

Minutes of the Corporation meeting held on Tuesday 8th December 2020

Present: Martin Wyn Griffith (Chair)
Jawad Ahmmed, John Arnott, Jessica Bell, Pradeep Bhardwaj, Peter Boucher,
Simon Cove, John Dernie, Emma Jarman, Carole Kitching, Monica Lawson,
Charlotte Mannion, Kathy Newman, David Panes, Tim Thurston, Keeran Vetriko,
Jim Webster

With: Adam Fahey, Deputy Principal Curriculum and Quality
Stephen Horrobin, Deputy Principal Finance and Resources
Chris Baish, Vice Principal Business Development and Employer Engagement
Lynne Plested, Vice Principal Higher Education
Tina Hadani, Director of Human Resources
Tracy Scaife, Head of Governance

40. Apologies for absence and welcome – apologies received from Rob Wheeler.

The Chair welcomed Jawad Ahmmed and Jessica Bell, Student Governors to their first meeting of the Corporation and congratulated them on their appointments. The Student Governors outlined their studies with the college and their aspirations for the future. The Chair thanked them for their interest in the role and for giving their time.

41. Disclosures of Interest – none.

42. Chair's Introduction – the Chair set out how much progress had been made since the merger and underlined how much pressure the Principalship Team were under managing post-merger with the challenges presented by Covid-19 on top. That said, he was disappointed with the standard and quality of the papers presented to governors. He will be working with the Principal, Head of Governance and Principalship to devise a standard format for the future. This will be considered by the Nominations, Remuneration and Governance committee in January 2021.

With regard to the order of the agenda, item 6 will be taken at item 17 and item 14 will be taken ahead of item 11.

43. Minutes of the last meeting held on 20th October 2020 and matters arising – agreed as a correct record. There were no matters arising.

44. Any other business – none.

45. Resignation of Dennis Bridges – the Chair advised that Dennis Bridges has resigned as a governor of the college. He wished it to be known that he is in support of the merger and wishes the college much success.

46. Appointment of member to Audit committee – the Chair advised the meeting that the resignation of Dennis Bridges had left a space on the Audit committee. Tim Thurston, who was previously a member of the New College Audit committee has offered to join the committee on a temporary basis until a new governor can be recruited.

RESOLUTION: that Tim Thurston be appointed to the Audit committee.

ACTION: TS to amend membership of Audit committee to include Tim Thurston.

47. Minutes of committees -

(a) Audit committee held 23rd November 2020 – the Chair of the Audit Committee presented the minutes to the meeting for noting.

The committee had a heavy business load to consider with two sets of financial statements, year-end audit reports and annual reports of Audit committees. The meeting noted that the committee appreciated the huge effort that had been put in to pulling together the separate campus risk registers and audit action lists to single documents. A summary of the audit actions will be presented to the committee in March 2021.

(b) Resources, Integration and Change committee held 30th November 2020 – the Chair of the Resources Integration and Change committee presented the minutes to the meeting for noting.

The meeting noted that unfortunately the college will not receive a ‘good’ financial health rating from the ESFA and further noted that it is quite usual for these ratings to fall following a merger. The latest management accounts reflect the budget. Covenant compliance is good with plenty of headroom. The committee recommends the Corporation to approve the financial statements. The committee also agreed that all governors should receive insolvency training in the new year.

With regard to the Institute of Technology (IoT), the IoT Sub-Group have met on two occasions. Timings are very tight but the team from Armsons are doing a very good job and works should commence as planned. A large amount of marketing activity is taking place including a launch event in January 2021.

(c) Curriculum and Quality committee held 1st December 2020 – the Chair of the Curriculum and Quality committee presented the minutes to the meeting for noting.

The meeting noted that the committee had focussed on reporting and understanding, performance, curriculum strategy and how the committee will have oversight of a working governance framework. The committee received a mixed level of data around performance, there were some good performance outcomes with improvements at both campuses. The Chair advised that she has asked the management to develop a reporting framework over the next 18 – 24 months, further discussion on this will take place at the next meeting. The committee is keen to explore future curriculum strategy and hopes that early discussion on this can take place in advance of student recruitment for the next academic year. The annual equality and diversity report was received, there are some gaps in the reporting but nothing unusual. The Chair further advised that she has met with the Deputy Principal Curriculum and Quality, the Vice-Principal Business Development, Employer Engagement and Recruitment and the Head of Partnerships to discuss which areas of partnerships and apprenticeships need to be reported to the Curriculum and Quality committee. The committee received the Quality Improvement Plan (QIP) and the HE Annual Assessment Report. The meeting would usually have received the first sight of the Self-Assessment Report (SAR) but this was not available at the time of the meeting. The SARs for both campuses will be subject to a validation process by an external consultant in January.

The Chair of the Nominations, Remuneration and Governance committee stated that he would like to set up a call with the other committee chairs to discuss the terms of reference for committees to consider their remit and to identify any areas of overlap. This will then be referred to the Nominations, Remuneration and Governance committee.

48. Principal's report – received and noted.

The Principal advised the meeting of an update relating to summer exams published on 3rd December. It was announced earlier in the year that most exams have been moved back by three weeks and the latest guidance allows GCSE and A Level students to have advance notice of some topics and exam aids owing to the disruption to their learning by the current Covid-19 pandemic.

There has been a fantastic response to the curriculum model of alternate weeks with the majority of feedback from students being positive. It was noted that in Swindon there were circa 3000 school pupils self-isolating last week. The consultation on the staffing restructure is coming to an end. It has been a very difficult time for many colleagues, 150 have been affected and there will be a few redundancies. The Principal added that she is very proud of the way that staff have maintained a clear focus on students. A staffing structure post-restructure will be circulated to governors in due course.

The merger of the two Swindon Colleges, whilst complete on paper, still requires significant work. There needs to be a focus on change and there is a need for agility related both directly and indirectly to the current covid-19 pandemic. The past nine months have been particularly challenging.

Starts for apprenticeships have fallen behind the figure quoted in the report. Work placements are difficult with fewer employers feeling able to offer placements at the present time.

Quality data was not available at the time that the report was circulated but is now available and will be circulated to governors. Quality data is still split between the two campuses due to their very different starting points and the disparity between the two.

With regard to the Strategy Session on Monday, the Principal outlined what she is planning to present. She will reissue the two papers previously issued to the Corporation in October. One of the key outcomes of the session is for governors to understand the breadth and depth of what the college is dealing with and the timeframe within which these matters can be realistically dealt with. The realistic timeframes for some areas might not be as soon as governors would like. Governors are asked to understand the balance required and to recognise the scale of the day-to-day issues that also have to be dealt with.

49. Policies for approval – received and approved as follows:

(a) Health and Safety Policy (combined campus)

(b) Safeguarding (combined campus)

50. Annual Reports of Audit committees – received and noted.

The Chair of the Audit committee presented the Annual Reports of the Audit committees of New College and former Swindon College.

With regard to the New College report it was noted that the final Annual Report of the internal auditors has not been received and that the opinion within the report is a draft opinion. Due to distractions of covid-19 and the related delays in audits, and an unplanned ESFA audit the internal auditors have not been brought in to clear the outstanding points raised.

RESOLUTION: that the Annual Reports of the Audit committees of New College and the former Swindon College be received and approved.

51. Financial Statements year ended 31st July 2020, Management Letter and Regularity Audit, and Going Concern, New College – documents received and noted.

The Deputy Principal Finance and Resources advised the meeting that no accounting errors had been found. It was noted that it is a legal requirement that the Corporation approves the Financial Statements. The meeting also noted the paper on going concern. This is a new requirement this year following on from the merger. Mazars, external auditors have reviewed this paper and agree with its contents. The documents have been received by the Audit committee and the Resources, Integration and Change committee and both are recommending their approval to the Corporation.

It was noted that if approved, the Principal and Chair of Governors will sign the required documentation the following day.

RESOLUTION: that the Financial Statements and Annual Report year ended 31st July 2020 and going concern be approved and agreed and the Management Letter and Regularity Audit be noted.

ACTIONS: *MWG and CK to sign paperwork relating to year-end.*

52. Financial Statements year ended 16th August 2020, Management Letter and Regularity Audit, former Swindon College – documents received and noted.

The Deputy Principal Finance and Resources advised that the former internal auditors of Swindon College were content with the Financial Statements.

It was noted that prior to signature an amendment with regard to Rob Wheeler's governor status needs amending as he is not a member of staff or staff governor.

RESOLUTION: that the Financial Statements and Annual Report year ended 16th August 2020 be approved and agreed and the Management Letter and Regularity Audit be noted.

ACTIONS: *MWG and CK to sign paperwork relating to year-end.*

53. Risk Appetite Statement – amended document received and noted.

RESOLUTION: that the amended Risk Appetite Statement be approved.

54. Financial Regulations – amended document received and noted.

RESOLUTION: that the Financial Regulations be approved.

55. Quality Improvement Plan (QIP) – received and noted.

The meeting noted that the QIP is a fluid document being constantly updated.

56. Higher Education (HE) Annual Assessment Report – received and noted.

The Vice Principal HE and Curriculum advised that teaching quality is good at both campuses and is above benchmark. The summary of complaints received was noted. Some programmes have been lost, due mainly to poor recruitment and some quality and staffing issues. These issues have or are being addressed but quality needs to be improved along with promotion of courses. Concerns were

raised regarding internal progression and it was noted that better marketing to current students is required.

57. Student Voice – report received and noted.

The Deputy Principal Curriculum and Quality advised that the Student Voice report would usually be prepared and presented by the student governors, however as they have only recently been appointed, the report on this occasion has been prepared on their behalf.

The student governor for the North Star campus expressed student concerns regarding the restricted opening hours of the shop. With its early closing time students who are in late have nowhere inside the campus where they can purchase refreshments.

The Chair of the Curriculum and Quality committee asked where apprentice voice and adult learners would be picked up and the meeting was advised that there is an equivalent process for these areas. The Deputy Principal Curriculum and Quality and the Vice Principal HE and Curriculum will be working on this and continuing the process started last year.

58. Risk Management update – report by Deputy Principal Finance and Resources received and noted.

A query was raised with regard to the headings in the tables in section 2 including the rationale for a 2019/20 forecast column when we have already closed off that year. The Deputy Principal Finance and Resources advised that the column headings and figures were correct and that the figures given for 2019/20 in the report were the forecast figures.

Further concerns were raised with regard to the structure of the report, in particular that it is too hard to follow. The content and structure of reports need to be reviewed.

The meeting noted that it is possible that the college will have a circa £1m deficit at the end of the current academic year. An update on the current litigation cases was received. It was also noted that a £900k shortfall of apprenticeship contribution against budget is expected.

59. Safeguarding update – the Principal offered apologies to the meeting as the wrong paper had been circulated. The correct paper will be circulated in due course.

ACTION: TS to circulate correct safeguarding report.

60. Confidential minutes of the last meeting held 20th October 2020 – agreed as a correct record.

61. Confidential minutes of the last meeting of the Resources, Integration and Change committee – confidential minutes refer.

62. Annual Pay Award – confidential minutes refer.

63. Savings Plan – confidential minutes refer.