- 1.1 The Clerk reported that apologies for absence had been received from the following governors; Stephen Betts, Megan Farmer (student governor), Shelley Hemsley, Chris Linacre, Ian Falconer, Michelle MacDonald (staff governor), Seb Schmoller and John Timms. Andrew Hartley, Commercial Director, John Mothersole and Mark Pearson had also given apologies. The meeting was quorate.
- 1.2 The Clerk reported that Shelley Hemsley had submitted comments on the papers with her apologies.
- 1.3 The Vice Chair agreed to chair the meeting in the Chair's absence.

**20/1/2 Declarations of Interest**

- 2.1 Members noted the standing declarations and in particular the interests of:
  - The Chief Executive and Principal (CEP), as a director of the College's subsidiary companies, would remain in attendance for consideration of item 16 to assist the

Board, but would not be eligible to vote or be counted in the quorum for that item.

- The elected staff governor agreed to withdraw for item 23.

**20/1/3 Minutes of the meeting on 18 December 2019**

The Governing Body approved the minutes of the meeting on 18 December 2019 as an accurate record subject to a correction to the word order of minute 19/4/11.2.

**20/1/4 Minutes of the special meeting on 29 January 2020**

The Governing Body approved the public and confidential minutes of the special meeting held on 29 January 2020, which had considered the College's approach to the Integrated Financial Model for Colleges (IFMC), pending the release of an update to the model.

**20/1/5 Minutes of the special meeting on 5 February 2020**

The Governing Body approved the confidential minutes of the special meeting held on 5 February 2020, which had approved the appointment of John Mothersole as a governor and Chair Designate.

**20/1/6 Minutes of the special meeting of the IFMC Task Group on 14 February 2020**

The Governing Body received the confidential minutes of the IFMC Task Group on 14 February 2020. The Governing Body had delegated to this meeting approval of the College's final submission of IFMC.

**20/1/7 Matters arising and action record**

- 7.1 Governors agreed that all matters arising from the minutes above had been included either on the current agenda or on the Action Record.
- 7.2 The Clerk introduced the Action Record, commenting that 20 of the 22 actions from meetings above had been completed. Members focused on the overdue actions as follows.
  - i) Minute 17/1/14 refers- Governor training - EDI: the Clerk was seeking to arrange this training at the end of the Board's May meeting. The Governing Body agreed to adjust the deadline.
  - ii) Minute 17/9/18.3: safeguarding training the Clerk reported that Search, Remuneration and Governance (SRG) Committee had confirmed the mandatory modules to members and she and HR would be following up with members where completion was required.
  - iii) Minute 19/3/22.1 Sale of Land (Aqiva mast) completion awaited from buyer.

- iv) Minute 20/S2/3.5i Appointment of Chair Designate the College had completed all its checks and was now awaiting the outcome of disclosure and barring checks.

7.3 Governing Body received the Action Record, noted the progress and approved the removal of the items marked as 'completed'.

Clerk 18/3/20

20/1/8

### **Report of the Chief Executive and Principal**

8.1 The CEP made a presentation structured around intent, implementation and impact, with a particular focus on impact. The CEP highlighted the following main points.

#### **Sector update –**

- **Government changes** – there has been a cabinet reshuffle since the last meeting and the CEP outlined the ministerial changes most likely to have an impact on policy for the FE and skills sector;
- **New opportunities** – some new initiatives had been announced where there was the potential for the College to work on bids and projects including:
  - Towns Fund, where there might be opportunities to work with local employers in nearby towns;
  - College Collaboration Fund, if eligible, the College would be looking to collaborate on a bid which would further its Equality Objectives and have improve regional skills capacity in partnership with other providers in the region;
  - National Skills Fund, the sector awaited further clarification on how this would work;
  - Institutes of Technology (second wave), college principals in the SCR would be looking to collaborate on a bid.
  - Sector CPD fund for leaders and governors – the College would be looking to access this to support succession planning.
- **Coronavirus** – the College had convened a standing emergency management group to lead and coordinate contingency and communication planning. The College had already increased signage about handwashing and bought additional supplies of handwashing and cleaning products. The group was following the daily government updates and implementing guidance on suppressing the spread of the virus. There were regular updates to staff and students as part of a wider communication plan.
- In response to advice against large gatherings of people, the College had already postponed the full-scale GCSE mock exams planned for the end of term and would provide students with mock papers to work on instead. Running a full programme of examinations whilst adhering to current guidelines would be the most

difficult issue. This would be a national issue and the College would await further guidance from the awarding bodies on how examinations would be adapted.

- **FE Commissioner's visit** - all documents had been submitted on time in preparation for the FE Commissioner's visit next week and meetings were booked with relevant staff and governors. In addition, the College would be hosting a validation review visit by the Open University and a professional body accreditation visit before the end of term. [Post meeting note – all three visits were postponed following the Prime Minister's announcement of new social distancing measures on 18 March].
- **People** – the College had implemented a new staff induction programme and had secured three funded places (bursary and training paid) on the Take Teaching Further programme for hard to recruit to areas.
- **Reputation** – there had been high student engagement in the College's 'Up Fest' (promoting progression and higher aspirations) and good attendance at the programme of Open Days. Applications for 2020/21 were higher than the same point last year including a higher number and quality of applications for A Level study following its relocation to the City Campus.
- **Sustainability** – the CEP reported that the College had
  - o submitted its data to the ESFA Integrated Financial Model for Colleges (IFMC) on time.
  - o As confirmed in the government budget, there would be an increase in base rate funding for 16-18 year old students.
  - o been re-accredited with the Cyber Essentials Plus kite mark. This accreditation confirmed that the College was acting appropriately to secure its data and systems and protect personal data. This national accreditation scheme meets the requirements of various funding bodies for bids and tenders.

## 8.2 Governors considered the report as follows:

- **New opportunities** – governors welcomed the potential new funding opportunities and asked if the College had sufficient bid writing capacity to engage with these opportunities as and when they became available. The CEP said that the Commercial Director's team had specialist bid writing capacity. The College might need additional capacity to support a joint bid for a new Institute of Technology but this would be a collaborative activity agreed with the other parties.
- **Devolution** - a governor asked if the College was participating in the Northern Skills Network. The CEP said that she was keeping abreast of developments in

the Sheffield City Region and had provided comments on the Strategic Economic Plan, which included plans for a South Yorkshire Skills Council.

- **Coronavirus planning** - governors asked if the spread of the virus was already having an impact on students' learning, particularly those in the workplace such as apprentices and student placements. The CEP said the College was liaising with employers and placement providers to ensure there was good communication. The College had not experienced a significant rise in the number of requests to defer starting new apprentices but was working hard to resolve any enquiries.
- **Impact on learning:** a governor asked if staff absence due to the coronavirus was having an impact on student learning and what advice the College was giving where staff had concerns about their health. The CEP said that the College was following Public Health England and DfE guidelines. The College would inform staff via the Chief Executive's regular emails to staff if the advice changed. The emergency planning team was working on a number of scenarios including operating with reduced staff numbers; remote working for staff who had been given medical advice to stay at home but were well enough to work; partial closure and full closure of some or all campuses. The College was also developing details communications plans for students; their parents/carers; employers and funding bodies.

8.3 The Governing Body noted the report and thanked the CEP for her update.

20/1/9

**Teaching, Learning, Quality and Student Experience Committee (TLQSE): minutes of the meeting on 22 January 2020**

9.1 The member who had chaired the January meeting of TLQSE Committee and therefore the CEP presented the minutes highlighting:

- **Dashboard** – the Committee had received a presentation on the development of a data dashboard for presenting data to TLQSE in future. The dashboard was being developed as a 'heat map' that would highlight areas of high and under performance. Members would be able to interrogate the map to see performance at different levels of aggregation. Members had received this positively and commented that it would enable them to see progress at subject team level.
- **Teaching quality** – the Deputy Chief Executive Curriculum, Quality and Assessment (DCE CQA) had reported on the observation programme. By the end of February, licensed observers had completed observations on all staff in scope. The Committee had noted that 86% of staff observed had been assessed as providing good or better teaching. This result had been validated via learning walks and corroborated against student feedback and complaints data.

The College had also been conducting deep dives, focusing on the 14% of provision that was not yet good or better.

- **Apprenticeship** performance – the College had been continuing to implement its improvement plan, which had been made more detailed and thorough. Staff had been double checking withdrawals data and making sure that apprentices with overdue completion dates were still studying with new deadlines for completion. TLQSE had also been keen to hear how apprentices were included in student voice activities so that their feedback could be included in quality enhancement activities.

9.2 TLQSE members commented that they had been impressed with the impact of the deep dives, the feedback from staff on how the process had engaged with them to improve quality and the resulting detailed action plans. The DCE CQA said that the College had shared the deep dive action plans with the ESFA and received positive feedback that these gave the ESFA confidence that the College quality assurance and enhancement processes were having a positive impact on teaching, learning and student outcomes. TLQSE would be monitoring the actions and outcomes to ensure that implementation of the actions continued to have a beneficial impact on students.

9.3 The Governing Body noted the unconfirmed minutes of the meeting and welcomed the positive assurance they provided.

**20/1/10 Quality of Teaching, Learning and Assessment (QLTA) update**

10.1 Governors noted the Chair's comments on the presentation and requested that the slides be circulated to all governors. It was agreed that future TLQSE presentations would be reported for information and only presented to all governors by exception.

Clerk May 2020

**20/1/11 TLQSE Committee: reports for information**

11.1 The Governing Body received and noted the following reports

- a) **Student voice update (Term 1: 2019-20)**
- b) **Apprenticeships** – 2019-20 in-year performance
- c) **HE policy and procedure monitoring** (Compliance Report)

**20/1/12 Audit and Risk Assurance Committee (ARAC): minutes of the meeting held on 12 February 2020**

12.1 In the absence of the ARAC Chair, the Clerk presented the minutes of the Committee's last meeting and gave a verbal update on the meeting, covering the following main points.

- **Risk Management** – ARAC had received an update on the changes to the Strategic Risk Register, how the register related to the College's risk assurance plan and the suite of control policies. ARAC had been satisfied that the College was being active and

systematic in managing its risks and had made some suggestions for improving future reporting.

- **Internal Audit Reviews** – ARAC had received a report on two new internal audit reviews and a progress report on action in response to previous IAR recommendations. Members were satisfied that the Executive Team were acting on recommendations in a timely manner and had asked for the Internal Audit Progress Report to be circulated to all governors.
- **Fraud response plan and Whistleblowing policy** - ARAC had received updates on the implementation of fraud and whistleblowing procedures.
- **Performance of Internal Audit Service and External Auditor** – ARAC had discussed the performance of its main external providers of assurance and recommended re-appointment of External Auditors, as below.

12.2 Governors noted the report.

**20/1/13 Review of performance of External Auditor’s and appointment or dismissal for 2019/20 Financial Statements’ audit**

13.1 The Governing Body noted the ARAC report on the performance of KPMG in auditing the College’s 2018/19 financial statements and approved the appointment of KPMG as the external auditor for the College’s 2019/20 financial statements and the proposed fee.

**20/1/14 Risk Management progress report**

14.1 The Governing Body received the report and noted that the College Executive had added five new risks to the register since the last meeting, including the new Coronavirus risk. Members noted that the paper included a guide to the different fields in the Risk Register, as members had requested at the December meeting.

14.2 The Governing Body noted the report.

**20/1/15 Internal Audit Progress Report February 2020**

15.1 The Governing Body received the report. ARAC had requested all governors should receive this update as the results of the health and safety audit and mock funding audit were relevant to core aspects of governors’ statutory responsibilities. The Governing Body noted the Internal Audit Progress Report.

**20/1/16 Finance, Employment and General Purposes Committee (FEGP): minutes of the meeting on 15 January 2020**

16.1 The Chair of FEGP Committee presented the public and confidential minutes of the Committee’s last meeting and gave a verbal update on the meeting which included:

- **Internal Audit on Health and Safety** – members had welcomed the audit and discussed the findings in detail. FEGP members were keen for the College to

build a strong safety culture as well as a safe environment for staff and students.

- **Finance performance** against budget at period 3, which was largely on target.
- **Apprenticeship Levy** – FEGP had considered a report on how the College was using the funds in its own levy account. Members had noted that the College had not used all its funds and received a plan for utilising levy funds more fully in future. Members were keen that the College should get value for money from its levy account but recognised that the College’s main priority was to improve the quality of apprenticeship training.
- **HR Advisory Team** – FEGP had received a presentation on the work and impact of the College HR Advisory Team. Members had found this useful contextual information for understanding the HR data the Committee now received routinely as part of its KPI data.

16.2 The Governing Body noted the report.

**20/1/17 FEGP Committee: “Sustainability” reports for information**

17.1 Governing Body noted the following reports for information

- a) Tuition Fee Policy 2020/21;
- b) HE Terms and Conditions of enrolment; and
- c) Integrated Financial Model for Colleges: Commentary and Financial Planning Checklist – final

Members thanked the Executive Team for the timely submission of the final version of the IFMC agreed on behalf of Governing Body by a task group comprising the Chair of Governors, Chair of FEGP and Chair of ARAC.

**20/1/18 ESFA Finance Dashboard 2019**

18.1 The Governing Body received the ESFA letter dated 23 October 2019, which confirmed that the ESFA had rated College’s financial health score as “Good” for both the 2018/19 outturn and the 2019/20 budget.

18.2 The Governing Body noted the letter and was assured that the dashboard information:

- was consistent with the financial information shared with governors during 2018/19 at FEGP Committee and Governing Body meetings;
- indicated that the College was performing in line with the majority of other FE Colleges rated as good or excellent for financial health;
- showed that the College’s financial plans submitted from July 2018 onwards consistently reflected a realistic assessment of the College’s expected financial performance for 2019/20 and 2020/21.

**20/1/19 Subsidiary company update**

- 19.1 Governors received an update on the operation of the subsidiary companies.
- 19.2 The Governing Body noted the report and that the completed action to amend the FEGP cycle of business for 2019/20 to include a regular report from the directors of the wholly owned subsidiary companies.
- 20/1/20 FEGP Committee: “People” reports for information**
- 20.1 Governing Body noted the following policy reports for information that all governors ought to be aware of.
- a) Employee Engagement Survey results and actions
  - b) Restructuring of Creative and Design Faculty de-brief
- Members welcomed that the Executive Team had carried out a de-brief on the restructuring exercise and commended this as good practice.
- 20/1/21 Search, Remuneration and Governance Committee (SRG) unconfirmed minutes of the meeting held on 5 February 2020**
- The Chair of SRG Committee presented the minutes of the Committee’s last meeting and gave a verbal update on the meeting which included:
- Students First** principle – SRG had considered how this was reflected in the Governance Priorities how governors were tracking implementation and impact of this principle through the three GB committees and;
- Annual review process 2019/20** – SRG had decided that it would await feedback from the FE Commissioners diagnostic assessment before scoping and commissioning external input into the annual review process;
- Governor Training and Development** – SRG had formed a small Task and Finish Group to review and streamline the governor induction plan.
- Governor recruitment** – members had approved a timetable for recruiting new governors and the Clerk would place advertisements in week commencing 16/3/2020. The Clerk agreed to email a link to the advert to all governors to circulate in their networks. Clerk 16/3/2020
- 20/1/22 Governance Calendar 2020/21**
- 22.1 The Governing Body received the proposed schedule of meeting and noted a request from a member who had not been able to attend that the Board should consider changing the timings of some meetings. The Governing Body approved the dates and asked the Clerk to survey members’ current preferences for meeting time. Clerk 20/4/2020
- 20/1/23 Membership Report – succession planning, appointment, resignations, reappointments and committee membership**
- 23.1 The Governing Body noted the update and considered a proposal to extend the term of appointment of a governor.

**John Timms** – the Governing Body approved the extension of John Timms' second term of office by one year from 31/7/2020 to 31/7/2021. The Board acknowledged that this would extend John Timms' appointment period above the normal maximum period in the Standing Orders (section 2.2 refers) but members had regard to the number of governors retiring in 2019/20 and upcoming retirements in 2020/21 and agreed that the extension would aid succession planning and continuity.

#### **20/1/24      Governors' Expenses Policy**

- 24.1 The Governing Body noted that FEGP has reviewed the Governor Expenses Policy at its meeting on 15 January 2020. FEGP had agreed that the Clerk should update the Board policy statement confirming that
- i) the staff expenses policy should continue to guide payment of out of pocket expenses to governors;
  - ii) the policy would be applied within the flexibility allowed by the Charity Commission guidance permitting reimbursement of other out-of-pocket expenses that would not normally be reclaimable by staff such as the costs of attending meetings including essential care costs for dependents.
- 24.2 The Governing Body endorsed the principles proposed by FEGP and approved the revised policy presented with the report.

#### **20/1/26      Application of the Corporation Seal**

The Governing Body noted that since the last meeting, the seal had been applied to the following documents:

- a) Contract between the College and Lorne Stewart for planned and preventative maintenance of mechanical plant and equipment authorised by the Chair of the Governing Body on the recommendation of the EDFR and Chair of FEGP Committee (sealing register reference 195);
- b) Contract between the Sheffield City Council and the Sheffield College for the placement of High Needs Learners 2019/20 authorised by the Chair of the Governing Body on the recommendation of the EDFR (sealing register reference 196).

#### **20/1/27      Review of meeting and closing remarks**

- 27.1 Members commented on the meeting as follows:
- Agenda format** – members said that they found the colour coding of items on the agenda to be helpful in focusing discussion on the most important items.
- Presentation of Chief Executive's report** – having a presentation of the CEP report meant that the data was more up to date than printed reports. The presentation had been a good introduction to the written papers in the pack.

**For Information reports** - where committees have thoroughly considered in-year monitoring reports these would only exceptionally be presented to full Governing Body.

Clerk

13.5.2020

**Disposal of old GB papers** – to ensure secure disposal of paper copies, members should pass papers to the Clerk. The Board should review the use of paper packs in June as part of the College’s sustainability policy.

Saleem Rashid left the meeting at 09.50.

**20/1/28**

**Staff Governor Elections**

- 28.1 The Clerk presented the proposals which had been revised following the Governing Body’s discussion on 18/12/2019, presented to the Joint Consultative Committee for consultation on 23/02/2020 and SRG considered the feedback and made recommendations to the Governing Body.
- 28.2 The main change arising from the consultation was that the Governing Body should implement Article 2 (5) (b) permitting three staff governors. This would broaden the range of staff voice on the Board. SRG had not supported the feedback from teaching staff unions that voting and nominations for one staff governor role should be restricted to staff employed on a lecturer contract of at least 50% whole time equivalent.
- 28.3 The Governing Body considered the report and approved the proposed change to the Standing Orders to include three staff governors in the constitution. All staff would be eligible to vote for all three staff governors. The election process would be organised so that at least one staff governor would have the expertise and experience appropriate for membership of the TLQSE Committee and at least one governor and no more than two would have suitable skills and experience to serve on the FEGP Committee.

**ACTION** Clerk to communicate changes and call for nominations in line with the plan

Clerk

April 2020

**20/1/29**

**Date and time of next meetings**

Wednesday 13 May 2020 08:30-10:30

Wednesday 8 July 2020 08:30-10:30

END