



**MINUTES OF THE CORPORATION MEETING  
HELD ON 21 SEPTEMBER 2021**  
by remote participation

**Present:**

Mervyn Ward	Chair
Andrew Bainbridge	Member
Martin Berman	Member
Steven Broomhead	Member
Robert Cox	Member
Andrew Ellams	Member
Peter Fitzhenry	Member
Lucy Gardner	Member
Peter Lloyd	Member
Sue Martin-Standley	Member
Sam Naylor	Member
Nichola Newton	Principal & Chief Executive
Peter Scott	Member
Kirstie Simpson	Member
Geoff Spencer	Member

**In attendance:**

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

***The meeting opened at 8.00am***

**1 APOLOGIES FOR ABSENCE**

*For noting: to receive any apologies for absence*

Apologies had been received and were **NOTED** from:

Christine Kerr	Member
Nicola Wilson	Staff Member

**2 DECLARATIONS OF INTEREST**

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

- 2.1 Ms Gardner declared an interest in the chair's update paper, consistent with her position as an employer partner for the Wellbeing Hub.

### 3 MINUTES OF PREVIOUS MEETING

*For resolution: to approve the minutes of the meeting held on 7 July 2021*

It was **RESOLVED** that the minutes of the meeting held on 7 July 2021 be approved as a correct record.

### 4 MATTERS ARISING

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

- 4.1 Members considered the Action Log and discussed the items relating to the previous meeting on 7 July 2021.

There were no other matters arising and the Log and progress against it were **NOTED**.

### 5 CHAIR'S UPDATE

- 5.1 The Chair informed members that he had signed a letter in support of Warrington's Health and Wellbeing Hub. Members were referred to the letter contained within the papers and agreed that the Health and Wellbeing Hub was a fantastic initiative.

### 6 STRATEGIC MATTERS: PROJECTS AND BIDS

#### 6.1 Advanced Construction and Civil Engineering Centre (ACCE) – Town Deal Project

*For resolution: to give approval to the ACCE project final business case*

- 6.1.1 The Deputy Principal: Finance and Resources ('DP:FR') provided members with an update on the bid, informing members that the Advanced Construction and Civil Engineering Centre ('ACCE') was part of the Town Improvement Plan funding. Members noted that the supporting appendices were available upon request from the Clerk.
- 6.1.2 The DP:FR reported that the final business case was due for submission on the 24 September and that the college had been working with Mickledore to complete the economic case and AA Projects supporting the completion of the final business case. Members noted that the initial ask had been £4.4m and the project had been awarded £3.661m.
- 6.1.3 Members were informed that as part of the project, the intention was to purchase a small piece of land at the back of the college which was currently leased by the local authority to The Challenge Academy Trust, a local academy trust. It was reported that the land had been valued at £70k for educational purposes, and the college had agreed

to pay the legal fees for all parties involved in the transaction, in addition to the purchase price. The DP:FR explained that the proposed plan for the land was to erect a two-storey building to accommodate workshops and additional classrooms as outlined in the appendices.

- 6.1.4 It was explained that the building and equipment costs came within the £3.661m budget and that a 12% contingency had been built in. Members were taken through the project risks and it was explained that the project fitted within the funding envelope.

Q- A member asked for clarification in regards to how the revenue package had been built up.

R- Members were informed that the business plan built in the ongoing delivery costs including staffing and non-pay costs, which were illustrated on page 63 of the paper.

**Kirstie Simpson joined the meeting at 8:15am.**

Q- A member asked whether the funding was guaranteed.

R- Members were informed that there was a real motivation to continue with the Town Improvement Plan funding and therefore the money was as secure as it could be. Members discussed that there needed to be an element of caution in regards to the timely release of the money because of the beaurocracy surrounding it.

**Steven Broomhead joined the meeting at 8:16am.**

- 6.1.5 A member commented that the college's bid had been part of the first phase of Town Improvement Plan applications and further phases had now been approved, thus supporting the fact that there was a commitment to continuing the funding.

**Sam Naylor joined the meeting at 8:18am**

- 6.1.6 Comment was made that the 12% contingency seemed reasonable and that advice had been sought from AA Projects in relation to the percentage of contingency. Members discussed that the increase in cost for raw materials including steel and wood would have an impact on the building cost.

Q- A member asked whether the impact of digital learning had been considered as part of the business case and the potential impact that it could have on the number of learners.

R- Members were informed that digitalisation had been considered and that in order to use the equipment, learners did need to be present, however, some of the equipment requested had been chosen with digitalisation as part of the rationale.

**ACTION 1 - Assistant Principal–Business Collaboration and Growth to meet with governor, Sue Martin-Standley to discuss digitalisation in regards to the Advanced Construction and Civil Engineering Centre Project.**

Q- A member questioned why on page 63 of the papers, the timetable showed that the project was planned to commence in 2023, yet there were staffing costs in 2021/22.

R- The DP:FR apologised for the error and confirmed that the table had incorrect years on the headings because of formatting issues.

**ACTION 2 – DP:FR to circulate a revised table of revenue costs for the ACCE project to members.**

- Q- A member asked whether the costs excluded allocated overheads.
- R- Members were informed that in terms of estates, overall costs had been apportioned by floor area and any increase in footprint had had estates costs applied.
- Q- A member asked how the college would get the money back for the capital spent in the first year.
- R- Members noted that the college were yet to receive the draft contract, however, the understanding at the present time was that the money would be advanced to prevent the college being out of pocket in terms of cash flow.
- 6.1.7 A member commented that the money for the Town Improvement Plan projects was fixed in the council's budget and there was therefore a degree of certainty that the money would be advanced to the college.
- Q- A member asked how long term depreciation was being managed, given the relatively quick time period for equipment to become obsolete.
- R- Members were informed that the college depreciation policy incorporates the review of an asset's economic life and depreciated over the appropriate number of years which may be 4 to 7 years, in order to ensure that the college were not left with any problems on the balance sheet.
- 6.1.8 A member commented that because revenue was lower than costs in regards to the project, it might have an impact on profit and loss and the college may need to find funds to replace equipment in the future.

It was **RESOLVED** that members gave approval to the ACCE project final business case.

**6.2 Advanced Creative Digital Skills ('ACDS') - Skills Accelerator**

*For resolution: to give approval in principle to Phase 2*

- 6.2.2 Members were taken through the presentation by the Principal. Members' attention was drawn to the fact that the college had been successful with the ACDS bid so far and that the college were not required to provide any match funding. It was explained that the deadline for the project was tight, with all monies needing to be spent by March 2022. Members noted that there were many positive outcomes as a result of the project, including collaboration.
- 6.2.3 It was explained that the college's Investment and Growth Plan as approved by the board, identified three top curriculum areas for growth: health and social care, construction and creative and digital, which was why the college had pursued the ACDS bid. The Principal informed members that the college had designs to become a specialist business centre as part of the project, complementing the work of the Digital Enterprise Hub, one of the project's partners. Members noted that the college business centre would not be a physical entity but instead would be people out working with employers and bringing them in for training.
- 6.2.4 The Principal informed members that the college was now getting used to writing strategic cases. It was explained that the funding split for the project was £818,220k for Warrington and £97,920k for Macclesfield College. Members noted that the college were

looking to upgrade the theatre, repurpose a former room to create a television green room and therefore expand the range of media that the college work in, and invest in post-production facilities which mirrored the best in the sector.

- Q- A member asked what role the local enterprise partnership ('LEP') played in the project bids.
- R- Members were informed that the LEP had not been able to bid for any of the local skills improvement plans, however, the college had involved the LEP in the bid writing process.
- Q- A member commented that as part of a European funding programme, there had been funding provided to the University of Chester for a media van to take kit out to the community and there could therefore be an opportunity for collaboration with the college. It was also explained that the University of Chester were going to be delivering some 10 credit modules in regards to digital upskilling and therefore the college could work alongside the university to identify areas for collaboration, and to mitigate against areas of overlap in regards to course delivery.

**ACTION 3 – Principal to meet Kirstie Simpson to discuss collaboration with regards to the creative project bid between the college and University of Chester.**

6.2.5 Comment was made that in other colleges where project bids had been submitted, the response from the Department for Education ('DfE') had been slow and therefore the March 22 deadline may be unrealistic to meet. The Principal responded that the college had been impressed with the DfE contact so far, but that there could be flexibility around the deadline.

- Q- A member commented that the initiative was well supported by the board, however, assurance was required in regards to how staff knowledge and expertise would be kept up to date because as with equipment, knowledge could quickly become outdated.
- R- Members were assured that digital development was part of the college's strategy and would require investment and additionally, continuing professional development was part of the bid. A member commented that the level of knowledge around the board on emerging technology was very good.

It was **RESOLVED** that members gave approval in principle to Phase 2 of the ACDS Bid.

**6.3 Institute of Technology ('IoT')– Cheshire and Warrington Bid**

*For discussion: to consider an update on the Phase 2 submission*

6.3.1 The DP:FR took members through the paper and informed them that the project was currently up to phase 2, and was a consortium bid led by Cheshire College South and West. Members noted that the bid had been put together with a view to remodelling the accommodation at the Winsford campus. Members noted that the colleges had been supported in the writing of the bid by Rockborn Consultants. Members were informed that there had been no material changes for Warrington & Vale Royal following phase 1 and that phase 2 was focused around ensuring that the project fitted financially.

6.3.2 The DP:FR explained that there was a match required both in cash and in kind, however, for the college, the match would mostly be in terms of providing the physical space at the Winsford campus. Members noted that in terms of the legal structure, the IoT would operate on a licence and sublicense basis, with Cheshire College South and West as the licence holder. It was explained that a heads of term document had been signed by the college and a copy could be requested from the Clerk to the Corporation.

6.3.3 The DP:FR informed members that the college had made a £1.5m capital request and a £400k equipment request as part of the project and that the phase 2 bid had been submitted on 16 June 2021. It was noted that a decision was anticipated in October or November 2021, with partners likely to be invited for interview by the DfE.

Q- A member asked in regards to the ongoing contribution whether there was any idea of a scale.

R- Members were informed that the DP:FR would confirm back and that it would be sent to the Finance and Resources Committee.

**ACTION 4 – DP:FR to report to the Finance and Resources Committee on the scale of the ongoing contribution for the IoT bid.**

Q- A member asked what benefits the project would bring to the college's Winsford campus.

R- Members were informed that visually, the Winsford campus would be reconfigured with lots of new equipment, classrooms and the introduction of laboratory spaces. Members also noted that the library would be reconfigured and that there would be some additional outdoor seating. It was reported that the new space and equipment would hopefully lead to an increase in learner numbers.

Q- A member asked when the changes would be made to the Winsford campus and upon completion, whether it would mean the campus would be full.

R- Members were informed that the intention was to commence delivery from September 2022, however, this was quite an ambitious deadline which may need to be pushed back. It was explained that an increase in footfall was anticipated.

Q- A member asked whether the executive leadership team were confident that the bid would be successful.

R- Members were informed that the college's leadership team were confident in the bid and considered it to be strong. It was explained that the difficulties lay within the timescales because the college only had holiday periods to undertake the significant works required because they could not be completed whilst learners were onsite.

6.3.4 Members discussed that the project would undoubtedly be positive for Winsford, however, the competitive bidding process which the college was engaged in for all projects highlighted the lack of a structured skills plan for colleges and the wider education sector. Comment was made that the constant bid writing process took staff away from focusing on their job.

**ACTION 5 -Principal to raise point with Association of Colleges that the bidding process has disadvantages in so much that it requires significant time to complete bids, it shows no commitment to continuity and exposes colleges to significant risk.**

Q- A member asked what the consequences would be from a project perspective if the college failed to recruit learner numbers or failed to deliver on the key performance indicators.

R- Members were informed that outcomes would be monitored and failure to meet outcomes would be covered in the draft contract, which had not yet been received.

Members **CONSIDERED** an update on the Phase 2 submission of the IoT Bid.

## 7 POLICY MATTERS

### 7.1 Safeguarding and Prevent Policy

*For resolution: to consider and if so minded, approve the Safeguarding and Prevent Policy 2021/22*

It was **RESOLVED** that members approved the Safeguarding and Prevent Policy 2021/22

### 7.2 Health and Safety Policy

*For resolution: to consider and if so minded, approve the Health and Safety Policy 2021/22*

Q- A member commented that the Health and Safety Policy had been changed meaning that instead of a named health and safety officer, there was now a health and safety team. A question was raised in respect of whether there needed to be a specific person named with responsibility for the area.

R- Members were informed that there was no need for one named health and safety person and that by having a team, it enabled the college to respond more quickly to events.

It was **RESOLVED** that members approved the Health and Safety Policy 2021/22

### 7.3 Data Protection Policy

*For resolution: to consider and if so minded, approve the Data Protection Policy 2021/22*

It was **RESOLVED** that members approved the Data Protection Policy 2021/22

### 7.4 Freedom of Information Policy

*For resolution: to consider and if so minded, approve the Freedom of Information Policy 2021/22*

It was **RESOLVED** that members approved the Freedom of Information Policy 2021/22

## 2021/22 EARLY YEAR UPDATES

### 8.1 Enrolments Update

*For information: to note an update on 2021/22 learner recruitment*

8.1.1 Members were informed that the paper had been prepared by the Director of Marketing. It was explained that at the start of term, enrolment updates were delivered daily to the senior team and that for the academic year 2021/22, the picture was incredibly positive with 1654 16-18 year old learners enrolled against a 1524 contract allocation. Members noted that the funding for the additional learners was not likely to be received until the following academic year as a result of lagged funding, however, if the college retained 100 learners over the contract allocation by the 5 week health check point, there could be an opportunity to apply for in year growth.

8.1.2 The DP:FR reported to members that in construction, there had been a significant increase in numbers which had placed a strain on class sizes and resources, which the college had had to respond to without additional funding. Members were informed that they would be kept up to date in regards to the funding for additional learners through the presentation of the revised budget.

8.1.3 The DP:FR explained to members that the recruitment of adult learners had been a mixed picture in terms of enrolment numbers, with some courses having to establish waiting lists for places. Members were informed that some adult courses, however, had

had their start date delayed in order to provide more time for marketing activity. It was also explained that the recruitment picture for higher education was mixed, and as such, the college were looking at blending learning where numbers fell below expected recruitment. Members noted that apprenticeship enrolment numbers were very positive with many areas needing to establish waiting lists.

- 8.1.4 Ms Gardner commented that the Health Care Trust could support the college in marketing the health and social care and childcare level 3 courses.

**ACTION 6 – Director of Marketing to liaise with Lucy Gardner in regards to the marketing of the college’s level 3 childcare and health and social care courses.**

Members **NOTED** an update on 2021/22 learner recruitment

**8.2 Covid Update**

*For information: to note current position on College and Covid measures*

- 8.2.1 Members were informed that the college’s Covid risk assessment had been updated for 2021/22, with input from unions. It was explained that the college had retained some non-statutory Covid precautions which were deemed important. The DP:FR updated members in regards to the college’s approach when staff who had received both vaccinations were living with somebody who had tested positive, and it was explained that the college were asking such staff members to work from home where possible. Members noted that cases were being looked at on an individual basis.
- 8.2.2 Members were informed that in the first two weeks of term, over 2000 students had had lateral flow tests at the college and 5 positive cases were identified. As at the 13 September, members noted that there were no positive staff cases although some staff were isolating as a result of family members testing positive. Members were informed that as at the 13 September, 20 students were isolating.
- 8.2.3 The Board expressed their thanks to the college staff for working so hard to ensure that robust procedures were in place to mitigate the risk of the spread of Coronavirus.

**Lucy Gardner left the meeting at 9:30am.**

Members **NOTED** an update on the current position on College and Covid measures.

**FINANCIAL MATTERS**

**9.1 Financial Regulations**

*To consider and if so minded, approve the Financial Regulations 2021/22*

Q- A member asked whether bad debts included kit which had not been returned.

R- Members were informed that bad debt related to invoiced fees only.

Q- A member asked for an overview of how much kit had been leant out but not returned.

**ACTION 7 – DP:FR to produce a report on the return of kit to present to the Finance and Resources Committee**

- 9.1.1 Members were informed that there were very few changes to the Financial Regulations.

- 9.1.2 Members discussed that they wanted to see a scheme of financial delegation where it was made clear to members who had authority to approve items and the clear escalation route up to the Corporation.

**Action 8 – DP:FR to ensure that members are presented with a scheme of financial delegation.**

Q- A member asked whether a section about anti-money laundering needed to be included in the Financial Regulations.

R- Members were informed that the college had a separate anti-money laundering policy.

Q- A member asked who the accounting officer was for the college.

R- Members were informed that the Principal was the accounting officer.

- 9.1.3 Members discussed that the Financial Regulations should make explicit who the accounting officer was.

**ACTION 9 – Financial Regulations to be updated to make explicit that the accounting officer is the Principal.**

**ACTION 10 – College's Finance and Resources Committee to do an in-depth review of the Financial Regulations.**

It was **RESOLVED** that members approved the Financial Regulations 2021/22, subject to the amendment outlined above regarding the clarification of the accounting officer.

## **9.2 Delegation of Authority to Finances and Resources Committee**

*To consider and if so minded, approve the delegation of authority to the Finance and Resources Committee to approve the write off of the college's bad debts annually*

- 9.2.1 Members discussed that the Board wanted to see authority levels in place for the Finance Committee for the write off of bad debts before approving the delegation of authority. Members commented that they wanted a maximum figure that the Finance and Resources Committee were authorised to write off before escalation to the full Corporation.

**ACTION 11 – Board to reconsider the delegation of authority to the Finance and Resources Committee for the write off of bad debts once a proposed maximum figure has been considered.**

## **9.3 Delegation of Authority to Finances and Resources Committee**

*To consider and if so minded, approve the delegation of authority to the Finance and Resources Committee to approve the college's insurances annually*

It was **RESOLVED** that members approved the delegation of authority to the Finance and Resources Committee to approve the college's insurances annually.

## **9.4 Revision to Bank Mandate**

*To consider and if so minded, approve the changes to the bank mandate*

It was **RESOLVED** that members approved the changes to the bank mandate.

## **10.1 Amendment to Instrument and Articles to Facilitate Written Resolutions**

*To consider and if so minded, approve an amendment to the Instrument and Articles to facilitate the use of written resolutions for decision making*

- 10.1 The Clerk reported to members that with the introduction of multiple projects, and the issue of their external deadlines not aligning with board meeting dates, there was still some work to be done to ensure that the governance mechanisms around project work were fit for purpose. It was acknowledged that sometimes the deadlines were very tight and whilst decision making by written resolution would not be used routinely, it could be useful in extenuating circumstances.
- 10.2 A member commented that the proposed wording for the written resolutions should be amended to make clear the difference between points of clarification and provisions.

**ACTION 12 – Clerk to amend the Articles of Association in regards to the wording for the provision of written resolutions to make clear the distinction between points of clarification and provisions.**

It was **RESOLVED** that members approved an amendment to the Instrument and Articles to facilitate the use of written resolutions for decision making, subject to the amendment above.

**MEMBERSHIP MATTERS**

**11.1 Co-option of Governors**

*To consider and if so minded, approve the co-option of Dr Alison Birkinshaw to the Standards and Curriculum Committee for a further academic year ending on 31 July 2022*

- 11.1 The Clerk explained to members that Dr Alison Birkinshaw had agreed to remain as a co-opted Governor on the Standards and Curriculum Committee for a further year. Discussion was held in regards to the excellent contribution that Dr Birkinshaw made to the committee.

It was **RESOLVED** that members approved the co-option of Dr Alison Birkinshaw to the Standards and Curriculum Committee for a further academic year ending on 31 July 2022

**11.2 Committee Terms of Reference**

*To note that Terms of Reference for the Committees of the Corporation for 2021/22 will be reviewed by each Committee in the Autumn term and will be recommended to the Board for ratification in December 2021*

- 11.2 The Clerk explained that the review of committee terms of reference ideally needed to be scrutinised at committee level, prior to being presented to the Board.

Members **NOTED** that Terms of Reference for the Committees of the Corporation for 2021/22 will be reviewed by each Committee in the Autumn term and will be recommended to the Board for ratification in December 2021

**12 ANY OTHER BUSINESS**

*For discussion: to consider any items of urgent business*

- 12.1 *There were no items of other business.*

*Unconfirmed*

*The meeting closed at 9:46am.*

*Signed* \_\_\_\_\_

*Date* \_\_\_\_\_