

# Minutes of a virtual meeting of the Corporation

Held at 4pm on 07 July 2020

Present: Nazir Ahmed (Staff Governor), Max Craft (until 6pm), Katie Danvers Hewitt (joined at 4.35pm), Robin Dickens (joined at 4.20pm), Martin Doel (Interim Chair), Callum Farminer (Student Governor), Lena Itangata, Tim Mason, Rob Nitsch, Mark Pembleton, Paul Quigley, John Royston-Ford and Penny Wycherley (Interim Principal & CEO).

Apologies: Stephen Burke

In Attendance: John Owen                      Interim Chief Finance Officer  
Paola Schweitzer      Clerk to the Corporation  
Fiona Wilmott              Education & Skills Funding Agency (until 6pm)

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## M i n u t e s

### **1 – Standing Items**

#### **2994 Attendance and Participation**

Stephen sent his apologies.

#### **2995 Declarations of Interest**

There were no declarations of interest.

#### **2996 Minutes**

The minutes of the meeting held on 05 and 26 May 2020 were **Agreed** as correct records and will be signed by Martin.

#### **2997 Matters Arising**

**Minute 2986: Higher Education Strategy:** Progress was being made and further updates would be brought to the Board. The College's purpose needed to be translated into high-level objectives (including HE/levels 4 and 5) to inform the College's standalone option in the Structure & Prospects Appraisals (SPA) process.

**Minute 2993: Extending Physical Re-Opening of the College:** In comparison to a number of Colleges, Martin believed the College was serving its students well, given the extent to which it was open. A further meeting of Corporation/Committee chairs would take place in August and would consider the College's high-level objectives. All members were invited.

## **2998 Interim Chair's Report**

Martin reflected on the three stages of the strategy previously set out: stabilise, explore/decide and implement. The College was substantially through the stabilisation stage, notwithstanding the additional uncertainty concerning Covid-19. There had been improvements in quality across the Board (with the exception of level 3 retention), clarity concerning the finances (he thanked John, the ESFA and other agencies) and improved staff morale. Legal advice was being sought concerning signing off the College's subsidiaries accounts. The College was therefore proceeding into the explore/decide phase, with the outcome of the Structure & Prospects Appraisal (SPA) expected in October. Implementation was anticipated to start in December/the new year.

## **2999 Interim Principal's Report** (paper 2677/20/C)

Penny presented her report summarising changes since the last meeting, in particular the impact of Covid-19 and the journey from the turbulence of autumn 2019.

**Staff morale and communications:** Work continued to strengthen communications particularly involvement in decision-making and to improve feedback arrangements.

**Forecast achievement 2019/20:** Overall apprenticeship provision was 65.2%. Penny noted that most colleges had seen a decrease in their numbers but the College had held up relatively well. Levels 1 and 2 achievement was predicted to be above the College targets. Retention at level 3 remained low and a cause for concern. Functional skills outcomes remained strong at 61.7% for Maths overall and 67% for English overall. Learning & Quality Committee had agreed with the recommendation to set the attendance target to a more realistic and achievable 87%.

**Students and staff attending College:** Extensive work was being undertaken to maintain protections for staff and students. The College had not breached the upper limit of 25% of students in College at any one time.

**Commercial developments:** The College had successfully bid for ESFA apprenticeship cost support (£160k) and an NHS Tender to be the Pharmacy Technician Standard preferred supplier (c£500-850k pa). The Institute of Technology expression of interest would be included in a future partnerships section.

**Learner engagement:** The Learner Engagement Structure had been embedded in the College's quality assurance and improvement arrangements following Learning & Quality Committee agreement.

**Recruitment for 2020/21:** The most up to date information showed that there were 26 more 16-18 year old progressors than at the same point last year, despite a smaller cohort. This was an encouraging indication that the College was inspiring its learners. More detailed information was required but there had been a surge in new applications for 16-18 year olds and those with an ECHP. Increased in year payment would only be possible if there was a significant increase in numbers and this was unlikely. Fiona welcomed the increase in learners but agreed the College was unlikely to hit the threshold (usually 200 above the allocation) but would keep the situation under review and advise ESFA colleagues accordingly. One member asked how robust the attendance figures were, to which Penny responded that they were robust and included virtual attendance. Martin noted that the College's attendance compared favourably with other colleges and was important preparation for 2020/21.

Search & Governance Committee and Finance & Estates Committee had considered the changes to the furlough scheme whereby from 01 July employers were expected to increase their contributions prior to the scheme ceasing on 31 October. The College had received £160k from the Covid 19 Relief Fund and planned to gradually reduce the number of staff on furlough, with a maximum of 10 people expected to be on full furlough from September. Members **Agreed** both Committees' recommendation that the arrangements to cover the reduction in staff remuneration including on-costs until 31 October 2020 continued.

Finally, Penny thanked John and Sue for their work and personal support. Pat Denham OBE would join as Vice-Principal Learning & Quality on 27 July and it was anticipated a new interim Chief Finance Officer would start, subject to the appropriate checks on 13 July. Both appointments were within the cost base.

## **Minutes 3000 -3004 were confidential**

### **3005 Staff Honorarium Payment**

Penny presented paper 2688/20/C proposing a staff honorarium payment.

The College had not made a pay award to staff for several years and there was no increase included in the 2020/21 budget. The College had undergone considerable turbulence in the past two years, resulting in much adverse publicity and changes in leadership. Staff had also had to endure difficulties created by the Covid-19 pandemic. In order to recognise the hard work of staff during this period, the College proposed a flat rate, non-consolidated honorarium to all staff of £300 per FTE at a cost of £111k (1% of the pay budget). This would have a negative and unbudgeted impact on the College's results for the year to 31 July 2020. The payment would only

be made if agreement was reached on the withdrawal from the Joint Venture and the first tranche of money received.

One member asked if it was possible to offer a larger honorarium, noting that the sum would be taxable. Martin expressed sympathy for this position and suggested John's successor model affordability with a view to Corporation making a decision at the next meeting. Penny believed it preferable to make the award before the end of the College year and expressed concern about committing the College to too much expenditure. John stated that ESFA emergency funding could only be used for essential expenditure and expressed reservations about making a larger honorarium payment. Governors **Agreed** that an honorarium payment of £300 be made to FTE staff (pro-rata for part-time and sessional staff) who were employed on 01 December 2019 and were still in post on 31 July 2020 as a flat rate, non-consolidated payment if funds from the Joint Venture had been received. This would be reviewed at the next meeting.

### **3006 College Estate Review including Accommodation Strategy**

Paper 2683/20/C provided an update on the College estate review, including accommodation strategy.

As part of the SPA process, the College needed to develop a standalone option requiring a review of its accommodation. The last property strategy was considered by Corporation in October 2019 and since then a revised College purpose statement had been agreed. Governors had proposed the appointment of external advisers to undertake this review and a brief was developed. Three experienced specialists were invited to tender for this work. Finance & Estates Committee had considered the issue at its meeting on 23 June and recommended to Corporation that the successful specialist work with a group of governors, a Task & Finish Group. The group would report to Corporation and support the development of the transitional accommodation strategy for consideration by the Board. The Task & Finish Group (comprising Paul, Robin and Tim) had met for the first time the preceding week and had considered the three tenders. The Group agreed that Fusions were best placed to undertake the development of the accommodation strategy given their experience in this field and on the basis of cost.

Governors **Approved** the recommendation from the Finance & Estates Committee to create a Task & Finish Group to support the development of a transitional accommodation strategy. They also **Agreed** the selection of Fusion to write the transitional accommodation strategy.

### **3007 Quality Improvement Plan (paper 2687/20/C)**

The updated Quality Improvement Plan (QIP) showed progress against actions and impact up to the middle of June. Progress was in line with the expected cycle of the learner journey and the impact of actions could be evidenced in most areas. Due to

adaptations of assessment by awarding bodies, some learners were continuing to work towards their final achievement into July. Positive progress included improved retention in all courses receiving intensive care support and increased achievement in maths and English GCSEs (above the national averages for the GFE sector). Areas requiring further development included low attendance in automotive and 16-18 level 3 in year retention at 80.2% (lower than 2018/19 final and 10.3% behind the national average).

The College had simplified the Self-Assessment Report (SAR) process this year and this would inform a revised QIP format and a development plan. Penny noted that position statements on main strands of learning would be provided to the FE Commissioner's team for their visit at the end of the month. These statements would be circulated to governors. John (Learning & Quality Committee chair) stated that the Committee had agreed that learner voice mechanisms be rationalised into a single framework. He commended staff for their hard work during the Covid-19 pandemic, noting that they were performing extremely well. Rob suggested the College might wish to focus on course selection with particular regards to apprenticeships, given that more people were likely to be seeking apprenticeships. Martin agreed, noting that the College would need to be more agile and ensure that learners were matched to the right course. Martin invited governors to get involved in the SAR and curriculum planning process as observers, to provide external challenge but also as a way of learning more about the College.

Governors **Noted** the improvements and impact generated against actions made in the QIP, the decline in Level 3 retention partly due to the withdrawal of A level programmes and the introduction of 2-year extended diplomas in some areas, resulting in different data for comparison

## **Governance Process matters**

### **3008 Corporation Size, Committee Membership & Succession Planning**

Members considered Corporation size, Committee membership and Chair of Corporation succession planning (paper 2683/20/C). Martin noted that with a committee-based governance structure, more members were required. One member asked if it would be feasible to recruit additional governors in the light of uncertainty concerning the SPA. Martin believed it possible, but potential governors would need to be informed that the College was going through a transitional period and that merging with another college was a possible outcome of the SPA. Martin noted that the Committee membership changes proposed had been agreed by the individual members and were recommended by Search & Governance Committee.

Governors **Agreed:**

- That Corporation comprise 19 members, of whom 14 were independent and 5 staff/student members (2 staff governors, 2 student governors and the

principal if s/he choose to be a member) and that the quorum was 8 members of whom at least 6 must be independent;

- Committee membership changes, namely Lena join and John and Stephen step down from Audit Committee; Nazir step down from Finance & Estates Committee and he and Stephen join Learning & Quality Committee; and Rob join Search & Governance Committee.

Martin left the meeting so that members could discuss Chair of Corporation succession planning.

Members discussed the Search & Governance Committee recommendation that Martin's tenure as interim Chair of Corporation be extended to 31 October 2020. Members also considered the alternative ie not to extend Martin's tenure and to initiate the process for recruiting a new Chair of Corporation from 01 September 2020. They agreed that Martin provided stability to the College at this transitional time and that his expertise and reputation were important in ensuring a successful outcome to the ongoing Structure & Prospects Appraisal. Members therefore **Agreed** to extend Martin's tenure as interim Chair of Corporation to 31 October 2020 and that permission in line with current arrangements would be sought from the Charity Commission. Members discussed succession planning following Martin's tenure and agreed the need to ensure a handover period. It was therefore **Agreed** that nominations for a successor would be sought from members from 24 August (GCSE results day), with Corporation appointing a new Chair at its meeting on 06 October 2020. One member noted the risks inherent in having a Chair and senior management team employed on an interim basis and the importance of reviewing this issue.

Martin rejoined the meeting.

### **3009 English Colleges Code of Good Governance** (paper 2684/20/C)

The Code of Good Governance for English Colleges provided a benchmark for good governance by identifying the core values of college governance and the key responsibilities of good governance. Boards were encouraged to adopt the Code, embedding it into College procedures and processes and periodically evaluating performance against it. The ESFA required colleges to comply with a governance code and this had to be stated in the financial statements. The College had not adopted the Code, although it did adopt its predecessor, the Foundation Code. Any decision would need to be reviewed following the outcome of the ongoing Structure & Prospects Appraisal (SPA). Search & Governance Committee believed the Code offered a sensible framework to support the College in ensuring good governance, particularly with regards to more open communication with communities and stakeholders and therefore agreed to recommend its adoption to Corporation. Governors **Agreed** to adopt the English Colleges Code of Good Governance. One member asked how the College would use the Code and it was **Agreed** that Paola

would map the College's current status against the requirements of the Code and report to Search & Governance Committee.

### **3010 Reports from Committees**

**Joint Audit Committee and Finance & Estates Committee, 19 May 2020:** Noted

**Audit Committee, 19 May 2020:** Noted

**Search & Governance Committee, 15 June 2020:** Noted

**Finance & Estates Committee, 28 April 2020:** Noted

**Learning & Quality Committee, 23 June 2020:** Noted

## **Required Approvals**

### **3011 Revised Health & Safety Policy (Paper 2685/20/C)**

This paper introduced an addendum to the Health & Safety Policy, thereby ensuring that the College had a policy statement in relation to the Covid-19 risk. The addendum included a commitment to students and staff and was supported by site, activity, group and individual risk assessments. Finance & Estates Committee members agreed to recommend the addendum's approval to Corporation. It had also been agreed at the meeting to discuss extending College re-opening on 22 June 2020. Minor changes had subsequently been made to make the document more user friendly. The trade unions had agreed the addendum. Members **Approved** the revised Health & Safety Policy.

**Minute 3012 was confidential.**

**Date of next scheduled meeting: 06 October 2020.**

Members were invited to complete the Self-Evaluation form circulated prior to the meeting and return them to the Clerk.

The meeting finished at 7.35pm