

Minutes of the Meeting of the Board of Corporation

Date:	Monday 26 April 2021	Room number	Via Microsoft Teams
Present:	Mark Farrar (Chair) Mark Bass (Vice-Chair) Yvonne Kelly (Principal/CEO) Forhad Altafi (FA) (Staff Governor) Andrew Brown (AB) Carole Ditty (CD) Stuart Fraser (SF) Sarkis Mazmanian (SM) Bal Panesar (BP) Doug Trengove (DT) (Staff Governor)		
In attendance:	Wijay Pitumpe (Chief Finance & Enterprise Officer) Veronica Anthony-David (Chief Transformation Officer) Joy Kettle (Chief Operating Officer) Victoria Eastwood (Chief Governance Officer)		
Apologies	Evelyn Carpenter		

1.	<p>Apologies for absence and Declarations of Interest Apologies for absence were received from Evelyn Carpenter.</p> <p>Declarations of Interest Governors were reminded of their responsibility to declare an interest in relation to specific items on the Agenda if appropriate. The Vice-Chair declared an interest in Agenda Item 7.</p>																		
2.	<p>Minutes of the Previous Meeting of the Corporation – Tuesday 23 March 2021 The Minutes of the Meeting held on Tuesday 23 March 2021 were agreed as a true and accurate record. Approved: That the Minutes of the Meeting held on Tuesday 23 March 2021 were agreed as a true and accurate record.</p>																		
3.	<p>Matters arising</p> <p>An update on outstanding actions from the March Corporation meeting was provided:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Agenda Item</th> <th style="text-align: center;">Action</th> <th style="text-align: center;">Responsibility</th> <th style="text-align: center;">Timescale</th> <th style="text-align: center;">Update</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">6.</td> <td>CGO to arrange appraisal process.</td> <td style="text-align: center;">CGO</td> <td style="text-align: center;">ASAP</td> <td style="text-align: center;">Complete</td> </tr> <tr> <td style="text-align: center;">7.</td> <td>Consideration to be given to publishing ethnicity pay gap data.</td> <td style="text-align: center;">Principal/CEO</td> <td style="text-align: center;">ASAP</td> <td style="text-align: center;">Agreed – will commence from next academic year.</td> </tr> </tbody> </table> <p>The Principal/CEO provided an update on the OfS position, specifically the approach to B3 highlighting:</p> <ul style="list-style-type: none"> • Consultation process • Areas for consultation 				Agenda Item	Action	Responsibility	Timescale	Update	6.	CGO to arrange appraisal process.	CGO	ASAP	Complete	7.	Consideration to be given to publishing ethnicity pay gap data.	Principal/CEO	ASAP	Agreed – will commence from next academic year.
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- Further documents for consultation
- Headline consultation response issues
- Detailed consultation response issues
- Supported by BW
- Next steps

It was agreed that the letter issued to the OfS by the Chair on behalf of the College would be issued to the Board for feedback.

Thanks were recorded to Caryn Swart and the Head of HLS for their work and support on the application.

Action: OfS correspondence to be issued to the Corporation for feedback.

4. Balance Scorecard & Operational Deliverables 2020/21

The Principal/CEO presented the balance scorecard & operational deliverables 2020/21 highlighting responsiveness, accountability, retention and reporting that the College was working through staff utilisation, learner programme surveys were underway and employer surveys were led by Ifate and showing good improvement. The current priority focus was adults.

In response to a query from the Chair concerning NHS apprenticeships, the Chief Operating Officer (COO) advised that a lot of work was taking place to establish the current position for learners and predicting achievement to try to make up on the 10% decrease. It was anticipated that a clearer picture would be available the following week.

The Principal/CEO reported that there was a risk with adult AEB and the College may need to submit a business case. 60% of the College's AEB provision included ESOL and English and Maths and it was difficult to reach learners virtually. The Chair asked if there was a legacy that rolled onto the following year. The Principal/CEO responded that the College could roll over c£350K with covid flexibilities but had also applied for a growth bid as the College did have a strong track record for adults.

SF questioned whether technical learning was being pursued at schools given the increase in learner remaining in sixth forms. The Principal/CEO replied that there was a complex mix in the Borough. The learner profile had shifted towards more lower learner levels and competition at L3 had increased out of the Borough which was partly due to entry criteria and other providers offering the option of higher levels to learners (where the College would have assessed and offered a lower level). The Principal/CEO advised that the College had a new School Liaison Manager in place as the relationship with the schools had weakened. Work was now taking place to re-engage with schools in the borough and re-set the marketing campaign.

The Chair asked for an update on the marketing for the autumn term. The Chief Transformation Officer (CTO) responded that the team were working on summer recruitment campaign using a combination of social media, digital marketing, outdoor campaign at supermarkets and billboards with a focus on results day and ambassadors at school. The College's new brand campaign would be shared shortly.

AB stated that it was important for the Board to be assured that the actions being taking were effective as benchmarking was not so easily available. Some areas would be affected by the churn in the Borough and Brexit would affect the degree to which people from other areas could work here. Need to look at contextual figures in the absence of reliable benchmarks. The Principal/CEO responded that strategic alliances were broadening but there was a change in delivery model to address alongside a complex picture with lots of relationships being built. There was a fundamental need to grow 16-18 and the College was working collaboratively with the borough on CEIAG and the establishment of community hubs. AB added that outreach of the new areas of population growth was really important and the College needed to consider how to reach these people by making the best use of the changing dynamics.

In response to a query from BP, the Principal/CEO stated that the inflated grades last year has not helped with the increase in sixth form numbers. The key was to showcase the College's offer and actively and aggressively campaign for adult learning.

SF asked whether some of the schools with strong sixth form elements were becoming competitors. The Principal/CEO responded that this was a challenge and work in progress as traction had been lost building relationships with feeder schools - schools would keep the best learners or lose them to another sixth form. The College needed to build profile at local events and highlight non traditional pathways to apprenticeships to be able to change mindsets. The COO added that one of the barriers was that careers advisors in school did not understand technical education.

The Chair stated that the position was not a surprise as these were still exceptional circumstances.

The Principal/CEO advised that the applications report would be presented at the June Performance & Standards Committee Meeting.

Agreed: That the current position be noted.

Action: That the applications report be presented at the June Performance & Standards Committee Meeting.

5. **Financial Forecast 2021 & Progress Report on Budget 2021/22**

The report was in two parts - current year-end forecast 20/21 and a progress of the budget preparation for the financial year 2021/2022. The Chief Finance & Enterprise Officer (CFEO) summarised the key points from the current forecast as follows:

- Management accounts as at 31 March 2021
- Current forecast was a group deficit of £988K – deficit increased by £244k
- Worst case forecast
- Cash – being managed closely – current balance £3.776m
- £10 million D block refurbishment capital project managed within the college reserves and £5 million GLA grant through sound cash flow management . In addition £4.5 million worth of equipment was purchased funded by GLA and DFE grants.
- Outsource catering services now internal from end of February – taken advantage of the new flexible furlough scheme
- Change – ESFA changed financial reporting again but the financial health calculations are not expected to apply for the current financial year 2020/2021
- Capital – IoT complete and all money received
- F Block refurbishment commenced to include sensory room and a specialist kitchen - full funding from GLA approved
- E-Block – £320K allocation for specialist equipment –
- Expression of interest for capital transformation fund submitted with an answer anticipated by the middle of May 2021.

The Chair questioned what the College's final position would be given the current deficit was c£1m. The CFEO replied that College non pay was quite good and all orders were being scrutinised. If apprenticeships came through then the College would be around this deficit figure. It was noted that a £300K shortfall for the AEB budget had been included in the forecast.

The Chair asked whether the latest forecast was realistic. The Principal/CEO responded that leadership of apprenticeships had been weak but additional support had now been brought in and the team had been reformatted. The pace had increased and a significant proportion of starts had been secured with enough employers to hit the target.

SF stated that pay expenditure was in the same position as September therefore the predicted savings had not been achieved. The CFEO clarified that the College had achieved pay savings in year however

the numbers had not changed due to project expenditure being included– basic pay would be lower than the original budget. The Principal/CEO added that a £1.2m saving had been made.

The Chair referred to the pay block figure and advised that there was a need to draw out some of the information to be able to better understand the overall position. The Principal/CEO added that this would influence next year's forecast.

The Chair asked for clarification on the position regarding the refectory. The CFEO advised that this had been included in the forecast to 31 July 2021. Learners would finish at the College during the first week in July which would enable the refectory to be closed and the coffee shop to remain open. All purchases were being controlled.

The CFEO provided an update on progress for the following year's budget:

- Business planning process remained ongoing
- Draft budget to P&R in June before Corporation in July
- Total deficit stood at £3.1m – need to eliminate through decisions over next few weeks
- 16-18 funding allocation from ESFA – programme funding is lagged so reduction of £307K.
- Forecast assumes full funding for high needs

The Chair stated that realistic assumptions would be needed in the next month. The Principal/CEO replied that the College was modelling the carry over of apprentices to look at the new starts bandwidth to see if £2.4m was achievable. The Chair stated the need to protect capacity and capabilities for the future. The Principal/CEO advised that results against course file had £1.2m of staffing to be addressed, increased utilisation needed to happen earlier and additional income streams had not yet been confirmed.

In response to a query from the Chair, the CFEO confirmed that benchmark information would be provided at the June Policy & Resources Committee.

BP stated that the College was under pressure and needed a worst case scenario if targets were not achieved and funding not received. The Chair added that a more pessimistic forecast needed to be looked at.

Agreed: That the current position be noted.

6. **BFELG Discussion**

The Chair reported that the letter received from the BFELG had briefly been discussed at the beginning of the academic year and explained the position of BFELG and the ten point plan/principles.

The Vice-Chair advised that he had attended the launch of the BFELG ten point checklist which had highlighted the lack of progress over the years. A toolkit to be able to assess the position against the ten principles had been formulated but this could not be shared with colleges unless BFELG presented it themselves.

The Principal/CEO stated that she was supportive of the ten principles and suggested the Board reflect on these and explore how the College is supporting them and showcase/share good practice where appropriate. The CTO added that a lot of work was taking place internally and looking at self/assessment and key priorities would be a good way to take this forward.

The Board agreed that they were supportive of the principles. The Chair advised that the Board accept the principles and respond with the actions the College is proposing to take. This was agreed.

SF agreed with the Chairs position but questioned whether the College should also ensure it was signed up to other EDI charters. The Principal/CEO advised that the College was signed up to the Borough charter.

It was agreed that the CTO would prepare a paper for the July Corporation meeting to identify the progress internally against the ten principles, highlight any hot spots and provide some suggested actions.

Action: That the CTO provide a report addressing progress against the ten principles for the July Corporation meeting.

College staff withdrew from the meeting.

7. Corporation Membership

The Chair referred to the paper providing feedback on skills sets required within the Board and asked Governors to consider whether there were any suitable contacts within their own networks.

AB stated that there were people within local universities who could be approached and suggested a short briefing paper with an overview of the College etc be provided to Governors to pass on to any potential candidates. This was agreed.

The Chair stated that he would resign from his position as from the July Corporation meeting and the intention was to handover to the Vice-Chair to take the role as Chairman. The Vice-Chair advised that he would be sorry to see the Chairman leave and this was strongly echoed by the Board. He noted that he was able to commit to a further two years more to his term office to provide stability as Chair but to be able to move forward with a view that if the right candidate or someone stepped forward in that time he would happily stand aside or work with them until they were confident to take the role. Finding a Chair could not be a quick fix.

The Vice-Chair withdrew from the meeting.

The Principal/CEO advised that in the context of the challenges and opportunities ahead, the College needed to seize opportunities to strengthen the Board. She endorsed the Vice-Chair taking over as Chair to enable stability for transition and until the point in which the College recruited to a permanent full term appointment – a stop gap approach would not be appropriate.

AB advised that for clarity the resolution should include that the Vice-Chair would be in post for no more than two years and step down when a new Chair has been appointed and in position. This was agreed.

Detailed discussion took place and the Corporation approved the following: That the Vice-Chair be appointed as Chair of the Corporation as from the July Corporation meeting for a period of no more than two years pending the appointment of a permanent Chair. Recruitment for a Chair to commence in Autumn 2021. It was agreed that the Vice-Chair's term of office also be extended for a further two years as this was due to expire in October 2021.

The Vice-Chair returned to the meeting.

The Chair relayed the Board's decision to the Vice-Chair and conveyed the Board's appreciation of the offer to take the Chair. The Vice-Chair accepted the Board's decision.

It was noted that the once the Vice-Chair commenced the role of Chair there would be immediate vacancies for a Vice-Chair and Chair of Audit Committee that needed to be considered.

Resolved: That the Vice-Chair be appointed as Chair of the Corporation as from the July Corporation meeting for a period of no more than two years pending the appointment of a permanent Chair. Recruitment for a Chair to commence in Autumn 2021.

Action: Briefing paper to be prepared for Governors to provide to potential Governor candidates.

8.	<p>AoB</p> <p>The CGO reported that self-assessment had been scheduled to be discussed at this meeting but had been withdrawn from the agenda to allow sufficient time for discussion. A separate meeting to discuss the outcome of the self-assessment process, compliance against the Code of Governance and governance implications of the White Paper would be convened prior to the July Corporation meeting.</p> <p>The CGO advised that the Internal Auditors had confirmed that the electronic signing of Corporation and Committee Minutes was acceptable and suggested that the Instrument & Articles being amended to allow for electronic signatures to be used in instances where manual signing could not be undertaken. This was agreed by the Corporation.</p> <p>The Vice-Chair stated that the green agenda, infrastructure and estates had not been included in the priorities and a forward view of where the College was going was required. The Chair stated that this needed to be factored into the plan for next year. The Principal/CEO advised that the next strategy day will feature a number of new strategies but it was difficult to undertake the infrastructure strategy until the TLA plan was complete.</p>
Date and time of next meeting – Tuesday 6 July 2021, 4pm	

The Chair thanked all those in attendance for their contributions and the Principal/CEO thanked Governors for their feedback. The meeting closed at 17.35pm.

Agenda Item	Action	Responsibility	Timescale	Update
3.	OfS correspondence to be issued to the Corporation for feedback.	CGO	ASAP	Complete
4.	Applications report to be presented at the June Performance & Standards Committee Meeting.	CGO/COO	June 2021	
6.	Report on progress against BFELG 10 principles to be presented at the July Corporation meeting.	CTO	July 2021	
7.	Briefing paper to be prepared for Governors to provide to potential Governor candidates.	CTO	ASAP	
8.	Instrument & Articles to be amended to allow for electronic signatures.	CGO	ASAP	
8.	Separate meeting to discuss self-assessment to be convened prior to the July Corporation meeting.	CGO	July 2021	

Signed.....
Mark Farrar (Chair)

Date.....

