

Minutes of the Corporation Board Meeting held (via Microsoft Teams) on Friday 12th February 2021 at 8.30am

Present:	Jeremy Cartwright, Chair David Boughey Steve Sawbridge Julie Obada Stephanie Talbot Rob Fisher Jo Mountney Sue Blake Jason Lancaster David Rogers Andy McKay Denise Brown, Principal/CEO Dave Hopley Aimee Lessels Donna Hazeldine		
In Attendance:	Maxine Bagshaw, Clerk to the Corporation Antoinette Lythgoe, CFO		
Min. No.		Action By Whom	Action By When
1	DECLARATIONS OF INTEREST		
	The Chair reminded everyone present to declare any interests that they may have on matters to be discussed. Standing declarations were noted.		
2	WELCOME, INTRODUCTIONS AND APOLOGIES FOR ABSENCE		
	Apologies for absence were received from Pritpal Singh-Nagi, Shannon Mansfield and Sibgha Amin.		
3	MINUTES OF THE MEETING HELD ON 11TH DECEMBER 2020		
	The Minutes were reviewed and it was agreed that they were an accurate record of discussions.		

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	<p><u>AGREED</u>: to approve the Minutes of the Meeting held on 11th December 2020.</p> <p>There were no matters arising.</p>		
4	ACTION PROGRESS REPORT		
	<p>The Board reviewed and a number of matters were noted:</p> <ul style="list-style-type: none"> • Lines 1 and 2 are complete; • Line 3 is outstanding; • Line 4 – the CEO confirmed that the College received the Case Conference Meeting Minutes from January from the ESFA and they have been prepared as a hybrid i.e. they are a mix of the questions and discussions and include some responses. This is not what the College was anticipating; it has been awaiting a formal response to queries but has not received anything. She has described the ESFA as taking quite a bullish approach and have simply referred back to the RF deal, however the level of detail requested by the College is not included within the RF paperwork. CEO indicated that the ESFAs position will be reviewed in detail and then an update provided to TF&R, Board and the ESFA. Chair indicated that it may need to be that the points of clarification required are taken one question at a time and on a very specific basis. <p>CFO indicated that she had received an email from the PMO yesterday indicating their intention to recover £7k in April 2021. She expressed the view that, despite all of the discussions, they are just doing what they intended to do in any event. A challenge from the Board was that they are very uneasy about the uncertainty of the relationship and the position. On the basis that the College is looking to make some significant decisions e.g. Estates Strategy etc. it is becoming very hard to commit with the level of uncertainty presented by the PMO.</p> <p><u>AGREED</u>: to note the content of the update provided.</p>		
5	RISK REGISTER REPORT		
	<p>The CFO introduced this item and confirmed that the Risk Register is being updated ready for the next scheduled Audit Committee Meeting on 4th March 2021. She indicated that something for the College to consider is Risk 1, and whether or not this has changed since the most recent Ofsted monitoring visit. She confirmed that Apprenticeship provision remains a high risk and, to address this, a different structure is to be implemented.</p> <p>As a general point, she confirmed that the College’s ability to</p>		

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	<p>track and monitor has been significantly improved and this was acknowledged by Ofsted. She indicated that there will be other risk changes but that the key one at the moment is Curriculum.</p> <p>CEO expressed the view that the Ofsted progress visit was timely and certainly gives external validation regarding the core curriculum, however some concerns were raised in relation to Apprenticeship provision and risks have shifted to this area. It was suggested that Apprenticeship provision risks should be identified separately.</p> <p>CFO drew Board's attention to the COVID-19 Risk Register and it was explained that it has been updated to include reference to mass testing.</p> <p><u>AGREED</u>: to note the content of the update provided.</p>		
6	CEO'S REPORT		
	<p>A number of aspects were specifically considered.</p> <p>1) <u>5 Pillar Plan and 20/21 Performance Measures</u></p> <p>Governors were reminded that the 5 Pillar Plan is a summary of the annual operating actions anticipated and these are broken into a number of key aspects, including:</p> <ul style="list-style-type: none"> • Cultural alignment; • Financial stability; • J20; • Brand equity; • Future capacity. <p>She reminded that the College is in the process of updating the Strategic Plan and there were a number of updates provided:</p> <ul style="list-style-type: none"> • Cultural alignment – staff are really struggling with lockdown 3 and as much support as possible is being provided. • Financial stability – the aim for the College is to really become financially sound and, whilst there is a need to manage cash balances, it is important to hardwire the pay strategy which will require a significant shift. • Risk management is now more embedded with a level of maturity developing. • J20 – College is well on its way with a number of aspects validated by Ofsted, although more to do in relation to Apprenticeship provision. • Brand equity – some really promising opportunities including taking advantage of the adult skills guarantee. <p>In relation to performance measures, Board were advised that</p>		

there is a larger KPI/measures document which is maintained internally, however the proposal is to have a much more streamlined version at Board. Board's attention was particularly drawn to the blended learning figure and it was explained that a percentage needs to be included once this has been reviewed by the Executive.

CEO indicated that the College is considering a potential mock inspection to provide further assurance.

A challenge from one Member of the Board was whether or not the financial title within the plan is ambitious enough. Board indicated that it is important that the College is delivering fund capability so that it can invest and take forward the plans being formulated. A challenge from the Board was not to let the 'day job' stifle ambition. Board agreed that there was a need to build up resilience and future capacity so that projects can be taken forward. They suggested that the title of the Strategic Plan be revisited. The CEO confirmed that she would do this and would synthesize what has been discussed by the Board in the last few months.

A challenge from one Member of the Board was to make sure that performance measures within performance measures do not lead to an overly complicated and complex set. CFO indicated that PMO targets are to be included within the Management Accounts going forward which are reported to TF&R and then a combined RAG rating will be given at Board.

2) Ofsted Visit Outcome

CEO presented her summary report and indicated that the College has an opportunity to decide on whether to go to full inspection or take up its entitlement to another monitoring visit. In terms of Apprenticeship provision, she indicated that the Hub will rapidly improve the ability to drive change but questioned whether this will happen quickly enough to be confident regarding a full inspection in the summer or autumn term.

CEO advised that, if the College forgoes another monitoring visit, then it is likely to be at the top of the list for inspection as there are very few grade 3 colleges in the West Midlands and therefore, the most likely inspection date would be in September or October 2021.

CEO indicated that the Executive feel that another monitoring visit would be helpful and would allow more time for preparation, although it is unlikely to have a significant impact on the full inspection date which is likely to be December/January rather than September/October. CEO indicated that it was also important to consider the actions required because of COVID-19 i.e. catch up, recovery and

repair. Currently there is no sense that COVID-19 will be taken into consideration as context for an inspection, which will add to the challenges. CEO expressed the view that Motor Vehicle and Engineering is the last curriculum area that needs to be a focus for change.

Board asked what the timescales are for making their decision. Principal indicated that Ofsted are provided 18 days for provision of their report and, on the basis of this, it is due next week. College would normally get 48 hours to undertake a factual accuracy check.

Board acknowledged that development of the Hub will address a lot of the structural issues required, but questioned how far away from 'good' the Apprenticeship provision is, as it is likely to influence the overall grade, as well as leadership and management, quality of education etc. Principal indicated that the College cannot significantly change the legacy position but that the College is still at or above national on this. What the College doesn't know is how this is the case given the weak structure that is in place. There is confidence that the Hub will improve structures for the future but the College doesn't know what historic learners will say about their experiences.

A challenge from the Board was in relation to how much progress can be demonstrated in 5-6 months. They stated the expectation is that the business case for the Hub will need to have detailed objectives, benchmarks and targets. All agreed that currently there appeared to be more questions than answers and the College needs to work hard to address this. Board agreed that there was a need to approach full inspection when in the position to have the highest degree of confidence. It was acknowledged that a further interim visit would help to build confidence and, on this basis, there are arguments against rushing in to full inspection.

Board asked what staff views are in relation to the Ofsted visit outcomes. Principal indicated that many staff are frustrated that potentially Apprenticeship provision could hold the College back. Most staff were expecting a finding of 'significant' progress in relation to core provision. Principal expressed the view that staff may expect to see something radical happen in relation to Apprenticeship delivery. A challenge from the Board was that there is a need to make sure that the pace of Apprenticeship improvement is significant now. Principal expressed the view that it was highly likely that, without the Apprenticeship concerns, the Ofsted finding would have been @significant improvement@.

Board's attention was drawn to the summary provided in relation to Hub development and it was explained that this is all about the structure and that sitting behind this is an

implementation plan. Principal confirmed that this was scheduled for presentation to the next CQ&S Meeting. Principal confirmed that the College has most staff in place for the Hub and that it will be, in the main, changing job descriptions and therefore the expectation is for it be up and running by the end of February/beginning of March 2021.

CFO indicated that an issue for her is affordability and explained that the Managing Director Commercial was meeting with the Executive Director Finance later in the day to work out how proposals can be funded.

In discussion, the Board acknowledged that the current Apprenticeship delivery position is a fundamental risk to Ofsted Grade 2 and therefore driving faster for full inspection would be a risk. A lesser risk would be asking for a further monitoring visit, but the College will obviously need to take account of external perceptions in relation to this. The consensus view of the Board and the Executive was to have a further monitoring visit first.

Principal confirmed that Apprenticeship provision has been moved away from the distributed model, it being acknowledged that it needs its own dedicated resources.

3) College Involvement with National Policy

The Principal's written update was noted and of particular importance are the kickstart programme and also the skills bootcamp tender.

4) Diversity and Inclusion

She confirmed that the College staff profile is lower than it should be for the local population and significantly lower than the student population. This also ties in with the outcome of the external Governance review which makes recommendations about BAME representation on the Board.

5) Preparing for Normal Reopening of College Provision

It is highly likely that the College will reopen on 8th March and it is also likely that the College will have to implement lateral flow testing for learners and staff. Detailed planning of reopening and testing has started, with the plan being to ensure that as many learners as possible achieve their outcomes in the week beginning 22nd February 2021.

CEO concluded her report with a local story regarding Joe Giddian MP and she confirmed that this was indicative of the good relationships being built. Board all agreed that it was really

	brilliant to see the progress made with MPs recently. <u>AGREED:</u> to note the content of the update provided.		
7	CHAIRS REPORT – CAPITAL PROJECT COMMITTEE		
	<p>The Committee Chair provided presentation slides and also drew Governors’ attention to the Minutes of the Meetings held on 16th December, 5th January, 15th January and 2nd February 2021. She confirmed that really good progress was being made with the Committee having a focus on:</p> <ul style="list-style-type: none"> • Estates Strategy; • LEP bids; • Capital funding works. <p>She confirmed that the Committee is in a position to recommend that the Estates Strategy presented later on the Agenda is approved. Sale of J Block is also a positive position and presents a significant opportunity. In relation to capital funding, she advised that the spend deadline has been extended but that the challenge remains to deliver to the timetable which is now academic year-end.</p> <p>Committee Chair advised that there was real confidence in the people who are contributing to Committee discussions. The appointment of Mark Palmer as an external co-optee has been very helpful as he is approaching information provided very much as a specialist.</p> <p><u>AGREED:</u></p> <ul style="list-style-type: none"> a) To note the content of the summary report provided; b) Note the content of the detailed Minutes of the Meetings held on 16th December, 5th January, 15th January and 2nd February 2021. 		
8	ESTATES REPORT		
	<p>The CFO introduced a number of items and welcomed Matthew Hirst to the meeting, who provided an update in relation to the Estates Strategy.</p> <p>1) <u>Estates Strategy</u></p> <p>The CFO indicated that the request to the Board today is to approve the Estates Strategy, subject to the finalisation of the education case, which will be reviewed at the next meeting of CPC and CQ&S.</p> <p>Presentation provided by Matthew Hirst confirmed that the Strategy builds upon the discussions which took place on 21st January and he explained that the principles have not</p>		

significantly changed. There are three core principles for both campuses, each will include an aspect of:

- Demolition;
- New build (a smaller area);
- Refurbishment – he indicated that at Cauldon this was a fairly significant figure, to try and look at both Lifestyle and Enterprise buildings.

He summarised the benefits associated with what has been developed as the preferred option, and he also provided a note of the next steps. He indicated that affordability will be a key issue, but that it is the right approach to first identify the preferred solution to known issues.

In relation to the next round of capital funding available, it was confirmed that a stage one application is not a financial commitment and that it is very much a high-level submission with no architectural input required.

In considering the strategy proposed, a challenge from the Board was in relation to the red line on the Cauldon Campus and the potential to accommodate housing by the canal. They asked that the College look at options in relation to this with the Local Authority.

In terms of the financial figures, it was explained that these are gross costs.

CFO indicated that, in relation to the FE Capital Transformation Fund, what she is asking today is for an in-principle approval to submit a stage one application for the full amount within the Estates Strategy, which relates to both sites. If successful at stage two, then the College would have to be in a position to complete the works needed by September 2024. She indicated that, at a future point, it will be necessary to take a view on what is achievable, affordable and/or reasonable.

A challenge from the Board was to ensure external stakeholder engagement in relation to actions proposed and timescales. It was confirmed that this would take place and it was noted that the Chair and the CEO are meeting with John Rouse at the Local Authority next week.

AGREED:

- a) To note the content of the update provided;
- b) Approve the Estates Strategy as presented;
- c) Provide in-principle approval for submission of a stage one application to the FE Capital Transformation Fund.

2) Re-roofing Works – Tender Outcomes

The CFO introduced this item and summarised the tender process and drew the Board’s attention to the detailed written report provided. She confirmed that the monthly Management Accounts include a rolling record of actual and forecast capital spend.

She explained that the College could not afford to do all of the roofing works required and has therefore had to prioritise the John Seddon Building and both A Blocks. She confirmed that the recommendation from external advisors Poole Dick is that Absolute Waterproofing be awarded the contract.

AGREED: to appoint Absolute Waterproofing to complete the reroofing works.

3) LEP Funding Contracts

CFO introduced this item and Board’s attention was drawn to the contracts included within the papers for this meeting. She described them as standard LEP contracts. Governors’ attention was specifically drawn to the Outputs detailed on pages 34 and 46, which include the growth targets. CFO expressed the view that, at this stage, it is not believed that there are any risks of not fulfilling the contracts.

A challenge from the Board was in relation to confidence levels regarding Apprenticeship figures and targets. CFO and CEO confirmed confidence and it was explained that Nicky Birch will have responsibility for 16-18 targets and Peter Sherry will be responsible for Apprenticeship numbers.

A challenge from the Board was ensuring that the two parts align. CEO expressed the view that the lines of responsibility are clear internally and these are:

- Capital Equipment – CFO;
- CDI Phase 2 Completion – CFO;
- Curriculum Numbers – Nicky Birch;
- Apprenticeship Numbers – Peter Sherry.

Board were advised that the targets do not all sit within the Apprenticeship Hub as there are two different income streams.

Principal expressed the view that the targets are modest and already align with what the College is planning. It was agreed that going forward the attainment of apprenticeship and 16-18 student numbers would be monitored by the CQ&S Committee and TF&R and CPC will monitor capital spend.

AGREED: to approve and sign the LEP Funding Contracts as

	<p>presented.</p> <p>4) <u>Digital Strategy and Replacement Plan</u></p> <p>In relation to the Digital Strategy, the CFO confirmed that some good progress has been made to bring the two strategies together and that the intention is for the strategy and plan to be further iterated before presenting to the Executive Team in mid-March.</p> <p>Governors' attention was then drawn to the 3-year IT replacement summary and she explained that the costings were indicative. As an overview, over four years the investment required is £2.3 million. CFO indicated that if the College was able to obtain some flexibility regarding 20/21 then the figure would be +£375k, in 2022 £475k, in 2022/23 £1.1 million and then in 2023/24 £224k.</p> <p><u>AGREED:</u> to note the content of the update provided.</p>		
9	CHAIRS REPORT – CQ&S COMMITTEE		
	<p>The Committee Chair provided a presentation and also drew Governors' attention to the detailed Minutes of the Meeting held on 14th January 2021. He acknowledged that a lot had previously been covered in earlier discussions, but key matters noted were:</p> <ul style="list-style-type: none"> • Approved QIP and concluded the SAR process for 2019/20. Committee has requested, and the College has agreed, to schedule accelerated dates for 2020/21 so that the SAR is concluded much earlier in the academic year. • In relation to the Deputy Principal post, three candidates have been shortlisted and second interviews take place next week. • Committee assured regarding a robust approach to curriculum planning. <p>In terms of areas of focus for the future, the Committee needs assurance that improvements at pace are being made across the piece and also needs to consider the implications of the lifelong learning guarantee.</p> <p><u>AGREED:</u></p> <ol style="list-style-type: none"> a) To note the content of the presentation provided; b) Note the content of the detailed Minutes of the Meeting held on 14th January 2021. 		

10	CHAIRS REPORT – TF&R COMMITTEE		
	<p>The Committee Chair introduced this item and provided a presentation. He also drew the Board’s attention to the detailed Minutes of the Meetings held on 29th January and 1st February 2021. Governors’ attention was drawn to the update provided in relation to the ‘here and now’ and particular attention was given to the gender pay gap report which the Committee were happy to recommend.</p> <p>Committee were advised that there were no difficult questions from PMO/ESFA following the reforecast submission made. Governors’ attention was drawn to the key highlights within the financial forecast.</p> <p>A question and challenge from the Board was in relation to embedding the pay strategy and progress in relation to this. Board were advised that the College has done a lot of work in relation to:</p> <ul style="list-style-type: none"> • Job evaluation, • Teaching staff costs, and • Benchmarking. <p>It was explained that once this work is concluded, there will be a better understanding of costs so that these can be hardwired. CFO advised that currently, College forecasts do not allow for embedding and it was noted that, at the same point in the prior year, the College was equally cautious and ended the year in a better position, however this was likely to have been influenced by COVID-19.</p> <p>CFO expressed the anticipation of embedding for 21/22 but thought that this would be a challenge, as the College is expecting £200k less 16-18 funding for the 21/22 academic year. It was explained that 55 learners have been removed from College numbers. This is because the College recruits throughout the year and, because of the calculation point taken and the impact of COVID-19, it doesn’t allow for the College to provide true figures. That said, the College has not yet received its 16-18 allocation for next year and therefore it is not a confirmed position.</p> <p><u>AGREED:</u></p> <ul style="list-style-type: none"> a) To note the content of the presentation; b) Approve the gender pay gap report; c) Note the content of the Minutes of the Meetings held on 29th January & 1st February. 		

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11	CHAIRS REPORT – GOVERNANCE COMMITTEE		
	<p>The Chair provided a presentation and also drew Governors' attention to the detailed Minutes of the Meeting held on 29th January 2021. He confirmed that the main focus of the Meeting was the ETF review undertaken and the action plan developed in relation to this. All agreed that this had been a useful process and that it was a report which should give assurance to FEC at their next visit, which is imminent, given the relatively few recommendations made.</p> <p><u>AGREED:</u></p> <ul style="list-style-type: none"> a) To note the content of the update provided; b) Note the content of the minutes of the meeting held on 29th January 2021. 		
12	SAFEGUARDING REPORT		
	<p>Board considered the detailed written report and all agreed that this continues to be an area of strength for the College. They asked whether there had been any Ofsted feedback on the College's arrangements. Principal confirmed that it had been a very positive meeting with the Inspector and that the College was also reassured regarding the lockdown support provided, which was a key focus area.</p> <p>Board were advised that the QDP Induction Survey has now been completed, with 94% of students responding that they felt safe at college, which is a very high position. Board were assured that any areas identified for further exploration would be unpicked with students. There was a Learner Voice Conference yesterday and this reinforced confidence regarding student and College interaction.</p> <p><u>AGREED:</u> to note the content of the update provided.</p>		
13	GOVERNANCE UPDATE		
	<p>The Clerk introduced this item and a number of aspects were considered.</p> <ul style="list-style-type: none"> 1) <u>External Review of Governance</u> <p>Board reviewed and all agreed that it was a balanced and supportive report. Chair indicated that at the most recent AOC Regional Chairs Conference, there was feedback on the review process generally, with Stoke on Trent College and Shrewsbury able to make contributions. There were generally no surprises for the College or the sector as a whole and it was noted that DfE are likely to make a three year review a condition of</p>		

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funding.

In considering the content, all agreed that there were only marginal suggestions and no significant concerns or major changes required. There will now be a process of fine tuning, but all acknowledged that most of the suggestions and actions required were 'on the radar' in any event. All agreed to take it in a positive light. One observation made was that the process and output could have been more and potentially this was a missed opportunity for the College to build on. Board agreed that this report was an opportunity to get the right message across to external stakeholders and change perceptions; an example given was the red herring in relation to the model of Governance in place.

Board then discussed the action plan and one Member of the Board asked whether staff and students know enough about Governors. He suggested a 'lunch and learn' type event. It was felt that this would be a more natural environment and would be helpful to start the process with staff. It was acknowledged that it needs to be a really clear message that Governors are not 'checking up' on staff. In relation to opportunities to meet with students, it was agreed that Student Governors would take a lead on this.

Board were advised that, in the most recent meeting of the Communications Working Group, Governor visibility came up as a potential area for improvement and therefore screen pictures and bios will be made available. It was confirmed that the audience for this needs to be considered, as it will then influence where information is provided. Suggestion to Board was that it is likely to be more important for staff to meet Governors than students, but that this is a real opportunity to ask students about their experiences. Governors agreed that this also clearly demonstrates that the Board is very interested in hearing the views of staff and students. All agreed that informality is the key to success. Board felt that this was an opportunity for them to share their excitement and ambition for the College.

Board were advised that all Departments have learner representative meetings and that it might be easier to drop-in to something that is already planned, rather than setting up distinct and bespoke meetings.

One Staff Governor present indicated that the Enrichment Team are also delivering online sessions and that it would be an opportunity for Governors to drop-in as learners really enjoy these e.g. Ludo games, quizzes etc. It was agreed that Staff Governors and Student Governors would take the lead on this.

	<p>2) <u>Chairs One-to-One with Governors</u></p> <p>Board were happy to note the content of the summary provided and the same applied to the Chair's appraisal feedback notes.</p> <p><u>AGREED</u>: to note the content of the report provided.</p>		
14	KEY MATTERS AND ACTIONS AGREED FROM THE STRATEGY REVIEW SESSION ON 21ST JANUARY 2021		
	<p>Chair provided a verbal update and confirmed that discussions now form the basis of the agreed way forward. Date now needs to be agreed for the presentation of the Strategic Plan update and the enabling strategies e.g. Pay & HR, Teaching and Learning, Curriculum, Business Development, Apprenticeships, Financial etc.</p> <p>Board agreed that it was important to ensure consistency of message across the strategies. Principal was asked to initially focus on the overarching Strategic Plan document and the 5 Pillar Plan and an update to the Strategic Plan. It was agreed that this would be circulated before the end of the month. Suggestion made, to consider enabling strategies, was to then look to add-on a session either before or after one of the planned Committee Meetings in March or April.</p> <p><u>AGREED</u>: to note the content of the update provided.</p>		
15	AOB		
	There were no matters of additional business.		
16	DATE AND TIME OF NEXT MEETING		
	This was confirmed as Friday 21 st May 2021 at 8.30am.		
17	CONFIDENTIAL ITEMS		
	<p>It was agreed that confidential items would be recorded on a separate basis.</p> <p>(Staff and student Governors left the meeting at 11.30am)</p> <p>Meeting closed at 11.35am.</p>		

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