

The Henley College Board

MINUTES of the Meeting of the Board held on Monday 27 March 2023 at 18.00 at Learning Resources Centre, Deanfield Campus, Henley-on-Thames		
BOARD: Mike Ashton Claire Bovill Rebecca Chandler- Wilde Satwant Deol Brian Fennelly Lizzie Firth Tim Lincoln James Lingard Vince Maltese Chris Murray Rena Rani Andrew Unsworth Charles Wiggin Jackie Wilcocks	Chair Independent Member Independent Member Principal Independent Member/Vice Chair Independent Member Independent Member Independent Member/Vice Chair & Safeguarding Lead Independent Member Independent Member Staff Governor Independent Member Parent Governor	CLERK: Jacky Gearey SLT BY INVITATION: Eamonn Egan - Vice Principal (VP) Mark Griggs – Finance & Resources Controller (FRC) Liz Guerin – Director of HR
Item	Minutes	Action by
	<p>Opening of Meeting and Welcome The Chair opened the meeting at 18.03 and outlined the three areas of focus for the evening – people strategy, strategic plan/KPIs and link governors.</p>	
	<p>Apologies for Absence Apologies had been received from:</p> <ol style="list-style-type: none"> 1. Jo-anne Elliott - work 2. Lucy Fox - work 3. Pip Goodman - personal 4. Asma Jahan - Ramadan 	
	<p>Declaration of Interests All declarations of interest for the attending governors are in the Register of Interests. No other declarations of interest were made.</p>	
4.0	<p>Re-approval of Governors</p> <p>The five governors whose term of office were shortly to come to an end were Brian Fennelly, Tim Lincoln, James Lingard, Vince Maltese and Charles Wiggin. The Chair advised that the Governance & Search Committee had reviewed each of the Governors' contribution and commitment to the College and to the work of the Governing Body (including membership of committees, offices held and attendance record) and had recommended that each of the named governors be re-appointed for a further term. The Board so approved the re-appointments.</p> <p>Resolved that the following governors were re-appointed for a further term: Brian Fennelly, Tim Lincoln, James Lingard, Vince Maltese and Charles Wiggin</p>	
4.1	Minutes of Previous Meeting	

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	<p>(i) Minutes of meeting of 30 January 2023;</p> <p>The Board approved the minutes of 30 January 2023 as an accurate record of the meeting held,</p> <p>Resolved that the Board approved the minutes of 30 January 2023 as an accurate record of the meeting held.</p>	
4.2	<p>Matters Arising from the Minutes (unless covered by the agenda)</p> <p>Item 2.4 Student governor newsletter to be covered at the March board meeting - closed Item 2.9 HR Update (pulse survey, strategy and strike action) to be covered at the March board meeting covered under item 4.6.</p> <p>All other matters had been closed off or covered under the agenda and there were no further matters arising.</p>	
4.3	<p>Chair's update and Governance Framework</p> <p>The Chair updated the Board on work that had been done over the past few months including: governor one to ones, the Board's approach to the governance framework, the revised strategy tracker and KPIs reports which are now integrated with the risk register to provide and all in one view, link governors - covered under 4.12, the governor engagement day now changed to 30 March embracing a Dragon's Den event, the college visit to Farnborough College and the new governors' handbook which contained key information for being a Board member and referencing to the links for all governance and policy documents. The Board welcomed the new handbook and suggested that version control be used for future updates.</p> <p>Finally the Chair wanted to express his thanks for all the time and effort board members continued to give to the College which was greatly appreciated by not only himself but the Principal and SLT.</p> <p>Resolved that the Chair's update and Governance Framework was received and noted by the Board</p>	
4.4	<p>Principal's Report</p> <p>The Chair asked that the paper be taken as read and asked the Principal to highlight any issues. The Principal explained the requirement for the Board to sign off on the newly brought in accountability agreement which replace the current funding agreements, and which allows the College to focus on its individual contribution to deliver outcomes needed nationally, regionally and locally referencing Local Skills Improvement Plan (LSIPs) and the national skills statements. However there are some tight deadlines to deliver this as the LSIP will not be published until end of June 2023 and the first draft should go to the governors for 28 April with the sign off by the Board by 19 May via a remote decision for submission by 31 May. There was further discussion around the accountability framework with VP saying that a draft agreement for review will be produced in April. Based on the findings above, a remote decision would be sought once all board members were fully briefed on the new document.</p> <p>Board asked about the background to the new Robotics course and Principal provided an update highlighting that it had been hugely successful largely through external marketing which had been funded through the government under the LSIP. There had been very positive</p>	

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	<p>responses from the course participants who had asked the College to run other such courses including 3D printing.</p> <p>The Chair reminded the Board that the original Governors` engagement day had to be rescheduled and was now taking place on 30 March and will centre on the Dragons' Den event.</p> <p>Resolved that:</p> <p style="padding-left: 20px;">(i) the Principal's Report was received and noted by the Board</p> <p style="padding-left: 20px;">(ii) a draft of the accountability agreement when available to be sent out and a remote decision made due to the board meeting timings</p>	
4.5	<p>Student Governors Report/Presentation</p> <p>The student governors had not provided a report.</p>	
4.6	<p>People Strategy</p> <p>The Head of HR advised the Board of the new approach taken to address the strategic ambition of empowering and motivating staff and implementing and reviewing the workforce strategy covering:</p> <ul style="list-style-type: none"> • Research, input and insight – culminating in a SWOT analysis of the first 8 weeks of initial findings • Feedback and iteration • Alignment with the College's Strategy and the People Strategic ambition culminating in the Overview, Strategic Ambitions and the People Plan presented • Further feedback and iteration; and • Ongoing review and monitoring <p>Work on the People Plan was on a week by week and month by month basis and both manage performance and organisation design had been added which were not in the original strategic aim. The Board discussed manage performance which was felt not to be specific enough which could affect retention. The Board asked about retention and the use of pay scales and the reference to the College being in the upper quartile. Head of HR advised that there were constraints albeit the College did have flexibility within these scales and was not bound by any national constraints. Although pay scales were in the upper quartile as benchmarked, IT in particular had been an issue and had a high market value. Board wanted to know about the need to reward and how was this measured suggesting the use of a score card. Head of HR said that there was a KPI to address this and that the People Plan was RAG rated. The Board questioned whether there was enough in the KPIs to address this. The Principal reassured the Board that HR were benchmarking these. The Board noted the absence of D&I which had to be addressed which the Head of HR agreed with and that it needed to be a strategic aim. Other issues raised by the Board covered Appraisals, the omission of union engagement and teaching at Level 5. The Chair asked if these ambitions as presented can be achieved with the confirmation that they would be.</p> <p>The Head of HR then outlined the key areas of focus:</p> <ol style="list-style-type: none"> 1. SLT to become a high performing team Asked how this would be measured, Head of HR through KPIs, staff survey and external validation. Board felt that this would need a score card and/or dashboard to measure against targets. 2. Improving ability to attract the best staff 3. Communication and engagement 	

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	<p>The Head of HR wanted to express her thanks to the members of staff at the College for their input and support in formulating the People Plan. The Chair reiterated this and said this was a real step forward which the whole Board endorsed.</p> <p>Resolved that the People Strategy was received and noted by the Board</p>	
4.7	<p>Safeguarding & Prevent</p> <p>The safeguarding report was taken as read and had been fully discussed at the recent QS meeting. The safeguarding lead governor said that there were no major issues and the report details the recent external reviews that have taken place including: ESAT/LADO which provided a good comparison point with last year's external audit - initial feedback highlighted a strong and well-embedded safeguarding culture; ESAT/LADO also met at the College as part of a review of the county's annual statutory audit questions reporting that the College had undertaken the highest number of early help assessments of any college in the county; Bucks High Needs / Safeguarding audit was conducted on the 1 March 2023 and the auditor commented on the College's strong safeguarding culture and vision. The SCR was audited separately by Bucks on 1 March 2023 and no issues were raised.</p> <p>The Chair thanked the VP for the report.</p> <p>Resolved that the Safeguarding and Prevent Report was received and noted by the Board</p>	
4.8	<p>The College's Enrichment offer</p> <p>The Vice Principal gave a further update on the College's 2022/23 Enrichment programme and plans for Enrichment in 2023/24 which were built around three themes: Sports and Wellbeing, Community and Social Enterprise, and Skills for the Future. Students are presented each term with an Enrichment offer in their PPD Tutorials and sign up for an Enrichment activity using a QR Code. This year so far, 550 students have taken part in Enrichment activities offered by the College. 125 boys and girls have taken part in the rugby programme and 65 boys in the football programme. The Board asked if the rugby and football students were both included in the 550 students and if so, could this be deemed as enrichment when it was timetabled. The VP confirmed that these students were part of the 550 and there followed a discussion on enrichment which was seen to be anything over and above the main courses and therefore not timetabled. The VP was asked to provide student numbers for each of the enrichment offers for the next board meeting.</p> <p>In 2023/24, the aim is to offer Enrichment activities within the College for up to 800 students by contracting in two companies, the Lions Sports Academy and The Enrichment Company, to offer additional activities under the headings of Sports and Wellbeing and Skills for the Future. The cost for providing the 2023/24, Enrichment offer will increase to £25,000, in order to bring in the services of the two support providers mentioned.</p> <p>Resolved that:</p> <p>(i) Enrichment offer update was received and noted by the Board</p> <p>(ii) VP to provide student numbers on each of the enrichment offers for next board meeting</p>	VP
4.9	<p>Financial Update</p> <p>The FRC explained that based on the current staffing levels and the increased pressure on non-pay costs, the January 2023 management accounts reflected a revision to</p>	

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	<p>the original budget, which incorporated the in-year changes and a revised outturn for the year.</p> <p>The overall position at the mid-year point had changed since the original budget in terms of an additional £200k income, a £580k reduction in pay costs and an increase in non-pay costs of £670k. These changes amounted to an increase in the operating surplus from a planned £44k to an expected outturn of £177k. The Board asked about the possibility of an additional pay award however the FRC said that this decision was pending due to the current national negotiations and the outcome of financial forecasts. It was agreed that any additional communication was not necessary at this time until there was something firm to say. The Board agreed.</p> <p>The Chair then asked the FRC to explain the financial health metrics which were referenced at the last F&R committee concerning the outstanding financial rating of the College. The FRC explained that the ESFA uses financial health as a measure of an organisation's financial status, in terms of its financial performance and its ability to meet ongoing financial commitments. It helps to understand the degree of risk in contracting with organisations, either directly or indirectly. The financial health grade is used to establish the maximum recommended value of contracts appropriate to the financial resources of organisations that have a direct contract. There are 4 grades: outstanding, good, satisfactory and inadequate. Outstanding meant that the College had outstanding/good indicators for profitability (profit after tax as a percentage of turnover - EBITDA), solvency (current assets/current liabilities) and gearing (total debt as a percentage of reserves and debt). The FRC then went through the financial health scoring from a score of 0 to 100 for each of the 3 indicators. Ultimately the better the College does the more money a college will get.</p> <p>Resolved that the Management Accounts for January 2023 were received and noted by the Board.</p>	
4.10	<p>Strategic Plan Update</p> <p>(i) Strategy tracker and KPI summary</p> <p>The Strategic Aims Tracker provides an update on actions taken to achieve the key strategic aims for the year. The format of the tracker has been recently updated to include a commentary below each strategic aim that gives an update on the work that has been completed against each strategic aim. The KPI update provides data on the impact the actions completed in the tracker have had on student performance and perception. The format of this tracker has also been updated to include a commentary below each KPI that gives an update on the work that has been completed against each strategic aim. The template is being further developed to bring in a section on the risks associated with each aim. The Chair provided further clarification on the RAG rating and the VP reassured the Board that those RAG rated Amber would be achieved at the end of the year with the exception of the Adult learning qualifications. VP to provide update at the next meeting.</p> <p>(ii) Progress on Corporate Structure paper</p> <p>The draft paper presented was for noting only as more work was required before submitting to the board in July. The paper considers options in terms of structures i.e. academisation, mergers, stand-alone etc which are reviewed regularly and with the recent ONS structural/reclassification change, it is now appropriate to do this now as the previous review was in 2019.</p>	VP

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	<p>Resolved that:</p> <ul style="list-style-type: none"> (i) the Strategic Plan Update was received and noted by the Board (ii) VP to provide an update at the next meeting on the RAG rating discussed at the meeting 	
4.11	<p>Policies and Codes for approval</p> <p>The following policies have been reviewed by the GS committee were recommended for approval by the Board. The changes were detailed below:</p> <ul style="list-style-type: none"> (i) Governor Recruitment Policy – changes were to the recruitment process covering the factors to be considered generally, and the slight amendments to staff and parent governor elections. The Board asked that the recruitment and selection process of a Board Chair be revisited to allow for the possibility if there were two or more members of the Board who expressed interests in the role. The Clerk said that the policy would go back to the GS committee for comment when amended. (ii) Policy on Succession Planning – these are highlighted and include the provision for a parent governor to put their name forward to be considered for the role of Chair, the inclusion of more than one Vice-Chair of the Board and succession planning against Ofsted expectations for effective governance. (iii) Code of Conduct – 2 minor changes removal of EU income funding and addition of Vice Principal. (iv) Code of Ethics – reviewed bi-annually - no changes. (v) Standing Orders – minor changes to titles for those attending meetings and under Appendix III, Appointment of Corporation Members, Clause 18 to be amended to cover the revised recruitment process for parent governors (vi) Calendar of meetings for 2023 – 2024 <p>Resolved that the above policies and codes were received and approved by the Board with the exception of the Governor Recruitment Policy which is to be revised</p>	
4.12	<p>Link Governors</p> <p>Further to previous discussions on the role of link governors at the College, the Vice Chair provided a presentation on the new approach being introduced. The aim was to maximise the benefit of the investment of time and effort made by governors and to add significant value when these links are aligned to key areas and strategic priorities of the College. Link Governors have now been appointed to cover 8 cornerstones areas including Curriculum & Quality, Skills Development, EHCP & Pathways, Safeguarding & Prevent, Estates Strategy, Risk Management, People and Stakeholder Engagement . Each area will have a Lead Link Governor and a Support Governor to help achieve continuity & cover and to spread workload. All governors will have two remits to support broader contribution and engagement, with the parent governors providing support in the Curriculum and Quality areas because of their educational expertise. Finally there will be quarterly reviews with Lead Governors and Vice Chair will review the reporting and ways of working. The reports will be reviewed at the respective committee meetings and copied to Vice Chair to monitor and coach.</p> <p>The Chair thanked the Vice Chair for all his work on this area.</p> <p>Resolved that the Report on Link Governors was received and noted by the Board</p>	

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4.13	<p>Clerk's Title</p> <p>The Chair advised the Board that the majority of FE and Sixth Form Colleges have migrated the title of 'Clerk to the Governing Board' to 'Director of Governance' acknowledging the increasingly pivotal role of the Director of Governance in promoting excellence in governance across the sector. The Chair asked the Board to approve the change in title. The Board approved the change in title.</p> <p>Resolved that the Board approved the Clerk's title be changed to Director of Governance with immediate effect</p>	
4.14	<p>Committee Reports</p> <p>The Chair asked for the Chairs of the following committees for feedback from their respective committee meetings albeit much had previously been covered under items 4.0, 4.6, 4.7, 4.8, 4.9, 4.11, 4.12 and 4.13.</p> <ul style="list-style-type: none"> • Governance & Search – 1 Feb 23 • Finance & Resources (F&R) – 7 Mar 23 • Audit – 13 Mar 23 – the Chair of Audit raised this issue of still trying to find a co-opted member and should this still prove difficult whether the Board would approve payment an external audit person to attend if required. The Board so approved. • Quality and Standards (QS) – 20 Mar 23 – a board member said that the recent briefing paper sent out on ALPS had been very informative and the Chair of QS additionally commented that ALPS for A Level sand Vocational would be covered at the QS committee meeting. <p>There were no further questions.</p> <p>Resolved that the Committee Reports had been received and noted by the Board</p>	
4.15	<p>Any Other Business</p> <p>There was no other business.</p>	
4.16	<p>Board Conduct of Meeting</p> <p>The Board members provided overwhelmingly positive feedback for the meeting acknowledging that the Board was very challenging but supportive with some concern expressed about the discussion being pitched at the right level.</p>	
4.17	<p>Items to be taken forward to next board meeting:</p>	
	<p>Date and Time of Next Meetings:</p> <ul style="list-style-type: none"> • 3 July 2023 	
	<p>Close of Meeting</p> <p>The meeting closed at 20.04</p>	
	<p>MINUTES of the meeting held on 27 March 2023 were agreed and accepted as a true and accurate record held</p>	