

**Greater Brighton Metropolitan College
Board of Governors**

**Minutes of a meeting held at Northbrook MET, West Durrington Campus boardroom
and virtually via Google Meet
Monday 21st December 2020 at 15.30 -**

Present: Anne Ackord, Duncan Adams, Tosin Adebisi, Kirstin Baker, Steve Bassam (Vice-Chair), Sue Berelowitz (Chair), Natalie Brett, Martin Colyer, Phil Frier, Andrew Green (Interim CEO), Chris Hill (Staff Governor), Claire Hopkins (Vice-Chair), Sean Jacob, Paul Lansdowne (Staff Governor), Robert McCloskey (Student Governor), Klaidon Osborne (Student Governor), David Russell, Frank Toop

In attendance: Jon Rollings (COO), Helena Thomas (Principal), Melissa Drayson (Governance consultant)

Apologies: Sarah Box (Governance Manager)

APPOINTMENT OF NEW GOVERNORS

Following intensive external and internal recruitment activity, a number of candidates were recommended for appointment by the Board. The background of each candidate was noted and proposals for committee membership considered. Full inductions for all new governors would be organised in the new year.

RESOLVED:

- i) That the following be appointed as independent external governors for a three year term of office:**
 - **Kirstin Baker**
 - **Tosin Adebisi**
 - **Anne Ackord**
 - **Phil Frier**

- ii) That the following be appointed as staff governors for a three year term of office:**
 - **Paul Lansdowne**
 - **Chris Hill**

- iii) That the following be appointed as student governors for a one-year term of office:**
 - **Robert McCloskey**
 - **Klaidon Osborne**

- iv) That the new governor would be appointed to the Board's committees as follows:**
 - **Kirstin Baker on Audit and Risk Committee**

- **Tosin Adebisi, Phil Frier, student governors and Paul Lansdowne on Teaching and Learning Committee**
- **Anne Ackord and Chris Hill on Finance Committee**

WELCOME, INTRODUCTIONS AND APOLOGIES

The Chair welcomed members, in particular the newly appointed governors who were attending their first meeting, and who were bringing vital skills and experience at a critical stage for the College. Round table introductions took place.

Apologies were noted as listed above. Phil Frier indicated that he would need to leave the meeting at 17.00.

A revised running order for the meeting was outlined, to allow maximum time for discussion of key strategic items. Staff in attendance and staff and student governors would be asked to withdraw from the meeting for part of item 9.

The volume of paperwork was also noted, and the Interim Governance Manager would undertake a review of business to identify any further items that might be delegated to committees for review and approval.

MINUTES OF THE MEETING ON 20 OCTOBER 2020

The Part 1 minutes of the meeting held on 20 October were APPROVED as a true record and the Chair's electronic signature would be applied.

ACTIONS ARISING FROM THE MINUTES

The Board received the schedule and noted that actions from the October meeting were complete. An update on outstanding actions from previous meetings was provided. The majority of these would be picked up in the New Year.

An additional matter was raised regarding the use of the acronyms BAME and LAC. It was agreed that, in future, these would be spelled out in full.

CEO REPORT

The Interim CEO presented to the slides included in the board papers.

Policy update

Government Policy headlines, and the impact on the College, were noted:

- Work and industry placements were significantly impacted by Covid-19 and it would be extremely challenging to achieve targets
- There was uncertainty over qualifications and exams for 2021, including how 'lost learning' differentials would be addressed. Exams in Wales and Scotland had been addressed but, at present, were still going ahead in England;
- The Teaching and Learning Committee would have the overview of the outcome of the Post 16 qualification consultation
- The FE White Paper was now expected to be published in early January
- The College had been unable to offer the AOC recommended pay award due to financial constraints
- The AOC was lobbying for the grade constraint to be removed, that prevented institutions with an Ofsted Grade of less than 2, to be eligible to deliver T Levels, set

up an Institute of Technology or apply for other funding including an element of the £400m capital funding.

KPI update

Members noted that, of the 17 KPIs, 5 were rated 'green' (on track or due to exceed target), 9 were 'amber' (making progress), and 3 were 'red' (employer satisfaction rate, student attendance and reducing borrowing/income ratio). Green shoots were particularly evident in terms of improvements in positive staff feedback, resulting from the positive actions taken as part of the recovery plan activity.

Securing our future

The introduction of the new leadership structure had been coupled with a focus on embedding cultural change, including a range of measures to support and motivate staff and encourage the sharing of best practice in teaching and learning across the college. New staff and student voice structures had been set up. Detailed financial modelling of cash and income had taken place and was monitored continuously. In response to questions, an update was given on the final actions to complete the senior team.

Preparations were now underway for phase 2 which included a review of staffing at the next tier, curriculum review, centralisation of tutorial provision, the development of the college digital strategy and ongoing reputational analysis. Governors were pleased to see the focus on the digital strategy and asked how this would be taken forward. A new Head of Digital and Curriculum position had been created, who would work with the Principal. It was agreed that the full implications of digital delivery needed to be understood, in terms of impact on learners and staff and on resources.

It was noted that the Apprenticeship Recovery plan had now been delivered to the Education Skills Funding Agency (ESFA), changes to the leadership and management of apprenticeships had been made and additional specialist resource brought in. The new team would have an emphasis on developing a positive culture and shared approach to quality improvement.

AGREED: That the Teaching and Learning Committee would have oversight of the development of the Digital Strategy.

There was discussion of whether the risk schedule would be included in the CEO report. The Audit and Risk Committee would have the main delegated responsibility for risk oversight and would report into the Board through its minutes.

The update on the numbers of Covid cases was noted.

Student success stories were welcomed and congratulations recorded to the students and staff involved.

COLLEGE PERFORMANCE REPORT

Presented by the Principal

Attendance data was discussed as a key quality indicator. The picture overall was positive, given the impact of Covid-19. Further Education (FE) attendance was on target at 86%, and the work that had been undertaken to increase Higher Education (HE) attendance had paid off with an increase of 6pp to 88% compared to the previous year. English and Maths were the main areas where attendance had been impacted by Covid and were the focus of concerted remedial action.

Learner numbers were above the previous year for 16-18, HE and 14-16, but apprenticeship new starts had been severely impacted by Covid-19.

Retention was above target at all levels. FE Level 3 19+ had suffered most losses due to drop outs from the Access course.

Apprenticeship achievement was expected at year end to be above target, and a significant improvement on the previous year. This was caveated, however, by the risk of a further negative impact on local employers by Covid.

Governors noted that breakdown in 2019-20 self-assessment grades by department, and that just 17% of enrolments were in areas graded Requires Improvement. Management were asked how the accuracy of self assessment was verified. It was confirmed that the process had included both internal and external validation. Conversations had also been held with Ofsted inspectors, including during the interim visit at the beginning of December.

FINANCE UPDATE

Presented by the Chief Operating Office

The Board noted that the November management accounts, cashflow and work towards signing off the financial statements had all been considered in detail by the Finance Committee the previous week.

Headlines were:

- A forecast net downside position of £400k arising from income shortfall
- A cashflow risk at the beginning of March created by the timing of the final installment of capital disposal proceeds. Three contingency plan options had been identified and were being investigated.
- A proposal to delegate the final approval of the financial statements to a sub-group (see Audit and Risk Committee report)

OFSTED INTERIM VISIT REPORT

The Board welcomed the final report and recorded its pleasure in the positive assessment. Governors were reminded of the rigour of the process, which involved conversations with staff and students. The outcomes were seen as a significant milestone in the College's recovery and a true reflection of the hard work of the staff.

FE COMMISSIONER REPORT AND STRATEGIC OPTIONS UPDATE

Supporting papers: SPA terms of reference and other documentation.

Confidential item recorded in Part 2 and Part 3 minutes

RECOVERY PLAN UPDATE

The minutes of the Recovery Plan steering group were noted, along with the progress report provided as part of the Chief Executive report. All milestones within the Plan were currently on-track.

STUDENT VOICE AND REPORT FROM STUDENT CONFERENCE

The new student governors and Principal had had an initial meeting. Overall, it was felt that the new structure was working well, with course reps providing feedback from other students, and a separate student executive.

ACTION: The Student Voice item to be retained on the agenda, and allocated time to allow for feedback and discussion.

TEACHING AND LEARNING COMMITTEE REPORT

The Chair reported that the Committee had held its second meeting, at which the main item had been discussion and ratification of the College Self Assessment Report (SAR) 2019-20 and the College Improvement Plan (CIP) 2020-21.

Both the SAR and the CIP had been provided to the Board with the papers for information. Progress against the CIP would be monitored by the Teaching and Learning Committee.

AUDIT AND RISK

The Board noted the summary report and recommendations and minutes of the Audit Committee meeting on 30 November.

It was noted that the financial statements were complete with the exception of the wording relating to going concern. The latest position on reaching an agreement on wording was reported by the Audit Committee Chair. It was noted that this was in progress and also that the External Audit Opinion would note a material uncertainty, in line with the previous year. It. Governors sought assurance that the bank was aware of this conclusion and the COO responded that they were fully aware and would be involved in discussions with the External Auditor prior to sign-off.

The Audit Committee had received the External Audit Findings Report, as well as the Internal Audit Annual Report, which provided assurance that there were no issues with internal control or regularity. The Audit Committee was also of the opinion that there had been considerable improvements in Governance since April 2020.

In the light of the above, the Board considered the proposal to delegate the final approval of the Annual Report and Financial Statements to a sub-group prior to the deadline of 31 January 2021. Governors were asked to email any comments on the text to the Interim Governance Manager.

RESOLVED: That the following recommendations of the Audit Committee be approved:

- i. That the name of the Audit Committee be changed to the Audit and Risk Committee**
- ii. That TIAA be appointed as the Internal Audit Service**
- iii. That delegated authority be provided to the Audit and Risk Committee to approve the internal audit strategy**
- iv. That the assurance on internal control and regularity be noted.**
- v. That final approval of the Annual Report and Financial Statements, the Annual Report of the Audit and Risk Committee and the letter of representations be delegated to a sub-group of governors.**

FINANCE AND RESOURCES

The Chair of the Finance Committee provided an oral report on the meetings on 18 November and 15 December. The first meeting had focussed on aligning with the Audit Committee on going concern, understanding assumptions in cashflow forecasting, risks and sensitivities. The December meeting had drilled down further into the risks to cashflow,

focussing in particular on the potential delay to the final Pelham Street capital receipt, and the income risks relating to in-year student recruitment. The Committee had concluded that it was content with the level of conservatism around income assumptions.

HEALTH AND SAFETY ANNUAL REPORT 2019-20 AND POLICY 2020-21

Some limited changes had been made to the Health and Safety Policy relating to Covid-19 measures. The Board noted that the Annual Report provided assurance that Health and Safety processes were effective and there was a robust action plan for the year ahead.

RESOLVED: That the Health and Safety Annual Report 19-20 and Policy 2020-21 be approved.

COMPLAINTS POLICY

RESOLVED: That the Complaints Policy 2020-21 be APPROVED

SOLAR PV INSTALLATIONS

RESOLVED: That the proposed lease agreement with Brighton Energy Co-op to install solar PV panels at the West Durrington site be APPROVED

DATE OF NEXT MEETINGS

Board Away Day: Tuesday 2nd February (details to be confirmed)
Board meeting: Tuesday 30 March 2021, East Brighton Campus

ANY OTHER BUSINESS

Best wishes were shared for the festive season, along with the hope that members and staff would be in a position to meet in person before too long.

CONFIDENTIAL STAFFING

The Principal, COO and Governance Manager withdrew from the meeting.

The Part 3 Minutes of 20 October 2020 were approved.

The meeting closed at 18.00



Signature of Chair

Date.....21/12/200.....