

National College for High Speed Rail Corporation Board

Meeting 11: 31 January 2017 at 14:30

HS2 Ltd, Two Snowhill, Birmingham

Board members present	
Terry Morgan (Chair)	Chair / TM
Professor Jon Binner (University of Birmingham)	JB
Naomi Connell (CFO, VolkerWessels UK)	NC
Colin Stewart (Global Head of Rail, Arup)	CS
Beth West (Commercial Director, HS2 Ltd)	BW
Andrew Cleaves (CEO, Birmingham Metropolitan College)	AC
Clair Mowbray (NCHSR)	CM
Alex Stephenson (Independent)	AS
Alistair Dormer (Chairman, Hitachi Rail Group)	AD
Anita Bhalla (Chair, Creative City Partnership & Performance Birmingham Ltd)	AB
Attendees	
Jon Hewitt (NCHSR)	JH
Nia Deiniol (Pinsent Masons LLP, Secretarial Support)	ND
Lee Tillman (Doncaster Metropolitan Borough Council)	LT
Jo Matthews (The Education and Training Foundation)	JMs
Shilpi Akbar (Birmingham City Council)	SA
Apologies	
Sir Frank McLoughlin (Advisor to the Board)	
Mark Rogers (CEO, Birmingham City Council)	
Jo Miller (CEO, Doncaster Metropolitan Borough Council)	
Carl Garrud (MD, Romberg Sersa)	

1. WELCOME

1.1 The Chair opened the meeting by thanking all those present for joining and welcoming everybody.

1.2 The Chair reported that the apologies were as noted.

2. MINUTES AND MATTERS ARISING

2.1 The Chair referred the meeting to Paper 1 (Minutes and matters arising – 13 December 2016). The Board accepted Paper 1 as an accurate record of that meeting.

2.2 CM reported on the matters arising and the following was noted:-

2.2.1 **ACTION: AC and CM to discuss facilitating a meeting with David Hill;**

2.2.2 (SA joined the meeting at 14:35pm);

2.2.3 **ACTION: In regard to the list of HS2 joint venture companies that had not yet submitted written expressions of interest to provide apprentices, CM to: (i) circulate an updated version of the list and (ii) ensure this be a standing agenda item at future meetings;**

2.2.4 *Governance Arrangements:* that there is a Governing Board member vacancy and members were pleased to note that the advert for this vacancy emphasises a need for financial and commercial expertise to complement the existing skills set of the Board;

2.2.5 (AB joined the meeting at 14:39pm);

2.2.6 **ACTION: CM's position paper on leveraging export and international businesses opportunities to consider the development of structured processes around future visits from overseas delegations.**

3. CHIEF EXECUTIVE OFFICER'S REPORT (Paper 2)

3.1 The meeting received Paper 2 and the following was noted:-

3.1.1 **ACTION: For those employers providing apprentices for the September 2017 opening, CM to liaise with employers at application stage and to report to the Board on diversity statistics;**

3.1.2 **ACTION: CM to provide a paper to April 2017 meeting on managing recruitment expectations;**

3.1.3 **ACTION: CM to develop a position paper on how to maintain the interest of potential students that are not successful in obtaining an employer based apprenticeship;**

3.1.4 CM confirmed that the Corporation's expression of interest for the High Speed Rail and Infrastructure apprenticeship had been approved;

- 3.1.5 **ACTION: CM to undertake a mapping exercise as to the curriculum and skills being taught at the Corporation and to map the teaching of core and specialist competencies;**
- 3.1.6 Following feedback from the Trailblazer Apprenticeship panel, the digital rail pathway had been removed from the High Speed Rail and Infrastructure apprenticeship. To address this skills requirement, a separate trailblazer is being put together, focused on Digital Information Management. This will be targeted at the wider Transport and Infrastructure Sector.
- 3.1.7 The level of leadership pledges received to date is encouraging;
- 3.1.8 **ACTION: CM to circulate the draft sponsorship package proposal to Board members once the draft proposal has been refined; and**
- 3.1.9 The Board congratulated CM on her CEO report and progress to date.

4. **MONTHLY PROJECT REPORT (PAPER 3)**

4.1 The meeting received Paper 3 and the following was noted:-

- 4.1.1 **ACTION: CM to provide IT Blueprint to CG and CG to meet with JB to discuss this;**
- 4.1.2 AS extended an invitation to CM to visit South & City College, Birmingham to see how the IT systems are operating. **ACTION: CM to arrange this visit;**
- 4.1.3 **ACTION: The Board asked the Search & Governance Committee to consider the proposed remuneration package and to report to the Board in respect of the same;**
- 4.1.4 **ACTION: CM to consider establishing a panel (to consist of CS and/ or an independent group) to critique the proposed remuneration package and whether the curriculum and those being recruited to teach are well balanced;**
- 4.1.5 **ACTION: CM to consider mitigating actions that can be taken if recruitment of teaching staff does not progress as anticipated; and**
- 4.1.6 (NC left the meeting at 15:28).

5. **MONTHLY FINANCE REPORT (Paper 4)**

Paper 4 was received and its contents were noted.

6. **HS2 UPDATE (Paper 5)**

6.1 The meeting received Paper 5 and BW provided an update on phase 2 events and progress.

6.2 (JMs left the meeting at 15:32 and NC re-joined the meeting at 15.34).

6.3 **ACTION: CM to develop a position paper on the Industrial Strategy and its potential funding implications.**

7. **VISION, VALUES & STRATEGIC PLAN AIMS (Paper 6)**

7.1 The meeting received Paper 6.

7.2 **APPROVED:** the Board approved the Vision, Values and Strategic Aims of the Corporation as set out in Paper 6.

8. **PENSION ARRANGEMENTS (Paper 7)**

8.1 The meeting received Paper 7 and the following was noted:-

8.1.1 the Board deferred the following decisions for further consideration by the Audit Committee:-

- (a) whether all teaching staff are to be employed by the Corporation and not its subsidiary and be offered membership of the Teachers' Pension Scheme (TPS). The Board also asked the Audit Committee to consider whether the offer of a premium salary coupled with entry into a suitable defined contribution pension scheme could be an alternative option.

Once the Audit Committee had considered the same, the Board will again consider these issues at a future meeting.

8.2 **APPROVED** the Board approved the following:-

8.2.1 that current employees (9 eligible members of staff) to be provided with membership with the Local Government Pension Scheme (LGPS) from their date of appointment unless they choose to opt out of the scheme;

8.2.2 that all non-teaching staff (with the exception of the appointments outlined in resolutions 8.2.3 and 8.2.4) be employed by the Corporation's subsidiary and be offered membership of a suitable defined contribution scheme,

8.2.3 that any staff whom the Corporation agrees should be employed by the Corporation and not the subsidiary company and who will not be undertaking teaching roles be offered membership of the LGPS; and

8.2.4 that the option outlined in paragraph 8.2.3 above be agreed for the Chief Executive Officer, the Commercial and Finance Director and the Clerk to the Governors (with appointments for the latter two currently underway).

8.3 (JMs re-joined the meeting at 15.43)

9. **SUBSIDIARY ACTIVITY PROPOSAL (Paper 8)**

9.1 Paper 8 was received by the meeting and its contents were noted, in particular that legal advice is being commissioned regarding where to place the provision of CPD activity.

9.2 **APPROVED:** the Board:-

9.2.1 approved the proposed configuration of activity within the parent (the Corporation) and its subsidiary. The subsidiary's activities should be confirmed to the Board once the position of CPD has been resolved; and

9.2.2 agreed to delegate to the Audit Committee the consideration of the governance arrangements for the subsidiary and following such consideration to make a recommendation to the Board in respect of the same.

10. **GOVERNANCE UPDATE & POLICY APPROVAL (Papers 9 to 12)**

10.1 *Governance Update:* Paper 9 was received by the meeting and the following was noted:-

10.1.1 the Board acknowledged that it is in a transitional period for the next 6 months and will gradually move to a model where detailed scrutiny takes place at committee level and the relevant committee makes a recommendation to the Board for its approval; and

10.1.2 **ACTION: CM and AS to review the proposed terms of reference for each of the committees.**

10.2 **APPROVED:** the Board approved the:-

10.2.1 revised committee structure for the Corporation as set out in Paper 9; and

10.2.2 business cycle of the Corporation as set out in Paper 9, subject to the approval of the committees' terms of reference being added to the business cycle.

10.3 *Policy Approval:* Papers 10-12 were received by the meeting and the following action was noted:-

10.3.1 **ACTION: CM to develop an illustrative scenario/case study against each of the policies and to make clear whether each of the policies will also apply to the subsidiary.**

10.4 **APPROVED:** the Board approved the following policies:-

10.4.1 Public Interest Disclosure Policy and Procedure (incl. flowchart) (Paper 10);

10.4.2 Data Protection Policy (Paper 11); and

10.4.3 Freedom of Information Policy (Paper 12).

- 11. **GOVERNMENT POLICY UPDATE (PAPER 13)**
 - 11.1 The meeting received Paper 13 and the following was noted:-
 - 11.1.1 **ACTION: JMs to circulate article from FE week detailing the board members of the Institute for Apprenticeships; and**
 - 11.1.2 **ACTION: CM to provide a progress update on the policies outlined in the paper in due course.**
- 12. **AOB**
 - 12.1 **APPROVED:** the appointment of Alex Stephenson as Vice-Chair of the Board for an initial period of 4 years, with such appointment being effective from the date of this meeting, 31 January 2017.
- 13. **CLOSURE** - The meeting closed at 16.14.
- 14. **PREVENT TRAINING SESSION** - Post meeting the members received a short introduction to Prevent by Selina Stewart and members agreed that the full training session would be re-scheduled to take place at a future date.
- 15. **DATE OF NEXT BOARD MEETING** - 12 April 2017

I confirm that these minutes are an accurate record of the meeting to which they relate:

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Chair

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Date approved