

Minutes of the Meeting of the Board of Corporation

Date:	Monday 28 March 2022	Room number	Boardroom
Present:	Mark Bass (Chair) Andrew Brown (Vice-Chair) Yvonne Kelly (Principal/CEO) Talha Ahmad (TA) (from agenda item 13) Forhad Altafi (FA) (Staff Governor) Evelyn Carpenter (EC) Carole Ditty (CD) Stuart Fraser (SF) Nick Kavanagh (NK) Alex Keay (AK) Bim Osunsami (BO) (from agenda item 14) Charles Tennant (CT) Doug Trengove (DT) (Staff Governor) Jahaid Zaman (JZ)		
In attendance:	Graham Hough (Chief Finance Officer) Jason Turton (Chief Operating Officer) Andrew Lawson (Chief People Transformation Officer) Victoria Eastwood (Chief Governance Officer)		
Apologies	Michael Going, Swati Toshniwal, Bal Panesar, Hannah Philo.		

Recruitment of Chair Discussion

The Chair and Chief Governance Officer (CGO) provided an update on the recruitment of Chair interviews, advising that the interview scheduled for earlier that day had been cancelled due to the candidate withdrawing from the process. After further discussion, it was agreed FEA would be re-engaged to continue their recruitment search and the final interview would be scheduled for Tuesday 10 May 2022. In addition, the CGO was awaiting a response from two candidates who had been approached directly and it was agreed that the advertisement would be issued to Governors to be publicised through LinkedIn etc.

1.	Welcome and apologies for absence The Chair welcomed all present to the meeting and introductions were made to the new Chief People Transformation Officer. Apologies for absence were received from Bal Panesar, Hannah Philo (Student Governor), Michael Going and Swati Toshniwal.
2.	Declarations of Interest Governors were reminded of their responsibility to declare an interest in relation to specific items on the Agenda if appropriate. None were anticipated.
3.	Minutes of the Previous Meeting of the Corporation – Wednesday 15 December 2021 and Notes from the February Development Event

	<p>The Minutes of the Meeting held on 15 December 2021 and Notes from the February Development Event were agreed as a true and accurate record.</p> <p>Approved: That the Minutes of the Meeting held on 15 December 2021 and Notes from the February Development Event were agreed as a true and accurate record.</p>										
4.	<p>Matters arising</p> <p>An update on outstanding actions from the December Corporation meeting was provided:</p> <table border="1"> <thead> <tr> <th>Agenda Item</th> <th>Action</th> <th>Responsibility</th> <th>Timescale</th> <th>Update</th> </tr> </thead> <tbody> <tr> <td>10.</td> <td>SEND data and outcomes to be made more visible in the mainstream body of the Annual Strategic Impact Assessment.</td> <td>COO</td> <td>ASAP</td> <td>Curriculum storyboards updated.</td> </tr> </tbody> </table> <p>Appointment of Co-opted Governors</p> <p>The CGO reported that the Corporation had approved via email the re-appointment of Lisa Dee as a Co-opted member of the Performance & Standards Committee and the appointment of Molly Makota as a Co-opted member of the Audit Committee. Both appointments were for an initial one year term to allow review by both parties.</p> <p>Approved: That Lisa Dee be re-appointed as a Co-opted Member of the Performance & Standards Committee for a one year term of office.</p> <p>That Molly Makota be appointed as a Co-opted Member of the Audit Committee for a one year term of office.</p>	Agenda Item	Action	Responsibility	Timescale	Update	10.	SEND data and outcomes to be made more visible in the mainstream body of the Annual Strategic Impact Assessment.	COO	ASAP	Curriculum storyboards updated.
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5.	<p>Chair's Actions</p> <p>There were no Chair's actions.</p>										
6.	<p>ESFA Strategic Conversation</p> <p>In addition to the ESFA letter circulated as part of the meeting papers, the Chair provided an update on the College's strategic conversation highlighting the following key points:</p> <ul style="list-style-type: none"> • The purpose of the visit from the ESFA and DfE was for them to obtain a view on progress and areas of interest within the College. • Detailed discussion on governance and diversity had taken place but this had only been mentioned briefly in the letter, • In-depth presentation provided by the College which provided reassurance of the College's Vision and direction. <p>Agreed: That the position be noted.</p>										
7.	<p>Board Assurance Framework Update</p> <p>The Chair reported that the Board Assurance Framework had been updated after each recent Committee meeting in agreement with the Committee Chairs. The framework was a tool to assist in areas of review and compliance and would be updated after the Corporation meeting then issued to Governors for comment.</p> <p>The Chair thanked the Board for their input in the Board Assurance Framework.</p> <p>Agreed: That the current updates be noted.</p>										

	<p>Action: Updated Board Assurance Framework to be issued to the Board once updated from the Corporation Meeting.</p>
<p>8.</p>	<p>Safeguarding Update</p> <p>The Chief People Transformation Officer (CPTO) recorded his thanks to the Head of Safeguarding for their input into the report and informed the Corporation of the following safeguarding updates:</p> <ul style="list-style-type: none"> • Increase in number of cases from March 2020-March 2022 – it was currently difficult to tell whether the lockdown in March 2020 had impacted on cases and analysis was taking place. • Lot of work taking place to transfer data onto the new safeguarding reporting platform (CPOMS). • First impressions from the CPTO since joining the College - confident in the work taking place in the safeguarding team, excellent relationships with external agencies • High number of external information requests at present • Committed to developing a mental health strategy last year – statement of intent now completed and well structured and this would develop into a wider college strategy. <p>EC recorded her thanks to the Head of Safeguarding for an authoritative and competent report. Referring to the high number of self-harm, mental health and sexual assault cases, EC questioned whether the police were involved in all rape and sexual assault cases and also stated that the numbers in Horizons and P2P were concerning and asked why the concerns were happening and whether there was close monitoring. The Principal/CEO replied that some of the sexual assault cases were verbal not physical and one case had involved several learners and the learner concerned had been excluded. With reference to Horizons/P2P this was another example of one learner being involved in a case of multiple learners. The CPTO stated that future reports would provide further detail to clarify whether this was a general or specific issue.</p> <p>CD stated that the mental health strategy did not make clear who would lead on staff mental health. The CPTO responded that the HR team was a whole would lead on staff mental health. The Principal/CEO added that a lot of work had already taken place on this.</p> <p>CT suggested that the demographic data could be paired alongside the demographics of the student body to be able to provide a comparison. This was agreed.</p> <p>NK advised that safeguarding featured as low risk on the risk register and the numbers in the report were quite high. The action plan also required updating. The CPTO replied that the risk register and action plan would be updated for the next meeting and would consider whether the risk register was just about the data or whether there was a definitive upward trend.</p> <p>AK stated that it would be helpful to understand the assessment from the team given the level of risk and questioned whether there was a case of over reporting or whether for Horizons/P2P this was a continuous ongoing risk. The Principal/CEO advised that P2P and Horizons learners were often very tactile which could move towards an increase in accusations being made.</p> <p>Action: Safeguarding report to the next Corporation meeting to include further detail and clarification on sexual assault cases; demographic data alongside demographics of the student body; updated action plan and relevant update within the risk register and further detailed information on cases within Horizons/P2P.</p>
<p>9.</p>	<p>Performance & Standards Committee Report to the Corporation</p> <p>AB, Chair of the Performance & Standards Committee, provided the following update:</p> <ul style="list-style-type: none"> • A lot of amber rated areas which indicated the College was coming out of a particular difficult period of time to get back on track after Covid • Assured that the monitoring of quality was ongoing and effective – move to creating dashboards for quality to be able to view performance

- Marketing – areas of recruitment that were particularly challenging eg Adults – lot of adults not confident to come back into FE; areas of work eg Adult ESOL where the move to online learning had not advantaged those groups.
- Difficulties with Apprenticeships – uncertain recruitment for businesses
- Low response rate to mid-year survey for learner voice – discussion took place on how there were other ways to reach learners
- English and Maths – received the action plan and discussed actions to address areas that required improvement eg attendance - how attendance is recorded when learners participate out of ‘real time.’
- Key areas of work: adults (can make up adult numbers in-year), lagged funded areas

NK asked whether the Student Governor would be participating in meetings. The CGO advised that the Student Governor had given apologies for this meeting as she was attending a lesson. AB stated that there was a lot of work to do on active student participation. DT suggested moving the Student Governor post away from the Student Union to tutorials instead to attract support. The Principal/CEO stated that this needed to be broadened beyond the student body.

In response to a query from JZ, the Principal/CEO advised that learner survey feedback was collected through 7 ways to have your say, student reps, surveys and student governors. Each course had a learner representative.

FA asked whether the College had engaged with Marketing to understand why adults were not returning to college and whether they could be engaged by other means. The Principal/CEO reported that adults were one of the most complex areas and the College was working with the Borough and collaborative organisations to engage adult learners as quickly as possible. Feedback across the Borough was that most public facing areas were struggling to get adults to return. Community elements of some schools had only just opened and there was a long way to go with reengagement.

AB stated that the idea of capturing people for life was something the College should attend to. The community was changing and therefore people would have different needs. EC stated that some schools had a very active alumni conversation which could be a way through. The Principal/CEO advised that Marketing’s plan was to diversify and capture the alumni. There was a need to work collaboratively on building pathways.

In response to a query from SF, the Principal/CEO reported that the College was waiting for feedback on the Office for Students (OfS) application and was revalidating under franchise agreements with Universities.

SF asked how employer voice feedback was collated. The Chief Operating Officer (COO) replied that this was mainly through connections in the TSAG alongside some additional conversations with employers.

Agreed: That the current position be noted.

10. ELIOT Directing Body Update

Discussion took place on the update provided by the Chair from the meeting which focussed on looking to find ways to move recruitment forward from a wider perspective and develop areas.

The Principal/CEO reported that a piece of work had taken place on LMI in terms of priorities and skills gap areas. Discussions had taken place with the DfE and the IoT network meeting in London had been positive. An additional Directing Body meeting had been scheduled to take place in May to discuss the responses from actions from the previous meeting. This would inform the way forward which could include an expansion of the ELIOT network to ensure a robust network to meet demand. Follow up workstream meetings had also been scheduled for employer engagement and research.

	<p>Agreed: That the current position be noted.</p>
11.	<p>Long Term Credit Facilities Proposal</p> <p>The Chief Finance Officer (CFO) advised the Corporation of the following:</p> <ul style="list-style-type: none"> • There had previously been a good cash management system within the College but the rolling credit facility had been in place and used for large capital projects • The College had a long-term loan dating back to capital of the Jubilee building • Loan coming up for renewal – proposal to renew for further 5 years on current terms • Rolling credit facility – proposing can have up to 2 million pound over draft or a rolling credit facility. Preference is the rolling credit to ensure active borrowing. <p>JZ asked the cost of the renewal fee for the overdraft. The CFO replied that this was a one off fee and the documentation did not advise of an annual renewal fee.</p> <p>The Chair asked for clarification on the non utilisation fee. The CFO responded that the money was available to draw down when needed for two years and the £15K was the fee charged if the facility was not used.</p> <p>JZ questioned how long it would take to put the facility in place. The CFO stated that a revaluation of the site had taken place every three years and therefor the process should be relatively quick.</p> <p>In response to a query from NK, the CFO advised that potential projects were being worked on e.g. annual T-levels capital grant, government moving money re sustainable projects, consideration for increase in SEND learners. SF added that the Board was now are of what was in the pipeline.</p> <p>After further discussion, the Corporation approved the rolling credit facility as proposed.</p> <p>Approved: That the Loan facility term be fixed for 5 years and a £2M rolling credit facility be put in place for the next 2 years.</p>
12.	<p>Policy & Resources Committee Report to the Corporation</p> <p>EC, Chair of the Policy & Resources Committee, provided an update on the following key items from the meeting:</p> <ul style="list-style-type: none"> • Debt write off • Good discussion focussed on instalment schemes and impact on income. Approve Tuition Fees Policy – unchanged • Discussion on management accounts – position has changed since then • Discussed agency and staffing cover <p>Approved: That the position be noted and the Corporation ratified the approval of the Tuition Fees Policy 2022/23.</p> <p><i>Talha Ahmad joined the meeting.</i></p>
13.	<p>People & Organisational Development Update including EDI Update/Gender Pay Gap</p> <p>The CPTO highlighted key points from the report:</p> <ul style="list-style-type: none"> • HR team undertaken a great job during the transition phase over the last few months and developing the HR dashboard • Diversity – slight increase • Recruitment was a challenge and there was an upward trend of labour turnover – time to hire indicative of this • Vacancy rate reduced significantly over the last month

- Changes in age profile – increase in population between 26 and 44 and decrease between 45 and 64 and 65+
- Concluded gender pay gap report for 2021/22 – continued to see an improvement – mean average now at 3.18 and median 12.65. Significant change in the upper quartile percentage of male to female pay. Lower quartile progress made.
- Elizabeth line due to open this Summer which could provide a broader pool of potential talent
- EDI – maintaining a good level of representation. Need to look again at the policy and statement which required updating – recognising whether there were opportunities to measure other aspects of diversity. Consideration being given to how EDI was being tied into exit data and to measure progression rates etc.
- Work taking place to review policies through an EDI lens
- Made a clear commitment with regard to welfare and wellbeing – engaged with 15 wellbeing champions
- Plans going forward for 2022/23 – considering priorities over the next 12 months
- Making sure teaching staff and leaders felt confident to lead on the people aspects of their roles.

The Chair stated that there was not enough Governor representation on the EDI Committee and the Corporation were asked to consider this.

CT noted a point of accuracy re dates of gender pay gaps and FA advised that there was a blank contained in the graph within the recruitment report – this was agreed and would be amended.

DT asked for clarification on the data for EDI other groups. The CPTO replied that this data was driven by the HR system and there was a need to better understand how that data was captured and what categories could currently be reported on. Engagement survey would capture any additional data.

CD advised that her place of work had been accredited as an employability organisation regarding disability employees and she would share information regarding the accreditation scheme for employers. The CPTO thanked CD for sharing this.

SF questioned whether there were any issues arising from Performance Development Reviews (PDR's). The CPTO replied that good progress had been made with these. Initial conclusions were that a lot of learning was self driven and the question was how to balance strategic vs self managed to ensure the balance was right. Work was taking place on a competency framework which would be a great opportunity to link into.

TA asked how the College looked at whether particular communities were represented. The CPTO advised that the ultimate goal was to ensure that the staff body was reflective of the student body and this was the aspiration. Reporting on diversity the metrics were fairly limited and there was a need to understand how to report on a broader spectrum of diversity and then use that data.

EC thanked the CPTO for the report and stated that she particularly liked the acknowledgement to staff who had contributed at the end of the report. This was recognised by the Corporation.

Agreed: That the current position be noted.

14. GDPR Update

The CGO provided an update on the following:

- The work of the UK GDPR Committee
- Cyber security
- Information requests
- Progress against the action plan

	<p>Agreed: That the current position be noted.</p> <p><i>Bin Osunsami joined the meeting</i></p>
<p>15.</p>	<p>Infrastructure & Sustainability Update</p> <p>The CFO provided an update on the College's current position and the Corporation discussed the following:</p> <ul style="list-style-type: none"> • Introduction to sustainability • 3 P's – People, Place, Profit • Focus on the environment and economy • Alternatives to net zero • Sustainability at Board level including staff and student representation – Infrastructure & Sustainability Group at Exec level • Where we are now • Contacted Woodland Trust re planting trees around car park area • Liaison with Borough re food waste <p>In response to a query from EC regarding ground source heat pumps, the CFO advised that consideration was being given to each block having its own plant room. This would cost c£150K to refit and replace.</p> <p>CD stated that there was value in engaging the learner voice from a PR perspective eg a project on the use of plastic water bottles. This was agreed.</p> <p>The Chair advised that it was important to convene the Sustainability & Infrastructure group next term and start the ball rolling.</p> <p>Agreed: That the current position be noted. Action: Sustainability Group to be convened next term.</p>
<p>16.</p>	<p>Audit Committee Update and Risk Register</p> <p>The Corporation were informed that the March Audit Committee meeting had not taken place due to the timings of the internal audit assignments which would be discussed at the June Audit Meeting. The internal audit process had commenced and would be completed by the end of the academic year.</p> <p>The CFO advised that the risk register would be updated for the next meeting as a full review was taking place.</p> <p>Agreed: That the current position be noted.</p>
<p>17.</p>	<p>Search & Governance Committee Report to the Corporation</p> <p>The Chair provided an update on discussions at the meeting which had also been discussed under matters arising.</p> <p>Agreed: That the position be noted.</p>
<p>18.</p>	<p>Management accounts to end February 2022</p> <p>The CFO highlighted the following:</p> <ul style="list-style-type: none"> • New Head of Finance in place and having a positive impact • New payroll assistant in place and new Payroll manager starting after the Easter break • Sales ledger role still vacant but extra resource from interim placement in place • New finance system intended to be in place by the beginning of the new academic year • Taken time to ensure correct establishment data in place

- Forecast to be updated monthly going forward to ensure clear direction of travel
- Worst case scenario forecast at mid-year point discussed
- Plan to mitigate deficit to be issued prior to Easter
- Forecast under constant review
- Apprenticeships to exceed forecast submitted week prior
- Recruitment on stop and being reviewed by Exec on case by case basis
- Budgets on stop for non-pay – spend to be authorised by CFO and Principal/CEO
- Management accounts format was still work in progress – KPI's had been included since the version presented at the March Policy & Resources Committee

EC referred to the non-pay line on page 112 of the report and queried why the budget ytd figure was higher than the actual ytd figure but the full year budget/forecast was negative. The CFO advised that the full year forecast included additional project income and increased costs for subcontracting. Additional project income achieved since the budget was set was being used to offset the loss of income from Apprenticeships, fees and ALS.

SF stated that non-pay costs could be reduced and asked how accurate the position was. The CFO replied that non pay was an assumption – some would move between pay and non-pay but it was assumed that contributions would be fully spent.

EC questioned why pay was decreasing and non pay increasing. The CFO stated that this was on the assumption that non pay would have to be used as staffing would not be available.

The Chair stated that project costs other and subcontracting were two big lines. The CFO replied that subcontracting was to protect AEB allocation for now and future years.

In response to a query from SF, the CFO advised that project income was down against budget, however, the College was delivering a number of projects in 2021-22 i.e In-Work Training, Higher Technical Qualification and Tuition Fund (Catch Up), the latter two had not been included in the original income in July. It was assumed that any expenditure to date was matched with income and any income over and above delivery would be carried forward.

Discussion took place on agency costs and it was noted that this was now more transparent within the report. EC asked whether the agency figures could be benchmarked against other colleges. The Principal/CEO replied that Tribal had undertaken a benchmarking exercise including how London colleges used agency staffing. College specialisms and high value areas had increased at present and agency staffing was therefore difficult to benchmark.

The Chair noted that non-pay expenditure was rated as medium risk and queried whether this was correct. The CFO replied that at present this should be rated as high risk.

The Chair stated that there was a phasing issue with the income and the Corporation would wait to see where that phasing would come in. The CFO replied that work was taking place on the phasing to provide assurance of what will happen each month.

In response to a query from EC, the CFO confirmed that there were five months of management accounts to be issued before the end of the academic year. It was intended for the draft actuals to be presented at the June Policy & Resources Committee Meeting. The Principal/CEO added that a deep dive into the staffing budget would also be provided for the next Policy & Resources meeting.

The Chair suggested that the Board may need to convene before the June Policy & Resources meeting to discuss the position and the CFO would advise on this going forward. The CFO stated that a detailed plan to mitigate the deficit would be circulated to the Board prior to the Easter break.

	<p>Agreed: That the current position be noted.</p> <p>Action: Detailed plan to mitigate deficit to be circulated to the Board prior to the Easter break.</p> <p>Action: Draft actuals and deep dive into the staffing budget to be provided at the June Policy & Resources Committee meeting.</p>
19.	<p>AoB</p> <p>There was no further business.</p>
20.	<p>Self-assessment of meeting</p> <p>The Corporation noted the following:</p> <ul style="list-style-type: none"> • The meeting was well chaired • Informative • On time • Reporting styles had improved • More work required on Executive Summaries
21.	<p>Date and time of next meeting – Corporation Strategy Event – Friday 6 May 2022</p>

The Chair recorded his thanks to all in attendance their contributions. The meeting closed at 18.10pm.

Agenda Item	Action	Responsibility	Timescale	Update
7.	Updated Board Assurance Framework to be issued to the Board once updated from the Corporation Meeting.	CGO	ASAP	Complete
8.	Safeguarding report to the next Corporation meeting to include further detail and clarification on sexual assault cases; demographic data alongside demographics of the student body; updated action plan and relevant update within the risk register and further detailed information on cases within Horizons/P2P.	CPTO	July 2022	Complete
15.	Sustainability Group to be convened next term.	CFO/CGO	ASAP	Ongoing
18.	Detailed plan to mitigate deficit to be circulated to the Board prior to the Easter break.	CFO	March 2022	Complete
18.	Draft actuals and deep dive into the staffing budget to be provided at the June Policy & Resources Committee meeting.	CFO	June 2022	

Signed.....
Mark Bass (Chair)

Date.....