

Further Education Corporation
Special Meeting of the Board of Governors

APPROVED MINUTES (Part A)

Date and timings:	Monday 23 rd March at 17.00 to 19.00
Location	By teleconference
Present (Governors):	Elizabeth Sipiery (Chair) Roland Anderson Dr Rod Gray Nikki Hill (Staff Governor) Terry Knight Richard Launder Jo McGee (Staff Governor) Robert Patterson Sarah Stone Maya West Gwynne Williams (Vice Chair) Angela O'Donoghue CBE (Principal and CE)
In attendance	Sarah Lane (Deputy Principal Curriculum and Quality) Anthony McGarel (Deputy Principal and CE) Matt Twitchett (Vice Principal, Curriculum & Quality) Peter Moore (Director of Finance) Melissa Drayson (Clerk to the Corporation).
Apologies for absence	Estrella Rodriguez-Ponce (Student Governor) Mark Harrison David O'Halloran Andy Ray
Quorum (8)	The meeting was quorate throughout

Item	Action lead
<p>1 Preliminary items</p> <p>The Chair thanked all for attending by teleconferencing and outlined the key changes to the agenda in the light of Covid-19 and the shutdown of colleges. It was hoped that remaining items would be taken as read and approved where necessary.</p> <p>1.1 Apologies for absence As listed above.</p> <p>1.2 Declarations of interest Previously declared interests were carried forward. There were no new declarations of interests. It was agreed that the Clerk would remain in the meeting for item 3.</p>	

1.3 Urgent other business notified in advance

There was none

2. Minutes

- 2.1
- **Board of Governors meeting on 2 December 2019**
 - **Special Board of Governors meeting on 13 January and 29 January 2020**
 - **Notes of the Board Development Day 13 January 2020**

The Minutes of each of the above meetings were APPROVED individually with no amendments and confidential sections were confirmed.

2.2 Naming protocols in minutes

Following a discussion and recommendation by the Search and Governance Committee, the decision in 2018 to identify all governors making a contribution within the Minutes was reviewed. The majority of governors were in favour of anonymising the minutes and reserving the right for governors to be named if they wished as this was standard practice, with one governor expressing reservations about moving from current practice.

RESOLVED: that the recommendation of the Search and Governance Committee to anonymise Minutes, but for governors to request that they should be named, be approved.

3. Matters arising from previous meetings

Supporting paper by the Clerk

It was noted that all matters arising from the minutes had been addressed, with the exception of:

5. Progress report on HE recruitment strategy. This was originally on the agenda as a pre-Board briefing.

7.3 Comparative destination data from previous years to be circulated

AGREED: that the two outstanding matters arising should be deferred until normal college business was resumed.

4. Overview of College Response to Covid-19

Oral report by the Principal and Chief Executive and the Deputy Principal and Chief Executive

The Board noted that the Deputy Principals had led the college response in the absence of the Principal. The DPCE and DPCQ were thanked for their leadership, and the Principal was welcomed back. Governors also asked for their thanks to be conveyed to all college staff for their contribution towards a whole college response to the crisis.

PCE

The Staff Governors confirmed that support for and communication with had been excellent.

The numbers of students identified as keyworkers' children who had attended college on the first day following college closure had been low.

There had been only 10 in Southend and none in Thurrock. Most had picked up work and left college by lunchtime.

Financial support of £3 a day had been implemented for all students receiving free school meals.

Governors raised the following questions:

Q: How staff were being safeguarded?

A: Advice was to follow government advice about social distancing. More staff had attended work than were needed so a rota was being devised to work with the students who were likely to attend college. Sanitiser suppliers had been replenished.

Q: Can we be reassured that staff are adhering to safeguarding measures and that no staff are in a situation where they are left alone with a student.

A: Students had been provided with a Moodle Link to report any safeguarding concerns. No students were left alone with staff and members of the safeguarding team remained on site. Any classrooms not required, particularly those with specialist equipment, were locked off.

Q: Is the College able to keep a register of staff who fall under the gov't's self-isolation advice or who have chosen to self-isolate?

A: Yes, staff have been asked to let the College know if they fall within the categories for shielding. Staff have also notified the college if they have shown symptoms or are self-isolating for other reasons.

Q: What other groups are management liaising with?

A: Regular conference calls are held with the AOC, Principals of other Colleges in the region and University UK etc. Last week, the college participated in some research by the FE Commissioner team about the financial impact of Covid-19.

5. Curriculum, Quality and the Learner Experience

5.1 Minutes and recommendations from the Curriculum and Quality Committee on 2 March

Supporting paper presented by the Chair of CQC

The key issues discussed were noted along with the recommendation to ratify the HE KPIs. The Board was happy to do so, although it was recognised that progress against these would be impeded by the shutdown of the College.

5.2 Curriculum, Quality and Learner Implications of Covid-19

Supporting paper by the Deputy Principal, Curriculum and Quality

Governors noted the following key impacts on the curriculum and teaching and learning:

A Levels: Information was still awaited from the awarding bodies about the formula for calculating grades in the absence of exams. There was a risk attached to using Mock exam results and predicted grades that students would be unhappy with their grade, leading to appeals.

Governors discussed how motivated students would be to engage with online learning knowing that they would not be assessed by exam.

It was noted that first year students would have lost a term's worth of tuition, and that funding would be needed to ensure that these students were able to catch up with missed course content the following year.

BTEC: All timetabled assessments had been cancelled.

Apprenticeships. All new learner starts had been stopped, and employers were not having current apprentices in the workplace. The current ESFA advice was to implement a break in learning. The Principal's group was, however, applying pressure to extend end-dates as a break in line would impact on colleges adversely. Cross sector lobbying of government was in place to compensate for the loss of apprenticeship funding.

Adult learners: Enrolments had stopped. Online learning was in place but would be minimal compared to what was usually delivered in the classroom. ESOL students, in particular, would struggle with only online learning.

Access courses: Students were being supported online.

Work experience: Had ceased as employers did not want learners in the workplace.

Controlled assessments: 132 assessments had been scheduled in the two weeks up to Easter and had been cancelled. These were mainly in Functional Skills, Catering, Art and Design and teacher training.

Higher Education: It was understood that offers made by 31 March would be unconditional. This might have a negative impact on HE recruitment at the College.

Awarding body verification. Pearsons had put their standard quality verification processes on hold. Guidance was expected on this soon.

Staffing: Agency staff had been stood down in most areas. Advice from ESFA and HR was to postpone any staff restructuring and consultations except in one area which was due to be discontinued from September. Protection for lower paid staff was being put in place to ensure that they were not financially disadvantaged. Clarification from the college's outsourced cleaning agency was being sought.

Staff governors verified that Microsoft Teams had been an effective application for online learning. Governors discussed different ways to engage students, including groups on social media and parent forums.

6. **Annual Safeguarding Report**

Supporting paper recommended by the Curriculum and Quality Committee for approval

RESOLVED: that the annual safeguarding report be approved.

7. **Finance, Policy and Resources**

7.1 **Minutes and recommendations from the Policy and Resources Committee on 24 February**

The Board noted the key issues discussed and Committee recommendations. These included the proposal to appoint governors to the Boards of the subsidiary companies, and to commission a review of the group structure with the intention of identifying efficiencies.

RESOLVED: that, on the recommendation of the Policy and Resources Committee, the Treasury Management Policy be approved.

7.2 Financial implications of Covid-19

Supporting paper by the Deputy Principal and Chief Executive

Governors noted the following key implications and risks for college finance:

Income

Study programme: Although funding for 2020-21 would not be affected, the main concern related to students' ability to accumulate the required levels of study programme hours.

Adult Education Budget: Colleges would struggle to hit the tolerance level of 97% this year. Lobbying was in place for the ESFA to scrap tolerance levels and pay on profile. It was confirmed that the Greater London Authority had confirmed that all devolved AEB funding would be paid on profile.

Commercial income: This had been adversely impacted, with bookings being cancelled, especially in the Backstage Centre following the closure of all theatres and venues by the Government.

Apprenticeships: There was a lack of clarity about a number of issues, including payment of the 20% achievement funding, end point assessments and delays in learning. Government was being lobbied to address these issues.

High Need Support funding. This should continue to be paid by the local authorities.

International student income: was heavily impacted.

Expenditure

Pay costs had been reported under item 5.

Non-pay costs: The College was in the process of quantifying commitments and claiming these back where possible.

Capital costs: Discussions were underway with the construction company, who were still on site but suffering their own workforce impact. The implications for opening the new Basildon campus in September were recognised if building work was delayed or had to stop. There was discussion of possible financial penalties if the work was delayed.

Bank and cashflow: Discussions with the bank had indicated that many bodies would be in breach of banking covenants, and that the bank would be unlikely to take action.

Governors were assured that, as long as profiled payments continued to be made on time, the college should not need to take out extra financing. The risk that funding might be held back by government operational breakdown was recognised.

Human Resources

The revised plan for Easter closure was to close for 14 days, with five days annual leave being automatically deducted from staff. This would mitigate against the risk of staff accruing annual leave by 31 July without hope of taking it. Any remaining annual leave would also have to be shown as a liability on the balance sheet.

Governors agreed that the proposal was reasonable and the Board gave its support to management to implement it.

8. Audit and Risk

8.1 Report and recommendations from the Audit and Risk Committee meeting on 16th March 2020

Oral report by the Chair of the Audit Committee

The Board noted that the ARC had discussed the following

- An updated Internal Audit Plan for 2019-20
- Internal audit reports on HE governance and regulation and Essex Shared Services
- A review of the Risk Register (provided to the Board in the original pack)
- A review of the external audit review, with lessons learned on both sides
- The Patch Management policy for approval

RESOLVED: that the Patch Management Policy be approved.

8.2 Governance implications of Covid-19

Supporting paper by the Chair and Clerk

The Chair referred to the original proposal to set up a task and finish group to scrutinise finances following the approval of the financial plans within the Integrated Model for Colleges (IFMC). This had now been superseded by events.

It was considered important that all governors were involved in receiving updates and were accountable for actions and decisions relating to Covid-19. It was therefore proposed that regular full Corporation meetings should be held by teleconference or video conferencing.

Governors discussed frequency and agenda. It was agreed that short and frequent meetings would be best while the situation was moving so quickly. These would focus on key deliverables, along with any statutory items for approval.

At present, it was proposed that committee meetings should be suspended, but this would be kept under review according to the business needs of the college. The option to set up a smaller sub-group to monitor developments would also be considered.

It was also recognised that additional meetings should not place an additional burden on the Senior Leadership Team.

AGREED:

- (i) **that meetings of the Board of Governors should be arranged by videoconferencing on 30th March, following the Easter holidays and fortnightly thereafter** Clerk
- (ii) **that Committee meetings would be temporarily suspended but kept under review**
- (iii) **that any advice or guidance from the Association of Colleges or other bodies would be circulated to governors.**

6. Dates of Next meetings

Monday 23 March 2020 - Thurrock

Monday 6 July 2020 - Southend

There being no further business, the Meeting finished at 19.00

Signed.....Dated.....