

Minutes of the meeting of the Corporation held via MS Teams on Wednesday 7th July at 5pm

Present: Kathy Passant (Chair of the Corporation)
 Mark Aberdein
 Christine Bampton (Vice Chair of the Corporation)
 Laura Bell
 Margaret Boneham
 Michelle Brabner (Principal)
 John Fell
 Rob Firth
 Alex Gamil (from item 8)
 Vickie Hayes (Staff governor up to item 7 only)
 Diane Hutchinson
 Carla Kennaugh (from item 7)
 Alex Kenny (from item 7)
 Suzanne Knowles (Staff governor)
 Mo Kundi
 Susannah Porter
 Carol Reid (Staff governor)
 Richard Simms
 Vipin Trivedi
 Paul Walker

In Attendance: Lisa Farnhill (Clerk to the Governing Body)
 Kevin Williams (Director of Finance and Facilities)
 Nicola Hurst (AP Teaching and Learning)
 Jesmaine Kelly
 Stephen Musa

Apologies: Katy Robinson

Absent: Dyese Bruce (Student governor)
 Loange De Silva (Student governor)
 Victoria Fenner (Student governor)

Minute No.	Minutes	Action
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C.21.103 ITEM 1: WELCOME AND APOLOGIES FOR ABSENCE

The Chair opened the meeting by welcoming members and attendees, with a particular note of welcome to Heather Cross, attending as part of the FEC recommended review of governance, adding how the Corporation was looking forward to the outcome.

Members accepted the apologies of Katy Robinson and those of members arriving late or leaving early.

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	<u>Item 1 accepted:</u> The Corporation noted and accepted the apologies detailed above.	
C.21.104	ITEM 2: DECLARATIONS OF INTEREST	
	The Clerk declared an interest in relation to her employment at St Mary's College.	
	<u>Item 2 noted:</u> The Corporation noted the declaration	
C.21.105	ITEM 3: MINUTES FROM THE 29TH APRIL AND 12TH MAY	
	The Chair invited members to raise points of inaccuracy and matters arising not detailed in the report under item 4.	
	With no corrections or additional matters arising, the minutes were approved.	
	<u>Item 3 – Approved:</u> The Corporation approved the minutes if the meetings of 29th April and 12th May.	
C.21.106	ITEM 4: MATTERS ARISING/ACTION SUMMARY	
	The clerk outlined the key points from the action summary report, informing the Corporation that the risk-based cash flow had not been circulated as it had not been submitted to the ESFA. In detailing the update to the Resources Committee, the Corporation were advised that the ESFA had submitted a number of queries to the Dir Finance and Facilities following the MOT submission, with responses submitted within the required timeframe, noting that the ESFA had not requested the risk-based cash flow as part of this follow up.	
	All other actions were summarised with no comments or questions received.	
	<u>Item 4 – Noted:</u> The Corporation noted the details of the report and verbal update.	
C.21.107	ITEM 5: CONFIDENTIAL ITEMS	
	The Corporation did not consider any areas of the approved minutes to be confidential.	
	The Corporation did not consider any items on the agenda to be confidential.	
	<u>Item 5 – Resolved:</u> The Corporation resolved to make the minutes of the 29th April and 12th May available for public inspection without redaction.	
C.21.108	ITEM 6: WRITTEN RESOLUTIONS - Ratification of WR 21/08	
	The Chair thanked members for their timely response to the Written Resolution dated 30 th June 2021.	
	Members ratified their approval of the awarding of the cleaning contract as recommended by the Resources Committee.	

Item 6 – Resolved: The Corporation ratified their approval of the awarding of the 3-year cleaning contract to Churchill Contract Services.

C.21.109 ITEM 7: TRAINING – SEN AWARENESS

The Corporation received a detailed training presentation on SEND awareness including the following:

- 864 learners on roll with a disclosed learning support need with 150 with an EHCP
- An explanation of the terminology and differing support for learners with an EHCP, ALS, High Needs including funding rules
- How SEND is identified, impact on curriculum planning and measures of success including progression
- The focused Ofsted visit was summarised including the process, outcomes and actions
- Two student success stories were provided highlighting the range in support and flexibility of the provision and differing success measures

A member asked how the rates of SEND in Southport compared to other local colleges and if the college's high quality provision attracted a higher proportion of local learners with send. The AP Teaching and Learning informed the Corporation that as a small college, the numbers were lower however; the college had a higher percentage of SEND per student population compared to other local colleges, with the college considered the provider of choice by the local authority.

A member asked for the mutual benefit of the fully integrated curriculum and presence of students with SEND to be more widely recognised and included in future presentations

AP T&L

The AP Teaching and Learning explained how some parents raise concerns over the integrated model of delivery, however, considerable preparatory work with the students and parents is undertaken to demonstrate how beneficial this is in developing independence.

A member complemented on the success of the provision and quality of the presentation, **asking** if full costs are recovered for the delivery of the SEND provision. The Corporation were assured that the college SEND provision is not underfunded, with the curriculum fully costed however, there were ways to optimise efficiency which were being addressed.

Item 7 – Noted: The Corporation noted the details of the training.

C.21.110 ITEM 8: CHAIR'S REPORT

The Chair provided a summary of what was described as an extraordinary year, thanking Corporation members and staff team for having worked tirelessly throughout to deliver high quality education, providing a more normal college experience for the students of Southport College than had been experienced in many other colleges.

Members were notified of the following recent activities:

- Ongoing improvements to governance processes, with accelerated pace of change and continued work to ensure governance is outstanding

- Governor one to ones had taken place, thanking members for their time and input. The impact was outlined, with actions to improve timing of meetings, improved executive summaries and further consideration for reducing papers to include separating the summaries from the associated reports
- Face to face meetings would resume in January with plans to try hybrid attendance
- A task and finish group for embedding the College into the heart of the community had been established, holding its first meeting with recommendations to be presented to the Corporation in September

The Chair concluded the report by extending her gratitude on behalf of the whole college community for the dedicated service of member John Fell. The Chair reminded the Corporation that John was due to retire at the end of the academic year after 25 years' service, having worked tirelessly for the good of the college and community.

The Chair thanked John for his extended membership, as the former Chair of the Corporation and as the recent Chair of the Resources Committee. The Corporation were reminded of John's willingness to continue in post at the request of the Corporation after expressing a desire to step down, with his extensive knowledge and experience expected to be greatly missed.

John thanked Kathy and all at the College, advising new members that their experience would be enriched when onsite student interactions resume, adding that joining the celebrations, attending events and seeing the students' progress, had driven him to support the college for so long.

Item 8 – Resolved: Members resolved to note the verbal update.

ITEM 9: STRATEGIC ISSUES

C.21.111

9.1 Principal's Report

The Principal summarised the report highlighting the unusual and difficult circumstances for staff over the past year, with continued changes to guidance.

The following key points were highlighted to the Corporation:

- low in-college infection rates had continued due to the enhanced safety measures
- staff were encouraged to take an appropriate break ahead of the early release of results and busy autumn term
- Planned onsite events were successfully transferred online due to rising local infection rates and the delayed national easing of restrictions
- significant work had been undertaken to prepare the TAGs with pressure on awarding organisations to hand back fees for work colleges have undertaken on their behalf, which could mean up to £100,000 for some colleges
- The staff consultation had been difficult for those leading and involved, handled with professionalism, care and reaching a successful outcome. Work was now being undertaken to rebuild teams and morale
- The FEC diagnostic assessment had gone well, with positive feedback around the significant progress with most recommendations signed off as complete. A follow up visit would be scheduled, expected to be the

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final visit, with the college asked to continue to look at costings, apprenticeships, financial plans and risk.

- The report, due imminently would be summarised and presented to members.
- The new marketing strategy reviewed by the Resources Committee had been overhauled with revised targets
- Actions from the task and finish group were already being implemented having given the college confidence to move forward with different ideas.
- Training continued with the management team able to have a socially distanced full day event described as a positive and productive day
- There had been a review of the curriculum linked to the staff changes
- The college had achieved the bronze young carers award in addition to the matrix accreditation which was announced during the last meeting
- Southport College has become the mental health support hub for Sefton
- Cyber essentials will be in place for the end of July as a requirement of funding

Principal

The Principal was thanked for the summary and questions were invited.

A member noted the new courses offered, **asking** if any further changes were expected to the curriculum. The Principal informed the Corporation animal management had not received accreditation in time for enrolment in 21/22, and would be added in the following academic year, whilst confirming that subject to the numbers enrolling in September, there were not expected to be any significant changes to the curriculum offer in the next academic year.

A member asked why apprenticeships were rated as red when forecasted to make £40,000 more than the target. The Principal informed the Corporation that the data needed a further update, with apprenticeships on the watch list due to external pressures and uncertainties relating to the Pandemic. The pipeline work not yet secured was highlighted as a risk along with the timeliness of completion, requiring prudence.

A member outlined concerns from external sources commenting on the potential closure of the art college and restaurant. The Principal reassured the Board of the ongoing commitment to both areas. It was noted that the restaurant offer had been amended following strategic discussions at Board level, to maintain sustainability. The Principal outlined plans to turn the arts college into a centre of excellence, with only minor revisions to the offer based on popularity and trends as well as local business needs.

The Principal was thanked for her concise report, highlighting the benefits of the colour coding to direct attention to key areas of concern, with members noting their ongoing appreciation for the hard work of all the team.

Item 9.1 – Noted: Members noted the update from the Principal.

C.21.112 9.2 Review of Mission, Vision and Strategic Objectives

The Principal summarised the recommended changes to the 3-year strategic plan, which had been approved in July 2020, subject to an annual review.

The Principal confirmed the changes had been made following consultation with staff, to improve to the key approaches and action plans to support the achievement of the overarching strategic objectives, which would remain unchanged.

The key points highlighted were:

- An alignment with the marketing terminology which would see a move away from pre and post-merger narrative, to the distinct college brands
- Key approaches updated to reflect actions necessary in the next 12 months, forming 5 key objective action plans with measurable success indicators to be reported to committees of the Board
- Targets would be finalised after outcomes are published in August with the marketing team providing professional styling to the published version

A member asked for clarity around the success factors relating to employer feedback and prestigious destinations. The Principal explained measurable outcomes were essential to establish how well the strategy was meeting its objectives. The feedback sought from employers would be analysed against satisfaction in previous years to demonstrate improvement. Prestigious destination success would be measured against the quality of provision provided by the subsequent destination, including the number applying to Russel Group universities and for veterinary or medical courses, explaining this was a common measure within the FE sector.

The Principal was thanked for highlighting the changes and the Corporation approved the changes made, noting the final version would be distributed to members for information.

Principal

Item 9.2 – Approved: The Corporation approved the updated Strategic Plan subject to minor amendments due to the targets upon publication of results in August.

C.21.113 9.3 College’s Financial Forecasting Return (Financial Forecast 2021/22 to 2024/25)

The Dir. Finance and Facilities explained to the Corporation that the ESFA had streamlined the return introduced last year, however, noted that it remained a complex and challenging document.

The Corporation were informed that the Financial Planning Handbook indicated that the CFFR required Corporation approval ahead of submission to the ESFA by July 31st; however, it was not yet finalised and available for approval. The Dir. Finance and Facilities provided details of clarification provided in writing by the ESFA to support delegation of the approval. The Corporation were assured that in approving the budget and gaining reassurance from suitably qualified Corporation members that the CFFR return reconciled with the approved budget, the Corporation could be assured that it had met its obligations in respect of the approval of the CFFR.

A member asked if delayed completion was due to timing or the complexity of the return, with the Corporation advised that both had been an issue, with this having been common across the sector, with the College on target to meet the ESFA’s deadline.

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The Chair proposed that the Corporation should delegate the approval of the CFFR to the Chair and Vice Chair of the Resources Committee, with (diary permitting) the support of the Chair of the Audit Committee, to be facilitated by The Dir. Finance and Facilities. The group would provide the Corporation Chair with assurances that the content reconciled with the approved budget and strategic objectives ahead of sign off and submission by the Principal.

**Dir. F&F/
Res Cttee
Chair &
VC/ Audit
Chair**

Item 9.3 – Resolved: The Corporation resolved to delegate the approval of the CFFR to the Chair and Vice Chair of the Resources Committee and (if possible) the Audit Committee Chair, with assurance provided to the Corporation Chair of its accuracy ahead of submission.

C.21.114 9.4 Contract Approval – Asbestos Removal and Containment

The Dir Finance and Facilities outlined the circumstances leading to adding this item to the agenda following the withdrawal of the contractor that had been successful in the original tendering process

The revised tendering process, run within the procurement framework was outlined, with the five bidders to the original scope contacted to offer the opportunity to submit bids under the revised scope, which prioritised reputation, time and scope of work.

The Dir Finance and Facilities recommended the awarding of the contract to Greenfield, as a company that had completed the most site visits, with a large workforce, able to complete the work in the agreed timeframe and in one week less than the other contractors, reducing the risk to staff and students.

The Dir Finance and Facilities concluded by informing the Corporation that a full survey at the KGV site highlighted no concerns, with partial reviews at Southport to be replaced by a full site survey at the main Southport Campus, with a management plan to be put in place and reported to the Resources Committee.

A member asked if references had been requested from the contractor, with the Corporation assured that references had been reviewed, with the company considered suitable.

In response to a question about informing insurers and any implications, the Dir Finance and Facilities confirmed the College insurers were aware, with no implications or actions required as a result of notification.

With the recommendation based on the completion time, a **governor asked** what assurances or consequences would be in place if the company failed to meet the timeframe set out in the tender bid. The Dir Finance and Facilities suggested this approach would put contractors off, with the size and reputation of the company providing assurance along with suitable references.

Item 9.4 – Approved: The Corporation resolved to approve the recommendation of the Dir Finance and Facilities and award the contract to Greenfield

C.21.115 ITEM 10: HE STUDENT PROTECTION PLAN

The AP Quality and Performance explained the purpose of the student protection plan and advised the Corporation that the plan, approved and

submitted to the OfS as part of the registration, required regular reviews, with subsequent material changes necessitating OfS approval.

The Corporation were informed this review considered the impact of the pandemic, concluding that the plan remains robust and relevant, with core components remaining intrinsically the same. Nominal changes were suggested due to title and structure changes, therefore OfS approval would not be required.

Item 10 – Approved: The Corporation resolved to approve the minor amendments to the HE Student Protection Plan.

ITEM 11: COMMITTEE REPORTS

C.21.116 Item 11.1 – Standards Committee

Items 11.1.1 to 11.1.4

The Committee Chair summarised the meeting, which was described as productive and well attended.

The Corporation were given assurance from the Committee Chair that the documents recommended for approval had been scrutinised by the Committee, as seen from the circulated minutes. In outlining the key points of debate, members were asked to raise any questions or comments ahead of approval.

With none raised the Corporation offered their approval for the following items:

- **11.1.1 Quality Strategy 2021/22**
- **11.1.2 Complaints Policy 2021/22**
- **11.1.3 HE Quality Strategy 2021/22**
- **11.1.4 Standards Committee Terms of Reference**

11.1.5 Learner Feedback ('You Said We Did')

The Committee Chair informed the Corporation that it had been considered important to present to the whole Board the work around student voice, with the student summary presented to highlight comments and actions.

Item 11.1 – Approved: The Corporation resolved to approve the Quality Strategy, Complaints Policy, HE Quality Strategy and Standards Committee Terms of Reference.

C.21.117 Item 11.2 - Audit Committee

The Committee Chair presented the minutes of the meeting of 23rd June summarising for the Corporation the work of the Committee, which in addition to items presented for approval, included a review of the internal audit report following the study programme review and a follow up review of internal audit recommendations. The corporation were assured of challenges made by the Committee over realistic timeframes for completion of actions.

The Committee Chair informed the Corporation that risks relating asbestos had been considered in detail with ongoing consideration over the confidentiality of the issue with the approach of the Audit Committee to be aligned with the Resources Committee.

Items 11.2.1- 11.2.4

The Committee Chair presented a summary of the following items as presented for approval:

11.2.1 Reappointment of Internal Auditors

The Committee recommended reappointing the internal auditors for one further year, noting internal changes had ensured continued objectivity. Following the outlined plans for a tendering process to take place in 21/22, the Corporation approved the reappointment.

11.2.2 Internal Audit Plan for 2021/22

Informing of Committee debate over the number and use of the days, the Corporation were asked to approve the outline of the plan, for 30 days of internal audit with the final allocation of work to be delegated to management and subject to ongoing oversight of the audit committee.

11.2.3 External Audit Plan for 2020/21 Financial Statements.

The Corporation were asked to approve the plan for the main audit, noting further information remained outstanding relating to the scope and cost of additional works relating to the funding audit work now necessary in line with the updated ACOP.

11.2.4 Audit Committee Terms of Reference

In highlighting the recommended changes as summarised on the cover, the Committee Chair requested approval for the updates.

11.2.5 Risk Management: High Risks and 11.2.6 Post 16 Audit Code Of Practice

The Committee Chair confirmed that the other items were provided for information, with the Corporation asked to consider the High Risks Report and note the relevant changes to the Post 16 Audit Code of Practice.

Item 11.2 – Approved; The Corporation resolved to accept the recommendations of the Audit Committee and approved the reappointment of the internal auditors, internal audit plan, external audit plan and Committee Terms of Reference.

C.21.118 Item 11.3 - Governance Committee

The Committee Chair summarised the work of the committee, asking members to consider the approval of the following items:

11.3.1 Member Re-appointment (Mo Kundi)

In accepting the recommendation of the Committee, Mo Kundi was appointed for a second 4-year term of office.

11.3.2 Revised Committee Memberships

The changes were summarised, providing the rationale for strengthening the Governance Committee and making best use of members' skills as discussed in governor reviews. The Corporation were asked to support the recommendation of the Governance Committee to appoint Mo Kundi as Governance Committee Chair, which was unanimously approved.

Committee Chairs were asked to support succession planning by ensuring all committees appoint a Vice Chair, with this reflected in the amended terms of reference for each committee.

11.3.3 Revised Schedule of Governor Links

The updates were summarised, to include three new link areas and the strengthening of some areas with more than one link member. The Corporation approved the amendments.

11.3.4 Governor Training and Induction Plan

Training was highlighted as critical to improving governance, with the Clerk thanked for the plan. Members offered their approval, describing it as comprehensive.

11.3.5 Instruments And Articles Of Government

The Chair advised the Corporation that all changes, as reviewed and considered in spring, had been incorporated into the final draft, with the changes documented in the executive summary. The Corporation offered unanimous approval for the final version.

11.3.6 Standing Orders of the Corporation

The Chair thanked the Clerk for her work in updating the processes and procedures and combining them into the updated standing orders. These were given unanimous approval.

11.3.7 Governance Committee Terms of Reference

The Chair highlighted the need to strengthen the committee through the appointment of Committee Chairs to the Committee. This was noted to be an additional responsibility for some Committee Chairs, who could nominate a member of their committee to represent them if they were unable to commit additional time to attending another Committee.

Item 11.3 – Approved: The Corporation resolved to approve the re-appointment of Mo Kundi, revised Committee memberships, link roles, governor training plan, Instruments and Articles of Government, Standing Orders and Committee Terms of Reference.

C.21.119 Item 11.4 - Resources Committee

The Committee Chair informed the Corporation that the minutes of the meeting of the 28th April, and been circulated and provided a verbal update of the meeting of 30th June.

Former Committee Chair, John Fell, was thanked for his support in coaching the incoming Chair.

The financial position of the College was summarised, with the College remaining categorised as 'requires improvement' with this expected to improve following the success of the £1m staffing savings achieved without impacting the quality of delivery and further supported by an anticipated increase in student numbers.

Items 11.4.1 to 11.4.5

The Committee Chair invited the Corporation to raise questions ahead of improving the following items:

11.4.1 Revised Learner Support Funds Policy

This was approved by the Corporation.

11.4.2 Financial Forecast for 2021/22 to 2024/25

The Dir Finance and Facilities summarised the forecast ahead of the Corporation offering approval.

The plan was described as cautious and ambitious, having been reviewed as part of the FEC's stocktake, noting increased applications for 21/22, providing optimism for the future financial position.

Targets for apprenticeships were considered ambitious but not high risk, however, risks around the forecasted targets for HE, particularly for 22/23 were highlighted, with the Corporation assured that these would be reviewed and any necessary adjustments made in 6 and 12 months.

The Dir Finance and Facilities drew attention to staffing built in to cover anticipated growth at KGV, the 1% consolidated pay award and £100,000 termination costs for prudence should the applications not materialise.

The contingency of £70,000 was highlighted along with £60,000 for capital expenditure and the commencement of loan repayments in 22/23.

With no questions or comments, the Corporation offered approval for the budget, noting that this would form the basis for the CFFR.

11.4.3 Approval Of Contracts: Cleaning (done by WR)

The Clerk thanked members for their timely responses, noting the recommendation of the Resources Committee for the cleaning contract had been approved by written resolution.

11.4.4 Resources Committee Terms of Reference

The Corporation offered their approval for the updates to the Terms of Reference.

11.4.5 Financial Risks & Sensitivity Risk Analysis 2021/22 to 2023/24

The Corporation offered their approval for the levels of risks as highlighted in the risk sensitivity analysis.

11.4.6 Marketing strategy, 11.4.7 Accommodation Update and 11.4.8 Details of Security Contract awarded

The Committee Chair highlighted items reviewed and approved by the Committee and presented for information to the Corporation. The Corporation were advised that the marketing strategy had been considered in detail, with a commitment to receive updates on the recruitment at each meeting. The accommodation report had raised some concerns relating to procurement, which were being addressed and the Security Contract, which was within the budgetary control limits of the Committee had been approved following a successful tendering process.

Item 11.4 – Approved: The Corporation approved the Learner Support Fund Policies, Financial Forecasts, Committee Terms of Reference and level of risks associated with the forecasts.

C.21.120 ITEM 12: TIMETABLE OF MEETINGS 2021/22

The Corporation offered approval for the proposed timetable of meetings for 2021/22, noting the amended timings for Corporation meetings and some committees.

Item 12 – Approved: The Corporation approved the meeting calendar for 2021/2022

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C.21.121 CLOSING COMMENTS

The Chair thanked members and attendees for their time and the staff, including the Clerk for their time and effort in preparing papers for the meeting.

The next meeting date was confirmed as Wednesday 29th September, at 5.30pm. The Chair wished a happy and safe summer to all in attendance.

The meeting closed at 7pm