SOUTH EASTERN REGIONAL COLLEGE Governing Body

Minutes of the meeting of the Governing Body held on Tuesday 24 $^{\rm th}$ November 2015 at 6.00 p.m. in the Downpatrick campus

Item No	Item
1.	Attendance/ Apologies
	<u>Present</u> : Dr R. Davison, Mr M. Graham, Mr E. Jackson, Mr G. Hetherington, Mr K. Webb, Ms S. Corbett, , Mrs B. Larkin, Mrs K. Fraser, Mr S. Pollard, Ms C Goodwin, Ms L Martin;, Mrs H. Reid, Mr N. Bodger, Miss C Meharg
	<u>In attendance</u> : Mr T. Martin (Head of Finance) Ms V Healy and Mr D McCullough (Note Takers)
	Apologies: Mrs K. Scott, Prof A. Woodside, Mr M Simcock, and Mr J Taylor
	In the Chair: Dr R. Davison.
	The Chair welcomed everyone to the meeting.
2.	Declarations of conflicts of interest
	The Chair asked if there were any conflicts or perceived conflicts of interest in relation to any item on the agenda. There were no such declarations.
3.	<u>Minutes</u>
	3.1 Minutes of the meeting held on 24 th September 2015
	The minutes of the meeting were agreed as a true record on the proposal of Mr S Pollard and seconded by Ms Corbett.
4.	Matters arising:
	4.1 Governor's Council meeting – 3rd December 15
	The Chair reminded members to respond to either Veronica or directly to Karen Lennon, CNI, if they have not already responded.
	4.2. The following actions from the minutes of the last meeting have all been dealt with:
	 Comments on the FE Strategy for submission to DEL Register of Interest Forms
	 Response to Mr C Andrews, DEL re Review of Health Check Document College Development Plan
	Comments to the Principal on the draft Further Education Manifesto 2015

5 Chairman's Business

5.1 Temporary Chair

The Chair indicated that he had previously circulated an email to members regarding the position of Temporary Chair. He circulated a copy of a letter from DEL inviting members to express an interest in the post. Once an individual or individuals have registered their interest they would be invited to take part in what is called a 'conversation with a purpose' with a Department official and a CPANI independent assessor, when the candidate(s) would be expected to show how they meet the requirements. The official and the assessor would then make a recommendation to the Minister. The term of appointment would end when the new Chair takes up the post. A candidate, either successful or unsuccessful, can still apply for the permanent post as Chair. The Chair suggested that Mr. Jackson would be a suitable agreed candidate for Temporary Chair, given his qualities and experience on the Governing Body. This was agreed unanimously on the proposal of Mr G Hetherington and seconded by Ms C Goodwin. Mr Jackson thanked members for their support.

5.2 Agenda for 5th January 16 meeting

The Chair indicated that there had been two agenda items brought forward from the last Governing Body meeting - Changes to the new Financial Memorandum and HLA and Traineeship Pilots. The Chair asked members if they had other items they would like included on the agenda. Ms Goodwin indicated that she would like to see the following: the College's Marketing Strategy to increase the student income and also employer income; Estates Strategy; Curriculum Plan; a better understanding of FLUs; and changes in Corporation Tax. She indicated that her first preference would be methods by which the College could raise its income. Mrs Reid asked if the Sixth Form provision could be included; a comprehensive paper had already been presented to the last Education Committee. The Chair asked the Principal to prepare a programme for the day based around the discussion. The meeting could commence with a sandwich lunch at 12.30 pm, followed by short period for Governing Body business. The meeting would take place at the SPACE, Bangor, finishing at 5.30 pm. It would be followed by dinner in the Birches Restaurant.

Action: Principal to prepare a draft programme for the 5th January Strategic Away Day

5.3 Governing Body Self-Assessment report 2014/15

This had been previously circulated, and was noted by members.

5.4 <u>Training</u>

The Chair indicated that several members had attended the DEL Governor Induction Training event which had been held on the 29th October. Ms S Corbett indicated that this had been very beneficial and especially for Mr J Taylor (Student Governor) to get to know those that had attended. Feedback had also been provided to the workshop facilitator.

Audit Committee Training – the Chair indicated that Ms V Healy had circulated details of this training to Audit Committee members. It was hoped that it would either take place on the 4^{th} or 11^{th} December. Ms V Healy would confirm details to members once arrangements had been finalised.

Action: Ms V Healy to confirm details of training once finalised

Overview of Governance and Effective Sponsorship of Arms Length Bodies— the Chair indicated that this would be taking place on the 28th January 2016 and that Ms V Healy had booked seven places for members.

5.5 <u>Dinner for Mr D Lamb and Mr S Gallagher</u>

The Chair indicated that both Mr Lamb and Mr Gallagher had confirmed their attendance to the dinner on the 5th January, Bangor Campus

5.6 <u>Excellence Award Ceremonies – February 2016</u>

The Chair indicated that the Colleges' Excellence Award Ceremonies would be taking place as follows:

- Thursday 4 February Downpatrick-
- Monday 8 February Bangor
- Thursday 11 February Lisburn

The Chair asked members to email Ms V Healy if they would be available to volunteer to be MC.

Action: Members to email Ms V Healy if available for MC

5.7 <u>Correspondence from DEL re Introduction of Remuneration</u>

The Chair advised members that approval had been given by the Minister to introduce remuneration for college Chairs and Governing Body members from January 2016. A guidance circular with information on eligibility and the terms and conditions of payment would be issued in due course. This would be administered through the College's Payroll.

6. Audit of College Accounts 2014-15

6.1 Annual Report and Financial Statements for the year ended 31 July 2015

Mr Jackson presented the Annual Report and Financial Statements for the year ended 31st July 2015. He outlined the process followed:

- Accounts Direction issued by DEL outlining basis of preparation of annual report and financial statements.
- Year-end Management Accounts prepared by Finance and reviewed and approved by College Management Team and Finance & General Purposes Committee;
- Annual Report and Financial Statements drafted on the basis of the Accounts Direction, Financial Memorandum, and the Accounting for Further & Higher Education SORP;
- Draft Annual Report and Financial Statements presented to F&GP Committee in September and submitted to DEL in late September;
- Audit fieldwork carried out in September/October;
- Fieldwork wrap up meeting held with College Management in October with audit files and draft RTTCWG then being submitted to NIAO;
- Any changes required outlined in final RTTCWG from NIAO and actioned before sign-off of the annual report and financial statements by the Governing Body and submission to DEL by 30th November 2015.

Mr Jackson informed members of the final year-end financial position:

- College total income for 2014/15 was £48.1m, which was an increase of £1.3m on the 2013/14 total income. Mr Jackson said the bulk of this increase was attributable to a £1m working capital investment provided by DEL Finance during the financial year.
- Total expenditure in 2014/15, before exceptional items, totalled £48m.
- Exceptional costs of £4,052k and income of £3,643k were recognised during the 2014/15 financial year, which related to redundancy and the NI FE sector Voluntary Exit Scheme.
- Historic outturn was a surplus of £1,315k (2013/14 -£64k).

Mr Jackson said that DEL had been informed at the end of quarter 3 that an historic cost surplus of £605k was anticipated. The Chair of the F&GP Committee continued that the actual outturn represents a substantial improvement, with the variance summarised as follows:

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- Income remained largely static overall, with falls in employer engagement income offset by additional deferred grant releases and income increases in both Training for Success and Steps to Work contracts;
- Expenditure forecasts in Quarter 3 return held at prudent level to reflect the continued pursuit of employer engagement;
- Actual staff costs were lower than forecast in Quarter 3 due to curriculum volume and both the volume of employer engagement activity and the mix of staff required to deliver it.
- Actual non-staff costs were lower than forecast in Q3 return due to knock-on impact of delivery volumes on materials and exam registrations and efficiency drives in other cost areas.

Mr Jackson reported that the College's accumulated income and expenditure reserves totalled £3,761k with cash reserves at £3,727k as at 31 July 2015. The latter, at approximately 7.7% of income, were within DEL's key performance indicator target of between 5% - 10%. Mr Jackson explained that the Current Ratio at 1.26 is slightly below the DEL KPI target of 1.5-2.5, but was an improvement on 13/14 ratio of 1.01.

Mr Jackson informed members of one post-balance sheet event, being the authorised allocations from the Public Sector Transformation Fund for the NI FE Voluntary Exit Scheme. Approval was received on 9 September 2015 and DEL instructed the College to proceed with staff exits as reflected in tranche 2. The post-balance sheet event was an adjusting event and reflected in the Financial Statements.

The Annual Report and Financial Statements were approved by the Governing Body on the proposal of Mr Jackson, seconded by Mr Pollard.

6.2 Report to those Charged with Governance

Mr Hetherington presented the draft Report to those Charged with Governance and explained that this report was the key document relating to the external audit.

Mr Hetherington drew members' attention to the observation and recommendation, which was a sector wide observation, that the College does not have an accounting policy for Intangible Assets and as a result does not capitalise any intangible assets on the balance sheet. Mr Hetherington informed members that this related, primarily, to software licences. The recommendation was accepted by Management and the College would review its capitalisation policy with regard to intangible assets. This would be discussed on a sector basis.

Mr Hetherington informed members that there were:

- No adjustments made to financial statements; and
- No unadjusted misstatements.

Mr Hetherington informed members that the audit resulted in an unqualified audit opinion.

The Report to those Charged with Governance was accepted by the Governing Body on the proposal of Mr Hetherington, seconded by Mr Pollard.

6.3 Audit Committee Annual Report 2014/15

The Chair outlined the contents of the Audit Committee's Annual Report for 2014/15 that had been circulated to members.

The Chair commented on the Internal Audit Reviews for the 2014/15 year stating that the achievement of two satisfactory assurance ratings, 5 substantial ratings and an overall substantial assurance rating was an excellent result.

The Audit Committee Annual Report was approved by the Governing Body on the proposal of Mr Hetherington, seconded by Mr Bodger.

7. Student Governor Report

The Chair presented Mr Taylor's report drawing particular attention to the "Big Conversation" meeting with DEL Officials, Class rep meetings, Governor Training, Emotional wellbeing and Student Union activities.

The Chair tabled a letter from DEL which suggested that governing bodies may wish to provide a mentor for their student governor. The Chair indicated that he had discussed this with Mr J Taylor who was happy to have one if need be. Mr Taylor had told him that the Governor Induction Training had been valuable and given him more confidence in his new role, and that he was content with his role within the Governing Body.

Ms Goodwin suggested that it would be useful for Mr Taylor to meet other governors at the January Strategic Away day and then, perhaps, choose a mentor himself. Members thought that this was an excellent idea. It was agreed that Mr Jackson, Acting Chair would raise this at the January Strategic Away day.

8. Committee Report – Education

8.1 Report from the Committee Chairman

Mrs Reid updated members on the recent Education Committee meeting. She indicated that the Committee was monitoring enrolments across Higher Education, Further Education and Training and in particular they had examined a report looking at the Schools in the area and courses they are offering. Mrs Reid also reported that a draft Committee Work Programme had been prepared. She advised that the Education Committee had received a Safeguarding presentation from Mr R Duncan (Head of Pastoral Care) and Mr P Walsh (Campus Manager Downpatrick and Ards), who now had responsibility for this area. Mrs Reid indicated that the Committee had been reassured by the presentation. Mrs Reid also reported on a detailed discussion on the Causes for Concern. She said that a comprehensive briefing had been provided on the College's Collaborative partnerships with schools, in the delivery of 14-19 education, focusing not only on SERC's contribution to the Entitlement Framework (EF) at KS4 and post 16, but also on the implications of Department of Education (DE) policy and the expansion of vocational provision in the schools' sector, on progression to full-time FE, training and higher education. Mr Hetherington asked if this was a sector-wide issue and wondered if there was a role for Colleges NI. The Principal advised that the other Colleges were facing the same problem. He indicated that in his role as Chair of the Principals' Group he had written to DEL and would be following up with Dr McIvor on Friday; she sits on the Area Based Planning Board. It was important, as a member of that board, that she was informed about these issues. Mrs Reid advised members that a more detailed discussion would take place at the Strategic Away Day in January.

8.2 Minutes of the meeting held on 22nd September 2015

These minutes were adopted on the proposal of Mrs K Fraser and seconded by Mr K Webb.

8.3 Minutes of unconfirmed meeting of the 3rd November 2015

These minutes were noted.

8.4 Whole College Self Evaluation Report

Mrs Reid reported that this document had been considered in detail by the Education Committee. She said that, after its submission to DEL by 30th November, there would be an inspection on the process in January and added that this would have Governing Body input. Mrs Larkin asked the difference between the measure of achievement and the measure of success. This was explained by the Principal. Mrs Larkin also asked if 'MaSN' could be included in the Glossary of Terms. Subject to this minor amendment being made, the Whole College Self Evaluation Report was approved by the Governing Body on the proposal of Mrs Reid, and seconded by Mrs Fraser.

Action: WCSER to be submitted to DEL by the 30th November

9 9. 1 Committee Report - Audit

Mr Hetherington drew members' attention to the majority of the Audit Committee's report having already been covered under Agenda Item 6. He discussed two further issues:

Risk Management Report

He informed members of four active risks, which were all category A which would be monitored by the Audit Committee. He also noted that the Risk Management group agreed that the Risk of failure to introduce and manage the Steps to Success Contract was now downgraded to an Operational Risk as it had been mitigated and managed effectively.

Internal Audit Report – Review of Complaints Handling

Mr Hetherington reported that the College had received a satisfactory assurance rating for the IA review of Complaints Handling. He continued that there were four priority 3 issues and one priority 2 issue, which had been accepted and were being implemented by management; the latter was in relation to timeliness of responses to complaints and the issuance of feedback letters and holding letters.

Mr Hetherington explained the progress against the report recommendations, with the SOP having been updated and a revised Policy being brought to this meeting for approval.

9.2 Minutes of meeting on 15th September 2015

Dr Davison proposed the adoption of the minutes as a true record and Mr Hetherington seconded.

9.3 Minutes (unconfirmed) of meeting 17th November 2015

Members noted the contents of the unconfirmed minutes of the Audit Committee meeting on 17th November 2015.

10. 10.1 Committee Report – Finance and General Purposes

Period 2 Management Accounts

Mr Jackson drew members' attention to the reporting format of the 2015/16 management accounts. He informed members that the Whole College Management Accounts are being produced under a new format which highlights the College's Non-Departmental Public Body (NDPB) budgeting categories.

Mr Jackson informed members that the College had recorded an historic cost surplus of £593k for the first two months of the year compared with a budgeted surplus of £420k, giving a positive variance of £173k for the period. He continued with a more detailed description of the Period 2 accounts by saying:

- Total Grant-in-Aid and Income of £7,260k was £140k below budget due mainly to a lower level of DEL Other Grant-in-aid than originally budgeted. He said the variance had been caused by the delay in finalising the Youth Traineeship and Higher Level Apprenticeship funding models, and the resultant delay in drawing down funding – the variance may therefore be considered timing only at this stage.
- Total Resource Expenditure was below budget by £261k or 3.9% due to a £268k underspend in staffing the year to date. Mr Jackson explained that this was largely a reflection of the impact of the Northern Ireland Further Education Sector Voluntary Exit Scheme.

Mr Jackson said the forecasted outcome is for a historic cost surplus of £44k, which is an improvement on the original break-even budget.

Members discussed the current FLU funding model and its direct correlation to student numbers and retention, and its lack of correlation to achievement and success rates. Within Members further discussed the adjustments made to recurrent grant for under-delivery and quality performance adjustments. The Head of Finance said he believed there was a potential opportunity and possibly an appetite to review the funding model in light of current funding pressures and delivery targets.

Estates

Mr Jackson reported on the Estate Utilisation Report, which analyses the management of the SERC Estate and where possible benchmarks the data to ascertain if it provides value for money and whether it is aligned to current best practice. He informed members that the report concludes that SERC is proactively managing the Estate (both PPP and traditional buildings), resulting in below average running costs and the efficient and effective use of teaching space. Members' attention was drawn to Appendix 10 of the report, which details space utilisation in the FE sector. It was noted that SERC campuses consistently performed well in terms of utilisation when compared with the sector, with Lisburn being ranked number 1 in the sector's estate.

Members discussed the contents of the report and the fixed cost base of the College The Chair noted DEL's request, as per the 2015/16 Recurrent Grant allocation letter, for SERC to review the utilisation of the SERC Estate. It was agreed that Mr Jackson should draw to the attention of Dr M McIvor the SERC figures from the report along with the extent of our fixed costs, in response to this aspect of the DEL letter.

Debt Report

Members noted the contents of the Debt Report. Mr Jackson drew members' attention to the reduction in debt in comparison to the prior year and highlighted the strengthened credit control procedures.

Bank Report

Members noted the bank position at 30th September 2015. Mr Jackson explained to members that the bank position at the end of Period 2 related to a timing issue in relation to payment of capital expenditure and the reclaim of the same from the Department.

10.2 Minutes of meeting 14th September 2015

Dr Davison proposed the adoption of the minutes as a true record and Mrs Larkin seconded.

Mr Jackson asked the Principal for an update on any response from DEL in relation to the Agenda item 5.1. Mr Webb said there had been no formal response from DEL.

10.3 Minutes (unconfirmed) of meeting 16 November 2015

Members noted the contents of the unconfirmed minutes of the Finance and General Purposes Committee meeting on 16th November 2015.

10.3.1 PATIC Board Minutes 10th September 2015

The PATIC Board Minutes were discussed by members with the Principal highlighting that the final monetary value to be drawn-down from the Optimism Bias element of the approved EA sum was still outstanding and once finalised it would be reported to the Governing Body.

Members discussed the completion of the project and the various snagging issues that were being addressed through the contract.

The minutes were adopted on the proposal of Mr Graham, seconded by Mr Jackson.

10.3.2 PPP Project Board Minutes 20th May 2015

The minutes were adopted on the proposal of Ms Corbett, seconded by Mr Hetherington.

10. Committee Report – Staffing

10.1 Report from Committee Chair

Mr Graham indicated that the General Teaching Council is to conduct a review of qualifications recognised to teach and this will encompass FE. He indicated that clarification is being sought on how we engage in that process. DEL is seeking Queens University's involvement in the delivery of FE teacher training; the Principal is still hoping that QUB will engage in this process. The Department also recognises that the CPD element needs to be delivered by the colleges and the Sector is looking to deliver two Staff Development Days in the New Year.

Mr Graham indicated that a review of the Industrial Relations Framework in the sector was ongoing and that the sub-group have been unable to make much progress; the matter will go back to the taskforce in December to determine how it is to be progressed.

Mr Graham brought to the attention of members the NILGOSC Circular 16/2015 – Government Proposals to Cap Severance Costs at £95,000 by April 2016. It appears that junior NILGOSC members of staff may be adversely affected. The Principal indicated that he had written to the Minister to articulate the Colleges' concerns on behalf of the Principals' Group and the Chair asked the Principal to draft a letter along the same lines on behalf of the Governing Body.

Action: Principal to draft letter to Minister

Mr Graham indicated that he would update members on the VES process under agenda item 18.4 (confidential business) and that Shared Services was separately on the agenda (12.1)

Mr Graham noted that progress had been made in turning around the investigations and there had been a decline in the number of these. He also noted that the Colleges sickness levels had also improved. He indicated that the HR Strategy Action Plan for 2015/16 had also been discussed and the continuation of staff training had been demonstrated.

10.2 <u>Minutes of meeting 7th September 15</u>

These minutes were adopted on the proposal of Mrs H Reid and seconded by Ms C Goodwin.

10.3 Minutes (unconfirmed) of meeting 9th November 15

These minutes were noted.

12. <u>Principal's Business</u>

The Principal updated members as follows:

12.1 Collaboration Project

An update has already been provided to both the Staffing and Finance and General Purposes Committees and it had been suggested at one of the meetings that the Collaboration Programme Manager, Ms Celine McCartan would be invited to attend the Governor's Council meeting on the 3rdDecember and this has been arranged. The Principal provided an update on the areas on which the Collaboration Programme Manager would be working and drew attention to the six projects that sit within this programme and how these projects were cross-referenced to the 18 objectives within the FE Strategy and also the five cross cutting themes. The Principal informed members that he had attended a joint induction meeting last week with the Project Team and DEL Officials and that there would be tight timeframes and challenges going forward. The Principal indicated that there was a sense of urgency, commitment and

willingness for the Project Team to work together with officials but that it would be immensely challenging.

12.2 Enrolment and FLU update

The Principal indicated that there would be a written update provided for each of the Education Committee meetings. He explained that this year our Higher Education and Further Education figures were strong in terms of FLUs and that the Essential Skills figures had been in decline but that this had been the case for some time.

13. Colleges NI Business

13.1 Minutes (unconfirmed) of CNI Board Meeting 26th October 15

These minutes were noted.

13.2 Update from Principal on CNI Business

The Principal indicated that the CNI Chair, Chief Executive and himself had met with the Executive Leadership Team of Invest NI last week and provided a briefing. He also advised members that we had featured on the Skills Barometer and suggested that perhaps Mr G Hetherington would give members a presentation in the future. He advised members that there was an annual marginal under-supply at degree level (585 graduates) but significant under-supply at Level 4- 5 (1420 people) and at level 3 (1995 people). The Principal also advised members that on Friday of last week he had met with the DETI Minister and the Finance Minister and had portrayed the same messages. CNI have attended the recent political conferences.

Mr G Hetherington indicated that he would be happy to do the opening address at the 5th January Strategy Away Day on the Skills Barometer and that he would also be speaking at the Governor's Conference in December.

14. Policies for Approval

14.1 Risk Management Policy

Mr Hetherington reported that both these policies had gone through the Audit Committee and approval had been recommended. He indicated that in terms of the Risk Management Policy there had been one amendment recommended to the wording "Risk Appetite" to be included in the table in section 1.3.

14.2 Customer Feedback Policy

Mr Hetherington reported that amendments had been made in this policy that reflected the recommendations of the Internal Audit Review of Complaints Handling.

Mr Hetherington proposed the approval of both the Risk Management Policy and the Customer Feedback Policy and this was seconded by Mr S Pollard.

15. <u>Correspondence</u>

15.1 DEL Circular on ESOL 12/15

15.2 <u>CDP Commissioning Circular 2016/17 – 2018/19</u>

Both these DEL Circulars were noted by members.

	The Chair advised members if they wished to access DEL Circulars they could be accessed on the DEL Website under www.delni.gov.uk under publications.
16.	Any other notified business
	There were no items to be taken.
17.	Date and Time of next meeting
	The next meeting will be held on Tuesday 5th January, at 12.30 pm, Bangor Campus
18.	<u>Chairman's Closing Remarks</u>
	This being his final Governing Body meeting, the Chair paid a special thanks to members, past and present, for their encouragement and support. He said that this had been a committed, cohesive and effective Governing Body. He indicated that it had been a pleasure to work with the Governors over the last four years. He thanked also the two Vice Chairs, Mr D Lamb and Mr G Hetherington, the four Committee Chairs and the two former Committee Chairs, Mrs B Porter and Mrs H Farley.
	The Chair also thanked Mrs D Smyth for being an excellent Secretary to the Governing Body, and wished her well during this difficult time.
	He also thanked the Principal for his support both to the Governing Body and to the Chair personally. He said that the Governing Body had always been well served with papers for meetings. The Chair asked the Principal to pass on his thanks to all those staff who had been in attendance at meetings, who had given presentations or who had worked in the background.
	The Chair indicated that he remained a strong supporter of Further Education and that it had been a tremendous privilege to have served such an excellent College. He wished the Governing Body and Mr Jackson, Acting Chair all the very best for the future and the College every success in moving forward.
	Mr Hetherington spoke on behalf of the Governing Body members and thanked the Chair for his efforts over the last four years. He drew particular attention to the Chair's leadership, direction, integrity and guidance and indicated that they could not have wished for anything more. He wished the Chair all the best for the future.
	The Principal thanked the Chairman on behalf of the College Management Team and staff and for his kind remarks in respect of staff and acknowledged the considerable commitment that he had made as Chair of the Governing Body.
	The Chairman, Staff Governor, Head of Finance, and Ms V Healy then left the meeting at 8.45 p.m. and members remained for confidential business.