

CORPORATION BOARD

Minutes of a Meeting 10.00am on Thursday 7th December 2017 Gwynne Holford Room

Present: Mr Edward Keene (EK) (Chair)
Mrs Barbara Buck (BB)
Ms Rachel Cowie (RC)
Mr David Crawford (DC)
Ms Hannah Knaggs (HK)
Mr Sean Lynn (SL)
Mr Russell Marchant (RM)
Mr Chris Moody (CM)
Mr Graham Papenfus (GP)
Professor Ian Robinson (IR)
Dr John Selby (JS)
Mr David Seymour (DS)
Mr Graham van der Lely (GvdL)
Mr Charles Whitehouse (CW)

In Attendance: Ms Lynn Forrester-Walker
Professor Ron Ritchie (RR)
Mrs Rosie Scott-Ward (RSW)
Ms Claire Whitworth (CW1)
Mrs Lesley Worsfold (LW)

Apologies: Mr Alejandro Arguelles-Bullon
Ms Ingrid Barker

Minutes: Mr Rob Lee

		ACTION	ACTION DATE
	<p>Apologies</p> <p>Apologies were received from Mr A Arguelles-Bullon and Ms I Barker.</p>		
113/17	<p>Declaration of Interest. Paper 113/12/17.</p> <p>The Clerk advised that members' interests would be taken as those disclosed in the Register of Members Interests. There were no declarations of members interests for agenda items.</p>		

		ACTION	ACTION DATE
114/17	<p>Minutes of the Last Meeting. Paper C114/12/17.</p> <p>Minutes of the meeting held on the 12th October 2017 were agreed to be a true and accurate record and signed by the Chair.</p>		
115/17	<p>Matters Arising</p> <p>115.1. (96/17) Approval of the HE Quality Enhancement Report will be taken at Agenda Item 120.2.</p> <p>115.2. (99/17) Staff Development costs will be analysed in more detail in the next HR Annual Report.</p> <p>115.3. (99/17) Actions to increase the number of academic staff from BME background were discussed at the Equality and Diversity Forum and further discussions will take place at the next meeting. A brief update is given in the Equality and Diversity Report at Agenda Item 124.</p> <p>115.4. (102.1/17) The process for filling governor vacancies and the need to diversify the membership will be discussed at the next meeting of the Search and Governance Committee on the 11th January 2018.</p>		
	<p>Part 1 Priority Agenda Items</p>		
116/17	<p>Discuss Principals Report. Paper C116/12/17.</p> <p>RM advised that the Report covers the period from mid-July until December. RM advised that our 21 year relationship with UWE as an Associate Faculty will end in August 2018. RM in discussions with the Vice Chancellor believed that this should be celebrated with an event in the Summer of 2018. There was some discussion on what format this should take and EK believed that we should consider the appetite of both Boards for what type event this should be. RM confirmed that we have successfully negotiated an agreement with UWE to support research degrees with the first students enrolling in January 2018.</p> <p>RM advised that we are not where we would wish to be in our digital services covering IT, MIS and Academic Services. We have appointed a Director of Digital Services who will start in the New Year. RM confirmed that we will then look to recruit a new team to replace the interim personal currently in place.</p>		

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<p>RM advised that we will present a detailed proposal to the Finance and General Purposes Meeting in January relating to the second phase of the Sports Academy project as it was highly desirable to run this in parallel with phase 1. In response to BB RM confirmed that if this was the case we will have to look for alternative facilities to use for examinations. In response to EK RM confirmed that we will need to look at the impact on cash flow in detail.</p> <p>Professor Robinson joined the meeting.</p> <p>RM advised that the Three Day Event was a success and we are planning to combine it with our Summer Fair next year. In response to GP RM confirmed that the Christmas Show Jumping has been cancelled as a recent test showed an indication of strangles. RSW outlined the precautions that have been taken and whilst there has been no positive result we could not take the risk of continuing with the event. In response to RR RSW confirmed that this was on our Risk Register as one of our top risks. RM advised that the situation has been handled very well by the equine staff and used as an educational experience for students. We have followed the advice of our vets and RM believed there was zero risk of any spread if indeed there was a positive result.</p>		
<p>117/17 Update on our Application for Designation, Transfer to HEC and University Title. Paper C117/12/17.</p> <p>RM advised that the main application is included in the papers but the supporting documents some 900 pages were posted to the Governors' Website. RM advised that we submitted our second draft in mid November and this has been followed by a telephone conference call with DfE, HEFCE and ESFA who gave feedback on our application. They have requested some further information which we are in the processing of supplying to them. They had previously suggested that we should set up our subsidiary and transfer the FE Sports Students into it with the appropriate staff. This would then meet the 55:45 balance to enable us to transfer to a HEC and thereafter achieve university title. RM outlined the timeframe with the proposed university title coming into force 1st September 2018. RM advised that the two important issues that have been raised by the DfE in the conference call was that a single Chair for the University and College Boards was not acceptable and that the HEC should appoint the Vice Chancellor and the FEI the Principal. JS advised that he could see how this would give a statement of independence for FEI. RM agreed that this would give protection to FE and the DfE had agreed that the Vice Chancellor and the Principal could be the same person as long as they were appointed by their own Board. RR questioned the consequences of these two issues and EK advised that if there were separate Chairs the Principal could have two bosses. RM believed it potentially could</p>		

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<p>add to conflict but felt that the DfE would not alter their views on these issues. RM advised that the DfE have agreed that we could have a single chair for an interim period and we have suggested three years but may have to accept one year. GvdL noted that under this proposal the Principal would be line managed by the Chair of FEI not the Vice Chancellor. EK agreed and stressed the importance of having a joint business plan. In response to IR RM confirmed that the Common Business Plan is included in the Instruments and Articles and that this would strengthen the independence of the FEI. EK added that the FEI decides who the Vice Chair will be and the independent governors are a majority of the Board. CM questioned whether this separation would affect our specialist designation and therefore our specialist weighted funding. CM advised that to receive this specialist designation an institution has to own and manage the resources. RM advised that this could be overcome by joint leases between the Boards. CM agreed that he believed that the lease could be framed in such a way to overcome this. In response to RR EK confirmed that after the interim period there would be two Chairs but still two non-executive governors common to both Boards and the independent governors of both Boards will select the Chair. In response to DS RM confirmed that there will be a common Clerk. In response to GvdL RM confirmed that UWE was not mentioned in the application but they have sent a letter supporting the application. CW would have liked more updates throughout the process and RM agreed that in future updates will be posted through the Governors' Website. CM requested to see the drafts of the Instruments and Articles. RM felt it was important to agree the application so as it can be sent to the DfE unless there were any further substantial changes. EK believed that the application was the best we can achieve.</p>		
<p><i>It was agreed that we will seek guidance on how leases for our specialist facilities can be framed to ensure we keep our specialist designation.</i></p>	RM	ASAP
<p><i>Governors will receive updates on the process through the Governors' Website.</i></p>	RM/Clerk	When Required
<p><i>Drafts of the Instruments and Articles will be sent to all governors.</i></p>	Clerk	08/12/17
<p><i>The Corporation approves the proposal subject to the confirmation of the Common Chair position and delegates to the Chair the authority to send application to the Department of Education with his covering letter.</i></p>	Chair	When Required

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<p>118/17</p>	<p>FE Report.</p> <p>118.1. Approve the Self-Assessment Report 2016/2017. Paper C118.1/12/17.</p> <p>CW1 advised that the document had been discussed at the last meeting of QuEST and gone through the Landex verification process. DC advised that there was considerable discussion on our self-assessed grades. It was felt that the overall grade of "Good" was a fair reflection on our performance during the year and whilst there have been improvements particularly in Mathematics and English we still have some areas, particularly A Levels where we still need to see the results of the changes that have been made. DC recommended approval by the Board. EK advised that he had attended the Meeting and believed that we are on the cusp between good and outstanding but we must see improvements this year in our A Level results.</p> <p><i>The Self-Assessment Report 2016/2017 was approved.</i></p> <p>118.2. Discuss FE Report and KPI update. Paper C118.2/12/17.</p> <p>CW1 advised that we did not achieve our stretch target for recruitment but the overall number of 1737 against 1703 last year was a record recruitment year. RM advised that whilst we were disappointed with the numbers with a smaller growth than expected all other colleges in the region have seen a decline in numbers. CW1 advised that a smaller number of first year students would increase the challenge next year on recruitment and we must be more sophisticated in forecasting numbers. CW1 outlined the improvements in the results of Maths and English and the areas of key focus for an improved A Level performance. CW1 advised that we were pleased with the results of the Student Satisfaction Survey and the Ofsted Survey that had been run alongside our internal survey for the first time. The main area of focus will be the enrolment process. CW1 outlined the final outcome of our KPIs to targets for 2016/2017 and confirmed that the 2017/2018 KPI targets have been agreed. CW1 advised that following the recent Ofsted training it was thought it worth providing a brief outline of the Hartpury Certificate which is one of our unique selling points for under pinning the Hartpury Student experience. CW1 outlined the content of the Hartpury Certificate and its importance to students.</p>		

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<p>119/17</p>	<p>The Student Voice.</p> <p>119.1. Student Governor Verbal Reports.</p> <p>HK advised that there had been good feedback from students although there are some issues on transport. RM advised he is aware of the SU concerns over the availability of parking and solutions were currently being discussed. HK advised that the SU are taking on mentoring students and inviting external speakers to engage with students on specific issues such as mental health.</p> <p>119.2. Update on Governor Link Visits.</p> <p>Governor visits since the last Board Meeting have taken place in A Levels, FE Equine, FE Agriculture, FE Sport, HE Equine and attendance at Equality and Diversity Forum. Governors outlined their visits and JS and RC added information on their visits to HE Equine and Safeguarding Meeting which had taken place before the last Board Meeting that they were unable to attend. The meetings were extremely positive with good interaction with students and a good morale amongst staff was found. Teaching by students of local primary school pupils was observed as well as new initiatives such as the Engage Centre. GP was pleased to see the high number of females involved in our agricultural programmes. DS believed that we do not give enough weight to our extraordinary sporting achievements and felt this was one of our best marketing tools. JS advised that his visit with HE Equine had been very positive but one point they had made in response to one of his questions was that their relationships and that of the college with alumni are a bit ad-hoc and not as well developed as they could be. JS believed that we already knew this as governors and understand the reasons for it but it was interesting to have it confirmed from their point of view.</p>		
<p>120/17</p>	<p>HE Report.</p> <p>120.1. Discuss HE Report and KPI update. Paper C120.1/12/17.</p> <p>RSW advised that Annex A includes the Key performance indicators for 2017-18 academic year and following discussion at QuEST, a second set of performance indicators are reported to QuEST and have been included in annex B for information. RSW believes this approach will support more effective use of performance indicators for Higher Education, An example of the latter is continuation of first year undergraduate students. While our overall in-year retention figure has proven to be strong, deeper analysis reveals it is lowest for first year undergraduate students at 91%. RSW advised that Academic</p>		

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<p>Board is scrutinizing a detailed paper on the issue. CM questioned why the continuation rates were lower and RSW clarified the in-year retention data and its completeness and confirmed that more work needs to be done. CM stressed that it is important that internally we need to understand the way the data is presented. RSW advised that we have exceeded our financial target but there is a concern on the fall of Animal student numbers. RSW advised that we have turned around recruitment since the Spring to achieve the highest number of undergraduates we have ever had but now need to do the same for Animal related courses as there is a risk we will lose our specialist status. RSW advised that we have received 21 enquiries for two full time Hartpury funded PhD studentships and offers will be made for an early 2018 start. RSW outlined the focus on inclusivity and the actions that are being taken. RR questioned the progress with Athena SWAN. LW advised that we received a presentation from a representative of UWE at the last E&D Forum and we now have to decide whether to pursue an application. LW advised that for information for governors Athena SWAN was established in 2005 to encourage and recognise commitment to advancing the careers of women in science, technology, engineering, math's and medicine (STEMM) employment in higher education and research. In 2015 the charter was expanded to recognise work undertaken in arts, humanities, social sciences, business and law (AHSSBL), and in professional and support roles, and for trans staff and students. RSW added that you can only apply if you are an HEI.</p> <p>120.2. Approve Quality Assurance Report. Paper C120.2/12/17.</p> <p>RSW advised that there is a requirement to provide assurance statements from accountable officers on behalf of governing bodies as part of the operating model for quality assessment. RSW advised that the document had been approved by the Associate Faculty Board but as the timing of the Corporation Meeting had not facilitated approval by the 1st December 2017 delegated power had been given to the Governors of the Quality Enhancement and Standards Committee (QuEst) to approve prior to sending to HEFCE. RSW confirmed that this approval had been given.</p> <p><i>The Corporation approves the Quality Assurance Report 2016/2017.</i></p>		

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<p>121/17</p>	<p>The Quality, Enhancement and Standards Committee (QuEST) 13th November 2017.</p> <p>121.1. Discuss Report from Chair of QuEST. Paper C121.1/12/17.</p> <p>DC confirmed the recommendation for the Corporation to approve the FE Self-Assessment Report and HE Quality Assurance Statement. In response to RR the Clerk confirmed that in future years these will form part of the QuEST section of the agenda. DC congratulated CW1 on the excellent progress with Maths and English and similar progress now needs to be seen with A Level results.</p> <p>121.2. Receive, note and accept QuEST Minutes. Paper C121.2/12/17.</p> <p>The Chair advised that he had attended this meeting and wished to thank the governors for the fantastic job they do on this committee with their challenge and engagement.</p> <p><i>The Minutes of the QuEST Meeting of the 13th November 2017 were received, noted and accepted.</i></p>		
<p>122/17</p>	<p>Update on Capital Projects. Paper C122/12/17.</p> <p>122.1. Sports Academy2.</p> <p>LFW advised that this project is being managed as a Construction Management Project with individual packages of work let in separate lots, rather than letting the project to a main contractor who then utilises sub-contractors. The approach taken for this project should enable an overall lower cost for the construction. The management of the project is being undertaken by F3 Group. LFW advised that the Report contains a summary of the original budget, the revised F3 Group budget developed in early 2017 and the estimated out turn cost based on agreed contract values and F3 group estimates of values of future lots to be let. This demonstrates that to date the projected saving on the costs of works when compared to the F3 Group original cost plan is £840k. CW was not sure how they could come up with these savings and LFW advised that F3 Group have developed a detailed budget for each Lot based upon the design and specification for the build. In response to EK LFW advised that the total cost does not include Phase 2 and matches the original budget. LFW advised that a detailed proposal for phase 2 will come to the January FGPC. In response to DS LFW confirmed that the project is not VAT exempt.</p>		

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	<p>122.2. Gloucester Docks Development.</p> <p>RM advised that the premises are unlikely to be vacated until Autumn of next year. RM did not expect any serious alternative interest and if this was the case we could convert into student accommodation of 172 beds for occupation in September 2019.</p> <p>122.3. Unit E.</p> <p>LFW advised that the project is moving forward positively with the team working effectively together but there is still a huge amount of work to do particularly around HE.</p>		
<p>123/17</p>	<p>Review performance to Governance Targets for 2017 and agree targets for 2018. Paper C123/12/17.</p> <p>The Clerk outlined the performance to Governance Targets for 2017 with 13 of the 16 targets achieved 2 partially and 1 missed. Attendance was disappointing at 83.2% due mainly to poor attendance at Corporation Meetings. One governor has resigned due to poor attendance. The Clerk also advised that the Chairs 1:1 Meetings for 2018 would be structured differently to give more formal outcomes.</p> <p><i>The Governance Targets for 2018 were approved.</i></p>		
<p>124/17</p>	<p>Discuss Equality and Diversity Report. Paper C124/12/17.</p> <p>LW advised that the Equality and Diversity Report has been produced as a result of the Equality and Diversity Forum and provides governors with updates and helps ensure governors that we are meeting our statutory duties. LW outlines initiatives since the last meeting and the E&D events that have taken place. LW advised that we are running an E&D week in January which is being led by the Students' Union. LW confirmed that the last E&D Forum had discussed ways of attracting academic staff from an ethnic background and this will be discussed in more detail at the next meeting but we have recently signed up to a Diversity Job Board. RR questioned the use of the word neglect in that many staff decline to declare their sexual orientation as the issues were more complicated than this and we should be giving a more positive message. LW advised that we have re-branded our Single Equality Scheme and we are looking at ways to promote this to the staff.</p> <p><i>The Corporation approved the Inclusivity 2020-Hartpury Single Equality Scheme 2017-2020.</i></p>		

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	<p>Part 2 Approve Recommendations and Accept Minutes from Corporation Committees.</p> <p>These documents have been discussed by the Audit Committee and are recommended for approval. Copies were not included with the papers but can be found on the Governors' Website. Hard copies of any of the documents would be made available.</p>		
125/17	<p>125.1. Report on Audit Findings, Annual Report and Financial Statement and Letter of Representation. Paper C125.1/12/17.</p> <p>GvdL wanted clarification on the difference in the surplus between the July Management Accounts and the Financial Statement. LFW advised that the difference was £595K of pension costs which vary each year and are not known at the time of producing the accounts. RM advised that as the pension costs vary considerably from year to year we always judge our financial performance before pension costs.</p> <p>125.2. Financial Statement Limbury Ltd and Letter of Representation. Paper C125.2/12/17.</p> <p>125.3. Financial Statement Rudgeley Ltd. And Letter of Representation. Paper C125.3/12/17</p> <p><i>The Report on the Audit Findings, the Letters of Representation and the Financial Statements for Hartpury College, Limbury Limited and Rudgeley Limited for the year ended 31st July 2017 were approved.</i></p> <p>125.4. Confirm College as a "Going Concern". Paper C125.4/12/17.</p> <p><i>The statement to confirm the College as a going concern was approved.</i></p> <p>125.5. Internal Audit Annual Report. Paper C125.5/12/17</p> <p><i>The Internal Audit Annual Report for 20016/17 was approved by the Corporation.</i></p> <p>125.6. Audit Committee Annual Report. Paper C125.6/12/17.</p> <p><i>The Audit Committee Annual Report for the period ended 31st July 2017 was approved by the Corporation.</i></p>		

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	<p>125.7. Audit Committee Terms of Reference. Paper C125.7/12/17</p> <p><i>The Audit Committee Terms of Reference were approved without amendment</i></p> <p>125.8. Receive, note and accept Audit Committee Minutes of the 13th November 2017. Paper C125.8/12/16</p> <p><i>The Audit Committee Minutes of the 13th November 2017 were received, noted and accepted.</i></p>		
	<p>Part 3 Documents for Approval.</p>		
126/17	<p>126.1. Tuition Fee Policy for 2018/2019. Paper C126.1/12/17.</p> <p><i>The Tuition Fee Policy for 2018/2019 was approved by the Corporation.</i></p> <p>126.2. Policy on Openness. Paper C126.2/12/17.</p> <p><i>The Policy on Openness for 2018 was approved by the Corporation.</i></p> <p>126.3. Governors' Declaration of Insurance Renewal. Paper C126.3/12/17.</p> <p><i>The Governors' Declaration on Insurance Renewal was approved by the Corporation.</i></p> <p>126.4. College Risk Appetite. Paper C126.4/12/17.</p> <p><i>The College Risk Appetite was approved by the Corporation.</i></p> <p>126.5. Subcontracting and Supply Chain Fees and Charges Policy. Paper C126.5/12/17.</p> <p><i>The Subcontracting and Supply Chain Fees and Charges Policy was approved by the Corporation.</i></p> <p>126.6. Health and Safety Policy. Paper C126.6/12/17.</p> <p><i>The Health and Safety Policy was approved by the Corporation.</i></p>		

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	<p>126.7. College Significant Risks. Paper C126.7/12/17.</p> <p><i>The College Significant Risks were approved by the Corporation.</i></p>		
	<p>Part 4 Confirm the application of the College Seal.</p>		
127/17	<p>The College Seal was applied to the undermentioned documents and signed by the Chair and Principal.</p> <p>127.1. Contract for the erection of the Steel Frame for the construction of Sports Academy2 between Morgan of Usk and Hartpury College.</p> <p>127.2. Contract for the construction of the roof for Sports Academy2 between ABS Elbrow and Hartpury College.</p> <p>127.3. Contract for Mechanical and Engineering Services for the construction of Sports Academy2 between Space Engineering and Hartpury College.</p> <p>127.4. Contract for the erection of the steel work for the upper floor for the construction of Sports Academy2 between MSW UK and Hartpury College.</p>		
128/17	<p>Any Other Business</p> <p>There was no other business.</p>		
	<p>Dates of Future Meetings-all scheduled to commence at 10.00am except where noted. New dates in red.</p> <p>Thursday 25th January 2018 Wednesday 21st March 2018 at 2.30pm followed by Dinner and overnight stay. Thursday 22nd March 2018 9.00am-4.00pm Strategic Event. Thursday 24th May 2018 Thursday 12th July 2018 Thursday 18th October 2018 Thursday 6th December 2018</p>		

		ACTION	ACTION DATE
	<p>Thursday 31st January 2019 Wednesday 27th March 2019 at 2.30pm followed by Dinner and overnight stay. Thursday 28th March 2019 9.00am-4.00pm Strategic Event. Thursday 30th May 2019 Thursday 11th July 2019 Thursday 24th October 2019 Thursday 12th December 2019</p>		

Mr Edward Keene
Chair of Hartpury College Corporation

25th January 2018