

Board of Governors

Minutes of the meeting of the Board of Governors held on Tuesday 28 March 2017, in Room OP118 at 9:00am

Present: Jenifer Burden, Christine Carroll, John Hacking, Barry Lynch, Kate Macdonald, Sue Murphy CBE (Chair), Kile Moyana, Andrew Simpkin, John Thornhill and Pauline Waterhouse OBE.

Apologies: Kenneth Clark, Philip Johnson, Phil Lanigan and Adrian Mills

In Attendance: Peter Cox (MD Novus), Rob Cressey (Group Finance Director), Linda Dean (Incoming MD Total People Ltd), John Evans (Vice Principal, Quality) for item 09/17, Jennifer Foote MBE (Company Secretary & General Counsel), Angela Foulkes (Vice Principal Curriculum and Support) for item 6/17, Nigel Hartley (incumbent MD Total People), Gary Hughes (Group Marketing and External Relations Director), Lisa O' Loughlin (Principal, The Manchester College), Kate MacKenzie (Assistant Company Secretary & Solicitor), Jennifer McKenna (Assistant Company Secretary) and Paul Taylor (Chief Operating Officer).

Linda Dean and Gary Hughes were welcomed to their first meeting of the Board of Governors.

Part A

01/17	<p>Part A Minutes of the Meeting held on 6 December 2016</p> <p>The part A minutes of the meeting held on 6 December 2016 were approved as an accurate record and signed by the Chair.</p>
02/17	<p>Group SAR</p> <p>The Board received the draft group SAR for consideration. The document was commended to governors as a concise summary of self-assessment across the group. In response to a query it was confirmed that Total People also undertook a self-assessment process, though on a slightly different timescale. This was nearly complete and was likely to present a positive grade profile. Governors were asked to note that the validation of the assessment for a few areas of group services remained outstanding due to the recent Ofsted inspection. It was agreed that a final version would be circulated once these areas had been validated. The Board agreed that the application of the self-assessment process across all parts of the group gave a useful holistic understanding of the quality of delivery of both academic and support functions. The adaption of the process to reflect the distinct quality methodology of discrete areas was also welcomed as a more realistic reflection of the work of the group.</p>

<p>03/17</p>	<p>Health and Safety Policy</p> <p>With reference to Minute No. 75/16 the Chief Operating Officer submitted the revised group Health & Safety policy for adoption. The policy was OHSAS 18001 compliant and had been reviewed by the Audit and Risk Committee prior to submission to the Board. It was confirmed that division specific policies would sit below but link into the main group policy.</p> <p>RESOLVED that the group Health and Safety policy be approved (Audit & Risk Committee Minute No. 7/17 refers).</p>
<p>04/17</p>	<p>Group Risk Management Policy</p> <p>The Chief Operating Officer submitted the revised group Risk Management policy for adoption. The policy had been reviewed by the Audit and Risk Committee prior to submission to the Board. It was confirmed that both health and safety and risk were standing items on the agenda of divisional board meetings in addition to being reported at group level to the Audit & Risk Committee.</p> <p>RESOLVED that the group Risk Management policy be approved (Audit & Risk Committee Minute No. 2/17 refers).</p>
<p>05/17</p>	<p>Part A Minutes of Divisional Board & Committee Meetings</p> <p>Part A minutes of the following Divisional Boards and Committees were presented for consideration:</p> <p>Novus Divisional Board held on 28 February 2017 Novus Cambria Board held on 17 March 2017 IESG held on 20 March 2017 FE Divisional Board held on 16 February 2017 Group Services Divisional Board held on 7 March 2017 Audit & Risk Committee held on 9 March 2017</p> <p>It was noted that the meeting of the HE Divisional Board had been postponed until 27 April due to the Ofsted inspection.</p> <p>RESOLVED that</p> <ol style="list-style-type: none"> 1. Frances Done be appointed as a co-optee to the Novus Divisional Board for a term of three years (Novus Board Minute No. 02/17 refers); 2. Lidia Laurenco be appointed as a student co-optee to the FE Board for the academic year 2016/17 (FE Board Minute No. 02/17 refers).

<p>06/17</p>	<p>Annual Equality & Diversity Report</p> <p>The Vice Principal, Curriculum and Support presented the annual equality and diversity report for approval by the Board. It was confirmed that data had been collected on all nine protected characteristics. The Board welcomed the report as a reflection of the importance the group attached to equality and diversity and a recognition of many areas of good practice evidenced across the group. It was explained that information relating to Total People would be added shortly.</p> <p>RESOLVED that the group equality and diversity report for 2015/16 be approved.</p>
<p>07/17</p>	<p>Governance Update</p> <p>The Chair gave an update on the progress of the establishment of an independent panel to review the remuneration of trustees as directed by the Charity Commission permission. Three individuals had been identified and it was anticipated the panel would be in a position to be convened in the near future.</p> <p>The Chair also put before the Board for discussion the idea of holding a one day conference for both co-optees and governors in September 2017. This would allow all members of both the governing body and subsidiary boards the opportunity both to network and gain an understanding of the key issues facing the group at the start of the 2017/18 year.</p> <p>The Board was informed that the application to change the name of the statutory corporation had been submitted to the Department for Education on 20 February but to date no reply had been received.</p> <p>The meeting schedule for 2017/18 was submitted for approval. It was explained that once approved this would lock down board and committee dates to enable other internal meetings to be scheduled around key meetings.</p> <p>RESOLVED that:</p> <ol style="list-style-type: none"> 1. A one day conference for governors and co-optees be held in September 2017; 2. The meeting schedule for 2017/18 be approved.
	<p>RESOLVED that as the items to be considered are deemed commercially sensitive, the Board move into confidential session,</p>
	<p>Chair</p> <p>Date</p>