

Brooklands College

Minutes of the Full Governing Body meeting held at 08.00 on 14th December 2016,
Room MA1, Mansion House, Brooklands College

Present: Terry Lazenby Vice Chair
Gail Walker Principal
Chris Barlow
Steve Brice
Brian Harris
Jerry Loy
Katie Normington
Jackie Pearson,
Richard Rawes
Richard Shaw
Clare Watling
Teresa Roberts (Staff)
Andrew Barrett (Staff)
Alex Cozens (Student)

In Attendance: Shereen Sameresinghe Vice Principal
Josephine Carr Clerk

Item 1 Action in event of fire

FGB/12/16/1 Action in the event of fire was noted.

Item 2 Welcome and apologies

FGB/12/16/2 Apologies for absence were received from Jerry Tapp, who sent his best wishes for Christmas and the New Year, and Christine Ricketts. Terry Lazenby deputised for the Chairman. Andrew Barrett, the new Staff Support Governor was welcomed and introduced to the meeting.

Item 3 Resolution

FGB/12/16/3 The resolution that a brief Part 2 meeting would take place with the withdrawal of staff and students was passed.

Item 4 Declaration of interest

FGB/12/16/4 There were no declarations of interest.

Item 5 Minutes

FGB/12/16/5 The minutes of the meeting held on 23rd September 2016 were approved as correct record.

Item 6 Matters Arising

FGB/12/16/6 The Board noted the report and no further actions were required at this juncture.

Item 7 Audit Committee Annual Report

FGB/12/16/7 The Chair of Audit highlighted key points within the report:

Point 15: The Internal Auditor's overall opinion

Point 7: Committee self-assessment – the Chair recommended the new format and group process which the Audit Committee has adopted to the other Committees.

Point 11: Internal Audit work 2015/16 – One priority 1 recommendation was made following the Finance: Five Point Action Plan audit. The timeline was extended to facilitate this work and to allow for the induction of the new Vice Principal. The Audit Committee is satisfied that the Internal Audit recommendations have now been addressed and have no major concerns.

Point 12: The Audit Committee is awaiting clarification from Mazzars, the Internal Auditor as to whether Brooklands being slightly below the average profile of their HE clients is positive or negative. * 3rd January Mazzars email: [Apologies for the delay in getting back to you on this. I have amended the attached report to make it clearer that on the profile of recommendations made Brooklands are slightly worse than the average of our client base. Given the “slightly” not sure I would say this was either “good” or “bad” and can also be impacted on the areas reviewed and, as is the case for your College, targeting Internal Audit work to riskier areas which are likely to produce more higher priority recommendations.](#)

Point 13: The significant reduction of outstanding recommendations during 2015/16 was noted.

Point 19: The significant reduction in the response times (KPI's) may have been encouraged by the proposed Audit tender in 2016/17.

Point 28: Risk Management: The termly review of the risk register has been supplemented with presentations from Departments. Assurance mapping will be introduced to the process in 2016/17.

Point 31: “The Audit Committee, with the additional assurance of the internal and external auditors’ reports, is satisfied that the College’s systems of control were adequate throughout 2015/16. No other significant matters have been identified by either the internal or external auditors during the year 2015/16”

FGB/12/16/8 A Governor asked which area the reported fraud matter related to. The Principal advised that it related to the falsification of a medical sickness certificate. The College has subsequently changed its procedure and will only accept original paper certificates (not scanned)

FGB/12/16/9 The meeting approved the report and asked the Clerk to re-circulate the report together with the appendices: **Action** Clerk.

Item 8 Joint Audit and Resources Committee

FGB/12/16/10 The Committee met with the external auditors (RSM) on 30th November to consider the final accounts and supporting documentation listed below.

Item 8.1 Financial Statements 2015/16

FGB/12/16/11 The meeting of 30th November had discussed at length the impact of the new financial standard (FRS102) upon the accounts for 2015/16 and restated for 2014/15.

FGB/12/16/12 The meeting agreed that the Vice Chairman sign the annual accounts.

Item 8.2 Regularity Audit Questionnaire

FGB/12/16/13 The Questionnaire is a SFA requirement. The meeting noted the report and the following points:

Whistleblowing: Response should state “None” as opposed to “N/A”

China Trip: should state that this was fully funded by the British Council. **Action:** Vice Principal to consult with the External Auditors regarding this suggestion.

Credit Card: The “yes” response requires realignment.

Item 8.3 External Auditors Report

FGB/12/16/14 The meeting noted the report and the Chair of Audit advised the meeting that the External Auditors were relatively happy with the preparation of the final accounts for 2015/16 and had no major problems during their audit. There were a number of mainly minor adjustments to the final accounts, a number of which were in regard to the adoption of FRS 102 the new accounting standard.

FGB12/16/15 In response to a Governor question, The Vice Principal advised that the External Auditors had advised the Audit Committee that further to the 2015/16 audit, they had no major concerns or specific worries regarding the 2015/16 financial accounts.

Item 8.4 Letter or Representation

FGB/12/16/16 The meeting agreed that the Vice Chairman should sign the letter.

Item 8.5 Brooklands Enterprises Accounts

FGB/12/16/17 The meeting agreed that the Vice Chairman should sign the 2015/16 accounts.

Item 8.6 October Management Accounts

FGB/12/16/18 The Vice Principal advised the meeting that October management accounts had not been available for the November Resources Committee meeting. The format of the report has changed with the summary income and expenditure at the beginning of the report with the full income and expenditure listing in the appendices. The Governors thanked the Vice Principal for the new clearer format.

FGB/12/16/19 The Vice Principal advised that the 2016/17 Agency staff budget is higher than that of 2015/16 but less than the actual outturn figure. The expenditure for agency staff is being closely monitored. It is unlikely that this budget will be exceeded this year, but the College is unable to predict long-term sickness.

FGB/12/16/20 There are no sessional staff employed in August and so these staff will not be included in the management accounts until November 2016. The Governors asked that an actual head count of staff (FTE) be included in the management accounts.

FGB/12/16/21 The Governors asked if current staff vacancies (both teaching and support staff) were having an adverse effect on course delivery. The Principal advised that there were some challenges and the situation is being carefully monitored by SLT.

FGB/12/16/22 The Staff Governor (Teresa Roberts) advised that staff had pay concerns and that salaries were now significantly higher in the school sector compared to FE.

FGB/12/16/23 The Chair of the Resources Committee reported that staff vacancies and the HR website pages had been discussed at length during the December PRG meeting.

FGB/12/16/24 The Governors asked why borrowing as a percentage of income has increased. The Vice Principal confirmed that actual borrowing had not changed but that income was less than budgeted at this juncture. The Vice Principal confirmed that apprenticeship income was currently on target.

FGB/12/16/25 The Vice Principal advised that any non-pay variances in excess of £10,000 would be included in the monthly management account reports.

Item 9 Other Audit Committee Items

Item 9.1 Risk Register Term One Update

FGB/12/16/26 The layout of the Risk Register has been changed to include assurance mapping. Each risk will be re-graded each term as opposed to the arrow system (as agreed at Audit Committee).

FGB/12/16/27 The IT problems at the beginning of term affected both students and staff, have now been resolved. The risk should be regraded accordingly in Term Two.

FGB/12/16/28 Inflation was identified as an emerging risk at the November Joint Audit and Resources Committee. Chris Barlow requested for a 3 year sensitivity analysis for the March Resources Committee in order to quantify the potential risk: Action Vice Principal

FGB/12/16/29 It was noted that all Committees should consider risks pertinent to their specific areas of responsibility. CPR discussed the impact of IT with regard to curriculum development and delivery. IT is to be a standing item for the Resources Committee going forward.

FGB/12/16/30 In response to a Governor question, it was agreed that Cyber Attack (on the IT Risk Register) should be added to the College Risk Register. The Principal reported that an incident occurred 3 weeks ago when an email via Finance threatened the College IT systems. The IT Crisis Management Policy worked well with everyone shutting off the system and when the system was re-started the back-up taken 3 hours previously was utilised.

FGB/12/16/31 The meeting discussed whether the introduction of the Apprenticeship levy provided an opportunity to increase provision. The College is in discussion with existing employers to explore any new possibilities. However, the situation regarding both the levy and potentially subcontracting is somewhat fluid and further clarification from central government is awaited.

FGB/12/16/32 The meeting discussed whether there should be timescales added for the 4 emerging risks:
Brexit: AoC is preparing an update document
College Mergers: Guildford and Farnborough discussions are at a very early stage and the Hampshire ABR report will be due in late January/early February
Local Government Pensions: These are re-assessed each March by Surrey County Council
Implementation of the Sainsbury Review: The Principal advised that this is going forward with an announcement regarding skills expected in early 2017.

The meeting considered whether the College should be more proactive regarding these emerging risks as opposed to waiting for further announcements/decisions. Should Governors have a better understanding of these emerging risks – perhaps a future governor training session? It was agreed that the Audit Committee would discuss the emerging risks in greater detail at its February meeting.

FGB/12/16/33 The Vice Chair asked whether Risk 6: Staffing should be higher given the current number of vacant posts? A discussion ensued regarding the precise number of current vacancies. The Governors would like to know the number of vacancies currently open (not filled) at each meeting.

GFB/12/16/34 The Chair of Resources reported that PRG had discussed the low staff training budget and whether this was a factor in recruiting and retaining staff. The Staff Governor advised that the cost of external courses was increasingly high. The Principal advised the meeting that the College is looking at developing staff work experience/staff industry training.

Chris Barlow cited the Construction department at Brighton College model but this has not been successfully rolled out College-wide. The Vice Chairman noted that the Royal Academy of Engineering supports such activity and Brooklands will be exploring this option in 2017.

The Principal advised that AoSEC has agreed to invest its current surplus in additional free staff CPD. The College is also exploring the concept of utilising engineering staff preparing for retirement.

Item 10 Resources Committee

Item 10.1 To approve Quality Improvement Plan 2 2016/17

FGB/12/16/35 The Resources Committee Chairman reported that the Committee is pleased with the employer engagement and the work undertaken in preparation for the introduction of the Apprenticeship Levy.

FGB/12/16/36 The meeting approved the QIP.

Item 10.2 To approve Quality Improvement Plan 3 2016/17

FGB/12/16/37 The meeting approved the QIP.

FGB/12/16/38 The meeting requested that all the QIPs be presented in the same format

Item 11 Curriculum and Performance review Committee

Item 11.1 To approve Quality Improvement Plan 1 2016/17

FGB/12/16/39 The meeting noted the importance of IT to the success of the College. An update regarding ALPs will be available for the Curriculum February meeting.

FGB/12/16/40 The meeting approved the QIP.

Item 11.2 Self-Assessment Report

FGB/12/16/41 The Principal thanked the Governors for their attendance and contribution to this rigorous process. The process rated the College as Good with outstanding features but not outstanding yet.

FGB/12/16/42 The College is due an inspection and OFSTED has significantly raised its expectations since the College's last inspection. A number of Colleges previously graded as 2 have been graded as 3 in 2016. The College must submit SAR report, once approved, to OFSTED by the end of January 2017.

FGB/12/16/43 Richard Shaw asked whether feedback from students should be a risk. Student feedback is included in QIP and discussed at Curriculum and Performance Review Committee.

FGB/12/16/44 The meeting noted that the Governance SAR sits underneath the College SAR as with other departmental SARs. The Leadership and Governance section of the College SAR was prepared by the Principal and updated during the SAR process.

FGB/12/16/45 The meeting approved the SAR report

Item 11.3 Higher Education Self-Assessment

FGB/12/16/46 The CPR Committee considered the new HEFCE governor assurance requirement at their November meeting and the assurance was submitted in December.

FGB/12/16/47 The CPR Chair advised the meeting that the HE QIP is looking to develop degrees for higher level apprenticeships.

FGB/12/16/48 HE Assurance is being added to the CPR agenda as a standing item. Katie Normington agreed to send some of the work undertaken by the Royal Holloway with regard to this matter.

Item 12 Governance

Item 12.1 Strategic Plan 2016-2021: College Values

FGB/12/16/49 The draft Strategic Plan 2016-2021 was discussed at PRG and the subsequent draft is presented to FGB. The Culture of the College is directed by the College Values and this was debated by College staff at the September training day and by subsequent sub-groups. The next stage is to collate this work at the Staff training day on 4th January. The meeting agreed that the College Values belong to all College Stakeholders and that some Governors should be present at the January training day.

FGB/12/16/50 Helen Latter and Irena McArthur joined the meeting to provide feedback regarding the staff training day and subsequent development work regarding the College values. Values influence behaviour across the College and it is important to identify the "what"

and “why”. Commencing with the existing values the September Staff meeting identified: Integrity; Innovation and Respect & Compassion as the values going forward. A core group of 6 staff was created to look at the implementation of these values:

- Are the values understandable for all College stakeholders?
- Do all students understand what a value is? Use of tutorials to explain and promote (staff must feel confident in presenting such tutorials)
- Values provide a sense of community

The meeting discussed the importance of bringing the values to life via scenarios including what would behaviours be if the values were not embedded in the College culture.

FGB/12/15/51 The Student Governor, Alex Cozens, was not aware that this work was being undertaken. However, he believes that values are essential for the College Community and help prepare students for working life/ employability.

FGB/12/16/52 Some governors felt that ambition was missing from the new set of values – where does wanting to be better come through? Ambition is included in innovation which in turn includes the confidence to try new things. The ambition to be better, to be an outstanding provider is stated in the strategic aims. It was agreed that it is extremely difficult to encapsulate multifarious concepts into 3 phrases. It was agreed that the Mission Statement and Values are separate but complementary.

Given that the values belong to all College Stakeholders, the staff representatives were asked how much input students had been granted during the discussion process. The Working group have asked their students for their thoughts. Further student input will be agreed after the January staff training day.

Richard Moore (Ex Principal of Chichester College and OFSTED Inspector) will be leading the January staff training day. All Governors are invited to attend. The day will discuss both the OFSTED requirement of “British Values” and the implementation of Brooklands’ Values.

The Vice Chairman thanked Helen and Irena for their contribution.

FGB/12/16/53 Strategic Plan: A discussion regarding whether measurable targets (KPI’s) should be included in the Strategic Plan (i.e. made publically available) ensued. The meeting agreed that the KPIs should remain separate (attached to the Principal’s termly report).

FGB/12/16/54 The members of PRG thanked the Principal for updating the Strategic Plan further to their meeting. The meeting approved the Strategic Plan 2016-2021.

Item 12.2 Governance QIP

FGB/12/16/55 The progress regarding the 2015/16 QIP was discussed at the December PRG in addition to Governance KPI’s. After discussion it was agreed that in addition to attendance at Governor meetings, Governors should attend a minimum of one College event per term. A discussion ensued regarding the type of College event (i.e. the difference between supporting the College and Governance development):

- Celebrating College achievements: Graduation, Open Evenings, Competitions et al
- College business such as SAR, SLT interviews, ABR meetings et al

The Clerk advised the meeting of Governor attendance for 2015/16 (excluding the Principal):

- Governor meetings varied between 43 and 100%
- Governor training varied between 33 and 100%
- Graduation 40%
- Curriculum SAR 50%
- College SAR 30%

- Governance SAR 60%
- All Governors attended a minimum of 1 College event per term with one exception.

Governors were reminded of the importance of timely submission of the Governor Activities form. Paper forms for the Autumn Term were circulated at the meeting. Electronic copies are attached to the weekly update.

The following Governance KPI's were agreed:

- Governor meetings 90%
- Governor training 67%
- SAR meetings 60%
- College events 60%

The Vice Chairman reminded Governors that they should attend more than the minimum requirement wherever possible in order to support the College's aim to be graded as Outstanding.

FGB/12/16/56 This message and College expectations must be conveyed to new Governors during the recruitment process and their subsequent induction.

FGB/12/16/57 Attendance should be included in the Governor appraisal form: Action Clerk

FGB/12/16/58 It was agreed that any last minute changes of meeting dates should be avoided wherever possible (Summer PRG). This has improved significantly during 2016/17. It was noted that the Governance SAR date was introduced at very short notice.

FGB/12/16/59 Governance data: Katie Normington reminded Governors that they need evidence regarding the quality of their Governance – the Inspectors may ask “How do you know that you are doing a good job?” What data supports this? The Principal suggested that the Governance SAR process will address this issue. The Vice Chairman will meet with the Principal in January to prepare a paper for the Spring PRG meeting. Action Vice Chairman and Principal

FGB/12/16/60 The Staff Governor (Teaching) asked why Staff Governors were excluded from Part II meetings. At a recent AoSEC meeting most Colleges represented had reported that staff governors were only excluded when disciplinary or staff pay matters were discussed. The Vice Chairman agreed to discuss this matter with the Chairman and at the next PRG meeting.

Item 12.3 Governor Membership

FGB/12/16/61 The Clerk introduced her report. The meeting agreed that Richard Shaw should become a full Governor.

FGB/12/16/62 There are 4 candidates who have expressed an interest in becoming a Brooklands Governor:

- Barbara Spittle (currently Chair of East Surrey, but a Sunbury resident) – 3 month notice of resignation required for East Surrey but is happy to shadow should her application be successful.
- Marco Zacharia (ex Brooklands Employee c1994-98, now Café Nero)
- Elizabeth Lacovara (ex FE Lecturer and Marketing Consultant for Mars)
- A senior manager from McLaren

The Vice Chair will keep Governors informed of the recruitment process.

No nominations from Elmbridge have been received.

Item 13 Principal's Report and KPIs

FGB/12/16/63 The Principal advised the meeting that the College continues to meet with the other 4 Surrey GE Colleges as recommended by the Surrey ABR report. Meetings occur at

Principal level, Senior Finance, Business Development, HR and Marketing. Feedback to the SFA occurs on a monthly basis.

The main areas of collaboration are currently apprenticeships, a combined HE prospectus, sharing of some CPD in particular with regard to English and Maths, and Special Education Needs.

These represent a considerable change in the way of working in FE. In conjunction with this Guildford are looking at merger options and NESOT have just appointed a new Principal due to commence at Easter 2017 with an Interim Principal in place until April 2017.

SISSC is a separate item and Guildford is not a member of SISSC. The other Surrey FE colleges will consider a shared platform should SISSC be discontinued.

FGB/12/16/64 Enterprise M3: The College has submitted an expression of interest in matched funding. However, given the cuts in LEP funding is not particularly hopeful of receiving funds in 2016/17.

FGB/12/16/65 Arrangements for the Apprenticeship levy continue to be amended. The levy will be introduced on 1st April 2017 and funded training may be accessed from 1st May. The percentage of off-job training has been reduced from 50 to 25%. The introduction of the Apprenticeship Levy and its impact upon Brooklands will be discussed at the January Governor Training session.

FGB/12/16/66 The Curriculum Day is scheduled for Thursday 9th March.

FGB/12/16/67 The KPI's include the year end position for 2015/16. The number of KPIs for 2016/17 has increased to reflect the updated strategic aims.

The meeting noted the target for Higher Grade English GCSE success rate had reduced from 60 to 50%. Previously students sat the IGCSE English qualification which included an element of coursework. This is no longer available and the English GCSE is 100% end of year examination based. English and Maths were discussed in detail at the November CPR meeting.

The Chair of CPR noted that the Adult achievement rate was lower than expected.

The data comparing Brooklands achievement rates to the National FE average for 2015/16 should be published in March 2017.

Staff sickness was considerably lower in Term one 2016/17 (5) than the annual KPI (7.4). It is hoped that this will be maintained during the year. The new sickness reporting system is producing far more robust data than its predecessor.

In confidence the Principal advised the meeting that the Duke of Kent would be officiating at the Opening of the Ashford Campus on 7th February. The College is awaiting further information from the Palace regarding timings.

Item 14 Chair's Business

FGB012/16/68 The Vice Chair asked the Student Governor for his feedback regarding the new Ashford Campus. Alex advised the meeting:

- The IT problems had been significant but appear to be settling down
- The unisex toilets are not popular with students
- There is a shortage of seating for students (outside of the actual classrooms) particularly on Thursday and Fridays.
- Car parking is better than at the old Ashford campus, but there have been difficulties.

The Principal advised the meeting that Capital Strategy approved the purchase of a canopy to provide covered external seating for students

The Staff Governor (Teaching) reported that the building work at both Ashford and Weybridge had impacted upon students' studies at the beginning of the term. Staff were planning additional sessions to enable students to catch-up on work lost.

At the Official opening of the Locke King refurbishment, the Chair of Resources had appreciated the hard work of SLT and the understanding of staff and student during the project. Brooklands staff worked hard to support their students whilst the building work continued into the new term. It was agreed that an open letter of thanks be sent to all staff. Action

FGB/16/12/69 The Vice Chair asked the new Staff Governor (support staff) whether he felt supported in his new role. Andrew replied that as an ex student and staff member he had a reasonable understanding of both campuses and felt supported in his new role by the other Staff Governor and the Clerk. Andrew had no questions regarding the meeting.

Item 14.1 Review of committee business for emerging risks

FGB/12/16/70 None identified.

Item 15 SISSC Update.

FGB/12/16/71 The Principal advised the meeting that the proposals regarding the future options for SISSC were anticipated in the New Year as the SISSC Principals await the final report from Grant Thornton. In the interim, Brooklands is looking to keep all options open. However, continuing with SISSC in its present format is not the best option for Brooklands. The agreed solution must be cost-effective for Brooklands.

Item 16 Any Other Business

FGB/12/16/72 Bank Covenant: The Vice Principal has yet to receive the entire supporting legal document regarding the bank covenant. The meeting agreed to approve the bank covenant by email once the documents became available and that the decision would be ratified at the March FGB.

The size of the loan is currently £4M with annual repayments of some £200,000. Unfortunately the early redemption fee is excessive.

If the Governors do not agree to the covenant then the bank may foreclose the loan which will include significant financial penalties.

FGB/12/16/73 The Vice Chair thanked the Staff and Student Governors for their contribution to the meeting.

Item 17 Date of next meeting

FGB/12/16/74 Wednesday 22nd March at 08.00 in MA1.

Decisions taken:

1. The Audit Committee Annual report was approved
2. That the Vice Chairman sign the Annual Accounts 2015/16
3. That the Vice Chairman sign the Letter of Representation
4. That the Vice Chairman should sign the Brooklands Enterprises Accounts 2015/16
5. The Quality Improvement Plan 2 2016/17 was approved
6. The Quality Improvement Plan 3 2016/17 was approved
7. The Quality Improvement Plan 1 2016/17 was approved
8. The meeting approved the SAR report
9. The meeting agreed that the KPIs should remain separate (attached to the Principal's termly report).
10. The meeting approved the Strategic Plan 2016-2021.
11. The meeting agreed Governance KPI's
12. The meeting agreed that Richard Shaw should become a full Governor.

Action points:

1. The Clerk to re-circulate the Audit Committee Annual Report together with the supporting appendices.
2. The Vice Principal to consult with the External Auditors regarding the Regularity Audit Questionnaire and whether the China Trip funding descriptor should be included.
3. The Vice Principal to include the current head count of staff (FTE) to be included in monthly management accounts
4. The Vice Principal to add Cyber Attack to the College Risk Register
5. The Vice Principal to prepare a 3 year sensitivity analysis with regard to inflation rates for the March resources Committee
6. The Audit Committee will discuss emerging risks at its February meeting
7. The meeting requested that the QIPs be presented in the same format
8. Katie Normington to forward some of the Royal Holloway work regarding the HEFCE HE assurance.
9. The Clerk to add governor attendance to be added to the Governor Appraisal Form
10. The Vice Chairman to meet with the Principal in January to prepare a paper for the Spring PRG meeting.
11. The Vice Chairman agreed to discuss the exclusion of staff governors from Part 2 meetings except for disciplinary or staff pay matters with the Chairman and at the next PRG meeting.
12. It was agreed that an open letter of thanks be sent to all staff for their commitment during the extended Locke King refurbishment work.