

**Minutes of the meeting of the Corporation held in Roper Building R204/205
12 July 2021 at 17:00**

Present

Andy Salmon (AS) Chair
 Andy Furse (AF) Vice Chair
 Paul Blenkinsopp (PB) Staff Governor
 Victoria Downing-Burn (VDB)
 Lisa Ford (LF)
 Mike Oram (MO)
 Laurel Penrose (LP) Principal & CEO
 Gary Waylen (GW)
 Neil Wilson (NW)
 Julian Young (JY)

In attendance

Jayne Davis (JD) Deputy Principal & Deputy CEO
 Jon Domaille (JDom) Assistant Principal, Learner Journey and Customer
 Relations (to item 11)
 Chris George (CG) Assistant Principal, Business & Technical Skills (to item 11)
 Paul Fletton (PF) Interim Director of Finance & Corporate Services (to item
 11)
 Anne Roberts (AR) Head of Governance (Secretariat)

Attendance: 83%

ITEM
1. Apologies for Absence
Apologies for absence were received from Erica Draisey and Ian Tavener. Welcome was given to the two Assistant Principals. The Youtube video made by LILS 2021 students was shown to Governors.
2. Declarations of Interest
None, other than those already declared as part of the Register of interest of members
3. Confidentiality of Items
The Board agreed that all papers marked confidential on their cover sheet were confidential. These are marked as (c).
4. Minutes
4.1 Open and Closed Minutes of the meeting held on 24 May 2021
The open and closed minutes of the meeting held on 24 May 2021 were considered and approved as an accurate record.

Matters Arising
There were no matters arising, other than noting the action under minute 6.2 in relation to the sending out of an Expression of Interest for the Staff Governor role in September. ACTION: AR
4.2 Written Resolution
Members noted the unanimous approval of the written resolution 0005 to agree the submission of a bid under the post-16 Capital Renewal Fund.
4.3 Action Register
The Action register was noted. It was agreed to keep the monitoring of the pensions changes on the register.
5. STRATEGY
5.1 Apprenticeships
CG provided a presentation on Apprenticeships, providing detailed information on achievement and overall and timely rates, areas for growth and development, and the work being done with employers. Members discussed a number of areas including employer boards, working with employers and how to avoid duplication of activity. Some governors had attended the recent employer board. CG asked members to let him know of opportunities for apprentices in their own fields of work. Members thanked CG for a very informative session. ACTION: All
5.2 Curriculum Plan
JD presented the Curriculum Plan Strategy 2021/22 and explained how the Curriculum Plan targets were incorporated into the College's Medium Term Business Plan and monitored. She highlighted the new courses and priority sectors for the college. Members asked about areas that the College was moving out of and asked that these be added to the plan in future. JD explained the criteria for assessing these at course level. Members recognised the detailed work that had gone into the plan and asked that a summary be provided to help explain the priorities and strategy to show the linkages and themes with the business plan. Members asked about the collaboration and partnership activity and the changing FE environment from a more competitive approach to one that was more collaborative. The Principal reported on the Strategic Development Fund and partnership activity. Members also discussed growth in market share and the government bids and opportunities for the college. Members asked for a summary of the bids, including those that had not been successful in order to gauge the value and financial impact. ACTION: JD to provide an update and summary before the next meeting.
5.3 Principal's Update
LP provided a verbal update on recent key activity: <ul style="list-style-type: none"> Teacher assessment grades were being used for most courses, instead of exams which had significantly added to staff workloads. At least 3,525 TAGs had been done in challenging timescales. This was costing the college sector a significant amount of additional money. Members asked if government funding for this would be available. LP reported that the cost to the College was approx. £80k above normal exam costs and there was no indication that this would be funded. Lobbying

through the MPs was being done as well as via the AoC. Members thanked LP and asked her to pass on the thanks of the Board to staff for the significant work that had been done in this area. **ACTION: LP**

- The practical delivery of courses was still ongoing. Functional skills students were undertaking external assessments rather than an assessment process and the equity of this was being raised
- Retention remained very high at 94.6%. Applications for 2021/22 were up, although acceptances were currently lower than this time last year. A new “right choice” campaign would be taking place.
- A significant number of bids had been submitted by the college as part of the FE Skills bill and levelling up agenda. The funding for successful bids would need to be spent by March 2022
- The Institute of Technology build was virtually complete and the refurbishment for the T level qualifications was underway. Members asked about the status of employer involvement. LP reported that this was challenging, particularly in the digital area but was on track. The DfE was monitoring on a monthly basis.
- The SEND residential bid had been reactivated by the local authority and a full business likely to be needed in October. This was very welcome news given the need for this in the area
- A visit by the MP J Rees-Mogg was being rescheduled. The Metro Mayor had recently visited the Somer Valley campus
- Work was taking place to implement the next phase of the Covid-19 guidance from 19 July. Colleges had been informed that they would need to implement 2 lateral flow tests for students at the start of the new term and this would mean additional work for staff
- The ESFA audit for additional learning support which had been ongoing since March 2020 had now been signed off. The College was waiting for confirmation of dates and sample size for the free school meals and bursary audit, previously advised. LP had contacted the Deputy Director of the ESFA.
- The Learning for Work initiative, Partnership for learning would be piloted with Youth Connect, B&NES and the college with 6 students (whose education through the hospital system ceased at 16). This was extremely good news and was an initiative of the college
- The 2nd reading of the Skills and Post-16 Education Bill had taken place and was now moving to the Committee stage with the aim of the bill being passed in September

Members thanked LP for her update, which was her last one as Principal.

6. SCRUTINY

6.1 Learner Voice Proposal

The Board considered proposed changes to the structure of the student union including the removal of the paid SU president sabbatical role. JDom provided information about models in the sector and the advantage of having departmental lead representatives across E&T, Apprenticeships and HE, of which 2 would be nominated to be student governors. Many colleges did not have a paid Student Union President and he confirmed that the proposals did not breach any SU guidelines.

In response to who would chair the SU Executive, it was confirmed that this would be chaired by the SU Engagement Coordinator who would set personal development plans for each of the representatives. The Governor link on HR offered her support to the 7 representatives. It was noted that having 2 student governors would increase the Corporation membership to 15 and would require amendment to the Standing Orders.

The Board APPROVED the proposed changes to be implemented from 2021/22, including changes to the Standing Orders with a review in July 2022.

ACTION: JDom to progress the new arrangements.

AR to amend the Standing Orders

6.2 Strategic Dashboard

JD presented a proposed Strategic Dashboard framework which would be produced monthly for members with the KPIs monitored at Board meetings. The detail on each of the elements would be reviewed by the Board's committees and working groups. Members commented on the usefulness of a Dashboard with key indicators to be kept at high level. An indicator for governance might be added. Members were asked to feed in any further comments to JD after the meeting. **ACTION: All**

6.3 Quality Improvement Plan (c)

Members considered the key changes to the Quality Improvement Plan since May 2021. It was noted that the aspects that remained amber were estimated to be green by the end of August 2021. It was noted that a new Estates Strategy was planned and much work had been done on HR workforce planning.

6.4 Management Accounts – May 2021 (c)

The Board considered the management accounts May 2021 which included a commentary and notes, an income and expenditure account, a balance sheet and a rolling 12-month cash flow forecast. The Chair of Finance & Estates Working Group confirmed that these had been subject to detailed review by the Group.

Members noted the cost pressures in certain areas and that allowance for these would be made in the budget for 2021/22. It was noted that the position remained consistent with the forecast, including the delivery of the level required on the bank covenant at year end.

The Board APPROVED the accounts.

6.5 Draft Budget 2021/22

The Board considered the proposed budget for 2021/22 including the key features. PF confirmed that the budget had been produced with a high degree of shared ownership with the Assistant Principals, moderated and aligned with the Medium-Term Business Plan (MTBP). Members were pleased to see the inclusion of a proposed pay award and noted that this would be considered at the December meeting. Members noted that there was an expectation of some further, relatively modest, staff efficiencies and asked that the staff costs be separated out by FTEs. It was noted that the staff cost ratio was average for the sector. Members commented on the importance of monitoring the risks and sensitivities carefully in order to achieve the projected surplus.

<p>Members recognised the significant work that had gone into getting the college to a forecast surplus, with a strong cash position and the forecast revenue to generate further margins and congratulated LP and her team for achieving this.</p> <p>The Board APPROVED the draft budget 2021/22 and noted that the figures would be included in the new ESFA financial model by 31 July 2021, with the 2022/23 year added consistent with the financial performance agreed by the Board in the recently agreed MTBP.</p>
<p>6.6 Strategic Risk Register</p>
<p>Members considered the updated Strategic Risk Register which had been reviewed by the Audit Committee. Some of the key risks would remain, such as cyber security threats and legacy issues relating to Covid-19. It was noted that the internal audit review would mitigate some of the cyber security risks.</p>
<p>7.0 GOVERNANCE</p>
<p>7.1 Governance Report, including Vice Chair role</p>
<p>Members considered the proposal for a Joint Vice Chair model upon the end of term of office of Andy Furse and the recommendations from the Governance and Search Committee in relation to succession planning, Governor development and Board evaluation. The results of the Skills audit were noted and it was agreed that a light touch external Board evaluation would be undertaken in the Autumn. It was reported that a joint Vice Chair model had been created in 2020 but had not been activated given the extension of the previous Chair's term of office. Members discussed the model and agreed that it would strengthen the governance arrangements and provide greater resilience to the Board and the new Chair. It was noted that two expressions of interest had been received for the Vice Chair role, both of whom were interested in a joint model and the Chair thanked the two governors for their expression of interest.</p> <p>The Board APPROVED the joint Vice-Chair model and the appointment of Victoria Downing-Burn and Neil Wilson as joint Vice Chairs from 1 November 2021 until 31 December 2023, with a review in July 2023. It was noted that this would require an amendment to the Instrument & Articles of Government and the Standing Orders. ACTION: AR</p>
<p>7.2 Business Schedule and Committee Terms of Reference and Membership 2021/22</p>
<p>Members considered the proposed Business Schedule 2021/22 and committee terms of reference and membership 2021/22. It was noted that the membership of the Audit Committee, Governance & Search Committee and Senior Staff Performance & Remuneration Committee would change in year to take account of the new Vice Chair model and changes in membership. Members asked that arrangements for a blended approach (face to face and virtual) be set up for some Board meetings. It was agreed that the two strategic half days take place in January and June.</p> <p>The Board APPROVED:</p> <ul style="list-style-type: none"> • the business schedule, noting that it would be subject to review throughout the year; • the continuation of the Corporation Governance Group

<ul style="list-style-type: none"> the Committee and Working Groups Terms of Reference and Membership <p>ACTION: AR to arrange for calendar invitations to be sent out to members</p>
8. ITEMS FOR APPROVAL
8.1 Sub-Contracting Policy
The Board considered and APPROVED the Sub-Contracting Policy 2021/22.
8.2 Tuition Fees Policy
The Board considered the Tuition Fees Policy 2021-2023, noting that it had been presented to the Finance & Estates Working Group. Members received assurance on the basis for the fees and commented that a two year policy would not allow for any mid-year review. Members asked that a review be built into the Policy. Members commented on the bad debt provision and asked that the external audit comment on the level of this. ACTION: PF
The Board APPROVED the Tuition Fees Policy 2021-2023, subject to inclusion of the revision above.
8.3 Health & Safety Policy
Members considered the updated Health and Safety Policy which had been reviewed by the Audit Committee and noted that the College was working with Acorn Safety to provide 'competent person' capacity. It was reported that the arrangements were working well.
The Board APPROVED the Health & Safety Policy.
8.4 Public Interest Disclosure Policy
Members considered the updated Public Interest Disclosure Policy which had been reviewed at the Audit Committee.
The Board APPROVED the Public Interest Disclosure Policy and noted that further benchmarking would be undertaken to keep the Policy under review.
8.5 Facilities Time Report
Members considered and APPROVED the Facilities Time Report 2020/21, noting that it would be published on the College website and on the Government central reporting service.
8.6 External Auditors 2021/22
The Board APPROVED the recommendation from the Audit Committee for the appointment of Bishop Fleming as the external financial statements auditors for 3 years starting with the audit of the 2021/22 financial year.
9. ITEMS FOR INFORMATION
9.1 Audit Committee – 23 June 2021
The minutes of the meeting held on 23 June 2021 were noted. These would be approved at the next meeting of the Audit Committee.
9.2 Governance & Search Committee– 21 June 2021
The minutes of the meeting held on 21 June 2021 would be circulated after the meeting.
9.3 Finance & Estates Working Group (FEWG) – 1 July 2021 (c)
The notes of the meeting held on 1 July 2021 would be circulated after the meeting.
9.4 Curriculum & Quality Working Group (CQWG)
The notes of the meeting held on 1 July 2021 would be circulated after the meeting.

10. Any Other Business
Farewell to the Principal This was Laurel's last Board meeting and she was thanked for her great care and commitment to the College. She had worked tirelessly, showing great tenacity in dealing with the challenges the College had faced since the merger and had created a strong base for growth. A presentation would be given after the meeting.
11. DATE OF NEXT MEETING
11 October 2021 at 17:00
12. CONFIDENTIAL BOARD (External Members only)
12.1 Confidential Minutes of the meeting held on 24 May 2021 and matters arising
Confidential Minute
12.2 Senior Post Holder update
Confidential Minute
12.3 Senior Staff Performance & Remuneration Committee – minutes of the meeting held on 22 June 2021
Confidential Minute