

Minutes of: HCA Board of Governors

Date: Mon 11th December 4.30pm **Location:** A10, College Road Campus

Present	In attendance
Mervyn Jones (Chair) Judy Balderson Oliver Cameron-Swan (Staff Governor) Russell Roberts Peta Darnley Abigail Appleton (Principal & CE) Tim Newsholme Clive Hodgeman (left at 7pm) John Auckland Kate Seekings, Kate Mori Jennette Arnold (online attendance) Charlotte Semus (online attendance) Caroline Sedilek (Staff Governor) Myfanwy Page (Staff Governor)	Tim Williams (Finance Director) Rebecca Semple (Clerk to Governors) David Hawkins (Vice Principal Student Experience & Business Development) Xaviere Hughes (Vice Principal FE) Justin Gregory (Vice Principal HE)
Quoracy: Meeting was quorate	

1. Apologies and introductions

a. Apologies for absence, Chair's Remarks and Correspondence

- **Apologies received from:** Joe Hedges, Lucy Ramsey
- The Chair shared a congratulations letter from Minister of Skills, Apprenticeships and Higher Education following the recent Ofsted result being published. He noted this as a compliment to the College, and that it was pleasing that the DfE made the effort to note improvement and achievement.
- The Chair noted that this was TN's last meeting as a full Board Member (having reached the end of his term), and that the Board was pleased that he is moving to Co-opted member level until end of the Academic year. The Chair spoke of TN's commitment to arts education and unremitting support for the college, and recorded thanks from the Board and the College. The Principal presented a gift to TN, and gave her own thanks for his continued support, sound advice and his critical challenge.
- The Chair welcomed KS back to Board after her recent period of absence.
- In response to a question raised by a Board member the Chair noted that Board members could sit in on a Committee as an observer for their own learning and experience

a. Declarations of Interest - none

2. Minutes of last meeting

- a. **Approval of minutes of last meeting** - minutes of meeting held 16th October 2023 approved as a true and accurate record
- b. **Matters arising** (not already tabled for today's meeting)
 - **Creative Learning dates** were disrupted by Ofsted, so will be shared in early 2024 when confirmed
 - Action:** Principal / Clerk
 - **Safeguarding Policy amendment** – The Principal confirmed that this had in fact already been done, and confirmed that the action noted was incorrect and can be disregarded.

3. Governance – Governor appointments for approval

- a. **Dr Ian Axtell** - recommended by the Search & Governance Committee for AQ&S Committees as a co-opted member. Potentially for full Board membership in future. The Chair gave some brief background on IA's Academic experience.

Decision: *Board agreed to approve this appointment.*

- b. **Kate Seekings** – looking to re-join Board following a sabbatical. The Chair noted that KS was on the Board until a year and half ago and has since taken a sabbatical. The Search & Governance Committee recommended to extend Katie's term duration for a year until Summer 2025.

Decision: *Board agreed to approve Katie's re-joining of the Board from today's date.*

- c. **Updated Committee & Board Membership** The Chair asked all Board members to raise any queries if they felt this to be incorrect. The Chair also apologised for late arrival of Board papers due to changeover of Clerks. The Chair confirmed that PD has agreed to become the Chair of Search and Governance, and invited offers by end of this academic year for chair-ship of other Committees, in order to widen the pool of Chairs, and with a view to re-forming the Chair's Committee as a useful and functional Committee for decisions/issues needing fast attention. The Chair noted that offers to become Vice-Chair of Committees would also be welcomed.

4. Principal's Reports

a. Principal's report

The Principal presented her report and highlighted key areas:

- The Principal's interpretation of current guidance for the Access and Participation Plan is that the OfS will roll over the current plan, as we are doing well against our self-set objectives. We will develop a new set of objectives this year, in preparation for 2024-25, and this new plan will go through the AQ&S Committee before coming to Board for approval.
- Student Recruitment is highest risk currently. The Management team are working closely with the Recruitment and Marketing team to support them, which has helped also identify some areas for development beyond this immediate period,

including relationships with feeder colleges and potentially some review of responsibilities and roles within the team.

- The FE SAR external review with a new advisor gave constructive and positive views on areas for quality development. The SLT is hoping to work with an external advisor within HE in the same way.
- There has been a reorganisation of Operations Manager /Health and Safety Manager job roles and areas of responsibility, in order to allow the Health and Safety Manager to complete a thorough review of all policies, procedures and student health and safety work
- Capital Projects: The Digital Skills centre is due to open in Summer term – a small delay (around five weeks) on the original schedule. The quality of the build appears to be of a high standard. Folly Lane fabric improvements (including roof work) are being undertaken this year and over the summer. The Chair noted that the college does not have a high level of project management experience, and the cost of buying this in will ensure specialist skills for efficient management of large-scale capital projects.

Decision: *Board noted their support for this approach for large capital projects such as this.*

A Board Member asked for dates of HE /FE SAR review – The Principal confirmed that these would be circulated following the meeting

Action: Clerk to circulate dates for postponed HE/FE SAR Reviews A Board Member asked about the possibility of sharing (and updating) the main areas identified by the SAR for development with the Board. The Principal and Chair confirmed that these are addressed in detail at AQ&S and noted a need to find a mechanism for the Board to see an overview – potentially via the Principal's report, or from AQ&S by exception.

Action: Chair/Principal to discuss mechanism of updating Board against SAR priorities

A Student Governor raised that at a recent fire alarm event, evacuchairs were not available at all appropriate points. The Chair thanked her for this feedback and asked the Principal to look into this outside of meeting.

Action: Principal to raise with Health & Safety Manager ~~outside of meeting~~

- The proposed DfE Advanced British Standard is out for consultation and the implications of this for the college are unknown. It is hoped that Extended Diplomas (offered by HCA) will continue to be considered as alternative academic qualifications (sitting alongside A Levels). An upcoming visit from the DfE Partner is due this week – this is part of a newly-commenced termly conversation schedule with the DfE.
- The College is taking a strategic approach to achieving TEF Gold.
- External reputation: The Principal noted that she had introduced a new regular section on reputation in the report, and that she has with the local MP via her external role with Stronger Hereford Board, but not specifically around the College itself. The Board noted an opportunity to engage with him on more educational issues and build this and similar regional relationships.

The Chair also noted probable upcoming elections and the need to support students to meet local candidates and register their voting ability.

A Board Member suggested that a letter from student body/President may result in more interest. Also noted that we cannot discount a snap-election and associated period of purdah.

b. Adoption of KPIs and objectives 2023/24

The Principal presented this report and highlighted some key points:

- Recruitment targets align with those in the budget for 2024/25 and may be revised following the January recruitment period. It was noted that revising this target number may include a need to revise the budget also.
- The Chair noted that the review of HE Quality and its reporting with Mary Malcom (external advisor) may impact on the KPIs – the Principal agreed this could be the case.
- Many objectives continue to be worked on and Some themes emerging from Strategy work are also included. The Principal noted and acknowledged that having staff who feel empowered is a key driving force of delivering strategy.

A Board Member noted that the Outstanding Ofsted result and recent Sustainability award are important factors in recruitment, and asked why either or both are not on the website home page. The Chair suggested that this should be displayed on railings outside College also.

Action: Principal to take this direction to SLT and Marketing Team

A Board Member asked about the extent to which print marketing, for example, magazine advertisements, were used. The Principal noted that the HCA Stakeholder list get updates regularly and suggested that Board Members should automatically be added to this list

Action: Clerk to work with SLT Exec Assistant on adding Board Members to HCA Stakeholder list

Decision: Board approved Objectives and KPIs

c. Finance update (including Oct 2023 Management accounts)

Finance Director noted that he welcomes questions at any time from Governors, and highlighted some key points from this report:

- Capital Budget increase – mostly due to not having been spent last year
- August & September 2023 management accounts were submitted to Oct 2023 Finance & General Purpose Committee meeting
- Pensions and assets situation results in zero liability, but noted that this should not in fact be viewed as cash, and instead simply associated with the liability being nil.
- 9.8% National Living Wage change incorporated. Assumption of 3% general pay award for April 2024 also included.

The Chair noted that the Management Accounts currently **exclude** any further salary increase that we will consider in Feb 2024.

A Board Member asked whether any risk that Stronger Towns grant will not be received. The Finance Director advised that there is not a risk associated with this. The Principal declared her interest in this area, and responded that funding was fully transferred to County Councils and is tightly ring-fenced.

d. Risk Register - no changes noted.

5. Marketing and Recruitment report –

The College is using Education Cubed (company used successfully as part of the summer 2023 campaign) for some external work. Regular recruitment weekly meetings currently occur, and are undertaking a more careful analysis of interaction with colleges.

The Chair asked whether the website is included in this work – VP SE&BD confirmed that website development is being commissioned and acknowledged that updates to the website are not currently being made at an acceptable level.

A Board Member asked whether the brief for website development includes a reactive level of updating of website. The VP BD&SE confirmed that this would be the case.

A Board Member asked about tender process and current stage. The Principal confirmed that some value for money work is underway around related costings

A Board Member asked whether we have skills internally to do this work, considering the new Digital courses coming in. The VP HE confirmed that these are not in place at present, but it is likely that the new courses are likely to result in content provision for website in future.

A Board Member asked about local promotion of events such as HCA Pop up shop in Maylord Orchards. The Principal acknowledged there would be ways of using existing routes for marketing these events further. The VP BD&SE confirmed that electronic billboards in Hereford City Centre are being considered to promote new digital degrees.

The Chair noted that a Board discussion in April or July around stakeholder group engagement would allow a discussion in a structured way.

Action : Clerk to add to Board agenda plan for April/July 2024

6. AI update – a presentation was given by Vice Principal HE around AI and the College's current approach to this. Key areas of the presentation included:

- Approach coming from regulatory bodies is that we need to acknowledge that AI will be a key tool for students – now and in future employment – and so there needs to be clear guidance with students about where the line is about using AI within submitted work, while noting it as a key tool for part of the work itself. The college AI policy gives this, and requires students to reference where AI is used.
- The Draft AI policy has been through AQ&S and it should be understood to be an evolving policy, flexing and adjusting to the reality of marking students' work. It covers four areas: Transparency, ethics, accountability and academic honesty
- Turnitin have developed a plagiarism checker, which HCA are using as an assessment tool.
- UWTSD academic misconduct points system also brings challenges into AI management.

- Student training is underway which covers advantages as well as pitfalls to avoid (academic, ethical and legal)

Board Members asked the VPHE about including staff use of AI in a future development of the policy, and noted that the misconduct policy could put recruitment and progression at risk.

7. **Strategy update (Principal)**

The Principal thanked all Independent Board Members for the strategy conversations held individually, a process to be completed by mid-January 2024. The Principal confirmed that she will revisit student consultation via the Student Council and other student groups.

The Principal hopes to be able to circulate another draft to Board Members at end of January 2024 for feedback, in advance of the February Board final strategy presentation.

The Chair noted that review at February 2024 Board will be seeking points of significant discomfort (regarding something included, or something omitted).

8. **Safeguarding**

a. **Safeguarding, Prevent and Wellbeing Annual Report**

Vice Principal FE noted some key points within the Annual Report

- The increase noted in issues during the Covid period continues to exist
- Prevent cases seen over the past year for the first time
- All staff are involved in picking up concerns including professional support staff, teaching staff and estates staff.
- An NHS Mental Health practitioner will be coming in once a week, and a Counsellor is already employed for one day a week.
- It continues to be clear that for extreme safeguarding/wellbeing cases there is currently very little external support available

The Chair asked whether we would meet recommended threshold for HE set out as an outcome of a current national HE case going through courts. Vice Principal FE and Vice Principal HE both stated that they feel that we meet this threshold in terms of involving parents, and that this has been demonstrated.

The Safeguarding Governor stated that she feels that the college stands in a good place and, whilst she believes that we are doing all that we can, no one can ever really do enough in this area. The Vice Principal HE noted that there is still a lot of jeopardy in all of the high-risk cases that the college has dealt with, and the associated decision-making.

Decision: *Board agreed to approve the Safeguarding, Prevent and Wellbeing Annual Report*

b. **Child on Child Abuse Policy (updated)** - updates were noted

Decision: *Board agreed to approve this policy*

c. **Bullying, Harassment and Sexual Misconduct Policy (updated in light of KCSIE)** - Updates were noted

Decision: *Board agreed to approve this policy*

Action: Clerk to arrange for both updated policies to be published

9. Assurance Reports for approval/acceptance (on recommendation of Committees)

- a. **Remuneration Committee's Annual Report 2022/23** – The Chair noted that this report will now be submitted to Feb 2024 Board.

- b. **Audit Committee's Annual Report 2022/23** – report noted.

Decision: *Board agreed to accept and approve this report*

- c. **TIAA Internal Audit Service's Annual Report** – report noted.

Decision: *Board agreed to accept and approve this report*

- d. **TIAA Internal Audit Strategy 2023/24** – report noted.

Decision: *Board agreed to accept and approve this report*

- e. **Value for Money Annual Report 2022/23** - report noted.

Decision: *Board agreed to accept and approve this report*

- f. **Health and Safety Annual Report 2022/23** – The Chair noted rise in near miss reporting as indicating an improving approach to Health and Safety. Report noted.

Decision: *Board agreed to accept and approve this report*

- g. **Sustainability Annual Report 2022/23** – The Chair highlighted the sustainability award won by the college recently. Report noted.

Decision: *Board agreed to accept and approve this report*

- h. **Treasury Management Annual Report 2022/23** - Report noted. **Decision:** *Board agreed to accept and approve this report*

- i. **HCA People Annual Report 2022/23** – Report noted.

Decision: *Board agreed to accept and approve this report*

- j. **Equality & Diversity Annual Report 2022/23** – The Principal noted the need for a higher-level report to the Committee in future. Report noted.

Decision: *Board agreed to accept and approve this report*

- k. **Freedom of Speech Annual Report 2022/23** – Report noted.

Decision: *Board agreed to accept and approve this report*

10. Report and Financial Statements for the year ended 31 July 2023

- a. **Regularity Self-Assessment Questionnaire (statement of regularity, propriety and compliance)** - Report noted.

Decision: *Board agreed to accept and approve this report*

- b. **Member's report and Financial Statements for year ended 31 July 2023** - The Finance Director noted that these statements were submitted to F&GP and Audit Committee. Report noted.

Decision: *Board agreed to accept and approve this report*

- c. **Letters of representation 2023 (finance and regularity)** - The Finance Director explained that the letter confirms a view that the college can operate on a 'going concern' basis for next twelve months. Report noted.

Decision: *Board agreed to accept and approve these statements.*

- d. **Authorisation for Chair and Principal to sign financial statements / Chair to sign letters of representation** – **Decision:** *Board agreed to give authorisation to Chair and Principal*

11. **Committee Minutes (draft)** – The Chair asked for any further comments on the draft minutes provided to be submitted to the Clerk and Committee Chair.

- a. **Audit Committee (4th December 2023)** – draft minutes noted for information
- b. **Search and Governance Committee (20th November 2023)** - draft minutes noted for information
- c. **Finance and General Purposes Committee (20th November 2023)** – The Board noted that these minutes are to follow
- d. **Academic Quality and Standards Committee Combined FE&HE (21st November 2023)** - draft minutes noted for information
- d. **Academic Quality and Standards Committee FE / HE individual (21st November 2023)** – The Board noted that these minutes are to follow

12. **Any Other Business**

- Committee Members attending online noted bad sound quality for the meeting. The Vice Principal HE assured that this is being addressed with the IT team already, and will improve in the future.

13. **Date of next meeting:** Monday 26th February 2023 12.00 (Board Staff Lunch, followed by Board Strategy Meeting)

Meeting closed at 7.10pm

For actions, please see Board Action Tracker in MS Teams Governors portal

Minutes signed as approved:

Date: