

Minutes of the Meeting of the Board of Corporation

Date:	Wednesday 20 October 2021	Room number	Boardroom
Present:	Mark Bass (Chair) Andrew Brown (Vice-Chair – as from agenda item 1) Yvonne Kelly (Principal/CEO) Forhad Altafi (FA) (Staff Governor) Evelyn Carpenter (EC) Stuart Fraser (SF) Nick Kavanagh (NK) Bim Osunsami (BO) Bal Panesar (BP) (via Teams) Doug Trengove (DT) (Staff Governor)		
In attendance:	Graham Hough (Chief Finance Officer) Jason Turton (Chief Operating Officer) Maxine Deslandes (Director of Finance & Estates) Victoria Eastwood (Chief Governance Officer) Caryn Swart (Consultant) Agenda Item 10 only (via Teams) Amy DeCampos (Head of Safeguarding) Briefing only		
Apologies	Carole Ditty, Talha Ahmad		

Safeguarding Briefing – Amy DeCampos, Head of Safeguarding

Key points included:

- Keeping Children Safe in Education – September 2021 – Key changes/summary
- Sexual harassment/violence
- Ofsted
- Whole College approach
- All resources available on staff learning hub
- 2020-21 annual summary
- CPOMS software acquired to improve recording and information sharing software
- 2021-22 statistics to date re volume and types of concern
- Operation Encompass

EC asked how self-harm issues were addressed and how the Safeguarding Team felt about the high number of referrals. The Head of Safeguarding replied that the issues were tackled as best as possible but there were a lot of social factors involved especially social media. The key was educating learners about the potential risks of online materials etc. The College's Safeguarding team offered counselling and support but at present would not actively refer a learner to any mental health services, instead would ask a parent/carer to take them to a GP for referral. It was noted, however, that forthcoming mental health training may change this position.

In response to a query from EC, the Head of Safeguarding confirmed that trauma informed learning had formed part of external training last year and this was being considered for follow up training as wider knowledge was needed amongst staff.

It was agreed that EC and the Head of Safeguarding would follow up outside of the meeting regarding the College's links with CAMHS.

The Head of Safeguarding informed the Corporation on the benefits of Operation Encompass and the process for the College to register, including Board approval. After discussion, Board approval for the College to register and be included in the Operation Encompass system was agreed. The Chair reminded Governors that safeguarding was a Board responsibility and not solely the responsibility of the Head of Safeguarding and the team.

Approved: The Board approved the College to register to and be a part of the Operation Encompass initiative.

The Head of Safeguarding left the meeting.

1.	<p>Annual appointment of Chair and Vice-Chair of the Corporation <i>MB and AB declared an interest.</i> The Chief Governance Officer (CGO) reported that Mark Bass had been appointed as Chair of the Corporation in July 2021 when the previous Chair resigned at the end of his term of office. However, as this was the first meeting of the academic year, Governors were asked to re-approve Mark's appointment as Chair. This was unanimously approved.</p> <p>The Corporation were advised that Andrew Brown had agreed to take on the role of Vice-Chair to the Corporation for the 2021/22 academic year. This was unanimously approved.</p> <p>Approved: That Mark Bass be re-appointed as Chair of the Corporation and Andrew Brown to be appointed as Vice-Chair of the Corporation for the 2021/22 academic year.</p>										
2.	<p>Welcome and apologies for absence The Chair welcomed all present to the meeting and introductions were made by Bim Osunsami and Nick Kavanagh. Apologies for absence were received from Carole Ditty and Talha Ahmad.</p>										
3.	<p>Declarations of Interest Governors were reminded of their responsibility to declare an interest in relation to specific items on the Agenda if appropriate. Mark Bass and Andrew Brown declared an interest in agenda item 1.</p>										
4.	<p>Minutes of the Previous Meeting of the Corporation – 6 July 2021 and Notes from the September Development Event</p> <p>The Minutes of the Meeting held on 6 July 2021 and Notes from the September Development Event were agreed as a true and accurate record.</p> <p>Approved: That the Minutes of the Meeting held on 6 July 2021 and Notes from the September Development Event were agreed as a true and accurate record.</p>										
5.	<p>Matters arising</p> <p>An update on outstanding actions from the July Corporation meeting was provided:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; padding: 5px;">Agenda Item</th> <th style="text-align: left; padding: 5px;">Action</th> <th style="text-align: left; padding: 5px;">Responsibility</th> <th style="text-align: left; padding: 5px;">Timescale</th> <th style="text-align: left; padding: 5px;">Update</th> </tr> </thead> <tbody> <tr> <td style="padding: 5px;">8.</td> <td style="padding: 5px;">Key assumptions in the budget to be tested through</td> <td style="padding: 5px;">CFO</td> <td style="padding: 5px;">October 2021</td> <td style="padding: 5px;">Completed/ Ongoing</td> </tr> </tbody> </table>	Agenda Item	Action	Responsibility	Timescale	Update	8.	Key assumptions in the budget to be tested through	CFO	October 2021	Completed/ Ongoing
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	Policy & Resources Committee and Corporation meetings going forward.			
17.	Code of Governance action plan to be considered at the Board Development event.	CGO	September 2021	Complete
Development Event	Corporation to provide feedback on Training Plan	All	ASAP	Complete

The Chair advised that ratification of approval (initially sought via email due to the summer break) of the following was requested:

Corporation training plan
Dissolution of STAR Subsidiary
Appointment of the Chief Finance Officer

Approved: The Corporation ratified the approval of the Corporation Training Plan 2021/22; dissolution of the STAR Subsidiary and appointment of the Chief Finance Officer.

The Chair further advised that the Corporation were asked to approve amendments to the College's bank mandate with Barclays Bank PLC. The changes to remove four previous members of staff from the mandate and to appoint Graham Hough, Chief Finance Officer, as a signatory were explained to the Corporation and a copy of the Global Banking Authority was provided for reference. This was unanimously approved.

Approved: The Corporation approved the contents of the Global Banking Authority to remove the four specified signatories and appoint the Chief Finance Officer as a signatory.

6. Chair's Actions

There were no Chair's actions.

7. Black FE Leadership Group (BFELG) Discussion

The Chair reported that the Board had previously discussed the BFELG principles but he had been approached directly to ask whether the Board wanted to engage with the diagnostic tool and had discussed this with the Principal/CEO. One of the concerns was that the assessment was kept very closed and the cost of c£10,000 which would be preferable to spend within the College.

After discussion it was agreed that the Corporation were working on their own way forward for the four streams of curriculum, culture, climate and communications and the ten points included within through the EDI route and therefore did not wish to directly engage with the diagnostic tool at this time.

Agreed: That the Corporation did not want to engage with the BFELG diagnostic tool at this time.

Action: The Chair to draft a response to the BFELG for comment/ approval by the Board to be sent w/c 25th October. CGO to circulate

8. Search & Governance Committee Report to the Corporation

The Chair reported that the Board had undertaken many conversations on evolution and succession planning and expanding the Board and ensuring diversity through all channels was key.

The Chair provided background on each candidate interviewed through the Search & Governance Committee in addition to the CV's that had already been circulated. The recommendation was to

appoint four of those candidates to the Board of Corporation and relevant Sub-Committee and that the skills of one of the candidates did not match the Board's requirements at this time.

After detailed discussion, **the Corporation approved the following appointments each for a one year term of office to allow review from both parties:**

Michael Going to be appointed to the Board of Corporation and Policy & Resources Committee

Swati Toshniwal to be appointed to the Board of Corporation and Performance & Standards Committee

Charles Tennant to be appointed to the Board of Corporation and Performance & Standards Committee

Jahaid Zaman to be appointed to the Board of Corporation and Audit Committee

Discussion took place on the diversity of the Board and it was noted that this had been considered throughout the recruitment process and an updated skills matrix/age profile would be provided by the CGO. The Chair added that recruiting to the Board was an ongoing process and the Audit Committee still required further strengthening.

The Corporation were informed that Andrew Brown had agreed to extend his term of office to December 2022 and were asked to approve this as recommended by the Search & Governance Committee. Andrew's appointment was unanimously approved and he was thanked for his dedication and commitment to the Corporation.

Approved: Andrew Brown's term of office to be extended to December 2022. Membership of Sub-Committees and Subsidiaries to run concurrent with the revised term of office.

The CGO provided an update on recruitment of Student Governors advising that she had been approached directly by one student and elections were also taking place through the Student Union. It had been agreed that, going forward, the role of Student Governor would be included in the job description of the Student Union President. It was anticipated that Student Governors would be in place for the December Corporation meeting and also that other ways of engaging with the Student Union were being explored.

The Chair updated the Corporation on the recruitment process for Chair of the Board, advising that informal interviews had taken place with two potential candidates to allow them to ask questions about the College and the Board in order to decide whether to formally apply for the role. A further interview was scheduled for November 2021. The CGO stated that the appointment of the Chair was a Board responsibility and once candidates had been confirmed, the Board would be further engaged in the process.

Action: CGO to provide updated skills matrix including age profile.

9. Recruitment Update

The Principal/CEO reported on the recruitment process for the Chief Transformation Officer's replacement and the current applications received.

Learner Recruitment

The Principal/CEO provided an update on the current recruitment position, highlighting the following key points:

16-18

- Current enrolments against target – target critical if not hit by the 1 November 2021 would impact on next years allocations.
- Work taking place to model implication as from 1 November 2021 as shortfall would lead to drop in income.
- Key was keeping learners, ensuring new learners, meeting with the Borough re NEET's.

- Building services, creative, digital are well subscribed.
- Low demand areas include hair and beauty, engineering

Adult

- Working to profile
- Adults have some reluctance to re-engage since Covid.
- Allocation has increased with flexibilities carried over.
- Work in progress and will report to each Performance & Standards Committee.
- Return to 97% threshold and working hard to achieve.
- Advanced learner loans have declined although some areas doing quite well eg nursing/midwifery – hoping to mitigate with January starts.
- FCR – should hit profile by the end of the year but big areas are electrical and plumbing. FCR set against free level 3 programmes which could impact recruitment.

Apprenticeships

- Apprenticeships – carry in value is lower – generally started ok for September, 33 enrolments pending.
- Some apprentices are still finishing therefore employers are not taking on the volume they would have previously.
- Incentives extended until March.

The Principal/CEO added that if the College was not recruiting to profile it would benefit to have a proportion of agency staff.

The Chair queried why some of the data was provided in numbers and some in monetary terms. The Principal/CEO replied that numbers had been provided for 16-18 but adults were funded by programme size. It was agreed that a trend profile would be provided as a headline in future reports alongside a glossary of terms.

Action: Trend profile to be included in future recruitment reports. Glossary of terms to also be provided.

10. Benchmarking Report

CS joined the meeting.

SC provided a brief overview of benchmarking activities in the College to date and future plans:

- Overview of benchmarking activity
- Financial benchmarking key findings – core analysis (BDC ratio v London Colleges)
- Financial benchmarking key findings – pay costs
- Financial benchmarking key findings – other costs
- Governor dashboard - prototype

In response to a query from the Chair, CS advised that exact timescales would be provided.

EC queried the position of core costs. CS replied that the College's ration was good compared to London Colleges and the core margin was 7% more favourable. The College was much leaner on nonteaching related costs and the estate performed more efficiently in comparison to others.

BP asked for clarity on the sample size for the London grouping. CS responded that Tribal worked with the majority of London providers and benchmark with similar size organisations within the London area. Information on institutions involved to be provided.

	<p>BP stated that staff utilisation and effectiveness in terms of timetables had only previously been seen at aggregate level. The Principal/CEO advised that staff utilisation was included within the balance scorecard. CS added that the purpose of the dashboard was to ensure that quality indicators were considered alongside financial indicators.</p> <p>Action: CS to provide timescales and details of institutions.</p> <p>Agreed: That the current position be noted.</p> <p><i>CS was thanked for the report and left the meeting.</i></p>
<p>11.</p>	<p>OfS Re-application Update</p> <p>The Principal/CEO highlighted the following updates on the OfS re-application:</p> <ul style="list-style-type: none"> • Sections nearly finalised- student consultation to take place re student protection plan • Reviewed roles and responsibilities • Looked at structures re management and governance • New requirements re Freedom of Speech • HLS Performance Board • Pathways being developed <p>In response to a query regarding costs, the Principal/CEO advised that legal advice had only been briefly sought and the majority of the work had taken place internally. The cost for the QAA review was c£2.5K and the total cost for the re-application would be c£10K.</p> <p>The Principal/CEO advised that the re-application would be completed by the end of October and welcomed oversight from a small group of Governors to review the application. CGO to follow up.</p> <p>Thanks were recorded to CS, the Director of Finance & Estates and CGO on their work on the application to date.</p> <p>Agreed: That the current position be noted.</p>
<p>12.</p>	<p>ELIOT – Review Update</p> <p>The Chief Operating Officer (COO) updated the Corporation on the following:</p> <ul style="list-style-type: none"> • Review looking back at next year • Year 5 targets • Breakdown for all courses • Key areas – engineering and digital • Growth in digital • Heavy investment in engineering • Engineering not recruited at Level 3 – action plan in place to address issues • Digital – growth at Level 4 • Photography – adapted to moving image to align to Eastbrook studios • Retention 95% • Plans in place for L4/5 • Break out spaces within ELIOT • Investments • Links with Film LBB and Leader of the Council • Links with employers • TSAG <p>The Corporation were informed that a joint role for Director of IoT was being considered. Discussion then took place regarding London East and the College working together.</p>

	Agreed: That the current position be noted.
13. Management accounts end September 2021	<p>The Chief Finance Officer (CFO) highlighted the following:</p> <ul style="list-style-type: none"> • 16-18 money guaranteed for this year • Need to ensure money in place for next year • Focussing on analysis on high level courses to counteract loss due to student numbers • Adult learning buoyant and tends to pick up as the year goes through • No red flags at present <p>SF referred to the break even budget set in July and queried whether this was still on track. The CFO responded that the position remained the same but catering services had reopened on site and it was anticipated that this income would also be included. The Principal/CEO added that operational reviews were taking place to ensure staff were fully utilised.</p> <p>EC stated that there was project money assisting the budget to balance but there would be an issue when that money finished. SF added that there were threats to any budget and going forward the Board would benefit from more narrative around threats and opportunities and what Governors needed to focus on.</p> <p>The Vice-Chair stated that there was a need to better understand which numbers were lagged funding and where money was being lost in real time. If targets were not met then costs could be taken out of the system but then this would impact the following year. Implications of under recruitment in particular areas was more crucial than others. The Principal/CEO advised that horizon scanning would take place at the strategy day to look back on distance travelled and forward to the next two years.</p> <p>BP stated that the format of the management accounts needed to change and be improved. Drivers to establish what could and couldn't be moved needed to be visible and physical number comparisons for the previous year were required. Pay costs were a key driver but only three lines within the accounts focussed on costs and this needed to be rebalanced; debtor days also needed to be more realistic.</p> <p>EC stated that, as Chair of the Policy & Resources Committee, it was problematic to receive papers so late and papers must always be received well in advance to ensure sufficient time to get behind all of the detail. It was agreed and noted that papers would not be tabled for future meetings and the importance of timely papers was accepted.</p> <p>Agreed: That the current position be noted. Future reports to be provided in a timely manner.</p>
14. Policy & Resources Committee Report including key budget assumptions	<p>The Chair of the Policy & Resources Committee presented the report, highlighting key points for discussion from the meeting.</p> <p>Approved: The Corporation ratified approval of the Policy & Resources Committee Terms of Reference and cycle of business for 2021/22.</p>
15. EDI Update	<p>In the absence of the Chief Transformation Officer, this agenda item was deferred to the next meeting.</p> <p>Agreed: That the EDI update be deferred to the December Corporation meeting.</p>
16. GDPR Update	<p>The CGO provided an update on the current position, advising that a revised action plan for 2021/22 was being finalised. The GDPR Committee were scheduled to meet at the end of the week.</p>

	Agreed: That the current position be noted.
17. Audit Committee Report to the Corporation	The Chair of the Committee reported on key points from the meeting advising that previously red rated recommendations had now been graded as amber in the Learner numbers internal audit report. Approved: The Corporation ratified approval of the Audit Committee Terms of reference and cycle of business for 2021/22.
18. Corporation Schedule of Business and Review of Statement of Governance/Terms of Reference 2021/22	The CGO reported that the schedule of business had previously been emailed to the Corporation for comment and all suggestions had been included in the version presented. The proposed changes to the Statement of Governance/Terms of Reference were agreed. Approved: The Corporation Statement of Governance/Terms of Reference and schedule of business 2021/22 were approved.
19. Review of Confidential Minutes 2020/21	The Corporation agreed that all Minutes should remain confidential for a further 12 month period. Approved: That the confidential Minutes for 2020/21 and previous Minutes pertaining to OfS discussions remain confidential to be reviewed in twelve months time.
20. AoB – ESFA Letter to Accounting Officers	The Chair highlighted the focus within the ESFA letter on Audit and Board responsibility. Agreed: That the contents of the letter be noted.
21. Strategic Planning Event Agenda – 1 November 2021	The Chair advised that sufficient time would be available after lunch at the Strategic Planning event to allow detailed discussion on the presentations during the day and particularly the strategy of the College.
22. Self-assessment of meeting	The Chair stated that summaries of some of the reports had improved and reiterated the need to ensure papers were on time. An online assessment form would be issued for Governors to complete.
23. Date and time of next meeting – Corporation Strategy Event 1 November 2021	

Good bye to Maxine – formally on behalf of the Board – personal thanks and Board thanks.

The Chair thanked all those in attendance for their contributions. The Chair recorded his thanks formally on behalf of the Board and personally to the Director of Finance & Estates who was leaving the College. The meeting closed at 8.15pm.

Agenda Item	Action	Responsibility	Timescale	Update
7.	The Chair to draft a response to the BFELG for comment/ approval by the Board to be sent w/c 25th October. CGO to circulate	Chair/CGO	w/c 25.10.21	Completed

8.	CGO to provide updated skills matrix including age profile.	CGO	ASAP	In progress now recruitment is completed
9.	Trend profile to be included in future recruitment reports. Glossary of terms to also be provided.	Principal/CEO CGO	December meeting	
10.	CS to provide timescales and details of institutions.	CS	ASAP	Completed

Signed.....
Mark Bass (Chair)

Date.....