

**PLYMOUTH COLLEGE OF ART
MEETING OF THE BOARD OF GOVERNORS**

Date: Tuesday 27 November 2018
Time: 10.00 am – Barns-Graham Room, Tavistock Place

Present:	David Noyce	Chair
	Sue Brownlow	Deputy Chair
	Andrew Brewerton	Principal
	Kim Charnley	Staff member
	Kiran Haslam	Independent Member
	Susie Hills	Independent Member
	Tim Jones	Independent Member
	Sylvia Lahav	Independent Member
	Becky Moore	Staff Member
	Rowena Murphy	Student Member
	Ian Parry	Independent Member
	Janet Ritterman	Independent Member
	Tessa Stone	Independent Member
	Duncan Tringham	Independent Member

In attendance:	Tim Bolton	Vice Principal
	Christy Johnson	Vice Principal
	Matias Shortcook	Associate Dean, Pre Degree
	Mark Taylor	Director of Finance
	Steve Trotter	Registrar
	Liz Wiltshire-Meads	Clerk to the Corporation
	Nadyne Ebbens	Deputy Clerk

MINUTES

BG/18/32 APOLOGIES FOR ABSENCE, DECLARATIONS OF INTEREST & QUORACY
Apologies were received from Anna Cutler and Mark Greaves, Governors.

There were no un-registered declarations of interest. The meeting was quorate.

The Chair encouraged those presenting reports to assume that Board members had read all papers and to draw out key points only in introducing reports, as recommended within the Governance Effectiveness Review.

BG/18/33 MINUTES

BG/18/33/1 Minutes of the previous meeting

The Minutes and confidential Minutes of the previous meeting held on Tuesday 16 October 2018 were considered to be a true and accurate record of proceedings with one amendment at BG/18/29/1(i) ~~determined~~ was replaced with "influenced".

RESOLVED: that the minutes be approved for signature by the Chair.

BG/18/33/2 ACTION TRACKER

BG/17/30/3 - The HESA data on benchmark staffing figures were available and would be reported to Finance & Estates Committee.

All other actions were either completed, in progress or had not reached the target completion date.

BG/18/32 CONFIDENTIAL STRATEGIC DISCUSSION
BG/18/32/1 Effective Communication - Expanding College Influence

This agenda item was deemed to be commercially confidential and was subject to a separate confidential Minute.

- BG/18/33** **PRINCIPAL'S REPORT INCL REFLECTION ON PLANNING & STUDENT NOS**
The Principal introduced his report briefly, and noted that the College had been referred to the QAA Board on 12 December 2018 for approval of its TDAP application.
NOTED.
- BG/18/34** **CONFIDENTIAL: CONTEXTUALISATION REPORT & MANAGEMENT ACCOUNTS TO 31 OCT**
This agenda item was deemed to be commercially confidential and was subject to a separate confidential Minute.
- BG/18/35** **CONFIDENTIAL: DRAFT ESTATES STRATEGY HIGH LEVEL PRINCIPLES**
This agenda item was deemed to be commercially confidential and was subject to a separate confidential Minute.
- BG/18/36** **CONFIDENTIAL: KEY PERFORMANCE INDICATORS**
This agenda item was deemed to be commercially confidential and was subject to a separate confidential Minute.
- BG/18/37** **ACADEMIC PERFORMANCE REPORT including NSS Action Plan Update**
The Registrar introduced the report and noted the NSS action plan was monitored fortnightly. Retention and attendance were monitored weekly and being followed up on. Following questions and discussion, it was noted that:
- a) non-continuation benchmark group needed to be identified;
 - b) benchmark groups were different when taking widening participation into consideration;
 - c) the bottom line for numbers of students on a programme was 10 for a good experience.
- ACTION: Non-continuation - who was in the College's benchmark group would be reported back to the Board.**
NOTED.
- BG/18/38** **OUTCOME OF ANNUAL PROGRAMME EVALUATION AND OPEN UNIVERSITY ANNUAL INSTITUTIONAL OVERVIEW**
The Registrar introduced the report which used the Open University's template and had been approved by Academic Board.
- Following questions from Board members and discussion, it was noted that the College was working on what would replace the document if TDAP were awarded in due course.
RESOLVED: to approve the Open University Annual Institutional Overview.

The Associate Dean of Pre-Degree joined the meeting.

- BG/18/39** **PRE-DEGREE STRATEGIC DIRECTION - INTERNATIONAL BACCALAUREATE CAREER PROGRAMME**
The Associate Dean of Pre-Degree introduced the report on the International Baccalaureate Career Programme (IBCP). The idea emerged from Continuum meetings discussing the potential links from Year 11 pupils at Plymouth School of Creative Arts (PSCA) and the College. The College is currently a candidate school for IBCP with an inspection in April 2019 to become an authorised school. The IBCP philosophy, ethics and principles were aligned to the College. The development was part of a Kent Local Authority project, which was more cost effective. Comfort could be taken from the fact that, in terms of the College's social justice aspect of the strategic plan, the programme did not exclude students. Open days had been positive and there had been double the applications on last year.

The Vice Principal noted that there was a significant issue of under performance in 16-18 year olds in Plymouth with only 22% going into HE, compared with 37% nationally. 80% of the College pre-degree students went on to HE, this was in comparison with below 10% in other 6th forms (excluding selective schools).

Following questions from Board members and discussion, it was noted that:

- a) students could come out with a business management qualification;
- b) work was needed to help build the IB brand in terms of employer awareness;
- c) parents and students at PSCA had been consulted;
- d) the IB meant the need to embed a different approach to curriculum, and to be prepared for plan (b) in case the numbers fell off in the second year;
- e) there would be a specific entry requirement for IB and the College would reserve the right to decrease the IB offer subject to demand;
- f) it was predicted to take three years to embed;
- g) this was a positive development, which was distinctive and bridged the gap between PSCA and the College.

NOTED.

BG/18/40 PREVENT ANNUAL REPORT

The Registrar introduced the Annual Prevent Report which required Board approval before submission to the Office for Students. There was discussion around external speakers and the lack of need to refer any for higher approval, as none gave cause for concern.

RESOLVED: to approve that the Chair sign the Prevent Annual Report for submission to Office for Students.

BG/18/41 PRE-DEGREE SELF-ASSESSMENT REPORT 2017/18

The Registrar and the Associate Dean of Pre-Degree introduced the Self Assessment Report (SAR) which would be submitted to Ofsted in January 2019. The judgement for quality of teaching, learning and assessment had improved from 2 to 1 - outstanding, with all other areas of judgement graded as 2 - good. The other areas came close but English and Maths results were too unstable for grade 1. Attendance and retention also needed slight improvement.

Following questions by Board members and further discussion it was noted that College governance did not feature in the Leadership and Management section of the report which should be reviewed and included.

ACTION: Associate Dean of Pre-Degree/Clerk to review line of sight of Board to the pre-degree classroom.

RESOLVED: to approve the Self-Assessment Report for submission to Ofsted, subject to governance paragraph being included.

The Associate Dean of Pre-Degree left the meeting.

BG/18/42 ACADEMIC BOARD MINUTES

The Minutes of the Academic Board meeting held on 14 November 2018 were considered and noted.

NOTED.

BG/18/43 COMMITTEE MINUTES

Committee Minutes

The Minutes from the: Finance & Estates Committee held on 6 November 2018; Audit Committee held on 12 November 2018; Remuneration Committee held on 6 November 2018: and Employment Committee held on 6 November 2018.

BG/18/44 FINANCE & ESTATES COMMITTEE RECOMMENDATIONS

BG/18/44/1 CONFIDENTIAL: Heads of Terms

This agenda item was deemed to be commercially confidential and was subject to a separate confidential Minute.

BG/18/45
BG/18/45/1

AUDIT COMMITTEE RECOMMENDATIONS
Annual Risk Strategy & Strategic Risk Register

The Director of Finance introduced the reports. The strategy demonstrated that risk monitoring was now embedding throughout the College. The key focus was the difference between operational and strategic risks with a broader context. The strategic working group had attempted to visualise the risk strategy but had not managed to achieve the desired outcome.

RESOLVED: to approve the Risk Management Strategy.

BG/18/45/2

Annual Report of the Audit Committee 2017/18

The Chair of the Audit Committee introduced the report which demonstrated that the Audit Committee had completed everything delegated to it from the Board. The external and internal audit contracts had been retendered during 2016/17 and both contracts had changed. The work for this year end had been undertaken for the first time by Bishop Fleming for external audit and Uniac for internal audit. There were no issues or concerns raised.

RESOLVED: to approve the Annual Report of the Audit Committee 2017/18, for submission to Office for Students.

BG/18/45/3

Internal Audit Annual Report 2017/18

The Board received the Internal Audit Annual Report and Opinion for 2017/18.

RECEIVED.

BG/18/45/4

Value for Money Report

The Board received the annual Value for Money Report which was no longer mandatory for submission to the Office for Students, but remained good practice in the sector.

RECEIVED.

BG/18/45/5

External Auditors' Report, Letter of Representation, Financial Statements to 31 July 2018 & Financial Commentary

The Director of Finance noted that the Board had seen the end of year Management Accounts at its meeting in October, and that as part of the Office for Students' annual accountability return the financial statements had been considered and recommended to the Board by the Finance and Estates Committee and the Audit Committee.

The Chair of Audit Committee noted that it was the Audit Committee's role to ensure the statements were externally audited. Bishop Fleming, the College's external auditors, had raised no concerns and gave an unqualified audit opinion.

RESOLVED: To approve the Financial Statements for 2017/18 for signing by the Chair of Governors and Chief Executive, along with the Letter of Representation, and for all documents to be submitted to the Office for Students.

BG/18/45/6

Academic Assurance Report & Annual Accountability Return

The Clerk introduced the report which summarised the assurances given routinely to the Board during 2017/18 that academic governance was operating effectively and presented an overview of evidence.

The Accountability Return was part of the Office for Students' annual returns to confirm that the College's accountable officer (the Principal) had met his obligations under the Memorandum of Assurance and Accountability for 2017/18.

RESOLVED: to approve the Annual Accountability Return for 2017/18 and to authorise the Principal as Accountable Officer to sign it for submission to the Office for Students.

BG/18/46

EMPLOYMENT COMMITTEE TERMS OF REFERENCE

The Chair of Employment Committee presented proposed amendments to the Employment Committee's Terms of Reference, in order that the Committee's work was not entirely confidential in the spirit of greater transparency.

RESOLVED: to approve the amendments to the Employment Committee Terms of Reference.

BG/18/47
BG/18/47/1

REMUNERATION COMMITTEE RECOMMENDATIONS
Remuneration Committee Terms of Reference

The Chair of Remuneration Committee presented proposed amendments to the Committee's Terms of Reference.

RESOLVED: to approve the amendments to the Remuneration Committee Terms of Reference.

It was highlighted that staff and student governors were appointed to Remuneration Committee and should have been recommended to Employment Committee also. However under the Instrument and Articles, neither staff nor student member can be appointed to committees. However until the Articles could be amended, by the Privy Council, the Staff and Student Governors would be in attendance at the Committee without voting rights.

BG/18/47/2

Annual Report to the Board of Governors 2017/18

The Chair of Remuneration Committee introduced the report and noted that the pay multiples were within sector norms and benchmarks. This was the first time this report had been produced and would be published on the College website in line with the HE Senior Staff Remuneration Code.

NOTED.

BG/18/47/3

Annual College Pay Award 18/19

The Chair of Remuneration Committee introduced the report and recommendation from the Committee including the three options that had been available to the Committee.

RESOLVED: to approve the following College pay award,; 2% on spine points 16-63, with £425 on points 2-15 (up to 2.8%), backdated to 1st August 2018.

BG/18/47/4

Principal's Remuneration

The Chair of Remuneration Committee noted that the Committee had followed the Remuneration Review Procedure for the Principal and Chief Executive which was in line with the HE Senior Staff Remuneration Code. The Committee's recommendation and evaluation was included in the proposal paper.

Following questions from Board members and further discussion it was noted that:

- a) there was a need to consider all staff in the process as everything had an impact;
- b) there was scope for future reward in the coming year with TDAP/University title developments;
- c) the College pay award and proposal were in line with the national proposal, although this was disputed by unions;
- d) the College was in a tight financial position and needed to be mindful of this when making awards.

RESOLVED: to approve the following pay award for the Principal: in line with the College staff award ie 2% pay award + 0.78% (average incremental) uplift = 2.78% total award, backdated to 1st August 2018.

Award: £159,495 + 2.78% = £163,929

BG/18/48

RESTRICTED CONFIDENTIAL REMUNERATION COMMITTEE MINUTES

The Board received the Minutes.

BG/18/49

DATE OF NEXT MEETING

Next Board of Governors meeting 10.00 am on Tuesday 26 March 2019

There being no further business, the meeting closed at 12.56 pm.

Approved Date
Chair

Distribution: Board of Governors Members, Vice Principals, Director of Finance,
Registrar, Independent Committee Members (for information), Clerk, Deputy Clerk,
Website.