

CORPORATION BOARD

Minutes of a virtual meeting held on Monday, 22 March 2021 at 5pm

Present

Jessica Birkhead	Nick Handy
Jacqui Canton,	Gavin Maitland-Smith,
Principal	Chair
Fay Croft	Adam Mumford
Howard Dodd	Nicolas Pagès
Vicky Field	John Revis
Roger File	Sean Wellington

In attendance

Olivier Cognard, Vice Principal,
Funding, Planning & Systems
Improvement
Jenny Craig, Deputy Principal
Mark Lay, Finance Director
Jo Milsom, Vice Principal, Student
Engagement
Jenny Lowe, Clerk & Governance
Advisor

Governor questions are represented with bullet points, and management responses are italicized.

1. Opening comments, apologies for absence and new declarations of interest

The Chair welcomed members to the meeting. Eduardo Pereira had resigned as a student governor, owing to other pressures of work and the conclusion of his course. His contribution to the Board was noted with gratitude.

2. Minutes of the meetings

Members approved the minutes of 14 December 2020 as accurate and appropriate to sign.

3. Matters arising from the Minutes not covered elsewhere on the agenda, written resolutions and Action tracker

No additional matters arising were raised. A total of two written resolutions had been passed since the last meeting:

- 1) On Wednesday 27 January 2021 the Board approved, by written resolution, the following resolution:

That the Board approves submission of a capital bid of £990,000 to support the delivery of T Levels in the Digital, Health, and Education routes.

on 6 November 2020 had unanimously approved the appointment of Jennifer Lowe as Clerk and Governance Advisor.

- 2) On 19 March 2021 the Board approved, by written resolution, the following resolution:

That the Board approves submission of the following five bids to the Further Education Capital Transformation Fund:

- 1 *Witney – Refurbishment of the first floor of Buttercross building including new roof - £1,041k;*
- 2 *Common Leys – replacement of Log Cabin and Portakabin classrooms with a 3 classroom extension to the main teaching block - £1,311k;*
- 3 *Abingdon – refurbishment of G Block - £1,858k;*
- 4 *Abingdon – refurbishment of E Block- £1,586k;*
- 5 *Abingdon - refurbishment of C Block - £2,124k.*

The action tracker was noted.

4. Principal's update and balanced Score Card

The Principal introduced her report and governors noted the recommendations.

- In light of the additional workload resulting from Covid, could a letter be sent to staff, thanking them and acknowledging the hard work undertaken throughout this period? *Yes, this can be arranged.*
- Have there been any Covid cases since reopening? *No cases have been reported to date.*
- How will the savings be made in relation to our contribution to the T-Level bid? *There will need to be a contribution from College, but it is hoped that value savings will reduce this further. Following some value engineering on the areas of the project that we have been asked to fund, we expect to fund our contribution by using £50k of our minor capital works fund from our 20/21 minor capital works budget, and £50k from our minor capital works budget for 21/22.*
- Noting the White Paper's proposed increased role for Chambers of Commerce, do we have any existing links into our local Chambers? *Yes, we have at various points been members of Thames Valley and Abingdon Chambers. These have provided personal links with some small businesses.*
- Is the possible merger between Activate and Ruskin of concern? *If they move into the adult learning market they may be competitive, it is something we should monitor.*
- Is the aim of 'Project Why' to make things cheaper or more efficient? *Both, and also to make the college a better place to work.*

Governors unanimously approved the acceptance of the Wave 2 T Level capital funds, noting the College's contribution.

Considering all factors, Governors unanimously agreed that the College is unable to make a pay award for the year 2020/21.

Action	By Whom	Deadline
GMS and JCa to send out thanks to staff	GMS and JCa	As soon as possible.

5. Mid-year review of Strategic Plan KPIs

The Principal introduced the report and confirmed that, in line with the national picture, adult enrolment numbers are lower than anticipated. The significance of the financial impact will depend on the clawback threshold imposed by the ESFA. It had today been announced that this would be reduced from the usual 97% threshold to 90%, but it would not be surprising if that was reduced further as a result of COVID.

The other amber areas impacted are destination data and the proportion of curriculum areas currently forecasting to be graded as outstanding. This is due to the impact of COVID.

HR cases are higher, in part related to COVID, but also to a succession of management challenges in one particular faculty. Measures have been put in place to address this issue.

- How worried should we be about adult numbers? *Looking at enrolments as a whole, 16-19 numbers are in the region of where we expect them to be. Olivier is looking into our data to ensure our conversion rate for enquiries is increased. Apprenticeship numbers are also picking up and we anticipate meeting our income targets. Adult numbers are challenging on a national level but we are reviewing to ensure our curriculum offer is appropriate.*

- Are all colleges experiencing a decrease in adult numbers? *Yes, this is a problem nationally, but particularly in Oxfordshire.*
- Is the percentage target for clawback worrying? *We anticipate being above the AEB threshold.*

The report was noted

6. Capital Projects Pipeline

The Principal outlined the background to the paper which had been presented at CQS and F&GP Committees. There are a large number of different funding streams and therefore a number of project bids being submitted. The paper provides governors with an overview of the various projects.

- What is the Common Leys Master Plan? *The plan was originally drafted in 2010 and provides detailed plans for development of the site.*
- Is Didcot STEAM expected in the near future? *The LEP requested details of long term plans – this is an objective for within the next 10 years.*
- Who is responsible for writing and submitting the bids? *SMT write the bids and as governors will be aware, there is a Vice Principal vacancy. When recruiting to this post, we will look for someone with bid writing experience.*

The report was noted.

7. Curriculum, Quality & Students Headline report

The Deputy Principal introduced the report and thanked staff for the colossal effort they had made to ensure testing was implemented ahead of the wider reopening of the college. The focus now is on qualifications and making sure that students are ready for their next steps. The teacher assessed grades process has also resulted in an increased workload for staff.

- Do we know why there are so many more vulnerable students on campus during the recent lockdown? *This lockdown has felt different. More students and parents have wanted to take up the offer of coming on site when possible.*
- Do all students now have access to laptops, following the rollout of the Get Help with Tech scheme? *130 laptops have been received. The laptops are basic so won't run some of the software needed for some of our courses. We have also purchased 50 ourselves which are of better quality. The laptops have been distributed by need, so those who have been identified initially have received a device. We have asked students to come forward, but they don't always necessarily respond.*
- Have IT support needs increased? *So far, the support has been functioning well. It will be a particularly big piece of work to rebuild all of the laptops at the end of the year.*
- Have there been higher numbers of welfare and safeguarding issues? *There has been an increase in mental health issues such as anxiety about leaving the house.*
- Community Learning Discretionary Bursary – is there a cap? *A cap of £10k has been set but we would be surprised if this was reached.*
- Which of the bursaries in the Student Financial Support policy are funded by the government? *All are government funded apart from the Community Learning Discretionary Bursary which is being introduced.*
- Is there enough resource to assist students in financial hardship? Are we signposting clearly enough? *It is always the case that more can be done. In particular we want to make sure that the need for 19+ funding is properly identified and addressed.*

Governors unanimously approved the amended Student Financial Support Policy.

The report was noted.

Action	By Whom	Deadline
Student Financial Support Policy to be issued	JL	As soon as possible.

8. Finance & Resources

The Finance Director introduced his report.

i Management Accounts to 31 January 2021

The Finance Director introduced the paper, noting that cash holdings at the end of the year were significantly higher than forecast. This is largely down to the sale of Avenue One, the timing of capital projects, and the delay in some supplier invoices being received due to the COVID lockdown

The report was noted.

ii Mid-year Budget review 2020/21 including income projections

The Finance Director introduced the paper. Cash holdings at the year end are forecast to be significantly above budget as explained in the management accounts. This improvement has resulted in an improved forecast Financial Health Grade of "Good". Bank covenants will continue to be met.

The revised forecast was unanimously approved.

iii Lloyds Loan facility recommendation

The Finance Director noted that the proposal had been reviewed at F&GP following a request from Audit Committee. F&GP Committee are recommending that the loan should not be repaid at this stage.

- Why wouldn't we be better to repay if it is a wholly cash collateralised facility? *The decision not to repay was made because repaying it would adversely affect our current ratio.*

iv Reserves Policy – a proposal from the F&GP and Audit Committees

The Finance Director introduced the policy and noted that it had been reviewed at F&GP Committee and recommended for approval.

Governors unanimously approved the Reserves Policy.

Action	By Whom	Deadline
Reserves Policy to be issued	JL	As soon as possible.

9. Risk Management and Board Assurance

i) High Level Risk Register

The Finance Director introduced the register, noting that an additional control, identifying the '3 lines of defence' has been added to the register.

The register was noted.

ii) Board Assurance

The Finance Director referred governors to the updated internal audit plan reviewed at Audit Committee. The Finance Director is reviewing timing of the audits with TIAA, however this will not impact the overall plan.

Governors were asked to approve a recommendation from Audit Committee to appoint RSM UK to conduct an Annual Learner Number Systems (LNS) Internal Audit from 2020/21-

2022/23. This is due to their particular expertise in this area and the importance of ensuring that our systems in this area are accurate and robust. Total cost is £12k in 2020/21, and £8k per annum in each of the following 2 years.

Governors unanimously approved the appointment of RSM UK as LNS Auditors for 2020/21 – 2022/23.

The report was noted.

10. Governance

10.1 The completion of the annual appraisal of the Chair was noted.

10.2 Following interviews on 1 February 2021, the recruitment panel (Corporation Chair, Corporation Vice Chair and Chair of F&GP) concluded that one candidate, Sam Wolfe, should be recommended for appointment to the Corporation Board. The Chair spoke of the challenge in finding governors with the skills mix required and noted that the panel were happy that they had found a candidate who would offer the necessary skills and experience to provide challenge and support to the board. Sam has a broad experience in HE as a lecturer at Oxford and also has extensive governance experience within education.

Governors unanimously approved the appointment of Sam Wolfe with effect from the next Governors' meeting on 5 July. In the interim, Sam would be invited to attend the Board strategy days planned for May and June.

10.3 It was noted that proposed objectives for the Principal were discussed and agreed by the NRG Committee at their meeting on 4 March 2021.

10.4 One new policy, three revised policies and two refreshed policies were approved.

10.5 Committee minutes were noted.

Action	By Whom	Deadline
Confirm appointment of Sam Wolfe and conduct preliminary checks	Clerk	As soon as possible
Issue approved policies. Senior Post Holder Remuneration Policy, Standing Orders Appendix 1, Governor Expenses Reimbursement Policy, External Governor Recruitment and Selection Policy.	Clerk	As soon as possible.

11. Impact of Covid – A thought piece for discussion

The Principal gave an overview of the paper. Governors were invited to consider the questions raised in small breakout groups and provide feedback on their discussions.

1. Could all our lessons take place on-line in the future?

- Some students have preferred online learning, there is potential to offer more online learning from now on. It has worked well for some subjects and cohorts.
- Some courses require face to face teaching, particularly those with a practical element.
- There was agreement that for younger students in particular, a hybrid approach would be better than exclusively online.
- The approach should be tailored to the type of course and target market.

2. Should we sell some or all of our campuses? Could we operate a 3 or 4-day week on site?
 - Greater flexibility around timing of courses may be attractive to students, but rather than reducing the college week to 3 or 4 days, there was potential for courses to be available 7 days a week (particularly with online/recorded resources)
3. How do we prepare our students to enter a world where technological development has accelerated dramatically?
 - This would be by combining learning online and in person. Students need to develop online skills and an appreciation of online etiquette, but also need to be able to function in a face to face working environment.
4. What does "Employer of Choice" mean now? Will staff now expect to work from home?
 - This will depend on their role.
 - Staff can request flexible working under existing college arrangements.
 - There are significant benefits to working on site in terms of team building and the opportunities for informal interaction with colleagues.
5. Does our staffing makeup need to change? Could bots replace some of our roles?
 - Bots would potentially be useful for customer service functions eg answering student queries and signposting.
 - The cost of developing these would need to be considered.
6. Should we provide laptops for all students/ staff?
 - A large number had been supplied during Covid to those who did not already have access.
7. Should we start a digital learning materials company?
 - This is a competitive market. Many of these companies exist already, some providing materials free of charge.
8. Could we sell our courses internationally?
 - Potentially in areas where we are recognised and have a unique or specialist course on offer.
9. Should we make all our digital skills/ IT courses free because of their significance to the economy and community?
 - Many of the L1 and L2 courses in this area are already fully funded.
10. Do we invest enough in our IT infrastructure?
 - If more online teaching is to take place, it is likely that investment will be needed.

General discussion

- We do not want to lose sight of our core purpose
- We should look at the opportunities that have arisen out of the last year
- We should be outward looking and ambitious
- Succession planning for the board is a key issue

It was agreed that discussions at the strategy days would focus on developing these ideas through the new strategic plan. Governors would be given an opportunity to review and consider the core values of the college.

12. Any other business

None had been raised

13. Future business and reflection

Governors reflected on the format of the meeting and noted that the opportunity to discuss broader questions in groups had been useful.

All agreed that a return to meeting in person would be welcome, when circumstances allow.

14. Date of next meeting: Monday 5 July 2021 at 5pm. Governor Strategy Days had also been arranged for 13 May (online) and 29 June (in person if restrictions have been relaxed as planned)

The meeting closed at 8.05pm

Approved for signature (meeting date)

Signature Gavin D. Moutland - STL

Date

Matters arising from the Corporation Board Meeting, 22 March 2021

Item & Title	Action	By whom	deadline
4. Principal's update and balanced scorecard.	GMS and JCa to send out letter of thanks to staff	GMS and JCa	As soon as possible.
7. Curriculum, Quality & Students	Student Financial Support Policy to be issued	JL	As soon as possible.
8. Finance & Resources	Reserves Policy to be issued	JL	As soon as possible.
10. Governance	Confirm appointment of Sam Wolfe and conduct preliminary checks	Clerk	As soon as possible
	Issue approved policies. Senior Post Holder Remuneration Policy, Standing Orders Appendix 1, Governor Expenses Reimbursement Policy, External Governor Recruitment and Selection Policy.	Clerk	As soon as possible.