

MEETING OF THE GOVERNING BOARD

TIME/DATE 4.00pm 25th March 2021

VENUE Virtual meeting by way of TEAMS due to the Coronavirus pandemic

Present:

Mr S Pierce	Principal
Mrs. S Jee (Chair)	External Governor
Mr. J Pinsent	External Governor
Mrs. E Brocklehurst	External Governor
Mrs. J Heap	Staff Governor
Mr. B Bennett-Stanley	Staff Governor
Mr. K Sanderson	External Governor
Mr. N Shore	External Governor
Mrs. A Cannon	External Governor
Mr. P Han	External Governor
Mr. J Heritage	External Governor
Mrs. D Calderbank	External governor
Dr D Balsamo	External Governor
Mrs S Littlewood	External Governor
Mrs L Duncan	External Governor
Mr Collum-Marsh	Student Governor
Ms K Mansfield	Student Governor

In attendance:

Mr S Jones	ESFA
Mrs P Odulinski	Board reviewer
Mr R Garcha	CFO
Mr M Doyle	Deputy Principal
Mrs L Lloyd-Williams	Governance Director
Mrs J Callaghan	Director of Marketing

ITALICS DENOTES ABSENCE

DRAFT MINUTES

	<p>The meeting opened at 4.01pm and was quorate with a minimum of 7 Governors the majority of whom were external Governors</p>
	<p>CHAIR OF THE GOVERNING BOARD</p> <p>Mr Han in his capacity as Vice- Chair chaired this agenda item. Mrs Odulinski was welcomed to the Board. Mrs Jee and Dr Balsamo were both absent due to having interests in the matter.</p> <p>Mr Pinsent advised that after March the fees for a recruitment agent would be borne by the college as the DfE FE Governor recruitment pilot scheme would have come to an end. It was explained that under the College's Financial</p>

Regulations at least 3 quotes would need to be obtained for recruitment agents.

The Board were taken through the process so far in respect of recruitment of the Chair and advised of the involvement of [REDACTED], National Leader in Governance, (NLG). The Governing Board endorsed the recommendations for next steps in the recruitment process of a Chair of the Governing Board and it was

Resolved:

1. To endorse the selection panel's recommendation that further applicants should be sought for the position of the Chair of the Governing Board.
2. To grant delegated authority to the selection panel to appoint recruitment agents should they be required, to be used for the appointment of the Chair of the Governing Board.
3. To grant delegated authority to the selection panel to further determine the criteria for the Chair of the Governing Board, should it be required.

On the recommendation of the Search and Governance committee it was

Resolved:

1. To extend the term of office for Mrs Susan Jee to the 1st August 2021 or the appointment of a new Chair of the Governing Board, whichever is the earlier.

1. PRESENTATION ON WORK OF MIS

Mrs Jee joined the meeting at 16.11 and took over chairing the meeting. Mr Heritage joined the meeting at 16.14. Dr Balsamo joined the meeting at 16.16.

The Director of Information Services took the Governing Board through an informative presentation on the work of MIS. Governors thanked the Director for his presentation and asked how the department was able to ensure that it focused on the right thing when there were frequent funding changes. The Director explained that the department was able to flex and change according to priorities and was able to anticipate changes rather than be reactive. Governors asked about the steps taken to protect against cyber-attacks. The Director confirmed that colleges and universities were being targeted and explained the steps being taken by the College.

Mr Woods left the meeting at 16.34.

The Chair expressed to the Board her gratitude to Mr Pinsent and Mrs Brocklehurst for their extremely valuable contributions as Vice- Chairs.

2.	<p>DECLARATIONS OF INTEREST</p> <p>There were no declarations of interest.</p>
3.	<p>APOLOGIES</p> <p>Apologies were received and accepted from Mr Collum Marsh, Mrs Heap and Ms Mansfield.</p>
4.	<p>NOTIFICATION OF ITEMS OF URGENT BUSINESS</p> <p>There were no items of urgent business.</p>
5.	<p>MINUTES OF THE MEETING HELD ON THE 10TH December 2020</p> <p>The minutes of the meeting held on the 10th December 2020 were approved as a true and correct record of the meeting and authorised for signature by the Chair.</p>
6.	<p>MATTERS ARISING</p> <p>The Governance Director advised that in relation to high needs the College was working with Derby College, which is a national leader for high needs. She reported that having spoken with the Director for Supported Learning, the work was highly beneficial.</p> <p>In relation to learner voice, the Director of Governance advised that she would look to incorporate into one of the next two Board meetings, either a student story at the beginning of the meeting or student representatives attending Board to give feedback.</p>
7.	<p>PRINCIPALS REPORT</p> <p>The Principal spoke to his report which</p> <ul style="list-style-type: none"> • Provided an update against the remaining actions set out in the College's Recovery Plan Action Plan. Governors had been provided with an updated implementation plan. • Provided a summary of current financial performance. • Informed the Board of the outcomes of the recent Ofsted Monitoring Visit and the next steps in terms of further inspection activity. • Summarised enrolment to date and the implications for College funding. • Provided a progress report against the recommendations from the Further Education Commissioner's (FEC) October 2020 stocktake visit. • Notified the Board of a further FEC stocktake visit on 26 March 2021. • Summarised the approach to the awarding of qualifications and grades in summer 2021.

- Provided an outline summary of the FE white paper, Skills for Jobs.
- Summarised the current position in respect of managing COVID-19.

Confidential

The Principal highlighted the following:

1. Regarding finances and AEB, the Board were advised that the ESFA had announced their tolerance level for AEB funding would be 90%. The Liverpool City Region Combined Authority had informed the College that afternoon that their tolerance' level for AEB funding would be 68%.
2. Governors were informed that the College was pleased with the Ofsted report and the Deputy Principal and his team were praised as the monitoring visit did not result in any surprises. Governors were also made aware that the College had opted for another monitoring visit before a full inspection. The Deputy Principal advised that the College had some very positive feedback and wished to have another monitoring visit to build on the improvements that are already in place.
3. The FE Commissioner visit was to take place the following day and the team were commended for being able to draw the required information together so quickly.
4. Going forward there would be a lot of work to be done in relation to assessment and grading. In relation to the White Paper, the Principal advised that the local skills improvement plans (LSIP's) and strategic development fund were likely to be the first initiatives to be developed. The Board were advised that the Principal had been speaking with the St Helens Chamber as they are likely to be a significant player in the development of LSIP's.
5. In relation to Covid-19, the Board were informed that the College had received good endorsements from Ofsted for remote learning. The Principal expressed thanks to Liz and Bethan who had taken a lead in relation to Covid testing and advised he would be writing upon behalf of the Executive and the Board to give thanks. Governors asked about positive test results from lateral flow testing and the Principal advised the College had recorded around 7 positive tests. Governors asked if there had been issues with students or staff refusing testing and advised that more than 70% of students had taken their first test but less had taken their second and third tests. In relation to staff, the Board were advised that staff had taken the tests home and he believed that more staff were taking the test than were reporting results to the College.

Governors asked how the Principal felt the College would engage in the changes resulting from the White Paper. The Principal advised that he believed that a local skills improvement plan would set out what employers want and the

	<p>College would work closely with the Chambers of Commerce. The Principal added that the College does closely align its provision with what employers need. Governors commented that the College should not rely just on the Chambers of Commerce as there are many big businesses that are not members. The Principal gave assurance that the College does have relationships with large employers too.</p> <p>Governors asked about T levels, what the Colleges position was and how T Levels were progressing in the sector. The Principal advised that the College could not deliver in 2023 because of its inspection status but that the College would be committing to the development of specific pathways in June.</p> <p>Governors asked if there was a risk regarding the local skills improvement plan with St Helens Chambers of Commerce already undertaking training. The Principal advised the College does work collaboratively with the Chamber but confirmed there was a risk as the College and Chamber deliver some of the same things.</p> <p>The Board noted the report.</p>
8.	<p>SUMMARY RISK REGISTER</p> <p>The Board were notified of the main movements since the last meeting of the Governing Board which were as follows:</p> <p>Increased Risk</p> <p>R3 increased from 12 to 16 reflecting the current pace of contract agreement with Local Authorities.</p> <p>R4 increased from 12 to 20 due to the pandemic and the lockdown adversely affecting adult recruitment.</p> <p>R7 increased from 12 to 16 and due to the impact of the pandemic on recruiting fee paying commercial customers.</p> <p>R9 increased from 8 to 16 because class sizes have been reduced due to social distancing requirements and because recruitment is lower than planned.</p> <p>R20 increased from 6 to 16 because of issues identified with regards to the College not being compliant with the requirements of the Public Equality Duty.</p> <p>Decreased Risk</p> <p>R2 is removed from the CRR as the risk is no longer prevalent.</p> <p>R6 decreased from 16 to 8 reflecting good recruitment of HE students and improvement retention.</p> <p>The Chair of Audit Committee confirmed that the audit committee were content with the risk register.</p>
9	<p>QIP UPDATE</p> <p>Governors had received a written update on the progress against the College's Quality Improvement Plan and Scorecard which had been discussed at Quality</p>

	<p>& Outcomes Committee. Upon being asked the Deputy Principal advised that regarding teaching, learning and assessment (TLA), he was still slightly concerned regarding the number of lessons being reported as not requiring re observation and informed the Board that the College was implementing some changes to the lesson observation process quickly. Governors were also informed that the College was doing a lot to scrutinise TLA. The Deputy Principal added that attendance continues to be a challenge, although adult attendance has improved from lockdown.</p> <p>Governors asked if apprenticeships aside, were there are any other grades in the SAR that had been reconsidered. The Deputy Principal advised that none of the other grades had been changed. He added that the Ofsted monitoring visit had increased the confidence in the College's self-assessment of apprenticeships.</p>
10	<p>JANUARY MANAGEMENT ACCOUNTS</p> <p>The CFO advised the full accounts were scrutinised in detail by FR&C. The Board were taken through a presentation of a summary of financial performance for the half year until January 2021. The CFO advised the biggest risk to the College was the tolerance level in relation to adult funding, which the Board had been updated on by the Principal. The Board were also advised that the College was significantly ahead regarding its financial position compared to the same point in the previous academic year.</p> <p>Regarding operating cashflow, the CFO advised that even if the grants that had been received were excluded, the College was generating cash. The Board were taken through the KPIs and were advised that the College was doing well against most of these. The two that were below target were noted to be average class size and staff utilisation, but the CFO advised that these KPIs should be close to target by the end of the year.</p> <p>Governors asked about the target KPIs and asked for confirmation that they were the KPIs in the financial recovery plan. The CFO advised that there were more in the recovery plan which were covered in the management accounts and the main ones were in the presentation. The Board noted that the KPIs had been considered at FR&C. Mr Bennet Stanley in his capacity as staff governor, was asked what his perspective was in relation to where the College was at in its finance journey. He advised that it was a difficult journey for the College and that he believed the College was going in the right direction, although there was no easy solution. He commented that both staff and estates utilisation needed to be as high as it could be.</p> <p>The management accounts were noted by the Board.</p>

11	<p>WATERSIDE TRAINING LTD</p> <p>The Managing Director of Waterside advised that the position for Waterside was very positive, with recruitment of apprentices having gone to plan and technical sales doing well. The Board were advised that the recruitment was 52 starts against a target of 35 for the following academic year. Mr Sanderson as a Director of Waterside was asked for his observations and he commented that he felt Waterside was doing very well. Governors asked how gift aid works between Waterside and the College. The CFO advised that you can gift your profits to a charitable concern and then you do not pay any corporation tax on those profits and provided further details.</p> <p>Mr Shore, also a Director at Waterside, thanked Mrs Callaghan and the staff of Waterside for all they had done. He also explained to the Board the rationale and history around the gift aid payments.</p>
12	<p>SKILLS NORTHWEST</p> <p>The Board were presented with the dormant accounts of Skills Northwest Ltd. It was noted that the company did not trade in this financial year and as such, all balances shown were historic. The CFO advised that there needed to be a discussion regarding keeping the company. It was</p> <p>Resolved to approve the accounts for Skills Northwest.</p>
13	<p>MATTERS FOR APPROVAL ON RECOMMENDATION OF COMMITTEE</p> <p>13a Finance, Resources and Commercial Committee 17th March 2021</p> <p><u>Modern Slavery statement</u> It was</p> <p>Resolved to approve the modern slavery statement.</p>
13b	<p>Search & Governance Committee 19th March 2021</p> <ul style="list-style-type: none"> • Code of Conduct • Governor Induction Procedure • Conflict of Interest policy • Complaints against the Corporation policy • Access to Information Policy • Procedure for the Removal of a Governor • Corporation Membership Attendance Policy • Extension of term of office Liz Duncan <p>On the recommendation of the Search and Governance committee it was</p> <p>Resolved to approve the:</p> <ul style="list-style-type: none"> • Code of Conduct • Governor Induction Procedure • Conflict of Interest policy

	<ul style="list-style-type: none"> • Complaints against the Corporation policy • Access to Information Policy • Procedure for the Removal of a Governor • Corporation Membership Attendance Policy <p>And to extend the term of office for Liz Duncan to the 21st May 2024.</p>
13c	<p>Quality and Outcomes Committee 11th March 2021 (Equality Objectives)</p> <p>It was</p> <p>Resolved to approve the equality objectives contained within the equality and diversity report.</p>
13d	<p>COMMITTEE REPORTs</p> <p>The Committee Chairs provided feedback as follows:</p> <p>Quality and Outcomes: The Committee Chair advised that there was nothing further to add as the QIP had been discussed. The committee had scrutinised student voice and learners felt they had been supported during Covid. The Board were informed that the committee could see that progress was being made and that good work was happening.</p> <p>HE: The Committee Chair advised that there was nothing to add from the committee.</p> <p>FR&C: The Committee Chair advised that there was nothing further to add as matters had been discussed already and that financial performance was pleasing.</p> <p>Audit: The Board were informed that the audit committee had received two good internal audit reports.</p> <p>Performance & Remuneration: The Committee Chair advised that the appraisal system was being moved forward at pace.</p>
14	<p>REPORTS FROM LINK GOVERNORS</p> <p><u>Safeguarding</u></p> <p>The Safeguarding Governor advised that as part of the White Paper the Safeguarding Committee were looking at the issue of increasing Governors' involvement in safeguarding. The Board were notified that the safeguarding team had been very busy and there were increased issues with mental health. Mental health issues were also being looked at for staff.</p> <p><u>Health & Safety</u></p>

	<p>The Board were informed that the Health and Safety Committee had talked about sustainability and updated environmental policies. The Health and Safety Governor advised that good work was being done and there had been a lot of work undertaken in getting students back to campus in a safe way. The Health and Safety Governor commended the estates and marketing team for their work in relation to this. It was noted that the committee had also discussed the challenges around testing and face mask wearing and that most people were willing to comply.</p>
15	<p>GOVERNANCE</p> <p><u>Appointment of external Governors</u></p> <p>The Board were advised of the background and experience of the Governor candidates and on the recommendation of the selection panel it was</p> <p>Resolved to appoint Zulakha Desai, Andrew Long and Alun Owen as external Governors subject to the usual eligibility checks. In accordance with the Instrument and Articles upon initial appointment, Governors would be appointed for a fixed term of one year, which may be extended for a further three years.</p> <p><u>Use of the Seal</u></p> <p>The Governance Director advised that the seal had been use [REDACTED] [REDACTED]</p>
16	<p>URGENT BUSINESS</p> <p>There was no urgent business.</p>
17	<p>DATE OF NEXT MEETING</p> <p>Thursday 20th May 4pm.</p>