

SANDWELL COLLEGE

**Minutes of the Board of Governors meeting
held on Monday 14 October 2019
at Cadbury College at 4.00pm**

Present:	K Ellis	(Independent)	(Chair)
	A Banford	(Staff – Cadbury)	
	D Chuhan	(Staff – Teaching)	
	N Grace	(Independent)	
	N Makin	(Independent)	
	P Murphy	(Independent)	
	G Pennington	(Principal)	
	J Tew	(Independent)	
Apologies:	S Hackett	(Independent)	
	J Francis	(Independent)	
	R Youds	(Independent)	
	M J Uddin	(Independent)	
Absent:	G Bassi	(Independent)	
	Brian Edwards	(Staff – Support)	

Also in attendance:

J Bailey	Executive Director, Finance & Resources
B Beaty	Executive Director, HR and Organisational Development
D Holden	Vice Principal
S Griffiths	Executive Director, Apprenticeships and Skills Division
A Sheridan	Assistant Principal, Curriculum & Student Services
E Scotford	Clerk to the Corporation
J Stevens	Executive Director, Quality & Academic Standards, and Principal, Cadbury College

		Action
B19.56	<u>Apologies</u>	
	Apologies were received from Jayne Francis, Simon Hackett, Richard Youds and Jalal Uddin and were accepted by Governors.	
	Gurvinder Bassi and Brian Edwards did not arrive.	
	RESOLVED: <ul style="list-style-type: none"> • That apologies be accepted 	
B19.57	<u>Declarations of Interest</u>	
	There were no declarations of interest.	
B19.58	<u>Board membership update</u>	
19.58.1	The Chair gave an update on Board membership.	
19.58.2	There are currently 2 vacancies for Independent Governors to replace Rebecca Jenkins and Kamran Shaikh. Steps are underway to find suitable candidates, one of whom needs to have finance/accountancy specialism.	
19.58.3	Election processes are underway for 2 new Student Governors.	

19.58.4	The process will commence for nominations for the Vice Chair vacancy. A ballot will be held if there is more than one candidate.	Clerk
19.58.5	Current committee vacancies are due to be discussed by the Search Committee.	
19.58.6	RESOLVED THAT: <ul style="list-style-type: none"> The process will commence for nominations for the Vice Chair vacancy. 	
B19.59	<u>Minutes of the meeting of the Board of Governors held on 8 July 2019</u>	
	The minutes of the meeting held on 8 July 2019 were approved as a true record and were signed by the Chair.	
	RESOLVED THAT: Governors approved the Board minutes of 8 July 2019.	
B19.60	<u>Matters Arising</u>	
	There were no matters arising.	
	PM arrived	
B19.61	<u>TRAINING: New Ofsted Framework</u>	
	Presentation given by Julia Stevens (JS), Executive Director, Quality & Academic Standards, and Principal, Cadbury College. Copy of the presentation is attached to the minutes for reference.	
19.61.1	Similarities and differences to the previous framework were outlined. The main change is a clear focus on the curriculum. There are no changes to governance.	
19.61.2	The inspection will have 4 overall effectiveness judgment areas: quality of education; behaviour and attitudes; personal development; leadership and management; with the main emphasis being on the quality of education.	
19.61.3	Quality of education will focus on the 3 'Is': Intent, Implementation and Impact.	
19.61.4	The 3 'Is' form the basis of Ofsted's definition of curriculum which it believes should be strategic and developmental.	
19.61.5	The inspection model for the quality of education was outlined and will take the form of: a top-level review, followed by a deep dive and will end with a gathering together of all elements.	
19.61.6	The deep dives will be directed to those curriculum areas identified by the inspectors' analysis of provision. It is likely that Cadbury College will be an area of deep dive.	
19.61.7	JS explained the format that deep dives would take during an inspection which will mainly be based on visits to classes; talking to learners inside and outside the classroom; and meeting observed teachers and curriculum leads.	

19.61.8	Personal development, welfare and behaviour has been split into 2 areas: personal development; and behaviour and attitudes.	
19.61.9	Staff workload and wellbeing has been introduced into the leadership and management section.	
19.61.10	Feedback was provided from a recently inspected college which confirmed that most time was spent with middle leaders and learners. The paperwork historically prepared for inspections is no longer a focus for the inspection team. Destination is the new achievement standard.	
19.61.11	JS outlined what the College was doing to prepare for inspection which focuses on 4 areas: education of staff and learners; curriculum; learner journey; and destination. The sector recognises that destination tracking will be challenging.	
19.61.12	The College anticipates it is likely to be inspected in 2021/22: 3 years from merger.	
19.61.13	In response to a Governor's query, JS confirmed that all sectors of education were subject to the new inspection framework.	
19.61.14	Governors recognised that it was important for Ofsted to be fully aware of learner progression through the College.	
	RESOLVED THAT: the Ofsted presentation be noted.	
B19.62	<u>Principal's Report</u>	
	The Principal presented his report.	
19.62.1	An update on exam results was given. There was an increase in adult overall achievement and 16-18 Combined. Cadbury's performance was poor: this was anticipated this year because of the programmes Cadbury had run in the past. This had been thoroughly discussed at LQCC and, in response to Governors' request, an action plan had been compiled specific to Cadbury which was included on the agenda.	
19.62.2	Governors noted that the main issue at Cadbury was the historic enrolment of students onto inappropriate courses. The Principal agreed that students had previously been enrolled on courses too challenging for them, e.g. A level provision. The removal of AS levels had impacted on last year's results and consequently on retention. The Quality Improvement Plan (QIP) gave an overview of how far advanced improvement plans were.	
19.62.3	The Principal had visited Bolton College to see their model for a health centre of excellence which is currently in development and had written to Rafaella Goodby, HR Director for a local NHS Trust to initiate conversations to progress a similar model for the College.	
19.62.4	A meeting with the local authority is scheduled in the next few weeks to examine the feasibility of a new building.	
19.62.5	The Cadbury in the City initiative was outlined which is a proposal for some provision to be housed in Birmingham Library which would help showcase the College. It would also help with T levels in professional services, as many such organisations are based in the city centre.	

19.62.6	Positive discussions have taken place with PTP. Their Board is due to meet this month to consider a possible merger with or acquisition by the College.	
19.62.7	Governors referred to the Principal's report comment that the Cadbury College merger had been 'immensely successful' and asked if there had been any learning points from the merger, particularly around the process of engagement. The Principal advised that there was nothing that would have been done differently as: there had been very little which had been unforeseen through the merger process thanks to robust planning and due diligence; since appointment, JS had successfully embedded her leadership and Cadbury staff were embracing the opportunities provided; the College has delivered on its promises and has created a local identity; and the merger has impacted positively on students and staff. Student numbers are gradually increasing on track with predictions.	
19.62.8	RESOLVED THAT: the Principal's report be received.	
B19.63	<u>Creative Alliance update</u>	
	The Principal had had an interesting meeting with the Chair of Creative Alliance, Andy Howell. The Creative Alliance Board is considering whether to move forwards with the College. Outcome of the discussion is awaited.	
	RESOLVED THAT: Governors noted the Creative Alliance update.	
B19.64	<u>Teaching and Learning Report (incorporating 2018/19 provisional results, outcomes and actions)</u>	
19.64.1	The results had been closely examined and interrogated by the LQCC. Governors had asked for an action plan to be put in place for Cadbury.	
19.64.2	Sandwell's 16-18 results were a success story, particularly L3, which had improved by 2.2% on the previous year.	
19.64.3	There had been a slight dip at L1 by just under 2%?? due to the reform of Functional Skills qualifications which meant students did not have as many opportunities to sit the exams.	
19.64.4	The College was significantly above averages for general FE and sixth form for its A level results. The results were particularly positive given the demographic and location of the College.	
19.64.5	Combined results are good in comparison to NA.	
19.64.6	Adult overall stood at 90% which is a real achievement. The College's 19+ students are no different to its 16-18 year-old learners as they come from similar backgrounds and low skill levels. Adult learners' motivation levels are low as they have to attend in order to continue to qualify for Job Seekers benefits. The Job Centre focuses on referring the long-term unemployed who often have challenging social and economic backgrounds. Job Centre cuts led to a dip in the number of people sent to the College. L3 have been dispersed across curriculum teams. It is a challenging cohort. An action plan has been put in place for this year. The Job Centre has now recommenced referring people to the College. Update to be given to the next LQCC meeting.	DH

19.64.7	Cadbury's results in English and Maths were affected as there were many more people taking the exams as well as a build-up of those who had done Functional Skills L1 then moved on to GCSE. At school they would have achieved grades 1-2 so to progress them to grades 3-4 was difficult but an action plan had been put in place to address this. In November, twice as many students as usual are to be put in for the November resits. This has proven an effective strategy in the past as it is close to the previous exam and revision processes.	
19.64.8	L2 and L3 success rates were weak because of legacy issues which was disappointing. Projected pass rates from Assessment Week 4 differed to actual but not across the board so specific subject areas are under focus. JS pointed out that 25% of staff were new last year.	
19.64.9	A favourable set of achievement rates have been submitted which have slightly increased. The biggest increase being Sandwell's L3 16-18 to an actual of 88.2%. The significant increase was a result of some results being late arriving from some of the awarding bodies, e.g. health and social care.	
19.64.10	Governors noted the context of the achievement given the environment in which the College is located. The impact will be very positive on learners' future. Governors asked if this could be reflected in the reporting. The Vice Principal explained that, unlike other colleges, it no longer uses deprivation factors apart from in English and Maths. The College believes that it should give learners the best opportunity to succeed regardless of background. Governors suggested that the College should make Ofsted aware of the challenging area in which it operates, outlining the cohort, their background and the socio-economic area. Governors thanked staff for helping students overcome these barriers, whilst acknowledging the need to identify how it could improve its support even further.	
19.64.11	Apprenticeship programmes – the difference between overall and timely passes were explained: the trend is poor on both. Firm action has been taken this year: an external, experienced Apprenticeships Manager has been appointed and is line managed by the Vice Principal who has taken apprenticeships into his portfolio.	
19.64.12	RESOLVED THAT: Governors received the Teaching and Learning Report.	
B19.65	<u>Quality Improvement Plan (QIP) Cadbury</u>	
	Presented by Julia Stevens (JS), Executive Director, Quality & Academic Standards, and Principal, Cadbury College.	
19.65.1	JS to consult with the Chair with a view to enhancing the report in future.	
19.65.2	The Board monitors progress through the LQCC.	
19.65.3	Leadership and management actions are in place, as are staff. The strategy is curriculum-led, and the College is driving its plans forward. There has been an open and honest approach to the problems faced.	
19.65.4	Outcomes for learners – swift action was taken and product design was turned around last year with a key appointment made.	

19.65.5	It was too late to impact on A level Computing last year but actions have been put in place to improve the area this year. All students have progressed onto alternative courses.	
19.65.6	Lessons have been learnt from this year's results to ensure outcomes next year for learners improve. AS levels have been reintroduced which should improve retention. Quality introduction should drive up standards.	
19.65.7	The L3 cohort last year achieved 25% due to a poor A level programme, this had improved to 29% this year meaning students had been put on the right course.	
19.65.8	The actions taken are already improving the student experience.	
19.65.9	At present teachers have approximately one hour per week to do assessments. Courses are being split between staff. Feedback on Assessment Week 1 will be reported to the LQCC.	
19.65.10	Governors asked if progression rates were an indication that there had been improvements. JS explained that conversations took place last year between students and teachers with learners being moved accordingly.	
19.65.11	Governors asked if staff morale had been impacted and were staff accepting of the challenges ahead. JS advised that Cadbury managers were very student focused as were some staff but for others the change in approach had been a culture shock. The cultural shift is marked already, with real progress made in a short period of time. Governors asked if this had been celebrated with staff. The College advised that most staff were accepting of Sandwell's support structure which they found to be a new and positive lease of life and student focused, although a few retained a negative mindset.	
19.65.12	Governors noted the level of detail included in the report and asked that future updates highlight successes and areas for development. JS agreed that a RAG rating would be developed. Governors suggested including highlights of progress in attendance and progression, to ensure students are on the right course. This could be done through metrics.	
19.65.13	Governors were keen to see evidence that leadership and management teams were putting actions in place to address the issues and ensure students receive the best service.	
19.65.14	The Chair advised that he had met with Heather Brown, HE Lead, in preparation for the QAA audit w/c 21 October 2019. Feedback on the audit would be given to the next Board meeting. Clerk to note for agenda.	Clerk
19.65.15	RESOLVED THAT: Governors received the Cadbury Quality Improvement Plan.	
B19.66	<u>People and Corporate Services Report</u>	
19.66.1	Presented by the Executive Director, HR and OD.	
19.66.2	The report was a review of the last year assessing the impact of HR.	

	Key points highlighted were:	
19.66.3	Recruiting staff remains the core focus. A more proactive approach is now being taken to recruitment with the College attending recruitment fayres to promote its employer brand including its attractive terms and conditions.	
19.66.4	The management service with Morgan Hunt has now been fully implemented.	
19.66.5	Absence levels remain inline with AoC norms. At the point of merger, Cadbury absence levels were considerably higher than the current 2%.	
19.66.6	Much development activity took place last year, e.g. staff development days.	
19.66.7	The business partner model is now in operation, with the College divided into customer bases and aligned to an HR contact. This has allowed relationships to be developed and any departmental issues to be identified at an early stage.	
19.66.8	The department worked hard on the integration of Cadbury.	
19.66.9	Governors noted that 4 staff had left the A levels department and asked if this was a trend. BB explained that a couple related to the end of fixed term contracts so this was not a concern.	
19.66.10	Governors noted employee relations. BB confirmed it had been a challenging year but it was now time to move forward. Regular meetings take place between professional associations and staff. A new schedule of meetings is in place to take that work forward.	
19.66.11	Governors asked for an update on the TUPE process. BB advised that the TUPE process had no end date. There is a need to fully assess how suitable the legacy terms and conditions are moving forwards.	
19.66.12	Governor thanked BB for the impact she had made since appointment in raising employer relations, with a focus on staff issues.	
19.66.13	RESOLVED THAT: Governors received the People and Corporate Services Report.	
B19.67	<u>Policies/Procedures</u>	
19.67.1	Safeguarding	
	Presented by the Vice Principal. Amendments highlighted included ensuring the policy is in accordance with new legislation; and incorporating Cadbury contacts into the policy, with a consistent approach to safeguarding taken across all sites. The policy incorporates standard safeguarding procedures and the Prevent agenda.	
	Governors appreciated the strong and effective Safeguarding team in place across the College.	
	The Chair reiterated the range of Governors' responsibilities to protect students, particularly the College and Corporation's statutory duties in relation to Prevent, with safeguarding at its core.	

	RESOLVED THAT: Governors approved the Safeguarding policy.	
19.67.2	Governance policies	
	Procedure on Independent Professional Advice for Corporation members.	
	Public Access to Corporation Registers	
	Procedure for Complaints against the Board of Governors	
	Board of Governors Training Policy	
	RESOLVED THAT: Governors reviewed and approved the governance policies.	
B19.68	<u>ESFA Chief Executive's letter – July 2019 – recommendations</u>	
	Presented by the Chair. The Investigation Report on Bournville College was also noted.	
19.68.1	Governors received assurance that there were appropriate policies, processes and procedures in place to avoid the risk of a similar situation arising at the College.	
19.68.2	The Executive Director, Finance & Resources, detailed some of the processes and procedures in place: the Financial Regulations are reviewed by the Financial Statements Auditors, Grant Thornton, for presentation to the Board annually for review and approval; there are appropriate policies and working behaviours in place to ensure individuals act appropriately; only the Executive Director, Finance & Resources, has a college credit card with strict processes in place for its use; there are tight processes in place for petty cash; the College self-assesses against the Post-16 Audit Code of Practice which is presented to the Audit Committee and discussed with the auditors; an Anti-Bribery policy is in place; the AoC SPH Remuneration Code is to be adopted by the Board along with the AoC Code of Good Governance; Governors annual declarations include declarations of interest, eligibility for membership; related party transactions and declaration of knowledge of law and regulations breaches and fraud. The College would not find itself in such a position due to the strength of its policies, procedures and processes.	
19.68.3	An in-depth training session on finance is planned for the near future.	
19.68.4	Governors take their responsibilities for ensuring the integrity of financial processes and procedures very seriously and take expert advice as appropriate from its auditors, the Executive Director, Finance & Resources, and the Clerk to the Corporation.	
19.68.5	RESOLVED THAT: Governors noted the ESFA Chief Executive's letter and its recommendations.	
B19.69	<u>Minutes of committee meetings</u>	
	LQCC Committee – 2 October 2019	
	Minutes to follow in due course. The meeting had received: an HE update; 2018/19 exam results; annual reports 2018/19 for teaching and learning; student services; complaints; employer survey; student disciplinary actions;	

	the latest risk management monitoring report; the Safeguarding policy.	
	RESOLVED THAT: Governors noted the overview of the LQCC meeting on 2 October 2019.	
B19.70	<u>Instrument and Articles – amendments</u> The Clerk outlined proposed amendments:	
19.70.1	Eligibility for Membership of the Board: Reasons for automatic disqualification now include: <ul style="list-style-type: none"> (1) Unspent conviction for specified terrorism, money laundering or bribery offences (2) Unspent conviction for the offence of contravening a Charity Commission Order or Direction (3) Unspent conviction for offences of misconduct in public office, perjury, or perverting the course of justice (4) Unspent convictions for aiding attempting or abetting the above offences (5) Disobeying a Commission Order (6) Being on the sex offenders register (7) Unspent sanction for contempt of Court (8) Being a designated person (under specific anti-terrorist legislation) 	
19.70.2	Proceedings of Meetings Current wording: “Where members take part in a meeting of the Board of Governors through the use of video or telephone conferencing facilities, provided all persons present at the meeting can communicate with each other, members are entitled to vote.” Additional wording: “In addition, in exceptional circumstances, the Board may use other electronic means provided that all members have the opportunity to participate in discussions and decisions; that security is ensured to protect the integrity of the discussion; and to preserve the quality of debate”.	
19.70.3	RESOLVED THAT: Governors approved the amendments to the Instrument & Articles.	
B19.71	<u>Standing Orders incl. committee terms of reference</u> The Clerk outlined proposed amendments:	
19.71.1	<u>Proceedings of Meetings of the Board of Governors</u> point 2 (b), page 9 <u>(Board) Quorum</u> – point 4, page 13 <u>Proceedings of Meetings of the Committee</u> – point 2 (b), page 40 <u>(Committee) Quorum</u> – point 1, page 41	

	<p>Current wording: “Where members take part in a meeting of the Board of Governors through the use of video or telephone conferencing facilities, provided all persons present at the meeting can communicate with each other, members are entitled to vote.”</p> <p>Additional wording: “In addition, in exceptional circumstances, the Board may use other electronic means provided that all members have the opportunity to participate in discussions and decisions; that security is ensured to protect the integrity of the discussion; and to preserve the quality of debate”.</p>	
19.71.2	Other minimal changes have been made to reflect changes of job title and names of organisations/ agencies since the previous version.	
19.71.3	<p>RESOLVED THAT:</p> <ul style="list-style-type: none"> • Governors approved the suggested amendments. • Governors approved the Committees terms of reference as included in the Standing Orders. 	
B19.72	<p><u>Code of Conduct for Corporation Members – 16th edition</u> The Chair presented the latest edition of the Code of Conduct.</p>	
19.72.1	The Chair reiterated the collective responsibility element of Governors’ role, namely that decisions are made by the Board as a corporate whole and it is Governors’ responsibility to support the decisions made.	
19.72.2	<p>RESOLVED THAT:</p> <ul style="list-style-type: none"> • Governors approved the 16th edition of the Eversheds Code of Conduct for Corporation members. • Governors are required to sign to confirm they have read, understood and agree to abide by the Code of Conduct. 	
B19.73	<u>E-governance system</u>	
19.73.1	The proposal for the e-governance system was presented by the Chair and the Clerk.	
19.73.2	A working group consisting of the Chair, the Clerk, the College’s IT Network Engineer and an Independent Governor, Peta Murphy, had met with 3 companies. Similarities and differences between their systems had been considered were outlined.	
19.73.3	The working group recommended Simplifie as it best suited the needs of the Board in terms of its ease of navigation and understanding of the system; the potential for increased use of its e-governance capabilities for other areas of Board business in addition to Board meeting packs; secure two-factor authentication; overall cost of the system; lack of charge for extra users (rooms) and support services available.	
19.73.4	In response to Governors’ questions, the functionality of the system was outlined by the Clerk. An onsite training session would be run for Governors to precede the December Board meeting. Ongoing support would be available via Simplifie’s help desk.	
19.73.5	In response to Governors’ questions, the Clerk confirmed that a survey of Governors’ preferred use of mobile devices would be undertaken, with the option for Governors to choose to be provided with a college laptop for this purpose if preferred.	

19.73.6	RESOLVED THAT: <ul style="list-style-type: none"> • Governors approved the e-governance proposal. • A survey of Governors' preferred use of mobile devices would be undertaken by the Clerk. 	
	Staff Governors left the meeting	
	<u>CONFIDENTIAL SESSION</u>	
	<u>Any Other Business</u>	
B.19.74 NFP		
B19.75 NFP		
B19.76 NFP		
B19.77 NFP		
B19.78	<u>Determination of confidential items</u>	
	<ul style="list-style-type: none"> • Confidential session 	
B19.79	<u>Date and time of next meeting</u> Monday 9 December 2019, 4.00pm **PRECEDED BY GOVERNORS E-GOVERNANCE TRAINING AT 3.00PM**	

The meeting ended at 6.10pm