



MIINUTES

BOLTON COLLEGE BOARD

Minutes of the meeting held on Tuesday 12 February 2019 - (PART A)

Time: 5.00pm
Venue: Boardroom

Members present:

Dr Andrew Roberts (Chair)
Mr Andrew Fawcett (Vice Chair)
Ms Maresa Edwards
Mrs Kate Flood
Professor George E Holmes DL
Dr Kondal Kandadi
Ms Sue Lomax
Ms Willow Scarle
Mr Tony Unsworth
Dr Gill Waugh
Mr Bill Webster (Principal)

In Attendance:

Mr Mark Burgoyne (Deputy Principal)
Ms Tracy Clarke (Director of MIS)
Ms Joanne Green (Director of Quality)
Mrs Fatema Hussein (Clerk to the Board)
Ms Jane Marsh (Director of HR)
Ms Kate Wallace (Director of Apprenticeships)
Mr Garry Westwater (Director of Finance)
Mrs Patricia Foster (Secretary)

1. SECTION A - BUSINESS MATTERS FOR CONSIDERATION

1.1 WELCOME TO MEMBERS

The Chair welcomed everyone to the meeting, which commenced at 5.00pm.

The sad and sudden death of Board Member Professor Jennifer Leeming was formally reported to the Board. Professor Leeming's wisdom in all matters had been invaluable during her time on the College Board, as well as her significant contribution to the University and the establishment of the Centre for Contemporary Colonial Law. She would be missed not only as a colleague, but as a great friend.

The Board was also informed of the death of a member of staff, Denise Hitchen, who had died while in service. Members asked that the Board's condolences be expressed to the family.

Members requested that any death in service or insurance payment was passed to the family.

ACTION:

Director of HR to check

Ms Fatema Hussein was welcomed to her first meeting of the Board as the Interim Clerk to the Board.

(Change in the Order of the Agenda)

(Mr Bill Webster and all Staff and Student Members left during consideration of the following item)

3.4 APPOINTMENT OF COLLEGE PRINCIPAL/CHIEF EXECUTIVE

Members considered the recommendation of the Selection Panel for the appointment of a permanent Principal / Chief Executive for the College.

(All Staff and Student Members re-joined the meeting).

Members were informed that following careful consideration, the Board had voted unanimously to approve the Selection Panel's recommendation that Mr Bill Webster be appointed as permanent Principal and Chief Executive of Bolton College.

Mr Webster re-joined the meeting and was congratulated on his appointment.

1.2 APOLOGIES FOR ABSENCE

Apologies for absence had been received from Gulnaz Brennan, Dave Haslam, Professor HH William Morris, Stephanie Nixon and Roger Peet.

1.3 DECLARATIONS OF INTEREST

The Chair reminded everyone present to declare any interests that they may have on matters to be discussed. Standing declarations were noted particularly in relation to the University of Bolton reciprocal governance arrangements and also paid positions. Dr Kondal Kandadi had notified the Board that he was a Board member at Alliance Learning.

1.4 REQUEST FOR AN ITEM TO BE UNSTARRED

Members noted a change to the format of the Agenda for reasons of consistency with the University's format for agendas and minutes. This included the introduction of starred items on the Agenda; these items would be taken as read rather than being presented. However, Members could ask questions of the report author, or ask for any item to be unstarred for full discussion.

1.5* MINUTES OF PREVIOUS MEETINGS:

Minutes of the Meeting held on 18 December 2018 – confidential and general publication

The minutes of the meeting held 18 December 2018 had been previously circulated to members for consideration.

Agreed that: that the minutes be approved as a correct record and authorised for publication (Part A).

1.6* MATTERS ARISING FROM PREVIOUS MINUTES

Members would receive a summary of actions arising/outstanding from previous meetings at the next meeting of the Board. Many of the items were covered by the current Agenda, and it was noted that the external auditor had been appointed and the appointment of the internal auditor was to be undertaken.

1.7* MINUTES (SUB-COMMITTEES):

1.7* (i) Audit Committee of 27 November 2018

It was **RESOLVED** that the minutes be received as detailed.

1.7* (ii) Finance & Resources Committee of 27 November 2018

It was **RESOLVED** that the minutes be received as detailed.

1.7* (iii) Joint Audit & Finance Committee of 27 November 2018

It was **RESOLVED** that the minutes be received as detailed.

1.7* (iv) Search & Governance Committee of 30 January 2019

It was **RESOLVED** that the minutes be received as detailed.

1.7* (v) Standards & Performance Committee of 30 January 2019

It was **RESOLVED** that the minutes be received as detailed.

2. SECTION B - COLLEGE MATTERS FOR CONSIDERATION

2.1 PRINCIPAL'S REPORT

The Principal presented the third report under the new 'designated Institution' Bolton College, which provided an overview of key issues. He highlighted the following key points:

ILT Developments

- The College had achieved a place in the AOC Beacon Awards Final, in the category of 'Innovative use of Technology'
- The winner would be announced on 22 March 2019
- JISC had invited the College to be used as an exemplar case study by the Secretary of State at a recent technology 'BETT' show

- The Minister had announced the opportunity to bid for a portion of a new £10m innovation fund in order to support the next stage of the development of the College's interactive 'Chabot' service
- JISC had encouraged the College to submit its bid.

Capital Expenditure

It was reported that there had been a recent major failure of the hot water system and planning was underway for system replacement during the February half-term.

RESOLVED

- (i) The Principal's Report be noted

2.2 NEW OFSTED EDUCATION INSPECTION FRAMEWORK UPDATE (EIF)

The Director of Quality presented an update on the new Ofsted Education Inspection Framework and the following points were noted:

- Ofsted were consulting on the draft EIF, which would be finalised for introduction by September 2019
- The College had retained the Ofsted grade 2 awarded in 2017 and would undergo a short inspection within five years (i.e. by February 2022 at the latest).
- Consultation on the framework was currently open until 5 April 2019; the College's submission would be made following its CMT training session on 1 March 2019
- Governors were welcome to engage in the process, and Ofsted also encouraged individual responses.

Governor Questions

- How prepared was the College for the new framework and was it able to measure progression at any given point given the focus on this in the new framework (and also whether the students themselves could do so)?

It was confirmed that this information was available to students via the portal. It was noted that the SMT had agreed to invest in a new system (Pro Monitor) for September 2019 and was currently looking at the necessary training requirements. The enhanced system would allow the College to retain the best features of its current system, and it was not simply a tool to track progress, but would also increase engagement by students, tutors and parents and provide increased intelligence with regard to qualifications.

- Did College have a Parent Portal?

This was to be implemented

- Was destination data being recorded?

There was a need to do this. The College already had a well-developed and holistic approach to students, and in this respect the new framework would enhance those existing strengths.

- Did this initiative form part of the College's strategy to become a digital college as part of its improvement plan, or was there was a need for a separate digital strategy?

It was confirmed that the College had a separate digital strategy, which could be shared with Governors if required.

RESOLVED

That the New Ofsted Education Inspection Update be noted.

ACTION:

Board to receive information on the Digital Strategy

Clerk / Future Board Agenda

2.3 FINANCE REPORT – LEO 1 UPDATE AND CASHFLOW

The Executive Director of Finance presented the Finance Report and the following points were noted:

- As part of the process, a budget review had been carried out to consider performance to the first quarter end and to determine the estimated outturn for the current financial year to 31 July 2019
- LEO 1 was now complete and the forecast operating surplus had been revised and reduced to £101k
- This was an adverse movement of £332k; however, within this movement was a net £300k of cost for the Bolton College of Medical Sciences (BCMS) fees
- If the BCMS project developed, those fees would be capitalised, increasing the operating surplus by £300k
- The variance of £284k as detailed in the report was mainly due to cash movements connected to:- Local Authority Learner Support; full cost recovery; a decrease in bad debt provision; and 19+ loans and HE fees
- No covenant issues were anticipated and that the College's finances were currently rated as good by the ESFA
- However, the key to continued healthy finances was successful recruitment and this must remain a key focus, closely monitoring class sizes and agency staff spend.

Governor Questions

- Had any additional learners been recruited in January?

It was confirmed that some ESOL learners had been recruited

- In relation to the demographic dip in the number of 16 year olds, had the dip not been as great in Bolton as the rest of the North West region?

It was anticipated that there would be a 5% decrease in learners for the September 2019 intake (according to statistics provided by the local authority). However, this was anticipated to be the last 'dip' before a growth of around 2-5%, and the College would need to plan its resources accordingly.

Members suggested that:

- It would be useful to have further, more detailed data regarding the demographics as information at a more granular level would assist with financial planning. on relevant areas
- Although the future upturn in demographics was welcome, it was noted that there would be over 80 organisations locally taking in 16-18 year olds

- It was important, therefore, to drive forward the College's engagement with schools; to ensure learning offers were attractive and effectively marketed; and to capitalise on the unique progression opportunities offered by the University Group.

RESOLVED

That the Finance Report – LEO 1 update and cash flow be noted.

2.4 (i) HE SELF EVALUATION DOCUMENT

Members received a report on the higher education provision outcomes and activities/actions undertaken during 2017/18, together with the annual Higher Educational Institutional Self-Evaluation Document (SED) for 2017/18.

The SED provided information on quality assurance, student experience, and methodology employed to monitor outcomes.

RESOLVED

That the HE Self Evaluation document be approved.

2.4 (ii) OFFICE FOR STUDENT (OFS) UPDATE

Members received an update on the College's successful application to register its HE provision with the OfS.

The College had successfully registered with the OfS with effect from 17 December 2018. However, a number of recommendations had been suggested as a result of the application, although no specific ongoing conditions of registration had been imposed.

Members noted the recommendations and progress on these as detailed in the report.

2.4 (iii) GENDER PAY REPORTING

Members received a report on Gender Pay Reporting which provided an update on the College's requirement to publish a Gender Pay Gap Report.

All companies with 250 or more employees were required to publish their gender pay gap information under legislation that came into force in April 2017, detailing the gap in pay between male and female employees on both a median basis and a mean basis. In addition, employers were required to disclose the distribution of gender pay by quartile and to disclose the percentages of staff receiving bonuses.

It was confirmed that the College would, by 31 March 2019, publish the following data:-

- Mean Gender Pay Gap = 8.88%
- Median Gender Pay Gap = 9.49%
- Mean Bonus Gender Pay Gap – not applicable
- Median Bonus Gender Pay Gap – not applicable
- Proportion of males receiving a bonus payment – not applicable
- Proportion of females receiving bonus payments – not applicable
- Proportion of males and females in each quartile pay band:
 - Lower quartile – Male 27%, female 73%

- Lower middle quartile – Male 18%, Female 83%
- Upper middle quartile – Male 28%, Female 72%
- Upper quartile – Male 37%, Female 63%

RESOLVED

That the report on the Gender Pay Gap be noted and the actions detailed at Section 6 of the report be endorsed.

2.4 (iv) COLLEGE INSOLVENCY REGIME

The Clerk presented a report detailing guidance with regard to the College Insolvency Regime, which came into force on 31 January 2019 and explained that:

- The DfE had published the 'Further Education Bodies: Insolvency Guidance' which was attached as an appendix to the report
- DfE had also announced that it would publish full details of changes within the FE college regime with effect from 1 April 2019
- The guidance provided direction on reducing the risk of insolvency through good financial management and set out technical information on insolvency proceedings (including the roles and responsibilities of Governors) and information regarding disqualification, wrongful and fraudulent trading (including potential actions to be taken against Governors)
- It was felt that there was a need for clarification as to whether the guidance was relevant to the College as a company, and confirmation would be sought with the College's legal advisors
- However, it would be wise to follow the key points within the guidance whatever the outcome of the legal advice

Members agreed that in relation to the insolvency technical points, it was important to note that the College would follow these regulations to ensure the institution remained financially robust.

RESOLVED

That the guidance (in particular, pages 12-15 summarising Governors' obligations) be noted.

3. SECTION C - UNIVERSITY GROUP MATTERS FOR CONSIDERATION

3.1 (i-v) COMMITTEE TERMS OF REFERENCE

The Clerk presented the draft Terms of Reference for the Search & Governance Committee; the Standards & Performance Committee; the Finance & Resources Committee; the Audit Committee, and the Remuneration Committee.

These had been reviewed by the Clerk to ensure they were fit for purpose and up to date following the merger of the College with the University of Bolton.

With regard to the Resources Committee, minor amendments would be made to clarify areas in which the Committee could make recommendations for approval, as it had (as a sub-committee) no authority to give approval.

RESOLVED:

That Terms of Reference for the Search & Governance Committee; the Standards & Performance Committee; the Resources Committee (subject to minor amendment); the Audit Committee, and the Remuneration Committee be approved and recommended to the University Board of Governors for ratification.

ACTION:

Clerk to amend Resources Committee Terms of Reference / notify re University Board agenda

3.2* CODE OF PRACTICE ON FREEDOM OF SPEECH AND EXPRESSION

The Code of Practice on Freedom of Speech and Expression was presented.

Following the College's registration with the Office for Students, the College had received confirmation that overall it had satisfied the initial conditions of registration. However, the OfS required further evidence that the College's governing documents upheld two public interest governance principles. These principles related to Academic Freedom, and Freedom of Speech.

RESOLVED

That the Code of Practice on Freedom of Speech and Expression be approved and recommended to the University Board of Governors for ratification prior to submission to the OfS .

ACTION:

Clerk / notify re University Board agenda

3.3 CALENDAR OF MEETINGS 2018/2020

Members received the Calendar of Meetings (September 2018 – December 2020).

Under the new Group governance arrangements, a draft University Group Calendar of Meetings had been developed collaboratively by the Senior Governance Working Group for the current 2018/19 (transition) academic year and thereafter up to December 2020. The aim of the group calendar was to align between the College and University a meeting cycle of:

- Resources Committee
- Audit Committee
- Board

The Group's meetings for each cycle had (as far as is practicable) been intentionally synchronised to facilitate the necessary reporting requirements/assurances from the College to the University and approvals by the University.

Members queried whether the scheduling of the November Board meeting meant it would be too late for the Board to be made aware of any recruitments issues.

It was **Agreed** that the Governing Body would be alerted to any such issues by email if necessary, and they would also receive an update on recruitment at the Governors' Group Annual Evening to be held 25 September 2019.

RESOLVED

That the Calendar of Meetings 2018/20 be noted.

4. SECTION D – ANY OTHER BUSINESS

(Dr Andrew Roberts and Mr Andrew Fawcett withdrew from the meeting during consideration of the following item)

(i) Re-appointment of Chair and Vice Chair of the Board

The periods of office of the current Chair and Vice Chair of the Board were due to expire on 31 July 2019.

The Clerk invited nominations for the roles. No additional nominations were received and Members agreed that for reasons of continuity, it would be wise for the Current Chair and Vice Chair to serve a further term of office, during the transition period.

RESOLVED

- (i) Dr Andrew Roberts be re-appointed as Chair of the Board for a further period of office expiring on 31 July 2020; and
- (ii) Mr Andrew Fawcett be re-appointed as Vice Chair of the Board for a further period of office expiring on 31 July 2020.

5. SECTION E – FUTURE MEETINGS

Governors' Meetings:

The dates and times of future meetings were noted as follows:-

- 19 March 2019 at 5.00pm (Standards & Performance Committee)
- 20 March 2019 at 3.00pm (Audit Committee)
- 20 March 2019 at 5.00pm (Resources Committee)
- 3 April 2019 at 5.00pm (College Board)

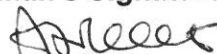
Strategic Planning Days:

3 April 2019 at 2.30pm

Governors' Evening:

25 September 2019 6.00pm - 8.30pm.

Chairman's Signature:



Date: 3 Apr 2019

There being no further business to discuss, the meeting closed at 6.20pm.

