



**CONFIRMED MINUTES OF THE
BOARD OF GOVERNORS MEETING
HELD REMOTELY ON WEDNESDAY 18th MARCH 2020**

Present: Anna Barnish, Lucy Barrow, Sue Higginson (Principal), Sandra Johnson, Lorraine Jones, Tim Kelly (Chair), Richard Mawdsley, Joe McArdle, Phil McKeown, Paul Smith, Jayne Winders Vix Wrigley,

In attendance: Michael Norton, Deputy Principal
Lesley Venables, Clerk to Governors
Louise Scott-Kelly, Administrator to Governors

152. As a consequence of the COVID-19 pandemic, all FE colleges had now moved from classroom-based to online delivery, with students and staff working remotely.

153. The Clerk advised that the Governance & Search Committee had recently recommended proposals for enabling Board and committee meetings to be conducted remotely, as part of the modernisation of the Board's procedures.

154. As a consequence of the COVID-19 pandemic, the Board now needed to consider its working arrangements. Governors received a report which outlined a change to the Instrument of Government to facilitate meetings taking place remotely. The Board's Standing Orders would also need to be amended to reflect any such amendment.

155. **Resolved -** That the change to the Instrument of Government to enable remote meetings be approved and implemented with immediate effect.

APOLOGIES FOR ABSENCE

156. Apologies for absence were received from Gary Doyle and Michael Taylor.

DECLARATIONS OF INTEREST

157. The following interests were declared:

- Lucy Barrow - on secondment to the Liverpool City Region Combined Authority.
- Joe McArdle - any matters relating to the University of Chester and as a parent of a student who attends the College.
- Paul Smith - employed by Wirral Metropolitan Borough Council and that his spouse was employed at the College.

PRINCIPAL'S UPDATE

158. The Principal updated the Board on recent developments in the College's operation during the Covid-19 pandemic.

159. The Senior Leadership Team (SLT) had prepared and implemented a business continuity action plan, which was consistent with the latest advice from Public Health England and the Department for Education, together with guidance from the Association of Colleges.

160. IT access had been significantly enhanced to enable both staff and students to work remotely and have full access to the College's online resources.

161. Following the Government's announcement earlier today that summer examinations would not take place, the College would be contacting all relevant awarding bodies to determine how assessments would need to be made for learners.

162. The Individualised Learner Record (ILR) returns would be submitted to the Education Skills Funding Agency (ESFA) remotely and the Principal reported that the College had received confirmation of its income allocation from the ESFA for 2020/2021. Close contact was being maintained between the College and ESFA officers.

163. For enrolments for 16-18 year olds for 2020/2021, the College had contacted local partner schools to state that, subject to the College's ability to accommodate their individual needs, all school leavers would be guaranteed a place. The Student Services' Advice and Guidance teams would process enquiries and applications and would continue to support students remotely.

164. Governors were reminded that over 66% of young students were from areas of high deprivation. Consequently, the College would maintain support for these individuals in terms of welfare and bursary payments would be made as usual (with the exception of travel costs, in line with Government guidelines). Students who were entitled to Free Meals would receive the equivalent in monetary value paid directly in to their bank accounts. In instances where students had no bank accounts, the College would post out supermarket vouchers.

165. One of the College's key priorities was ensuring students' safety and well-being. The Safeguarding Team continued to contact their caseloads of individuals on a daily basis, offering advice and providing reassurance. Liaison with social workers and other external agencies was ongoing.

166. Any trips and visits had been cancelled for the foreseeable future and it was noted that students who were on the Erasmus+ Project (a project funded by the European Union to provide education and training opportunities in Europe) had all returned safely to the UK. The Principal had requested their early return and consequently, they did not experience delay in returning to UK.

167. Partner universities had also decided to switch to online delivery. All Higher Education (HE) students had been contacted and informed that the College would continue to work with its university partners to support teaching, learning and assessment.

168. The Principal reported that management had maintained a high degree of transparency with staff, who had been assured that COVID-19 related isolation or sickness would not impact on their sick pay or any actions being taken in relation to their sickness absence record. Feedback from staff on communications from the College had been extremely positive and appreciative of the clarity of the corporate messages.

169. A governor enquired about staff wellbeing during the transition. The Principal gave an assurance that staff were receiving regular bulletins to provide them with the most up-to-date information. There was also a weekly newsletter co-ordinated by the Marketing Department to share positive stories from different departments. Marketing was also working closely with the People & Organisational Development and Student Support & Foundation Learning departments, together with the Students' Union to produce and promote wellbeing resources for staff and students. The Director of People was also sending out newsletters focused upon wellbeing.

170. The Principal commended managers for their ongoing efforts to support their teams and their diligence in maintaining regular contact with their staff, particularly those who were self-isolating.

171. Due to the mass gathering restrictions imposed by the Government, a decision had been taken to postpone both the FE Awards and HE Graduation Ceremony. This would probably take place in July 2021 and cover this year's students as well as next year's cohort.

SHARING RECENT SUCCESSES

172. The Board received the routine report on the College's recent successes. The Principal thanked all the staff, employers and governors for their contributions to the College's Industry Week, which had been a huge success.

TERM 1 2019/2020 STRATEGIC UPDATE

173. The Principal presented the update on performance in Term 1 against the College's Strategic Plan. The Board noted that the College was on track to meet the targets identified in the Plan, subject to the impact of the current external environment which would inevitably have an impact.

ESTATES UPDATE

174. The Deputy Principal provided an update on the College's Estates. Following successful bids to the Liverpool City Region for capital project funding, plans had been prepared to improve the College's estates and undertake maintenance repairs. Discussions had taken place with the LCR on deferring work to deliver the capital project bids.

175. Some items in the latter category, such as the lift at the Twelve Quays Campus, had already been completed. However, due to the uncertainty resulting from the COVID-19 pandemic, it was difficult to assess when the remainder of the work could take place.

176. A governor queried whether the maintenance work could continue as the College's buildings would be vacant whilst staff and students worked remotely. The Deputy Principal explained that the College was obliged to follow the latest Government guidelines for the deployment of staff and contractors and, thus, could not currently undertake this work.

177. Although there were many potential opportunities to expand its existing accommodation footprint, the College's current priority was to maintain its key assets. Whilst the campuses were vacant, a deep clean was scheduled to take place. Members of the IT department were working hard to support staff and students in working work remotely and accessing online content.

FE COMMISSIONER'S LETTER

178. Governors received, for information, a letter from the FE Commissioner, together with his Annual Report for 2018/2019. One of the key themes was the necessity of having strong governance and financial management.

BALANCED SCORECARD

179. The Deputy Principal presented the Balanced Scorecard. It was noted that there were no items classified as 'red'; and only one 'amber' item, (which was the number of Out of Funding apprentices). Due to the timing of this report, the February management accounts were only in draft form and the Deputy Principal anticipated that Apprenticeship Income would also remain graded as 'amber'. February and March accounts would be available for the next Board meeting.

180. The Principal explained that, due to the unprecedented circumstances, the Balanced Scorecard would be effectively frozen from this point. Although students were not required to attend classes, there was still a requirement for learning to take place and details of how the remote teaching, learning and assessment would be monitored. This would be discussed in further detail at the next Quality and Standards Scrutiny Committee (1st April 2020).

STUDENT VOICE

181. The Board received a report from the Student Engagement Manager on the Students' Union activity to date and planned enrichment opportunities. These plans had now been postponed until further guidance was issued by the Government on how colleges would be required to operate.

182. The Principal commended the work of the team and informed governors that the Students' Union now had a base at both Conway Park and Twelve Quays campuses, which had provided a higher profile for any activities.

183. Student Engagement staff continued to be proactive whilst students worked remotely, by promoting mental health awareness and wellbeing resources which were accessible via the Student Virtual Campus and various social media outlets.

184. The Board reviewed the student survey outcomes compared to the previous year and a governor queried the decrease in the percentage of learners who felt that they had had a student induction. The Principal advised that there was an issue with understanding by some learners of the terminology used in the survey, which had since been adjusted.

PEOPLE STRATEGY AND STAFF DEVELOPMENT UPDATE

185. Governors received an update on the College's performance against the People Strategy and on the outcomes of Staff Survey in 2019/2020.

186. The outcomes of the Staff Survey were positive overall, with 90.4% of staff stating that they were proud to work at the College. Suggestions for further enhancements had been positive, such as more wellbeing activities for staff. There were plans for many of these to be implemented and a campaign of "You asked, we did" would commence in the new academic year and this would be led by the Principal and the Director of People and Organisational Development.

MANAGEMENT ACCOUNTS

187. The Deputy Principal presented the Management Accounts for January 2020.

188. Governors noted that the actual operating surplus was above that planned in the original budget, however, the College continued to be prudent and recognised that pay awards, increases in pension costs and the implementation of the revised National Minimum Wage could impact on the outturn.

189. The College also had to consider the influence of the external environment and would continue to discuss the financial position with the bank over the next few months.

2020/2021 MEETING TIMETABLE

190. The Board received a draft schedule of meeting dates for 2020/2021. Governors were asked to submit any amendments to the Administrator to the Governors. The Chair and Vice-Chair stressed the importance of governor attendance, particularly at the Strategy Away Days, as considerable effort was required from the management team in arranging external speakers and providing inputs to address any governor training needs.

191. It was agreed that, due to the current circumstances, the June 2020 Half Day Seminar would be cancelled.

MINUTES OF PREVIOUS MEETINGS

BOARD MINUTES – 11TH DECEMBER 2019

192. **Resolved** That the minutes of the meeting held on 11th December 2019 be approved as a correct record and signed by the Chair.

193. Governors received a progress report on the actions identified at the previous meeting and noted that all identified actions had been completed.

SPECIAL BOARD MEETING – 26TH FEBRUARY 2020

194. The Board received the draft minutes from the Special Board meeting held on 26th February 2020, which had been convened to approve the College's submission of the Integrated Financial Model for Colleges (IFMC) to the Education & Skills Funding Agency (ESFA).

195. **Resolved** That the minutes of the Special Board meeting held on 26th February 2020 be approved as a correct record and signed by the Chair.

QSS COMMITTEE MINUTES

196. The Board received for information the draft minutes from the Quality & Standards Scrutiny (QSS) Committee meeting held on 22nd January February 2020.

197. Governors were advised that, in accordance to Government guidance, Learning Walks and Lesson Observations had been postponed for the foreseeable future. Further details and an analysis of remote teaching, learning and assessment would be presented at the next QSS Committee meeting on 1st April 2020.

GOVERNANCE & SEARCH COMMITTEE MINUTES

198. Governors received for information the draft minutes from the Governance & Search Committee meeting held on 12th February 2020.

199. The Committee had reviewed some amendments to the Instrument of Government to enable governor attendance via telephone or video-conferencing in exceptional circumstances only (which had been approved at this meeting under minutes 152 to 155) and to permit remote written resolutions by exception. Both elements were designed to modernise the Board's processes and speed up decision-making.

200. The Clerk provided an update on membership issues, including the resignation of Joanne Finnerty (external governor) due to work commitments. On behalf of the Board, the Chair thanked Joanne for her contribution.

201. Governors were also advised that Sandra Johnson (external governor) would be retiring from her role in the health sector and relocating over the next few months. Following discussions with the Chair and the Clerk, it had been proposed that she should step down from the full Board, whilst remaining on the Quality and Standards Scrutiny (QSS) Committee as a co-opted member. The Governance & Search Committee had felt that Sandra Johnson's expertise on apprenticeships and traineeship programmes and the level of scrutiny that she brought to the QSS Committee should be retained.

202. The terms of office of two external governors (Richard Mawdsley and Gary Doyle) were due to expire at the end of the 2019/2020 academic year. This issue had been raised with these individuals during the performance review process and both wished to pursue another term of office of 4 years.

203. The Committee had discussed their overall contributions and skills, concluding that their knowledge and experience made their membership of the Board invaluable. The Committee had, therefore, recommended their reappointment.

204. The Clerk advised that there were currently three external governor vacancies. The Governance & Search Committee would prioritise the recruitment of individuals with audit and financial expertise and experience in the health sector to fill these gaps in the Board's membership at the appropriate time.

205. **Resolved**
1. That the amendments to the Instrument of Government be approved.
 2. That the Board's Standing Orders be updated accordingly.
 3. That Richard Mawdsley and Gary Doyle be reappointed as external governors for a further 4-year term of office, commencing on 1st August 2020.
 4. That Sandra Johnson's be appointed as a co-opted member of the Quality and Standards Scrutiny (QSS) Committee for a 4 year term of office, commencing on 1st April 2020.

AUDIT COMMITTEE- 26TH FEBRUARY 2020

206. The Board received, for information, the draft minutes of the Audit Committee meeting held on 26th February 2020.

207. Governors were informed of the outcomes of the internal audit of Apprenticeships provision, which had highlighted a number of issues, although the visit had been classified as 'advisory' and no overall opinion had been provided by RSM. The Audit Committee had received and discussed an action plan to address each of the issues raised and had been reassured by its robustness.

208. The Committee had also received a report on the recent internal audit of Safeguarding, which had been extremely positive. The Board expressed its thanks to staff for their ongoing work and support in this area.

209. The College's Risk Register had been updated at the February meeting to include COVID-19.

210. Following the resignation of Joanne Finnerty the membership of the Audit Committee had been reduced from 4 to 3 external members and there were concerns about future quoracy levels. It was agreed that Lucy Barrow (external governor) would join the Committee and that the Committee quorum would be reduced from 3 to 2 for the remainder of the academic year.

211. **Resolved**
- 1 That Lucy Barrow be appointed to the Audit Committee with immediate effect.
 - 2 That the schedule of Committee Memberships be updated accordingly

DATE OF NEXT MEETING – Wednesday 6th May 2020



Signed: _____ Date: 6 May 2020
Chair