

**MINUTES OF THE CORPORATION MEETING
HELD ON 21 MARCH 2022**
by remote participation

Present:

Mervyn Ward	Chair
Martin Berman	Member
Stephen Broomhead	Member
Robert Cox	Member
Andrew Ellams	Member
Peter Fitzhenry	Member
Lucy Gardner	Member
Christine Kerr	Member
Peter Lloyd	Member
Sam Naylor	Member
Nichola Newton	Principal & Chief Executive
Peter Scott	Member
Kirstie Simpson	Member

In attendance:

Michelle Seeley	Deputy Principal: Finance and Resources
Cath Brierley	Assistant Principal: Business Collaboration and Growth
Rebecca Welch	Assistant Principal: Quality & MIS
Andrew Williams	Vice Principal: Curriculum
Laura Churchill	Clerk to the Corporation

The meeting opened at 5.00pm

1 APOLOGIES FOR ABSENCE

For noting: to receive any apologies for absence

- 1.1 Apologies for absence were received from Andrew Bainbridge, Geoff Spencer, Sue Martin-Standley and Nicola Wilson.

2 DECLARATIONS OF INTEREST

For noting: to receive any declarations of interest from Members in any items on the agenda

- 2.1 Christine Kerr declared an interest in agenda item 10.2.1
- 2.2 Kirstie Simpson declared an interest in agenda item 7.6

3 MINUTES OF PREVIOUS MEETING

For resolution: to approve the minutes of the meeting held on 6 December 2021

It was **RESOLVED** that the minutes of the meeting held on 6 December 2021 were approved as a correct record.

4 MATTERS ARISING

For discussion: to consider the Actions Log and any other matters arising from above

Members **RECEIVED** and **NOTED** the action log.

5 CHAIR'S ACTION

For resolution: to note and approve as appropriate any actions taken by the Chair on behalf of the Corporation since the last meeting, including the approval of the T-Level Building Funds Improvement Grant application

- 5.1 The Chair explained that a meeting had been held with the Deputy Principal: Finance and Resources (DP:FR) and the Project Manager and the minutes were contained within the papers. It was reported that the T-Level Building Funds Improvement Grant application had been submitted but the college had not yet heard anything in response. Members noted that there had been 70 applications from the northern region and therefore the expectation was that only one in three applications would be approved.

It was **RESOLVED** that members approved the action taken by the Chair to approve the submission of the T-Level Building Funds Improvement Grant application

6 STRATEGIC MATTERS

6.1 Principal's Report

For information: to receive an update report from the Principal

- 6.1.1 The Principal reported that an executive leadership team strategy day had been held on Friday 18 March and that extensive discussion had been held around key priorities for the college. Members noted that there were further opportunities available for the college to bid for project funds and that the Board would be kept apprised of discussions in relation to this.
- 6.1.2 Thanks were formally recorded to Mr Broomhead who had facilitated a meeting between the college and a local employer, Sunbelt.
- 6.1.3 In regards to the Vale Royal operation, members noted that a Vale Royal working group had been established, including 3 Board members, and the first meeting was being held on 10 May 2022.
- 6.1.4 In respect of inward facing priorities, it was explained that there needed to be a refresh of roles and responsibilities for senior staff in order to establish a clear mandate. The Principal reported that there would be a restructure of the senior team in order to ensure the college were well placed to be a key driver in the levelling up agenda.

Members **RECEIVED** and **NOTED** an update report from the Principal.

6.2 Update on Strategy Day Actions

For information; to receive an update on the progress against the actions agreed at the strategy morning held on 11 February 2022

- 6.2.1 The Clerk reported that an update on actions arising from the strategy day would be presented to the Corporation at every meeting.

Members **RECEIVED** and **NOTED** an update on the progress against the actions agreed at the strategy morning held on 11 February 2022

6.3 Development Plan

For discussion: to consider an in-year progress report

6.3.1 Members noted that the impact of Covid was still causing some concerns around student behaviour and that it remained an area of focus for the college to address. Members were informed that overall, good progress was being made against the development plan.

Q- A member asked in regards to apprenticeships whether there had been an improvement in achievement or whether the improvement discussed on the cover sheet to the paper related to an improvement in the college understanding its apprenticeship position.

R- Members were informed that the quality of experience for apprenticeship learners had definitely improved, however, it was not yet evident on the data line. Members noted that Covid had resulted in many apprentices losing their jobs which impacted the data. It was explained that the college were expecting the national apprenticeship benchmark data imminently and that the expectation was that the average achievement would have declined.

Members **RECEIVED** and **NOTED** an in-year progress report.

6.4 College KPIs

For discussion: to consider an in-year position report

6.4.1 Members were reminded that apprenticeships remained an area of focus and the associated data was monitored weekly in order to provide any necessary support and implement interventions. Members noted that achievement for 16-18 year old apprenticeship learners was a concern.

6.4.2 Members were informed that level 3 retention was below target for the year and that attendance was also below KPI. Discussion followed in respect of the impact of the Covid 19 lockdowns and the impact on students' readiness to learn.

Members **CONSIDERED** an in-year KPI position.

6.5 College Risk Register

For discussion: to consider an in-year position report

6.5.1 Members noted that the risk register was reviewed on a regular basis by the executive leadership team and that 2 risks had been upgraded recently: safeguarding and cyber security. It was explained to members that the college was currently undergoing a security estates review and that the outcomes would be communicated to the Board.

6.5.2 Members were informed that the safeguarding risk had been increased because of global events and the significant rise in referrals the college were seeing, which was reflective of the sector. Members discussed that the war in Ukraine and the threat of cyber attack was significant and it was good to see this reflected in the college's risk register. Members were reminded that mitigating actions were set out in the development plan. Members commented that it was reassuring to see that the risk register was a live document.

6.5.3 It was discussed that the Covid risk had been reduced in line with the government's 'living with Covid plan', however, staff were still being asked to isolate if they tested positive for Coronavirus.

Members **CONSIDERED** an in-year position report on the risk register.

6.6 College Projects Update, including Institute of Technology Progress Update

For discussion: to consider an update report

- 6.6.1 Members noted that the work around ACCE and the Health and Social Care Academy were progressing at pace. Members noted that the concern around the skills accelerator bid spend deadline which had been previously articulated to the Board had been exacerbated because of the conflict in Ukraine, however, the deadline had been moved from April to July which afforded a little more time.
- 6.6.2 The DP:FR explained that there were fortnightly meetings held with AA projects in respect of the ACCE project and that the costs were much higher than originally forecast, approximately £1.5m, and therefore some of the work planned would need to be evaluated.
- 6.6.3 The DP:FR explained that the T-level building grant application would facilitate the refurbishment of the college's J block and some new rooms in H block.
- 6.2.4 Members noted that a paper following the Institute of Technology meeting was included within the papers.
- 6.2.5 In regards to the Institute of Technology, members were informed that the £100k to support colleges had been increased to £150k. It was discussed that the college could be in receipt of significant capital funds, however, the college had to ensure that they were spent wisely and monitored carefully. It was discussed that if the college failed to recruit there was a risk of clawback of funds. It was explained that at present, there were lots of unknown areas in regards to the Institute of Technology and that the college's appointed project manager was keeping abreast of all developments and raising questions as proposed by the colleges involved.
- Q- A member asked how the revenue income would flow from the end of the project stage.
- R- Members were informed that projections around output as part of the business case came alongside projected funding streams.
- 6.2.6 It was explained that some of the courses associated with the Health and Social Care academy would run from September and that the college had invested in business centre managers to help to lead on the work, with positive outputs were already being seen.
- 6.2.7 Members noted that Peter Ryder, the Institute of Technology project manager, would present to the Board at the strategy morning on 10 May.

Members **CONSIDERED** a projects update report.

6.7 Governor activity feedback

For discussion: to receive an update from governors in respect of events attended (cpd, safeguarding committee, apprenticeship open days etc)

- 6.7.1 Ms Gardner reported to members that she had attended the AoC governance conference and that there was a focus in the discussions around ensuring that there was a joined up education system within localities, which the Board needed to be focused on as a provider of further education.
- 6.7.2 The Chair reported that having attended the AoC Chairs and Principals event that the AoC were pushing to have a greater say in policy matters on behalf of colleges and

that they were receiving feedback from Chairs of Governors and the Governors' Council to have a stronger voice.

Members **RECEIVED** and **NOTED** an update from governors in respect of events attended

7 CURRICULUM AND QUALITY MATTERS

7.1 Report on the work of the Standards and Curriculum Committee

For information:

- i) *to receive and note an update from the Chair of the Standards and Curriculum Committee on the work of the Committee*
- ii) *to note the unconfirmed minutes of a meeting of the Committee held on 16 March 2022 (see appendix pack)*

7.1.1 The Chair reported that the committee had spent a significant amount of time discussing safeguarding at the meeting in response to the increased safeguarding risk and the statistics presented in the safeguarding paper. Members noted that there had been significant growth in the number of safeguarding referrals and that subsequently, there was serious caseload work to ensure that students were kept safe. The Chair explained that a report from the AoC estimated that there were between 10 and 12 attempted suicides in every college each year, however, the Director of Safeguarding informed the committee that numbers were higher for the college. Members were assured that the Director of Safeguarding had reported that the team were able to offer learners the support they needed as much as the college were able to, however, it was challenging managing the volume of work.

7.1.2 The Chair of the Standards and Curriculum Committee explained that the committee had received a report on the key themes emerging from recent Ofsted inspections and that suggestion had been made from members that the college should be ambitious in their self-assessment and be aiming for outstanding. It was discussed that the college should be benchmarking against other outstanding colleges, however, there were very few outstanding colleges with a similar general FE offer comparable to Warrington & Vale Royal.

7.1.3 It was explained that the Committee had focused on the college's drive to secure a good apprenticeship provision and that the college had engaged an external consultant who had been used previously to support. It was also noted that the college had engaged an external consultant to look at the college's high needs provision.

7.1.4 Members discussed that the level of scrutiny around apprenticeships was incredibly reassuring and that the tabled position paper was helpful for the Board.

Members **RECEIVED** and **NOTED** a report on the work of the Standards and Curriculum Committee

7.2 Apprenticeship Update

For discussion: to consider an update in relation to apprenticeships

Members **CONSIDERED** an update in relation to apprenticeships.

7.3 Curriculum Review

For discussion: to consider a report on the curriculum review

Members **CONSIDERED** a report on the curriculum review

7.4 Equality and Diversity Annual Report 2020/21

For discussion: to consider the end of year report

Members **CONSIDERED** the end of year report

7.5 Safeguarding and Prevent Update

For discussion: to consider an update in relation to Safeguarding and Prevent

Members **CONSIDERED** an update in relation to Safeguarding and Prevent

7.6 T-Level Link Governor

To consider and if so minded, approve the appointment of Ms Kirstie Simpson as link governor for T-levels

Members agreed that this agenda item should be covered at the end of the meeting.

Kirstie Simpson left the meeting at 6:05pm.

8 FINANCE MATTERS

8.1 Report on the work of the Finance and Resources Committee

For information:

- i) *to receive and note an update from the Chair of the Finance and Resources Committee on the work of the Committee,*
- ii) *to note the unconfirmed minutes of a meeting of the Committee held on 28 February 2022 (see appendix pack)*

8.1.1 The Chair of the Committee reported that significant time had been spent focusing on projects because of the volume, which resulted in a more complex budget. Members were assured that the college's budget position was relatively strong and stable and was being well managed, with no surprises. Members were made aware that the college may be mandated to terminate their gas contract with Gazprom by the government which would result in a significant increase in energy costs, however, the college would push back on any penalties for having to exit.

8.1.2 It was reported that the Deputy Principal: Finance and Resources had linked with other colleges using Gazprom and that the college's contract ran until 2024, however, if the college voluntarily left, there would be a significant exit price.

8.1.3 Members were pleased to note that the college forecast projected a turnover for 2022/23 of over £20m which represented significant growth. It was reported that apprenticeship numbers need to be closely monitored.

8.1.4 Members were informed that Warrington town would be receiving guests from the Ukraine following the conflict and that Mr Broomhead would work alongside the Principal to discuss potentially enrolling students. Members noted that there had been a big show of generosity within the town, however, the process needed to be carefully managed.

Sam Naylor left the meeting at 6:10pm.

8.2 Review of Financial Performance 2021/22 to-date

For discussion: to consider the reports on Financial Performance 2021/22 to date i.e. Management Accounts for period ending 28 February 2022
Members **CONSIDERED** the reports on Financial Performance 2021/22 to date i.e. Management Accounts for period ending 28 February 2022

8.3 Emerging College Budget for 2022/23 – 2024/25

For discussion: to consider the emerging college budget for 2022/23-2024/25

Members **DISCUSSED** the emerging college budget for 2022/23-2024/25

8.4 Annual Policy/Strategy Reviews

For resolution: to consider and approve the following policies/strategies as recommended by the Finance and Resources Committee

a) HR Strategy

It was **RESOLVED** that members approved the HR Strategy.

b) Estates Strategy

It was **RESOLVED** that members approved the Estates Strategy

8.5 Bad Debts

For resolution: to consider and if so minded, approve the write off of bad debts totalling £2,325 as recommended by the Finance and Resources Committee

It was **RESOLVED** that members approved the write off of bad debts totalling £2,325.

8.5.1 It was discussed that it would be helpful for the Finance and Resources Committee to be able to approve the write off of bad debts, up to a certain limit, in order to allow the Board to focus on more strategic matters. Discussion was held in respect of an appropriate limit for the Finance and Resources Committee to approve.

It was **RESOLVED** that members delegated authority to the Finance and Resources Committee to approve the write off of bad debts up to £3k as an individual sum and up to a total of £15k per annum.

9 AUDIT MATTERS

9.1 Report on the work of the Audit Committee

For information:

- i) *to receive and note an update from the Chair of the Audit Committee on the work of the Committee*
- ii) *to receive and note the unconfirmed minutes of the Committee held on 2 February 2022 (see appendix pack)*

9.1.1 The Chair of the committee reported to members that the committee had received the safeguarding report from the internal auditors and that it was positive and reassuring about the processes in place at the college.

9.1.2 Members noted that the committee had looked in detail at the risk register and in particular had focused on the risk and mitigations around recruitment of staff. Members noted that the committee had also received assurance about the health and safety

measures in place at the college. Members were informed that there had been no reportable data breaches in the period.

Members **RECEIVED** and **NOTED** an update on the work of the Audit Committee.

9.2 Annual Policy Reviews

For resolution: to consider and approve the following policies as recommended by the Audit Committee

- a) *Fraud Risk Assessment and Counter Fraud Strategy*

It was **RESOLVED** that members approved the Fraud Risk Assessment and Counter Fraud Strategy.

10 GOVERNANCE MATTERS

10.1 Report on the work of the Search and Governance Committee

For information:

- i) *to receive and note an update from the Chair of the Search and Governance Committee on the work of the Committee*
- ii) *to receive and note the unconfirmed minutes of the Committee held on 16 March 2022 (see appendix pack)*

10.1.1 The Chair of the committee reported that a review of student voice was underway and that a student governor was expected to join the Board after the Easter break.

10.1.2 Members noted that the committee had had extensive discussions about the Board's commitment to equality, diversity and inclusion and that a further session would be scheduled for a Board meeting or strategy morning. It was explained that discussion had been held in respect of how the Board needed to go beyond policy and procedure to embed values centred around equality, diversity and inclusion. The Chair commented that the recent ESFA workforce return for the Board demonstrated a lack of diversity in some respects.

10.1.3 It was discussed that the committee had received and considered the initial review against the revised Code of Good Governance which highlighted whether further actions were required, in particular in regards to environmental sustainability and equality, diversity and inclusion.

Q- A member asked in regards to the equality, diversity and inclusion statement whether the sections related to actions to be completed needed to be removed, so that the statement was reflective of current practice.

R- Members agreed that the action plan for equality, diversity and inclusion was in the process of being drawn up and therefore the Board's commitment to the statement was clear and could therefore be adopted.

10.1.4 Members commented that similar challenges were faced by other Boards, including Warrington and Halton NHS Trust Board. It was explained that the NHS Trust used reciprocal mentoring to try and bring underrepresented voices to Board level by pairing Board members with staff from underrepresented groups. It was discussed that the Board needed to be aware of not doing things inadvertently which would discourage diversity within the Board.

Members **RECEIVED** and **NOTED** an update on the work of the Search and Governance Committee.

It was agreed that the agenda items would be taken out of turn.

10.3 Governance Actions

For information: to receive and note a report on progress against governance actions to date for 2021/22

Members **RECEIVED** and **NOTED** a report on progress against governance actions to date.

10.4 Board Equality, Diversity and Inclusion Statement

For resolution: to consider and if so minded, approve the Board's Equality, Diversity and Inclusion Statement, as recommended by the Search and Governance Committee

It was **RESOLVED** that members approved the Board's Equality, Diversity and Inclusion Statement, as recommended by the Search and Governance Committee

10.5 Public Contribution Statement

For resolution: to consider and if so minded, approve the public contribution statement for 2021/22 as recommended by the Search and Governance Committee

It was **RESOLVED** that members approved the public contribution statement for 2021/22 as recommended by the Search and Governance Committee

10.6 Calendar of Corporation and Committee Meetings for 2022/2023

For resolution: to consider and approve the draft calendar of Corporation and Committee meetings for 2021/2022

It was **RESOLVED** that members approved the calendar of meetings for 2022/22

11 ANY OTHER BUSINESS

For discussion: to consider any other items of urgent business

11.1 There were no items of other business. Members discussed that the forthcoming meetings should be held face to face with remote attendance by exception.

11.2 Members discussed that the Board would like to contribute to the college's foodbank.

ACTION - Clerk to send a list of items for the foodbank to the Corporation.

10.2 Membership Appointments

10.2.1 For resolution: to approve the reappointment of Ms Christine Kerr for a term of four years, as recommended by the Search and Governance Committee

It was **RESOLVED** that members approved the reappointment of Ms Christine Kerr for a term of office for four years

10.2.2 For resolution: to appoint Mr Andrew Bainbridge on to the Search and Governance Committee, as recommended by the Committee

It was **RESOLVED** that members appointed Mr Andrew Bainbridge on to the Search and Governance Committee

7.6 T-Level Link Governor

To consider and if so minded, approve the appointment of Ms Kirstie Simpson as link governor for T-levels

It was **RESOLVED** that members approved the appointment of Ms Kirstie Simpson as link governor for T-Levels

12 DATE AND TIME OF NEXT MEETING

For information: to note that the next meeting of the Corporation will be held on Monday 4 July at 5pm

The meeting closed at 6:38pm