

Approved Minutes

MINUTES OF THE MEETING OF THE FE CORPORATION

Held on Friday 14th October 2022, at 9.30am in the Skills Park Board Room

Present: Chris Muller (Interim Chair), Julie Kapsalis (Interim CEO/Principal), Martin Butterfield, Angela Cross-Durrant, Simon Enoch, Felicity Fletcher (Academic Staff Governor), Nadine Guy, James Knowles, Asa'ah Nkohkwo, Sylvia Ofei-Kwatia (Support Staff Governor), Lynn Reddick.

In Attendance: George Jenkins (Chief Finance Officer), Donna Patterson (Assistant Principal HR and Organisational Development), Dario Stevens (Deputy Principal Planning & Information), David Walrond (Interim Deputy Principal, Curriculum & Quality), Susanne Wicks (Head of Governance).

22.11	Apologies for Absence
	<p>Apologies for absence were received from Paul Ford, Margaret Martin and Nick Vaughan-Barratt.</p> <p>In opening the meeting, the Chair reflected on the changes that have occurred in the College leadership since September 2022. He was pleased to confirm that all vacant positions have been filled, including that of the Deputy Principal (Curriculum & Quality), with the successful applicant set to join the College later this term. The Chair reassured Governors that all appropriate external agencies have been kept informed of the changes and have been reassured by interim and permanent appointments.</p> <p>The Chair extended thanks to all Governors and members of ELT for their guidance and support over recent weeks.</p>
22.12	Declarations of Interest
	<p>The following declarations of Interest were received:</p> <ul style="list-style-type: none"> James Knowles declared he is a Trustee for AQA.
22.13	Minutes of the Previous Meeting and Matters Arising
	<p>The minutes of the meeting held on Friday 22nd July 2022, were agreed as a true record and would be signed by the Chair at the earliest opportunity.</p>
22.14	Ofsted Readiness
	<p>The Interim Deputy Principal (Curriculum & Quality) delivered an Ofsted briefing to the Corporation, covering:</p> <ul style="list-style-type: none"> Why is the framework new? How inspection works. Common areas of FE weakness. Examples of recent judgements of FE governance (positive and negative).

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	<p>The Interim Deputy Principal (Curriculum & Quality) emphasised that, although inspectors will continue to scrutinise data, their focus will be through the lens of the curriculum and the ‘three Is’: Intent, Implement and Impact, and they place great importance on the actual experience of the learner. In addition, Governors noted that a new element to inspections is the consideration of the contribution made by the College to meeting skills needs.</p> <p>The Interim Deputy Principal (Curriculum & Quality) welcomed comments and questions and the following were raised:</p> <p>Governors sought reassurance that the data available can evidence the positive impact of interventions. DW advised that the SAR will include such detail at a granular level and will be presented to the Curriculum & Quality Committee at their meeting on 2nd November 2022, alongside headline data compiled by the Deputy Principal (Planning & Information). In addition, additional information will be provided through individual stories about learners.</p> <p>DW acknowledged that he could not say with complete certainty that every issue identified in last year’s SAR will have been addressed, and that there will be challenges facing all provisions in the sector, but it’s important to demonstrate that there are actions in place to mitigate those challenges. DW reassured Governors that the evaluation carried out last year was robust and the data will be aligned with actions taken to show how any issues were addressed. However, some interventions will not have had a positive impact, hence the need for ‘revise, review and refresh’.</p> <p>Governors sought the views of DW on how prepared staff are to meet inspectors, and particularly to respond to questions on matters which may not be part of their everyday duties. DW set out some of the ways staff can be prepared, for example in terms of Safeguarding and Prevent, but emphasised that the key consideration for Ofsted will be the feedback from learners.</p> <p>Governors thanked DW for his clear and concise presentation.</p> <p>Action: Head of Governance to share the PowerPoint slides with Governors.</p>
22.15	<p>Key Business Updates</p>
	<p><u>Nescot Enterprises Limited (NEL)</u></p> <p>The Interim CEO/Principal confirmed that the SLA was signed on 12th October 2022 and that a new general manager, Tony Pope (Head of Marketing) has been appointed.</p> <p>The Interim CEO/Principal updated Governors on the current situation with regard to the Directors of NEL and noted the need to appoint Directors as soon as possible. She advised that legal advice would be sought on whether or not to retain an independent Director but, in the meantime, proposed that she and the Chair be appointed.</p> <p>The Corporation agreed that the Chair and the Interim CEO / Principal should be appointed as Directors of NEL.</p>

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	<p>Governors noted that NEL's operation today has shifted from its intended purpose when established and there is a real opportunity to consider the governance of NEL and how it reports to the Corporation. To support that consideration, legal advice has been sought.</p> <p>Governors requested that a report be brought to a future meeting updating them on NEL, its relationship with the College and the Corporation.</p> <p>Action: Interim CEO/Principal to present a report to the December meeting, including legal advice from Stone King.</p> <p><u>Institute of Technology</u></p> <p>The Interim CEO/Principal confirmed that the Deed of Guarantee with the Institute of Technology was signed this week, which would release £2M funding to the College.</p>
22.16	<p>Feedback from ELT Strategy Day and SWOT Analysis</p>
	<p><u>Financial Update</u></p> <p>The CFO presented a short financial update setting out:</p> <ul style="list-style-type: none"> • The three-year overview and plan • 2022-23: What has changed? • Revised Cash Outlook • Pension Update. <p>The CFO advised the Corporation that the Yorkon Building is in urgent need of repair which is likely to cost at least £1.5M and that they must make a decision on whether to proceed with those works by Christmas 2022, by which time there may be more certainty about the risks relating to the Skills Max contract. Governors asked if the building is safe and GJ confirmed that it is, but acknowledged it is not an optimum learning environment.</p> <p>It was suggested that there seems to be some unused space on the College estate and the Deputy Principal Planning & Information confirmed that the current utilisation rate is 47%. Governors noted the need for them to fully understand the usage of space, the costs and the impact on curriculum and student numbers in order to make an informed decision about Yorkon. The Interim CEO/Principal supported this view, adding the need to take into account the costs of not repairing the building, particularly in the context of rising energy costs. She also noted that there may be an opportunity for the College to access the FE Capital Transformation Fund, which should open around half-term.</p> <p>Governors asked if it would be possible to visit the site and have a look at the Yorkon Building and other spaces that are not used.</p> <p>Action: CFO to bring a report to the Corporation meeting on 9th December, setting out the options for works to the Yorkon Building.</p>

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	<p>Action: Head of Governance to facilitate a tour of the site.</p> <p>The CFO sought the Corporation’s approval to proceed with the replacement of windows in the South Wing. Noting that this could result in total capital expenditure exceeding £50K, the Corporation approved the request.</p> <p>The CFO advised that there would be some movement in the LGPS pension valuation totalling around £12M which was related to the increase in interest rates.</p> <p>At the CFO’s request, the Corporation approved the following statement for inclusion in the Annual Accounts:</p> <p><i>“Based on the advice of the Audit Committee and the Accounting Officer, the Corporation is of the opinion that the College has an adequate and effective framework for governance, risk management and control, and has fulfilled its statutory responsibility for “the effective and efficient use of resources, the solvency of the institution and the body and the safeguarding of their assets”.</i></p> <p><u>SWOT Analysis</u></p> <p>The Interim CEO/Principal undertook to share the SWOT analysis undertaken by ELT on 6th October 2022, for discussion by Governors at their next meeting.</p> <p>Action: SWOT analysis and Strategy to be added to the agenda for the Corporation meeting on 9th December.</p> <p><u>Corporation Committee Membership</u></p> <p>The Chair noted that the committee membership report was deferred at the July Corporation meeting</p> <p>MB volunteered to take the Chair of the Finance & General Purposes Committee and was appointed by the Corporation.</p> <p>Action: Head of Governance to circulate the committee membership list for approval via email.</p> <p>Action: Head of Governance to circulate the latest version of the Corporation calendar and Governors to alert her to any forthcoming holiday.</p>
22.17	Any Other Business
	<p>The Interim CEO/Principal updated Governors on the successful recruitment of a new Deputy Principal (Curriculum & Quality).</p>
22.18	Date and Time of Next Meeting
	<p>Friday 9th December 2022 at 9.30 am.</p>

Meeting closed at 11.25 am.

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Decisions:

The Corporation:

1. Approved the appointment of the Chair and Interim CEO/Principal to the Board of Nescot Enterprises Ltd.
2. Approved the appointment of Martin Butterfield as Chair of the Finance & General Purposes Committee.
3. Approved the replacement of windows in the South Wing, noting that this could result in total capital expenditure exceeding £50K.
4. Approved the following statement for inclusion in the Annual Accounts 2021-2022:

“Based on the advice of the Audit Committee and the Accounting Officer, the Corporation is of the opinion that the College has an adequate and effective framework for governance, risk management and control, and has fulfilled its statutory responsibility for “the effective and efficient use of resources, the solvency of the institution and the body and the safeguarding of their assets”.

Actions:

1. Head of Governance to share the Ofsted briefing PowerPoint slides with Governors
2. Chair, Interim CEO/Principal and Head of Governance to discuss the options for Governors to scrutinise partnership arrangements and bring a recommendation to the Corporation.
3. Interim CEO/Principal to present a report to the December meeting, including legal advice from Stone King.
4. CFO to bring a report to the Corporation meeting on 9th December, setting out the options for works to the Yorkon Building.
5. Head of Governance to facilitate a tour of the site.
6. Head of Governance to add SWOT analysis and Strategy to the agenda for the Corporation meeting on 9th December.
7. Head of Governance to circulate the committee membership list for approval via email.
8. Head of Governance to circulate the latest version of the Corporation calendar and Governors to alert her to any forthcoming holiday.