

MINUTES OF THE CORPORATION BOARD MEETING
HELD ON FRIDAY 15 OCTOBER 2021 IN UNIVERSITY CENTRE BOARD ROOM (UC006) /
VIA MICROSOFT TEAMS

PRESENT:

Lillian Croston	Chair
Paul Levet	Vice Chair
Dr Fazal Dad	Principal and Chief Executive
Mark Allanson	Member
Paul Fleming	Member
Catherine Hill OBE	Member
Michael Lee	Business Support Staff Governor
Mark Moren	Academic Staff Governor
Paul Morris	Member
Arif Patel	Member
Brooklyn Spiers	FE Student Governor
Taiyab Sufi	Member

IN ATTENDANCE:

Jennifer Eastham	Vice Principal: Finance and Corporate Services
Nicola Clayton	Director: Business Development and External Engagement
Caroline Bracewell	Assistant Principal: Higher Education (for Item 14)
Christopher Hepworth	Head of Quality and Standards: HE (for Item 14)
Jean Tracy	Clerk to the Corporation

The meeting started at 14:00 and was quorate.

The Chair welcomed Haissam Habdolazim, the FE Student Governor Elect and introductions were made by all those present.

1. APOLOGIES FOR ABSENCE

Apologies for absence were received from Ram Gupta, Chris Johnson, Glenys Pashley-Crawford (due to access difficulties), Kathryn Lord, Roger Spensley 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 MEETING HELD ON 2 JULY 2021

The minutes of the Corporation Board meeting held on 2 July 2021 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.

5. (i) **GOVERNOR SELF-ASSESSMENT AND APPRAISAL OF THE CHAIR**

The Board considered Report which covered the responses received from individual Governors regarding their own self-assessment and also those on the appraisal of the Chair. Both had been undertaken via a survey and the increased response rate for both was noted.

The Report had also been considered by Governance Panel at its meeting on 4 October 2021 and the Board noted that any training/development needs had been noted in the Board Training/Development Plan for action as necessary. Action was also continuing/would be taken to address any issues identified, including report content and presentation, and the main issues for 20221/22 identified by Board members were noted. The Chair also informed the Board that she was taking action to improve the cohesion of the Board, noting that this would change as the move back to face-to-face meetings continued.

It was suggested that following the upload of Board/Committee papers, questions could be submitted to the Clerk prior to the meeting. These would be answered prior to the meeting or at the meeting, as appropriate. It was also suggested that a shared report, which could be accessed and annotated by all Board members, be used. These will be looked into for future meetings.

Action: Clerk to the Corporation

(ii) **GOVERNOR SELF-ASSESSMENT REPORT**

The Board considered the draft Corporation Board Self-Assessment Report, which had previously been considered by the Governance Panel at its meeting on 4 October 2021.

Consideration had been given to the outcomes from the Ofsted Inspection and Monitoring Visit (December 2018 and January 2020 respectively) and the FE Commissioner Diagnostic Reports, together with the actions taken to address any issues raised in terms of the governance of the College.

The Board **APPROVED** the Corporation Board Self-Assessment Report 2020/21.

(iii) **SUCCESSION PLANNING – BOARD/COMMITTEE VACANCIES**

In answer to a question from the Board, the Clerk provided an explanation on the proposed Associate Governor role and on how this would be used to assist succession planning.

Having considered the Report, and on the recommendation of Governance Panel, the Board **APPROVED:**

- The appointment of Sharjeel Salahuddin as a co-opted member of the Audit Committee, his term of office being until 31 March 2024
- The appointment of Dr Zubair Iqbal as an Associate Member for a period of 12 months
- Delegated authority to the Chair, Vice Chair and Principal and Chief Executive on which Committee Dr Iqbal would initially attend
- The amendment to the Corporation Board Standing Orders to allow for Associate Members, the wording being as per the paper

The Board was informed of the outcome of the elections for the FE and HE Student Governors and **RATIFIED** the appointment of:

- (i) Jade Wellings – HE Student Governor and member of Learning and Quality Committee
- (ii) Haissam Habdolazim – FE Student Governor and member of Audit Committee.

The term of office of both would be from 1 December 2021 (or earlier were the relevant current Student Governor to resign before 30 November 2021) until 30 November 2022 (or earlier if no longer a student at the College).

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

The Board considered the Report which provided an update on the issues that were included in the College Risk Register and which had been considered by Audit Committee at its meeting on 21 September 2021.

Six risks were currently rated as red and it was noted that actions were in place to mitigate each of these. The continued impact of Coronavirus across the College, College finances, Government funding, recruitment, retention, quality, student results, staff morale and well-being was noted.

(iii) RISK MANAGEMENT ANNUAL REPORT 2020/21

The Board received the Risk Management Annual Report for 2020/21, which summarised the College's activities in respect of Risk Management, along with the overall operational environment. The Report had previously been considered by Audit Committee at its meeting on 21 September 2021.

It was noted that the College's Risk Register covered the high-level risks facing the College with a mitigating response, controls, assurance and direction of travel and was presented to both the Audit Committee and the Corporation Board. The College's Internal Auditors also used the Risk Register to formulate their plans for areas that should be subject to Internal Audit, whilst the External Auditor reviewed the Risk Register as part of the year end Audit.

Information on the Key Risks that had been identified during the 2020/21 academic year was noted by the Board. The impact of Covid-19 wrapped around all of the above and had therefore not been identified as a separate risk.

On the recommendation of Audit Committee, the Board **APPROVED** the Risk Management Annual Report for 2020/21.

(iv) ANNUAL REPORT OF THE AUDIT COMMITTEE 2020/21

The Annual Report of the Audit Committee for 2020/21 was received which provided a summary of the activity that had taken place relating to the financial year under review, in line with the Post 16 Audit Code of Practice (ACoP); including how Audit Committee had performed against its Terms of Reference. The Report had previously been considered by Audit Committee at its meeting on 21 September 2021 and would be submitted to the ESFA with the final accounts.

It was confirmed that the Audit Committee had met its obligations during the year.

On the recommendation of Audit Committee, the Board **APPROVED** the Annual Report of the Audit Committee for 2020/21 and noted that it would now be signed by the Chair of Audit Committee.

(iv) REGULARITY AUDIT 2021 – SELF-ASSESSMENT QUESTIONNAIRE

The Vice Principal: Finance and Corporate Services explained the purpose of the Regularity Audit and Self-Assessment Questionnaire. The Self-Assessment Questionnaire supported the Corporation Board in making its statement on regularity, propriety and compliance with the annual financial statements, and provided clarity over the framework, including the funding bodies' interpretation of the key requirements and the type of evidence that should be considered. Annex B, which covered Covid-specific items, had been added for this year. The responses in the Questionnaire would be tested as part of BDO's work on the accounts.

On the recommendation of Audit Committee, the Board **APPROVED** the Regularity Audit 2021 – Self Assessment Questionnaire and signature by the Chair of the Corporation Board and the Principal and Chief Executive, as the Chief Accounting Officer.

7. (i) **MANAGEMENT ACCOUNTS TO 31 JULY 2021 – PRE-FINALISATION**

The Vice Principal: Finance and Corporate Services presented the Management Accounts up to the period ending 31 July 2021, these having been considered by Policy and Resources Committee at its meeting on 27 September 2021. The Board noted the pre-finalisation operating surplus for the year and commended the Vice Principal: Finance and Corporate Services and the College on their work. The Report also covered the key issues in the accounts relating to income, pay and non-pay costs, contributions analysis and balance sheet and cash.

In answer to a question from a member of the Board, the Vice Principal: Finance and Corporate Services confirmed that the budget would be reviewed again once the main student recruitment had been completed and consideration would be given on whether there were any significant changes to assumptions. Any major changes to the accounts would be reported to the Board in December 2021 and then in March 2022.

The Board **APPROVED** the Management Accounts for the period ending 31 July 2021 as recommended by Policy and Resources Committee.

(ii) **MODERN SLAVERY ACT**

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) **GOING CONCERN STATEMENT**

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 27 September 2021.

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.

(iv) **LIBOR CESSATION AND THE MOVE TO SONIA**

The Vice Principal: Finance and Corporate Services presented the paper which included information on the impact to the College of the LIBOR (London Inter-Bank Offered Rate) cessation and the move to SONIA (Sterling Overnight Indexed Average). The Board was informed that information had been received that SONIA would be broadly in line with LIBOR and that assurance had been received that there would be no negative impact as a result of the change.

Having considered the Report, the Board **APPROVED** the delegated authority to the Principal and Chief Executive to sign the revised loan agreement.

(v) HUMAN RESOURCES ANNUAL REPORT 2020/21

The Report provided information on the core HR data set for the period 1 August 2020 to 31 July 2021 and had been considered by Policy and Resources Committee at its meeting on 27 September 2021. The key issues identified within the Report were discussed and it was **AGREED** that the College would look into including sector norm benchmark data for all data sets included in the Report.

Action: Vice Principal: Finance and Corporate Services/Head of Human Resources

The Board was pleased to note the fall in staff sickness absence and a discussion took place on the annual staff turnover and on recruitment issues to specific subject areas, the Board noting that all colleges were in a similar position re the latter.

(vi) ORGANISATIONAL DEVELOPMENT ANNUAL REPORT 2020/21

The Report, which had been considered by Policy and Resources Committee at its meeting on 27 September 2021 provided information on the Organisational Development data set for the period 1 August 2020 to 31 July 2021. The key issues identified within the Report were discussed in detail and included the staff development challenges and opportunities during lockdown, the improvement in staff satisfaction with Staff Development, and the completion rates for appraisal and mandatory training.

(vii) SCHEME OF DELEGATION

The Board **APPROVED** the changes to the Scheme of Delegation, as recommended by Policy and Resources Committee, to include changes to the Terms of Reference for Audit Committee and Learning and Quality Committee.

Brooklyn Spiers left the meeting

8. CHAIR'S REPORT

The Chair noted that a number of items in her report had already been covered. She congratulated the Principal and Chief Executive and the Vice Principal: Finance and Corporate Services on the completion of the Sixth Form area, and that this had been done on time and on budget.

The Chair also noted the success of the online learning put in place during lockdown and that she had attended online sessions in Business, Social Care and maths and English.

The Chair had attended a number of events at the College. These included a Parents' Evening, which had provided the opportunity to meet with students, parents and tutors, the OXNET event, and the HE Graduation Ceremonies. The Chair thanked those Governors who had also attended the HE Graduation Ceremonies.

The Chair commented on the positive atmosphere which was now evident across the College. Staff now understood the Board's high expectations of them which was also a compliment to the work of the leadership team.

Finally, the Chair thanked all Board members for their continued commitment and support.

9. REPORT FROM THE PRINCIPAL AND CHIEF EXECUTIVE

The Principal and Chief Executive presented his Report which included an update on the finalised student achievement rates for the 2020/21 academic year. In Further Education, the results now supported three consecutive years of improvement. The College's High Needs student achievement had also improved by two percentage points from the last academic year. Achievement rates in Apprenticeships – overall and timely – had also improved, the details being as per the Report.

The Board was informed that the areas of student achievement which needed to further improve in the 2021/22 academic year were in A levels, Functional Skills maths and English at Levels 2 and 2, and GCSE maths and English, grades 4-9. In addition, the continued focus on bringing about improvements in Higher Education student outcomes was noted. A brief update on the changes to the HE metrics was also provided at the meeting.

Information in the Report also covered student recruitment, curriculum developments and the DfE Capital programme in relation to the Victoria Building, the details of the latter being classified as confidential. The Principal and Chief Executive informed the Board that an FE Commissioner's visit was planned for Thursday 16 December 2021. The visit, either online or in person, was to review the one outstanding action.

10. STAFF GOVERNORS' REPORT

The Board considered the items covered in the Staff Governors' Report. Positive feedback on the work of the safeguarding and pastoral teams, the Freshers' Faire and on timetabling. Areas for further consideration were noted.

A discussion took place on the process for staff leaving the College. The Board noted the current practice but requested that exit interviews should be an expectation, rather than at the discretion of the member of staff. This would enable better analysis of common themes for the reasons behind staff leaving, though it was noted that of those exit interviews currently taking place, no particular reasons or trends had emerged.

Action: Vice Principal: Finance and Corporate Services/Head of Human Resources

11. STUDENT GOVERNORS' REPORT

The Board noted that the report from the FE Student Governor.

12. STUDENT RECRUITMENT

The Report provided an update on the College's current recruitment of students against target together with the actions being taken to continue to recruit. The Report had been considered by Policy and Resources Committee at its meeting on 27 September 2021.

13. COLLEGE KEY PERFORMANCE INDICATORS

(i) 2020/21 (PRE-FINALISATION)

The paper listed performance against the shortened list of 24 Key Performance Indicators (KPIs) monitored by the Board, it being noted that the full list had been reviewed by Policy and Resources Committee at its meeting on 27 September 2021. Learning and Quality Committee would consider the Report at its meeting on 21 October 2021.

Of the 24 KPIs, 15 were on target, 3 on target in part, 3 under target and 3 were not reportable/no longer relevant. The Board noted the information provided on those KPIs which were currently under target.

A member of the Board expressed disappointment at the outcome regarding National Student Survey Satisfaction Rates, it being noted that this would be covered in detail at a future meeting of Learning and Quality Committee.

(ii) **PROPOSED COLLEGE KEY PERFORMANCE INDICATORS 2021/22**

The Board considered the Report which listed the proposed Key Performance Indicators (KPIs) for 2021/22, together with benchmark data, or national averages, and targets for 2021/22. The KPIs had been considered by Policy and Resources Committee at its meeting on 27 September 2021 and would be taken to Learning and Quality Committee at its meeting on 21 October 2021, with any recommendations on amendments being brought back to the Board.

On the recommendation of Policy and Resources Committee, the Board **APPROVED** the targets against the new College Key Performance Indicators for 2021/22.

The Vice Principal: Higher Education and the Head of Quality and Standards: HE joined the meeting.

14. HIGHER EDUCATION (HE) REPORT:

- **OfS INITIAL AND ONGOING CONDITIONS OF REGISTRATION UPDATE**
- **ACCESS AND PARTICIPATION PLAN**

The Report provided the Board with an update on the College's final position against Condition B3 of the Office for Students (OfS) Improvement Plan. The Report included a summary and further details on performance.

In answer to a question about the required future increase in achievement, the Head of Quality and Standards: HE explained the impact of carry-forward learners but noted that the impact of such legacy students would be less than in the current year. A member of the Board also reminded the College of the need to bring about further improvements and mentioned the metrics which the College needed to be aware of and monitor. The Assistant Principal: HE informed the Board that work had been undertaken to try to replicate the OfS algorithms. It was noted that this would be followed up with the Board member.

Action: Assistant Principal: HE

The Assistant Principal: HE provided an update on the Access and Participation Plan as related to the OfS Condition A1. It was noted that the monitoring return for 2019/20 had been submitted to and accepted by OfS. The Chair requested and received information on the key areas for improvement and on how these would be achieved. The Board was reminded of the strategic review of HE which had recently been undertaken, noting that reports would be presented to Learning and Quality Committee going forward. The need to address the declining HE income was also raised by a member of the Board.

3:46pm Mark Allanson, the Assistant Principal: HE and the Head of Quality and Standards: HE left the meeting.

15. HEALTH AND SAFETY ANNUAL REPORT 2020-2021

The Vice Principal: Finance and Corporate Services presented the Health and Safety Annual Report for 2020/21 which provided information on key health and safety activities during the academic year. This included accident statistics, the Health and Safety Committee, legislative changes, Covid-19, risk assessment monitoring, audits and inspections, personal emergency evacuation plans (PEEPs), off-site trips and visits, occupational health surveillance and environmental monitoring, mental health, staff training and external events.

Paul Morris was thanked for his input as Health and Safety Governor Champion. He informed the Board that nine additional meetings of the Health and Safety Committee had taken place

and requested recognition be given of the level of activity and the pressure put on the Health and Safety staff. He reminded the Board that health and safety was the responsibility of everyone and not just the Committee.

The Chair thanked the College for the summary and timeline and for having dealt with the situation well.

16. ESFA LETTER TO ACCOUNTING OFFICERS IN COLLEGE CORPORATIONS (SEP 2021)

The Principal and Chief Executive presented the Report which provided the Board with information on the ESFA Interim Chief Executive's thoughts and expectations concerning the standards for good financial management and governance. The Report also covered the College's response to these expectations.

The Report had been considered by Governance Panel at its meeting on 4 October 2021. Audit Committee and Policy and Resources Committee would also consider the report at meetings to be held in November 2021.

17. MINUTES OF COMMITTEE MEETINGS

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

- (i) Audit Committee – 21 September 2021
- (ii) Governance Panel – 4 October 2021
- (iii) Policy and Resources – 27 September 2021

18. OVERSEAS VISITS ANNUAL REPORT 2020/21

The Board received the Overseas Visits Annual Report for 2020/21 which provided detail of overseas business trips and overseas educational visits in the previous academic year. The Report had been considered by Policy and Resources Committee on 27 September 2021.

During the 2020/21 academic year, it was reported that there had been no overseas business trips involving staff, any member of the Principalship, or members of the Board. There had been no educational visits to an overseas destination.

19. VALUE FOR MONEY REPORT 2020/21 AND PRIORITIES FOR 2021.22

The Report updated Governors on the purchasing activities for 2020/21 and provided the priorities and objectives for cross-College procurement in 2021/22. The Board noted the information provided on the top 20 suppliers by turnover in 2020/21 and on how Value for Money was achieved. The Report had been discussed in detail at Policy and Resources Committee on 27 September 2021.

The Corporation Board **RECEIVED** the Value for Money Report 2010/21 and Priorities for 2021/22.

20. FREEDOM OF INFORMATION REQUESTS

The Report, which had been presented to Policy and Resources Committee on 27 September 2021, provided information on the volumes and types of Freedom of Information requests received in 2020 and 2021 to date and was received for information.

21. REVIEW OF CONFIDENTIAL MINUTES 2019/20

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.

22. ANY OTHER BUSINESS

The Clerk to the Corporation informed Board members of the proposed Curriculum links and expressions of interest were requested. The Clerk would contact members in the near future.

Learning Walks would also be offered to members of the Board; the Clerk would again contact Board members regarding the arrangements.

The Clerk confirmed that the July 2022 Board would take place on Friday 1 July and thus that the 8 July 2022 date could now be removed from diaries.,

There were no other items of Any Other Business.

23. REVIEW OF MEETING

The Chair thanked College managers for their reports and Governors for their attendance and contributions.

24. DATE AND TIME OF NEXT MEETING

Corporation Board – Wednesday 15 December 2021.

Signed:

Date: