



**MINUTES OF THE NORTH EAST SURREY
COLLEGE OF TECHNOLOGY FURTHER
EDUCATION CORPORATION HELD ON
FRIDAY 06 JULY 2018 AT 09.00, SKILLS
PARK BOARD ROOM**

PRESENT*	IN ATTENDANCE
Professor Sam Luke (Chair) Peter Stamps (Vice Chair) Frances Rutter (CEO & Principal) Lynn Reddick Margaret Martin Graeme Hodge (Support Staff Governor) Jamie Roberts (Teaching Staff Governor) Maureen Kilminster Chris Shortt Alexandra Cartmell (Student Governor) Emily Hall (Student Governor) Kieran Sainsbury (Student Governor) Chris Muller Sally Pritchett	Cliff Shaw (Deputy Principal, Curriculum) Maria Vetrone (Deputy Principal, Finance & Resources) Dario Stevens (Vice Principal, Planning and Information Systems) David Round (Clerk to the Corporation)

* Attendance at the meeting = 82%

62.17	MATTERS FOR REPORT
62.1 Chair's report	<ul style="list-style-type: none"> The Chair explained that the budget for 2018/19 was delayed and would not be presented to this meeting as would be the normal practice. This was because of the pressures on the Finance team following recent urgent bids. An additional Board meeting would be held on 26 July 2018 at 18.00 to consider the draft budget. The College had followed-up on the suggestion made by the National Leaders of Governance consultant who attended the Corporation Conference that a visit to an institution praised by Ofsted for high quality governance be made. The Clerk had arranged for the Chair, Vice Chair and Principal to visit Dudley College which had been assessed as 'outstanding' by Ofsted last year. This was the subject of a separate report on the agenda. Following a discussion at Search and Governance Committee it was proposed to hold a short discussion at the end of each Board meeting to evaluate the effectiveness of

62.2 Governor Link visits

the meeting and identify and areas of development. This was part of the College's continuing commitment to the improvement of board effectiveness.

A summary of the recent governor visit to the Foundation Learning department by Gloria Ozolua was noted. A SWOT analysis was discussed identifying that the biggest weakness related to the progression of students into sustained employment after leaving NESCOL. The supported internship scheme was being piloted with a number of employers including a large local retail outlet. The pilot had been successful and employers' concerns had been allayed, in part, because of the intensive support provided by the College. The report recommended that governors who were in a position to promote the scheme with employers be urged to do so **(ACTION: all governors)**. Further information was available from the Deputy Principal (Curriculum). There was the potential to expand provision particularly in relation to very high needs students; the development of this area would require a major investment in specialist staff and facilities.

62.3 Governor Development Feedback Report

Margaret Martin reported on her attendance at the AOSSEC governance summit which was considered to be very valuable in terms of governor development. Inputs were made by the DFE ('T' levels) and by Ofsted. Attention was drawn to the following: -

- Ofsted was giving the management of sub-contractors a high priority in current inspections.
- Provider websites were an area of focus as a source of Information, Advice and Guidance (IAG) for students – this had been discussed at previous governor meetings.
- Ofsted was interested in the *impact* of governors on College performance. For example, how had governor link visits impacted upon the work of a curriculum area. There was a need for follow-up on feedback **(ACTION: FR/Clerk)**.
- Reports for governors might be RAG rated to focus discussion and be no longer than 1 page of A4 with access to supplementary information.

62.4 Visit to

In discussion governors noted the inherent risks of abbreviated reports by circumscribing the scope for detailed scrutiny and challenge of the College executive by governors. The slides from the event would be circulated to governors **(ACTION: MM/Clerk)**

Dudley College of Technology

A report arising from the recent visit of the Chair, Vice Chair, Principal and Clerk to Dudley College of Technology was presented. Dudley COT had been graded as 'outstanding' by Ofsted in 2017 and was praised for the quality of its governance. A number of particularly impressive features of the College were noted: -

- The focus on STEM subjects, particularly high technology engineering linked to local priorities (LEP).
- The engagement of employers in the College
- Employer use of the College's specialist STEM facilities (provided free but in return for apprenticeships, work experience, mentoring etc.)
- Effective use of Customer Relationship Manager systems
- The self-confidence of the College – the strategic objective was to be 'excellent' at what it did and not just follow Ofsted published criteria.
- English and maths GCSE resit results were outstanding (53% maths; 73% English). Two year programmes were followed for those students who required additional support to be successful.
- The commitment to transparency by the senior leadership team. An online data dashboard was published on the College website; position/focus papers on the website discussed areas for development and the strategies being deployed.
- Very effective performance management systems were used to embed accountability and support staff development and high performance.
- Developing, mentoring and promoting staff was a key priority and strength, and seemed to be working well. Many of the senior team were 'home grown'.

The Principal noted that many of the impressive aspects of Dudley were either aspects of current practice at NESOT or had been identified for management focus. In response to questions from governors about the follow-up to the visit the Principal stated that a request for a further visit would be made for SMT members and other teams and that an action plan would be developed (**ACTION: FR**). The Clerk also noted that Dudley had dissolved its Finance and General Purposes Committee and that the full board discussed all finance and employment-related matters. Two curriculum committees discussed standards matters in depth. The College was

	considering whether aspects of the Dudley governance arrangements could be profitably adapted at NESOCOT. A separate report on this matter was on the agenda.
63.17	APOLOGIES FOR ABSENCE
	Apologies for absence were received from the following governors: Gloria Ozolua, Dr Martin West and Kabir Shaikh. Donna Patterson also tendered her apologies.
64.17	DECLARATION OF INTERESTS
	The Chair reminded Members to declare any interest that they may have in any of the items on the agenda. Frances Rutter, Professor Luke, Chris Muller and Peter Stamps declared their interest as unremunerated directors of NBS. Maureen Kilminster noted her position as the previous Principal of Brooklands College and a trustee of Surrey Lifelong Learning Partnership. Margaret Martin declared her interest as a member of Ewell Rotary Club, a trustee of Age Concern and a member of Surrey Chamber of Commerce.
65.17	MINUTES
	Subject to noting that Mr Chris Shortt was in attendance, the minutes of the meeting held on 24 March 2018 were approved as a correct record.
66.17	MATTERS ARISING
	<p>The matters arising report (Appendix C) from the previous minutes and other items carried forward were received and noted. Other matters of report were: -</p> <p>47.2 Governor Link visits * - Members of management reported that the area occupied by the Health and Social Care department would receive an investment to upgrade the facilities but this would not be on the scale of the original plan as the cost was £2.5m. At the moment the College needed to preserve cash. Governors requested that this message be communicated clearly and positively to staff (ACTION: FR/MV).</p> <p>An oral update was given to confirm that this had happened.</p> <p>56.2 Key Performance Indicators as at January 2018 - The College would be looking to develop 'leading' indicators based on the new strategic plan in due course (ACTION: MV).</p> <p>The College reported that the review of KPIs would take place following the agreement of the strategic plan objectives.</p>
67.17	STUDENT MATTERS

Student governors reported on the following: -

- After the completion of assignments and other course work students were still required to attend College even though little teaching was taking place. It was suggested that once work had been signed-off the requirement for attendance could be relaxed.
- The College could do more to celebrate students' achievements and promote these for wider publicity purposes.

The College commented that although some students may have finished their work for the year, other students are continuing to work on assignments and are receiving support from tutors. Also higher education courses are subject to external examiner visits as part of the external quality assurance process and they may wish to meet students.

In relation to the comment by student governors about the celebration of students' achievements, the Principal agreed that this was an area for improvement for the College. The College made use of social media and other publicity channels including the website and there was also the annual FE awards evening in December. The College had launched the Faculty student of the month scheme last year but there was an issue about follow-through in the implementation. Governors noted the positive impact that letters of praise to parents had upon students' motivation for learning. Governors urged the College to prioritise this areas and put a plan in place. **(ACTION: FR).**

68.17	STAFF MATTERS
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There were no matters of report.

69.17	SAFEGUARDING, PREVENT AND HEALTH AND SAFETY¹
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The Deputy Principal (Curriculum) reported on the annual safeguarding case statistics: -

Red = 1
Amber = 27
Green = 52
Closed = 204
Open Cases = 80

The case overview was presented to SMT on a regular basis and weekly safeguarding monitoring meetings take place involving the Director for Personal Development Behaviour and Welfare (PDBW) and Deputy Principal. The following additional points were noted: -

¹ Standing item

- A number of changes had been made to further strengthen the safeguarding team.
- As part of the North wing refurbishment project a discrete Wellbeing and Welfare Centre would be created where the majority of staff would be located.
- All-staff safeguarding training was scheduled as part of the CPD week at the end of term.
- A training need had been identified to support staff to be better able to differentiate between safeguarding and student behaviour and support needs. This would be actioned in the new academic year.
- The safeguarding policy and procedure has been updated to better cover the following: -
 - the policy and procedures are now in one document;
 - Criminal exploitation;
 - More closely based on Surrey County Council model and updated government guidance;
 - the role of welfare mentors and the role of the designated teacher (for looked after young people).
- New specialist software had been procured to further strengthen the recording and monitoring of safeguarding cases.

Details were given of a live PREVENT case which was being managed in liaison with the police.

The Principal commented that given the current very hot spell of weather we should remind students about the need for special care around waterways following last year's tragic accident involving a NESLOT student.

RESOLVED: that the safeguarding report be noted.

70.17	STRATEGIC REPORTS
<p>70.1 Principal's Report</p>	<p>The Principal's report highlighted the outstanding success of the recent Community Open Day which was attended by 1200 local residents, many of whom commented on how impressed they were with the College. The event had been opened by the High Sheriff of Surrey and there were many stalls staffed by College teams. The dog competitions had been very successful and all profits would be donated to the Blue Cross charity.</p> <p>As previously reported to governors, the College had received a notice of concern regarding a number of apprenticeship frameworks which had failed to meet minimum standards i.e. Health and Social Care, Computing and Carpentry and Joinery. The action plan that had been put in place was largely</p>

proving to be successful. Computing apprenticeships are now performing well under the leadership of the new head of department and results are ahead of national benchmarks. Health and Social Care apprenticeships were no longer being offered. Carpentry and Joinery had been affected by vacancies in the assessor team which had now been addressed and performance was being closely monitored. The ESFA had undertaken a recent visit and were satisfied with the work being undertaken and said that they had no ongoing concerns. The College had requested that the ESFA remove the notice and governors would be kept informed regarding progress **(ACTION: CS)**.

The College Welcome and Induction day took place on 28 June for those new students who have applied to Nescot for a September 2018 start. The event was well-attended and behaviour was good. Parents were invited in the evening.

Other matters of report included:-

- The new Director of Higher Education had started at the College.
- Chris Shortt had participated in the interviews for the appointment of the new Director of Estates.
- The post of Director of IT had been vacant for some time but the process of appointing a replacement had commenced.
- A working group had been established to review structures in sales/business development and marketing including apprenticeships. This was a key area for the College. A more professional and focused sales culture was required.
- A consultant was supporting the College to boost student recruitment including reviewing application processes and the effectiveness of the website.
- All managerial posts in the curriculum structure had been through the assessment centre process. Feedback from those involved had been largely positive.
- The Minister of State for Skills and Apprenticeships, the Rt Hon Anne Milton MP visited the College as part of the Rt Hon Chris Grayling MP's business leader's breakfast attended by a number of high profile local business and organisations. She spoke passionately about the opportunities for businesses and skills providers regarding apprenticeships and the new 'T' levels.

<p>70.2 College Strategic Plan</p> <p>70.3 Management Accounts for May 2018</p>	<ul style="list-style-type: none"> • The College had been awarded the Mayor’s Construction Academy (MCA) quality mark following a successful application to the London Mayor’s office. NESCOL was the only provider in Surrey to achieve the award. The College was now eligible to bid to become an MCA ‘hub’ for construction education and training. • ‘NESCOLS’ had been re-inspected by Ofsted and although the report had not yet been received, the verbal feedback was that the nursery was good with outstanding features. • NESCOL had won 8 out of the 9 competitions at the recent Worldskills regional competition and will be competing in the national event in Birmingham in November. The Creative Media department was participating in EuroSkills. • NESCOL had won second place in the recent ‘Young Enterprise’ event to the Royal Grammar School, Guildford. The video produced by the students had been shown at the event. <p>[The Principal reported on other matters that are redacted from the published minutes for reasons of commercial sensitivity and legal confidentiality.]</p> <p>RESOLVED: that the Principal’s report be noted.</p> <p>The item on the College strategic plan 2022 was deferred to the next meeting.</p> <p>The May management accounts were received. In her presentation to the Board the Deputy Principal (Finance & Resources) drew attention to important features of the financial performance of the College as at May 2018: -</p> <ul style="list-style-type: none"> • The College was on track to achieve at least its budget forecast of a £14k surplus. This compared to the forecast in January of a £550k deficit. • The forecast has improved predominantly as a result of a successful ESFA growth bid and the implementation of a financial recovery plan to increase other income streams and reduce the cost base.
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- As noted in earlier presentations to governors, there had been 3 major pressure points on the budget in the current year. These were (i) the unbudgeted additional LGPS interest charges arising from the pension liability; (ii) major underachievement against curriculum plan targets resulting in a shortfall in tuition fees for FE, HE and full cost to the value of £701k; and (iii) underperformance against forecast income by the College's commercial enterprises (Le Raj Academy - £54k; Innovation hair salon - £50k; Sports hall/grounds - £39k).
- These areas of underperformance had been offset through the achievement of additional income i.e. **£1,243k** net. This included additional income of £1,353k from ESFA for 19+ classroom provision; £497k from apprenticeships; and £109k from local authorities for high needs learners.
- The additional income had been matched by an equivalent increase in non-pay costs from £10.8m to £12.5m. There had been downwards pressure on pay costs saving £441k (3.2% of total pay budget).
- The partnership with ASTM was very important to the budget and contributed a significant net income to the College after adjustment for agreed shared returns.
- The segmental analysis of income and expenditure showed the decline in the return from core College curriculum activities and the importance of sub-contracting currently to the maintenance of the College's financial performance this year.
- The College automated health assessment by ESFA was that the College remained classed as 'outstanding'. This was, in part, because it had no borrowings. Nonetheless the College's financial key performance indicators were declining. The ratio of operating surplus EBITDA as a % of income was below target at 7.67% compared to 7.89%. Cash generation was falling.
- The balance sheet nonetheless remained strong as was the cash position compared to many other colleges in the FE sector.

Governors were advised about the key risks to the budget and were given a financial health warning by the Deputy Principal which was that 'the College continues to be at risk of decline in its financial health because of significant under-enrolment of self-paying learners against curriculum plans, and a rapidly increasing cost base'.

**70.4 Corporation
KPIs, May 2018**

In discussion governors commented on the following matters: -

- As has been seen in the higher education marketplace, where universities were making unprecedented low offers in in-demand subject areas such as medicine and also making large numbers of unconditional offers, the demographic decline in the number of school leavers was continuing to have a major impact on student recruitment. This was not due to be reversed for at least two more years.
- This was not, however, a reason to take one's eye off the need to refresh and innovate in terms of the curriculum offer and market the College's courses effectively.
- There was a concern that the College was reliant on growth bids delivered via sub-contracting which was counter to the overarching strategy. This was hiding under-performance elsewhere in the College. Did the College know where the inefficiencies in its operations were? What was being done to address these?
- It was essential that organic growth be achieved next year. It was likely to be a very tough budget to deliver on current trends.
- There was a concern that there had been a recent growth in the use of consultants e.g. IT services, marketing, CPD and in the employer hub. Would these be continued next year as such were expensive in the longer term.
- The Principal commented that a number of consultations and restructures were taking place and that it had been necessary to fill gaps to address current issues. These posts would be filled in the normal way next year.

RESOLVED: that the management accounts as at May 2018 be noted.

Governors received the KPI scorecard for May 2018 noting that: -

- Retention on FE programmes was good.
- HE continuation and in-year retention rates had improved significantly and were now above benchmark.
- English and maths attendance rates were on a par with last year but below the target set.

70.5 Draft Capital Programme 2018/19

- Staff turnover was below last year and below the average for the college sector.

College management commented that staff turnover and resignations were discussed at every SMT meeting.

It was reported that the draft capital programme for next year had been reviewed in detail at F&GP Committee and commended to the Corporation for approval. 16 projects were planned to the value of the £1.055k including a £50k contingency. Details of the projects were set-out in an accompanying paper and included the refurbishment of the HE Common Room, the ground floor of North wing and the updating of stairwells. A painter and decorator was to be employed as part of the Estates team for routine maintenance over the year. The value of the capital programme was significantly reduced compared to previous year – £4.4m in the current year, but sufficient spending was being made to ensure the value of assets was maintained

Governors were pleased to see that the areas of poor quality estate identified in the last Ofsted inspection were being addressed.

RESOLVED: that the capital programme for 2018/19 be approved.

70.6 Capital Bids 2018/19

The College allocated capital expenditure on equipment and related items via a system of internal bids against strategic objectives from the strategic plan. The recommended bids had been reviewed at F&GP Committee and commended to the Corporation for approval. The value of bids were as follows: -

Equipment	£76,546
Building works	£178,100
IT/ computer equipment	£520,309
Total	£774,955

RESOLVED: that the recommended capital bids to the value of c.£775k be approved for 2018/19.

71.17	CURRICULUM MATTERS
<p>71.1 Deputy Principal's Curriculum report</p>	<p>The Deputy Principal presented a detailed assessment of the College's curriculum standards and performance for the current year. The Board noted that: -</p> <ul style="list-style-type: none"> • The College had received clean bills of health as part of FE awarding organisation external verification visits with no issues and much good practice identified. • Those higher education courses that had been placed in intensive care had made satisfactory progress overall with computing being removed from intensive care based on its strong performance this year. • FE retention had improved by 2% overall. • If the College maintained the same pass rate as last year it would be above national benchmarks for vocational qualifications, although it was possible that the national rates would increase. Other than one other college, NEScot would be the highest performing FEC locally for vocational awards, however, other colleges may of course also improve their achievement rates. • Staff are better prepared this year for the recently introduced externally examined components of vocational qualifications and an improvement in outcomes is expected based on feedback from curriculum teams. • It is difficult to predict GCSE English and maths resits because of the change to the 9-1 qualification; however, attendance at the exams had increased compared to last year. • Nescot's apprenticeship achievement is already significantly above national averages. The performance of the College's own internally-delivered apprenticeships, however, are not showing sufficient improvement across the majority of frameworks but are improving and are likely to be at or marginally above national overall rates. • The recent internal audit of apprenticeships had highlighted a number of systemic administrative failings. A full action plan is in place. There were issues of administrative process and oversight of the assessor teams. There was also a lack of ownership of apprentices in a small number of curriculum departments. A series of substantive audits would take place in September and throughout the year to test progress. Other actions were being taken to strengthen the expert oversight of apprenticeships in the quality department including the appointment of a new

Apprenticeship Quality and Compliance post. Urgent action was required to secure improvements.

Student governors commented that based on their experience as apprentices at the College it was vital that a member of the core delivery team was dedicated to progress chasing students throughout the programme. It was also commented that GFE colleges can struggle with the breadth of apprenticeships offered compared to private providers who often specialised in specific apprenticeships whereas college sought to spread themselves more thinly.

- The current system of lesson observations would be revised to make judgements on teaching, learning and assessment more precisely calibrated.
- They would be customised to the different roles such as probationary teachers, teachers, assessors, learning support practitioners, progress coaches and tutor demonstrators etc.
- Increased coaching capacity would be deployed to help teachers and other practitioners to improve.
- The current round of observations had found that a majority of teaching, learning and assessment is at least good and this correlates reasonably well with outcomes in most areas.
- Good practice that may previously not have been identified or shared now has been; and conversely poor practice which previously may have gone undetected has been highlighted for action.
- Teachers' ownership of their personal development plans has been patchy.

The Deputy Principal (Curriculum) updated members of the Corporation about the quality status of the ASTM HE partnership. This had been previously flagged to C&Q Committee and the Board as a red-flagged risk. He was able to report as follows: -

- The external examiner visit to the centre had been positive with no actions identified.
- Student outcomes for the first year of the HND had been very good overall. Student satisfaction is extremely high.

71.2 Minutes of the Meeting of C&Q Committee held on 02 May 2018 & Chair's report

- A recent visit to the centre had confirmed that standards of teaching are consistently very high. Students are studious, engaged and energised as a result of this teaching. The overall standard of work produced by students, including written work, is good.

An accountability framework had been introduced for all curriculum managers. The purpose was to: -

- Undertake a holistic review by curriculum delivery covering quality, the student experience, finances and human resource performance against College KPIs.
- Identify successes, interventions and support needs to enable the achievement of KPIs and improved performance.
- Recognise and utilise the interdependencies of all elements of the College's functions and services for the achievement of good and outstanding quality and also financial performance.
- Ensure that judgements and assessments are made about performance i.e. is the performance on target to meet the College KPIs? Has performance improved when compared with the previous year? What are the actions being taken and what support may be needed?
- Ensure that leaders and managers own and take responsibility for all aspects of their area both educationally and as a business area.

RESOLVED: that the Deputy Principal's report be received noting that C&Q Committee would (i) monitor the performance of direct apprenticeship delivery by the College and the impact of the actions taken to improve performance; and (ii) and that managers responsible for apprenticeships will be reporting directly to SMT on a monthly basis regarding progress and performance.

The Chair of C&Q Committee presented the minutes of the meeting held on 02 May 2018. The minutes were noted.

71.3 English and Maths update report

Governors noted that the impact of the actions taken to improve GCSE English and maths resit outcomes were as follows: -

- Attendance at English and maths had not improved.
- Maths had generally been below college attendance target.
- English had largely met the College attendance target.
- Attendance at English and maths was high for some specific groups such as students with declared learning difficulty and/or disability, students with an EHCP and looked after students.
- Attendance at GCSE examinations was high (relative to sector performance where data is available) and showed an improvement overall when compared with 2016/17.
- Embedding of English and maths was improving but will need to be more comprehensive and ambitious in 2018/19. The faculties are drawing up commitments and local strategies as part of the July CPD day.
- The recent English and maths CPD was very well received by curriculum areas.
- English and maths achievement forecasts indicate that there should be a maintenance of high grades in mathematics and an improvement in English high grades. All students are undertaking the new GCSE specifications for the first time so it is different to the syllabi they studies in school.

Governors also noted that the following strategies for improvement were in place for implementation next year: -

- Faculties are producing their own commitments to improving English and maths outcomes and achievements
- Progress Coaches which will be in place next year to reinforce the drive for improved English and maths attendance.
- Teaching teams in English and maths will be more familiar with the new specifications and this will strengthen their delivery of the subject.

	<ul style="list-style-type: none"> • Directors will be held accountable for the attendance of their students at English and maths and for making interventions to drive improvements where this is needed. A clear impact judgement will be set against them through the Accountability Framework Reviews. Those curriculum areas where attendance was higher achieved this through early and consistent positive leadership action and interventions. <p>RESOLVED: that the update on English and maths be noted.</p>
72.17	AUDIT MATTERS
72.1 Audit Committee: Chair’s report & minutes of the meeting 22 June 2018	<p>The minutes of the meeting of Audit Committee held on 22 June 2018 were received. It was noted that the GDPR audit had taken place this week and the report would be positive about the College’s implementation of the new statutory requirements. It was confirmed that data breaches would be reported to the Audit Committee.</p> <p>Student governors recommended that a security review of the new IT infrastructure, once implemented, be undertaken as there were reports of security loopholes in current systems. (ACTION: MV)</p>
72.2 Internal Audit Strategy & Annual Plan 2018-19	<p>RESOLVED: following its review by the Audit Committee at its meeting on 22 June 2018 that the internal audit strategy and annual plan for 2018-19 be approved.</p>
72.3 Risk Management Reports	<p>The Board noted that the risk register had been reviewed by the Audit Committee at its June meeting and that the risk profile showed a small reduction in the number of risks reported. Management action plans are in place for all strategic risks with net risk categorisations of ‘High’ and ‘Significant’. These are reviewed regularly by the Senior Management Team (SMT) to ensure effective implementation and risk reduction.</p>
73.17	FINANCE AND GENERAL PURPOSES COMMITTEE
73.1 Minutes of F&GP committee held on 02 July	<p>The minutes of the meeting of the Finance and General Purposes Committee held on 02 July 2018 were received. It was noted that the budget for 2018/19 and forecast for</p>

<p>2018 & Chair's report</p> <p>73.2 Growth Committee</p>	<p>2019/20 were delayed and would be presented to a meeting of the Corporation to be held on 26 July.</p> <p>The Chair reported on the work of the Growth Committee over the past year. The Committee had necessarily focused on recent important growth opportunities that had become available and for which it had received external encouragement to participate. Much had been learned from the process even though they had not been successful. The Chair was clear that the College had to grow to become sustainable in the longer-term. The College was unlikely to become a £40m turnover College through organic growth alone.</p> <p>There was discussion of the key priorities. Governors urged the College not to take its eye off the core issues of curriculum standards, student progression and local reputation. The Principal commented that all growth opportunities were carefully considered before they were progressed; the College would withdraw if they were shown not to be viable as part of the due diligence process. Significant growth had been achieved this year through the delivery of growth bids and a broad approach was being taken.</p>
<p>74.17</p>	<p>GOVERNANCE MATTERS</p>
<p>74.1 Appointment of the Chair and Vice Chair</p> <p>74.2 Governance Review</p>	<p>Professor Luke and Mr Stamps withdrew from the meeting at this point. The Clerk took the Chair.</p> <p>RESOLVED: that Professor Luke and Mr Stamps be appointed as Chair and Vice Chair respectively for the next 12 months.</p> <p>Professor Luke and Mr Stamps re-joined the meeting. Professor Luke took the Chair and thanked the Board for their support.</p> <p>The paper on the review of governance structures was received. It was noted that the options including a number of quite significant changes. It was AGREED to defer consideration of the paper and that consideration be given to holding a separate meeting for discussion of the options (ACTION: DR).</p>

**74.3 Corporation
Cycle of
Business &
Terms of
Reference of
Committees**

The recommendations of the Corporation's committee regarding their terms of reference and cycles of business were received.

RESOLVED: that changes to terms of reference be approved as described: -

Audit Committee

- To make explicit reference to the requirement of the new regulator for higher education – the Office for Students – that the Audit Committee gives an opinion about the adequacy and effectiveness of arrangements for securing value for money from public grant funding;
- To reference the role of the Office for Students; and
- To exclude from membership of the Committee all staff governors – this requirement is published in the Post-16 Audit Code of Practice.

Senior Staff Performance and Remuneration Committee

The Chair of the Committee shall not be the Chair of the Corporation.

The terms of reference of other committees remained unchanged. No changes were made to the Corporation's standing orders or cycle of business.

**74.4 Minutes of
Search and
Governance
Committee 10
May 2018 &
Chair's report**

The Board received the minutes of the meeting of Search and Governance Committee held on 10 May 2018. He drew attention to the unfortunate decision of Dr Martin West to step down from the Corporation at the end of his term of office in October because of pressure of other commitments. He wished to thank Martin for his contribution to the Corporation.

The Board received the recommendations of the Committee regarding the re-appointment of members of the Corporation and determined as follows: -

RESOLVED: that Maureen Kilminster and Lynn Reddick serve as governors until 31 July 2022; that Chris Muller serves as a governor until 31 July 2020; and that Chris Shortt serves as a governor until 10 July 2019.

74.5 Meetings Schedule 2018/19	The meetings schedule for 2018-19 was APPROVED as circulated.
74.6 Governor Expenses Policy	The paper on governor expenses was deferred.
75.17	DATE OF NEXT MEETING
To be held on Friday 05 October 2018 (09.00).	
76.17	ANY OTHER BUSINESS
There was no further business.	
77.17	CONFIDENTIAL ITEMS
A record of the discussion of confidential matters is lodged in the confidential minute book.	

Signed Date

Professor Sam Luke, Chair of the Corporation

Author	David Round
Title	NESCOT Corporation Minutes 06 July 2018
File Ref:	C:\Users\david\OneDrive - North East Surrey College of Technology\NESCOT Folders\Nescot Corporation\Corporation\NESCOT Corp 060718\Minutes of the Meeting\NESCOT Corp Minutes 260718 Final.docx