

**MINUTES OF THE CORPORATION BOARD MEETING**  
**HELD ON FRIDAY 16 OCTOBER 2020 VIA MICROSOFT TEAMS**

**PRESENT:**

Lillian Croston	Chair
Paul Levet	Vice Chair
Dr Fazal Dad	Principal and Chief Executive
Mark Allanson	Member
Geoff Disley	Academic Staff Governor
Catherine Hill OBE	Member
Paul Fleming	Member
Chris Johnson	Member
Michael Lee	Business Support Staff Governor
Paul Morris	Member
Roger Spensley	Member

**IN ATTENDANCE:**

Jennifer Eastham	Vice Principal: Finance and Corporate Services
Nicola Clayton	Director: Business Development and External Engagement
Andrew Pickles	Assistant Principal: Student Support and Engagement (Item 19)
Andrew Gadsdon	Head of Quality and Standards (FE and WBL) (Item 17)
Chris Hepworth	Head of Quality and Standards (HE) (Item 18)
Jean Tracy	Clerk to the Corporation

It was **AGREED** that the meeting would begin at 13:45 and noted that the meeting was quorate.

**1. APOLOGIES FOR ABSENCE**

Apologies for absence were received from Professor Waqar Ahmed, Kathryn Lord, Shru Morris, Glenys Pashley-Crawford, Arif Patel and Steve Waggott.

**2. DECLARATION OF CONFLICTS OF INTEREST**

The Chair advised those in attendance that should members of the Corporation Board become aware of any potential conflicts of interest, they should be disclosed at the earliest opportunity during the meeting.

**3. MINUTES OF THE CORPORATION BOARD MEETINGS HELD ON 3 JULY 2020 & 22 JULY 2020**

The minutes of the Corporation Board meetings held on 2 July 2020 and 23 July 2020 were **ACCEPTED** as a true and accurate record and were duly signed by the Chair.

**4. MATTERS ARISING**

There were no matters arising, the Board having noted the status of actions from the previous meeting.

The Chair informed the Board that the election of the FE and HE Student Governors was currently taking place and their appointment would be brought to the Board at its meeting in December 2020.

## **5. SUCCESSION PLANNING**

- (i) BOARD/COMMITTEE VACANCIES**
- (ii) REVIEW OF COMMITTEE MEMBERSHIP**
- (iii) REVIEW OF SUCCESSION PLANNING POLICY**

Board members considered the paper and noted the update in relation to Board and Committee members and the possible co-opted member of Learning and Quality Committee. The Board **APPROVED** the recommendation of the Governance Panel that the number of members of the Remuneration Committee should be set at three.

The Board also **APPROVED** the amendments to the Succession Planning Policy to reflect the agreed term of office and number of terms of office which a Board member could serve, and the changes to the Board Standing Orders in relation to Chair's action.

### **(iv) GOVERNOR SELF-ASSESSMENT AND APPRAISAL OF THE CHAIR**

Governors would be asked for their feedback on the process and suggestions to improve for the future. Training requests had been noted and would be taken forward.

It was noted that the Vice Principal: Finance and Corporate Services would be involved in a fire practice and the Board therefore agreed that the agenda order would be amended. The minutes would reflect the order in which the items were considered.

## **7. (iv) CORPORATION POLICY ON PUBLIC ACCESS TO MEETINGS AND PUBLICATION OF MINUTES AND PAPERS**

The Board **APPROVED** the Corporation Policy on Public Access to Meetings and Publication of Minutes and Papers, noting that no changes to the Policy had been proposed.

## **7. (v) SCHEME OF DELEGATION**

The Scheme of Delegation had been updated to include reference to the latest Post-16 Audit Code of Practice, the ESFA Funding Contract, delegated authority to Learning and Quality Committee for the approval of the Careers Education, Information, Advice and Guidance Strategy and the monitoring and oversight by Learning and Quality Committee in relation to OfS.

The Board **APPROVED** the Scheme of Delegation, the amendments being as detailed.

## **9. REVIEW OF TERMS OF REFERENCE – REMUNERATION COMMITTEE**

As minuted above, the Board had approved the change in the number of members of Remuneration Committee. The Clerk to the Corporation informed the Board that no other changes were proposed at this time and that the Remuneration Committee would consider its progress against its terms of reference at its next meeting.

## **10. CHAIR'S REPORT**

The Chair noted that the Principal and Chief Executive, the Vice Principal: Finance and Corporate Services and the Clerk to the Corporation had all been very busy dealing with College matters over the summer. She wished to thank them and all College staff for all they had been doing, noting that the College was a large and complex organisation and that just

managing day to day operations was a demanding task. Covid-19 had affected all staff, new ways of working had been set in place almost overnight and had shaken education to the core. Particular thanks were extended to the Principal and Chief Executive and Vice Principal: Finance and Corporate Services who had handled the brunt of the changes necessary. The Chair stated that, as Governors, they had a duty to challenge the College leaders but that at this time they also needed to be cherished and supported.

The Chair also wished to thank the Principal and Chief Executive, Vice Principal: Finance and Corporate Services and Vice Chair of the Corporation for their work in relation to St Mary's College.

College Managers were thanked for the work involved in the preparation of the Board papers.

## **11. REPORT FROM THE PRINCIPAL AND CHIEF EXECUTIVE**

The Principal and Chief Executive thanked the Chair for her comments, noting that it had been a team effort and that managers were working to ensure the best for the students whilst at the same time, taking College staff with them.

The Principal and Chief Executive then presented his Report. The overall student performance in Further Education showed an overall improvement of 7.6 percentage points against the 2018/19 figures, it being noted that 66 results were still outstanding. The current performance was also above the national average and, over the last two years, demonstrated an improvement of 11.4 percentage points.

The areas of learner achievements which need to further improve in the current year were detailed in the Report. The Principal and Chief Executive also acknowledge the staff commitment and dedication in improving the overall quality of education.

The Report also covered achievement rates for Apprenticeships and High Needs students, both of which had also further improved. Functional skills and GCSE Maths and English grades also showed improvement, though it was noted that the College would be working to improve the GCSE Maths and English grade 4 – 9 percentage. The Principal and Chief Executive informed the Board that 440 resit examinations would take place in November.

The Board noted the information provided in the Report on the positive impact of the investments made in supporting classroom teachers to raise the standards of teaching, learning and assessment and on the work of the Quality Leads. The Principal and Chief Executive would forward the Ofsted Interim Visit Report, when received, commenting that the visit had been a positive experience with managers working well together across the College.

Information on the overall retention and achievements of HE students was considered. Detailed analysis of both had shown a continued decline. The Principal and Chief Executive stated that this performance was unacceptable and thus a wholesale review was being undertaken, as had been discussed at the Strategic Seminar.

The Chair congratulated the College on the improvements being made, noting the work to be undertaken to effect further improvements across all areas of provision.

## **6. (i) RISK MANAGEMENT – RISK REGISTER**

The Board considered the Report, as presented by the Vice Principal: Finance and Corporate Services, which had also been considered by both the Executive Team and Audit Committee. Four risks remained 'red' and that relating to 'failure to deliver cost savings' had been added, as previously notified to the Board. The Report provided information on the reasons for this inclusion and it was noted that actions plans were in place to mitigate.

The impact of Coronavirus was affecting the College generally in terms of Government funding, recruitment, retention, quality, student results, staff morale and well-being together with the impact to the finances.

**(ii) RISK MANAGEMENT ANNUAL REPORT 2019/20**

The Report, which had previously been reviewed by Audit Committee, summarised the College's risk management activities in the year, including the overall operational environment. Detail on the key risks during 2019/20 was provided in the Report and considered by the Board. The Board **APPROVED** the Risk Management Annual Report 2019/20, as recommended by Audit Committee.

**(iii) ANNUAL REPORT OF THE AUDIT COMMITTEE 2019/20**

The Vice Principal: Finance and Corporate Services informed the Board that the Annual Report of the Audit Committee followed a format as prescribed by the Post-16 Audit Code of Practice and that the Annual Report had to be submitted to the ESFA with the accounts. The Vice Principal: Finance and Corporate Services confirmed that the Audit Committee had met its obligations over the 2019/20 academic year.

On the recommendation of Audit Committee, the Board **APPROVED** the Annual Report of the Audit Committee 2019/20. The Report would be signed by the Chair of Audit Committee.

**(iv) AUDIT COMMITTEE TERMS OF REFERENCE**

The Board considered the amendments to the Audit Committee Terms of Reference made to ensure compliance with the revised Post-16 Audit Code of Practice, noting that these were changes to wording and did not materially change the Terms themselves. The Board was also asked to give delegated authority to Audit Committee to approve the External Audit Annual Plan, this having been raised by the Board at its meeting in July 2020.

It was noted that Audit Committee's performance against its Terms of Reference had been included in the Annual Report of the Audit Committee.

The Board **APPROVED** the changes to Audit Committee's Terms of Reference as recommended by Audit Committee, and to allow approval of the External Audit Annual Plan to be undertaken by Audit Committee.

**7. (i) DRAFT FINANCIAL MANAGEMENT ACCOUNTS 2019/20 INCLUDING FINAL UPDATE AGAINST BUDGET FOR 2019/20**

The Vice Principal: Finance and Corporate Services presented the Report, it being noted that this had been considered by Policy and Resources Committee at its meeting on 28 September 2020.

The draft operating deficit, which given the challenges of recruitment, Covid-19 and the higher than expected pension fund charges, compared well to the budgeted surplus, reforecasts and forecast out-turn as presented to Governors throughout the year. Cash balances had improved but the increased pension fund deficit had resulted in a breach of covenant with Santander. Management had been in touch with Santander, who had many colleges in the same scenario, and were confident that a resolution would be achieved within the six months period.

Information in the Report also covered pay costs and an analysis of the KPIs, income and expenditure including explanations for the main variances to the full year forecast out-turn were included in the appendix to the Report.

The Vice Chair of the Corporation congratulated the College, and particularly the Vice Principal: Finance and Corporate Services and her team.

## **(ii) MODERN SLAVERY ACT (RE BOARD STATEMENT)**

Under the Modern Slavery Act 2015, the College was required to produce a statement setting out the steps taken to ensure there was no modern slavery in either its own business or supply chains. The statement remained unchanged from the previous year.

Having considered the Report, the Board **APPROVED** the Slavery and Human Trafficking Statement, noting that this would now be signed by the Principal and Chief Executive and uploaded to the College web site.

## **(iii) CONSIDERATION OF GOING CONCERN**

The Corporation Board received a Report to consider the current 'going concern' situation of the College, in line with the fundamental accounting concept in the preparation of the Financial Statements. The Report had been considered by the Policy and Resources Committee at its meeting on 28 September 2020.

The Report detailed key factors to provide Governors with assurance in assessing 'going concern' to prepare the accounts on a 'going concern' basis, these included: Forecasts/Budgets; Capital Projects; Pension Costs; Funding; Borrowing requirements; existence of Contingent Liabilities or the Political Environment.

The Corporation Board noted the recommendation from Policy and Resources Committee and was advised that there were no material uncertainties leading to significant doubt about going concern and **APPROVED** that a statement to this effect would be included within the Financial Statements.

## **12. COVID-19 UPDATE: QUALITY, FINANCE AND BUSINESS OPERATIONS**

The Report provided an update on the impact of Covid-19 on College business. As previously requested by the Board, the Report had also be considered by Learning and Quality Committee and Policy and Resources Committee at meetings held in September 2020.

The Board noted that the DfE guidelines continued to stipulate a face-to-face delivery in educational premises. Detail on the focus of the College on maintaining staff and students' safety whilst continuing to provide a high quality of education was provided and noted by the Board.

The financial position was as per the Report and included information on the financial deadlines, challenges and mitigation deployed. Whilst recruitment in FE was largely on target, recruitment in HE was below target and was not expected to improve significantly. Current Apprenticeship enrolments were broadly in line with the last academic year, but the challenge would be to ensure that the overall apprenticeship target was met.

A member of the Board asked whether the College had a plan to deal with the small nucleus of staff who were not following the guidance in relation to Covid. The Principal and Chief Executive informed the Board that managers were now re-visiting all classes to check that procedures were being followed. A recent fire evacuation had highlighted areas for further improvement which were now being taken forward.

A member of the Board commented that not wearing masks was a problem with young people across the Borough and on the potential damage to the College's reputation of its students being seen in The Mall not wearing face coverings. He commented that all parties needed to work to change the culture. The Principal and Chief Executive concurred with the comments made.

The Director: Business Development and External Engagement provided an update on the work being done with The Mall and that an improvement in the situation was being seen.

### **13. STAFF GOVERNORS' REPORT**

The Business Support Staff Governor noted that a number of items raised in the Report had already been discussed. These covered wearing of face coverings, working from home and the impact on recruitment.

The Academic Staff Governor raised concerns that Risk Assessments had not been acted upon. The Principal and Chief Executive asked that the Academic Staff Governor forward the specific details and said that this would be followed up outside the meeting. He confirmed that the College was following Government guidance but that each case would be looked at individually to ensure staff felt safe.

### **14. GOVERNOR CHAMPIONS' UPDATE**

There were no comments from the Governor Champions, it being noted that safeguarding had already been covered.

### **8. HUMAN RESOURCES (HR) ANNUAL REPORT**

The Vice Principal: Finance and Corporate Services presented the Report, it being noted that this had been considered by both the Executive Team at its meeting on 7 September 2020 and Policy and Resources Committee at its meeting on 28 September 2020.

The Report provided a summary of core HR data sets for the period 1 August 2019 to 31 July 2020 and, where appropriate, monitoring data against the protected characteristics as defined within the Equality Act 2020. Taking account of comments received from Board members, the Report had been reduced to that previously presented and Board feedback was welcomed.

A member of the Board requested and it was **AGREED** that comparison data in relation to BAME for Blackburn with Darwen and East Lancashire would be included in the next report.

**Action: Vice Principal: Finance and Corporate Services**

The College processes for and the cost of providing cover for staff absence was explained in response to a question from a member of the Board.

A question relating to the long and short-term sickness figures received from a member of the Board prior to the meeting and the College response had been included in the papers.

### **15. STUDENT RECRUITMENT 2020/21**

The Vice Principal: Finance and Corporate Services presented the Report and also provided information on current figures in relation to FE, Apprenticeships, HE and Commercial. The Report also contained detail on actions being taken in relation to recruitment.

The questions in relation to 19+, Apprenticeship and HE enrolments raised by a member of the Board prior to the meeting and College responses had been included in the papers.

In answer to a question from the Chair, the Vice Principal: Finance and Corporate Services confirmed that the College collected data on the reasons why students leave and that these are followed up with the relevant staff. Staff performance would also be taken into consideration, as necessary.

The College was asked if, in relation to Apprenticeships, it had any data sets which could be shared with employers to help them to shape how to move forward. The Director: Business

Development and Employer Engagement informed the Board that the College was already working with the Council – for example, changes to delivery had been made – and would look into this further.

**Action: Director: Business Development and Employer Engagement**

## **16. COLLEGE KEY PERFORMANCE INDICATORS**

### **(i) 2019/20 YEAR END**

The Report gave the College's pre-finalisation position against the Key Performance Indicators (KPIs) for 2019/20 and, as requested by the Board at its meeting on 3 July 2020, included the direction of travel. Information was provided in the Report on the explanations and reasons for those KPIs which were under target.

The KPIs had also been discussed at meetings of both Policy and Resources and Learning and Quality Committees.

### **(ii) PROPOSED TARGETS 2020/21**

The proposed KPIs, together with benchmark data or national averages, and targets for 2020/21 were contained in the Report. As requested by Learning and Quality Committee, the snapshot targets had been removed and student progress would be monitored via other means.

The questions in relation to room utilisation raised by a member of the Board prior to the meeting and College responses had been included in the papers. It was **AGREED** that where possible and appropriate, a column showing national percentages would be included in future reports.

**Action: Vice Principal: Finance and Corporate Services**

A discussion took place on the proposed targets for Ofsted Overall Effectiveness Grade and TEF score. It was **AGREED** that the Principal and Chief Executive would review these targets, and that for HE completion rates and would report back to the Board for approval

**Action: Principal and Chief Executive**

***The Head of Quality and Standards (FE and WBL) joined the meeting.***

## **17. FE COLLEGE QUALITY IMPROVEMENT PLAN 2020/21 – FIRST DRAFT PRIOR TO VALIDATION**

The Report provided the Board with a first draft of the Quality Improvement Plan 2020/21. The Report had been considered by Learning and Quality Committee at its meeting on 1 October 2020. The Committee had requested that the Plan be amended to include an action around the maintenance and further development of digital learning in line with progress made during the Covid-19 lockdown.

The Plan would be reviewed regularly and would drive quality processes and procedures in the College. As in previous year, updates on progress would be reported regularly to the Board and to Learning and Quality Committee.

In answer to a question from the Chair, it was confirmed that both academic and IT staff were involved in decision on the digital strategy. Clarification was also provided in that careers guidance was delivered both individually and in small groups.

The Head of Quality of Standards (FE and WBL) was thanked.

***The Head of Quality and Standards (FE and WBL) left the meeting.***

As the Head of Quality and Standards (HE) was currently in attendance at a validation meeting until 4pm, it was **AGREED** that his paper would be taken later in the meeting.

***The Assistant Principal: Student Support and Engagement joined the meeting.***

## **19. CAREERS STRATEGY – PROPOSED CHANGES AND GATSBY BENCHMARKS PROGRESS UPDATE**

The Assistant Principal: Student Support and Engagement, who now had responsibility for the careers team, provided an update on the Careers Strategy and the Gatsby benchmarks.

Information on the proposed scope of the revised Careers and Employability Strategy 2020-2022 was contained in the Report which also covered the benchmark summary, the priority focus for the Autumn term and the summary action plan relating to the Gatsby benchmarks. The Board noted that the College Careers Champions now worked directly with the curriculum staff and that all Gatsby benchmarks would be achieved by the end of November/early December of the current year.

The Chair thanked the Assistant Principal: Student Support and Engagement who, in answer to a question from the Chair, confirmed that careers advisers were now much more focussed on their role and that the strategy would deliver what was required.

He informed the Board that he had met with Mark Allanson, in his role as Careers Governor Champion. Mark Allanson informed the Board that this meeting had been very good and that the Assistant Principal: Student Support and Engagement was very knowledgeable, was clear about where the College was falling short and what needed to be done to address this. The next move was to link with universities.

The Chair thanked the Assistant Principal: Student Support and Engagement.

***The Assistant Principal: Student Support and Engagement left the meeting.***

## **20. MINUTES OF COMMITTEE MEETINGS**

The Chair approved minutes off the following Committee meetings were received for information:

- (i) Audit Committee – 2 June 2020 and 22 September 2020
- (ii) Policy and Resources Committee – 22 June 2020 and 28 September 2020
- (iii) Learning and Quality Committee – 18 June 2020 and 1 October 2020
- (iv) Governance Panel – 22 June 2020 and 5 October 2020

## **21. CAPITAL EXPENDITURE 2020/21**

The Board considered the Report on the proposed capital allocation for 2020/21 and on the final position for 2019/20. The Report had been presented to Policy and Resources Committee at its meeting on 28 September 2020.

The Board noted that the 2020/21 budget included planned capital expenditure of £1.5m for buildings and equipment to support the student experience, this being an increase of £0.5m on the previous year's plans. It was the College's intention that this be split between equipment and minor works and a bigger project, details of which were contained in the Report and considered by the Committee. The College would receive c. £900k grant under the further education capital allocation. The allocation had to be spent by 31 March 2021 and be linked to the FE Condition Data Collection survey report.

The Board noted the information relating to the Blakey Moor building and Blackburn Sport and Leisure Centre.



The Vice Principal: Finance and Corporate Services confirmed that the projects were affordable without risking the College's financial health or financial stability and without additional borrowing. The Board requested that consideration of how the proposed Sixth Form Centre extension would be heated/cooled be included as part of the design consideration.

Having considered the Report and noting the comments above, the Board **APPROVED** the spend of the headline capital allocation of £1.5m for 2020/21 and specifically the Sixth Form Centre extension (estimated cost of £615k inc. VAT), as recommended by Policy and Resources Committee.

***The Head of Quality and Standards (HE) joined the meeting.***

## **18. HIGHER EDUCATION (HE) REPORTS**

### **(i) OFFICE for STUDENTS (OfS) INITIAL AND ONGOING CONDITIONS OF REGISTRATION UPDATE**

The Head of Quality and Standards (HE) presented the Report that provided an update on the College's status against the OfS' ongoing conditions of registration. The Report was intended as a working document to record and monitor interactions with the OfS and, as requested by the Board, had been 'rag-rated'.

It was noted that Learning and Quality Committee had considered the Report at its meeting on 22 September 2020 and that following discussions at this meeting, the Report had been amended and now included more robust actions plans. The Board was informed that under-performing courses had been identified and that strategic actions were in place to bring about quick, positive changes.

The Chair confirmed that detailed scrutiny had taken place and that Learning and Quality Committee would consider the report from the Head of Quality and Standards (HE) at its next meeting. The Chair commented that it was critical that the College acted quickly to effect the required changes as soon as possible.

In answer to a question from the Chair, the Head of Quality and Standards (HE) replied that HE staff were generally supportive and collaborative and were committed to bring about the required improvements.

The Chair of Learning and Quality Committee noted the drive within the area to make the changes but said that aspects IP3 and IP4 relating to formative assessments needed to be completed before Christmas and that the expected timeframe in the OfS Improvement Plan should be amended to state that checks would be made weekly and not every six weeks.

**Action: Head of Quality and Standards (HE)**

The importance of bringing about improvements in achievement (IP2) by staff enforcing the College's 'clear expectations around attendance, assessment and regulatory matters' was also highlighted by the Chair.

***The Head of Quality and Standards (HE) left the meeting.***

## **22. OVERSEAS VISITS ANNUAL REPORT 2019/20**

The Report presented the annual report of overseas visits for 2019/20 for staff, students and Governors. It was noted that there had been no overseas business trips by any staff, including members of the Executive Team, or Governors. One trip funded through the Research and Scholarship/Staff Development and two education visits had taken place, a third having been cancelled because of Covid-19.

**23. FREEDOM OF INFORMATION REQUESTS 2020/21**

The Board noted the information presented in the Report on the Freedom of Information and Data Protection requests received during the year including the types of requests and response times.

The Report confirmed that no data breaches had been reported to the Information Commissioner’s Office (ICO).

**24. REVIEW OF CONFIDENTIAL MINUTES**

In accordance with best practice, the annual review of minutes which had been classified as confidential had been undertaken by the Clerk. The paper contained details on which had been re-designated as non-confidential and the Board was informed that since the paper had been prepared, the Chair had reviewed and confirmed those minutes which were to be re-designated.

**25. ANY OTHER BUSINESS**

There were no items of Any Other Business.

**26. REVIEW OF MEETING**

The meeting was reviewed and was agreed to have been productive. The Chair thanked all Governors for their support and input.

**27. DATE AND TIME OF NEXT MEETING**

Corporation Board – Friday 11 December 2020 at 2.00pm via Microsoft Teams.

Signed: .....

Date: .....