

Minutes of the Corporation meeting 19.4 held on Tuesday 19 May 2020

By video-conference

Present: Ian Wilson (Chair), Anne Adamson, Paul Andrew, Yolanda Botham (Principal), Charlie Brown, Steve Esdale, Karen Everitt, Maria Ferguson, John Godwood, Colin Greenhalgh, Paula Heaney, Tony Humphrey, Chris Lang, Alison Miles, Rikki Morgan-Tamosunas, Jenny O'Hare, and Owen Shield

In attendance: Steve Dann (Vice Principal), and Charlotte Hemmins (Finance Director)

Clerk: Anne-Marie Diaper

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19.4.1 **Apologies for absence**

Apologies were received from Vickie Grenville. *Throughout the meeting there were various technological challenges affecting some Corporation members which did not at any time affect quoracy.*

19.4.2 **Declarations of Interest**

Paul Andrew, Steven Esdale, and Karen Everitt all declared an interest under agenda item 4. Anne Adamson declared an interest under agenda item 5 for which she would leave the meeting at an appropriate point.

19.4.3 **Minutes of Corporation meetings**

The Board reviewed, page by page, minutes of the 10 December 2019 meeting, the minutes of the 12 February 2020 meeting, and the minutes of the teleconference held on 31 March 2020. With a few minor administrative amendments sent to the Clerk separately, all were agreed as a true and accurate record of those meetings.

Tony Humphrey joined the video conference at 5.14pm

19.4.4 **Matters arising**

19.3.3. Technological challenges/constraints had prevented the Clerk to the Corporation and some Governors from attending the virtual Board meeting on 31 March. The Chair asked the Corporation to ratify the decision taken on 31 March to amend the Instrument & Articles of Government (I&As) and the Standing Orders to allow for teleconferencing and written resolutions. The Chair reminded the Corporation that there would be a further opportunity to amend the legal and supporting documents in the summer.

The Corporation voted unanimously to ratify the decision taken at the Board meeting in March to amend the I&As and Standing Orders.

19x.4. Staff pay award. The Corporation had received a paper written by the Chair. At the time the paper was produced it was expected that both teaching Unions and support staff Unions would agree their respective pay awards imminently. There was now an agreement for a one year deal by teaching Unions; this was outlined in the paper. Support staff Unions had since agreed a 2 year deal. The award had been agreed at the NJC and recommended by the SFCA but it remained in the remit of the College to decide whether or not to implement the award for College staff. The Corporation had taken a preliminary decision on 2019/20 staff pay awards at its meeting on 12 February 2020. The FRC Chair confirmed that the national award was within the envelope discussed, planned and forecasted.

With no objections the Corporation agreed to implement the teaching and support staff pay settlement for 2019/20 with backdated payments in line with the national agreement.

19.4.5

Board appointments and activities

Governor appointments/re-appointments. Following a discussion at the GSRC in January 2020, two prospective Independent Governor candidates had been interviewed on 13 May 2020 for the one vacancy remaining on the Corporation. The Corporation Chair and Vice Chair advised that the preferred candidate had had a long executive career, and had expressed an interest in joining the Finance & Resources committee. The interview panel wished to recommend an appointment.

The Corporation approved the appointment of Gerry Bolton as Independent Governor, subject to references and other necessary checks, for a 4-year term of office ie. to 18 May 2024.

The Corporation Chair advised that the Governance & Search committee had also discussed re-appointments. Independent Governor, Anne Adamson, had expressed a wish to be re-appointed for a second term.

Anne Adamson left the meeting at 5.20pm

The Corporation approved the re-appointment of Anne Adamson as Independent Governor for a second term of office of 4 years, ie. to 3 July 2024.

Anne Adamson re-joined the meeting at 5.23pm

Another Governor re-appointment matter showing on the meeting agenda was deferred until July, allowing the GSRC to re-consider a change in the Governor's circumstances.

Draft Corporation meeting dates for 2020/21. The Clerk had drafted a Corporation meeting schedule for 2020/21. Governors and management were asked to raise any queries or amendments to the schedule with the Clerk, and an updated version would be made available for Board approval in July 2020.

19.4.6 **Report from Audit committee**

The AC Chair presented the report. The AC had met successfully by VC on 6 May 2020, when it had considered a new Whistleblowing policy that, subject to the minor amendments shown, it now wished to recommend for Board approval.

With no questions raised, the Corporation was unanimously content to approve the new Whistleblowing policy.

The AC Chair reported on several other matters discussed by the AC, including Risk and Assurance training that had occurred on 11 March 2020, templates and instructions for the committee risk assurance role allowing reporting to flow easily between committees in 2020/21. Corporation members were invited to send ideas on this to the Clerk and AC Chair. Other matters discussed/considered were the Covid-19 risk register, to include risk and mitigation profiling register; arrangements for awarding grades to students in the summer; additional IT support and flexible working hours, and purchase of additional software to allow for increased remote working. The committee would consider GDPR matters at its meeting in June, including the DP Policy/procedure.

The AC Chair advised that the committee had discussed the proposal for a small 'emergency working group' to be established, to provide a vehicle for strategic thinking and agile decision making during the current Covid-19 circumstances, to enable Corporation decisions in between Board meetings. She handed over to the Corporation Chair at this point.

The Chair drew members' attention to paper he had drafted. His paper built upon the ideas put forward by the Audit committee. Should the Corporation agree to such a group being established, its role, remit, and composition would need to be confirmed. The paper suggested a group of 8/9 Governors and managers, to cover a range of expertise. Its function might be to support the College through the risky demands of the Covid-19 crisis, consider matters concerning return to site, new student enrolment, a communications strategy, and support the College operation in the weeks and months ahead. It was not expected that that group would have any decision-making powers delegated to it. All

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resulting recommendations would come back to the Corporation for decision.

A Governor voiced his support of the proposal that the Corporation should remain the decision-making vehicle. Other Governors agreed that it was a good idea to have a smaller group to consider the rapidly changing position, which could have a range of dynamic inputs as required, provide the Corporation and College with a vehicle to quickly collect/demonstrate a broad spectrum of advice, and be able to meet at short notice and report back to the Corporation. It would be important for clear criteria to be provided about what constituted a significant decision for Board approval.

The Principal drew the meeting’s attention to Appendix 1 of the strategic update paper checklist point 1.1 that a “governance & leadership group may be established to monitor the approved plan, consider adjustments, and provide an immediate policy response”.

The Chair summed up agreement to establish a ‘working group’. The Chair invited interested parties to volunteer to the Clerk who would pull together the list to submit for final decision on composition by the Chair, Vice Chair and Principal.

19.4.7 Report from Standards committee

The Corporation had been provided with reports from STC19.3 in March and STC19.4 in May 2020. The STC Chair recommended the Corporation focus on the most recent report from the STC19.4 meeting held on 7 May. The STC meeting had focused on and discussed in detail on how College is managing safeguarding, teaching and learning, and awarding of final exam grades etc, during lockdown. The committee was impressed with the College’s thorough and imaginative approach that was taking account of every student. The Corporation endorsed the committee’s congratulations and thanks to the staff.

19.4.8 Report from GSRC

The GSRC Chair reported that the minutes of the GSRC19.2 and GSRC19.3 had been provided but she suggested the meeting focus on the most recent meeting that had been held (12 May). There were no items for approval.

Now the staff pay awards matter was settled for 2019/20, the Remuneration Committee would need to meet to consider the 2019/20 pay awards for the Senior Post Holders, and the Clerk to the Corporation.

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The Clerk wished to draw Governors attention to a Governor data collection/refresh that was agreed by the committee and that would take place in the summer.

19.4.9**Report from FRC**

The FRC Chair reported that the minutes of the FRC19.2 and FRC19.3 had been provided but he suggested the meeting focus on the most recent meeting that had been held (29 April). There were no items for approval.

The Integrated Financial Model considered at FRC19.2 had been approved by the Corporation meeting on 12 February.

The 29 April FRC19.3 meeting had focussed on risk, changes in working practices during lock down in Estates, IT, HR, Finance and payroll etc. All those new practices had worked well, and the committee had sent thanks to those teams.

The committee had discussed in detail financial surplus, contingency, student numbers and budget planning for 2020/21 and beyond, with some items ring-fenced and identified in the budget as Covid-19 response pay or non-pay costs, the level of which was unknown at present. Figures would come back to the Corporation in July. It was not known if there would be government relief available for Colleges, as opposed to schools and academies for up to £70,000 of support. It was understood that additional costs to Colleges must be funded from within their own budgets.

As most ESFA funding was being sustained/maintained as if all teaching & learning was occurring as normal, the College is expected to keep paying staff, suppliers, caterers and cleaning contractors, as if they were continuing to provide the usual service.

With no approvals at this point, the FRC commented that the budget was to be featured on the FRC19.4 and the Corporation19.5 agendas; this would include both revenue and capital.

19.4.10**College Covid-19 Strategic update**

The Corporation Chair introduced the item. A wide ranging document plus appendices had been provided by the Principal which included those things of immediate concern (to end of term) and matters to be taken into account later, including plans to return.

The Principal pointed out the guidance on Covid-19 for schools was different from that for Colleges; recent guidance for the FE sector had been received only 4 days earlier.

Recent advice set out that from w/c 1 June at the earliest sixth form Colleges should offer some face to face contact to learners in year 12. The guidance had provided some information on those students who might be prioritised, but it underlined that a relatively small proportion of learners would return in the first instance with on-line learning to continue for the majority. The ASCL was broadly supportive but had asked for greater clarity for years 10 and 12. The Principal reminded Governors that LRSFC has the flexibility to manage the process with 100% responsibility to risk assess and decide the appropriate steps. She highlighted the incredible challenge.

In light of guidance, the College needed to prepare a very detailed plan, and evaluate what would be the purpose of bringing students back on site, which students those might be, and why, and risk assess the process before making decisions, considering carefully the circumstances of the students that the College serves, and taking into consideration views of those students and their parents/carers, some of which was shared during the meeting by the Vice Principal.

The meeting went onto to discuss:

- the fundamental challenges of travel, particularly on public transport, socially distancing and possible alternatives, and the associated liability;
- physical teaching and/or online teaching;
- which students to prioritise for physical return, and how that might work without diluting current effective approaches to teaching;
- end of year plans for year 1 students including assessment for incomplete units;
- success of remote teaching using MS Teams;
- test, track, and trace;
- planning alongside and/or collaboration with other local institutions and the different drivers, priorities and approaches being taken by different Colleges and the possibility of innovative approaches to delivery included flexible, blended learning;
- calculated grades processes for examination Boards;
- pilot approaches to returning; and planning for 2020/21 enrolment.

Whilst there was variation in remote learning, Governors acknowledged that there were some successes. Governors wondered if some changes brought on by Covid-19 may be sustained for the future, and if future numbers of students may rise due to possible declining numbers of apprenticeships available in the current economic climate.

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A Governor added that whilst the sector has talked much about teaching and learning in different ways, recognising the variation in student engagement, what he felt had not been taken into consideration sufficiently was the alarming Covid-19 infection rate, the huge challenge of transport whilst maintaining social distancing, particularly considering the medical and scientific advice. He advised caution in taking any steps to bring staff and students on site.

The Principal drew Governors attention to the government published overview of scientific advice and how on the range of variables, and some conflicting messages, it may be impossible to ensure safety for staff and students. Other Governors agreed that it would not be wise to give into political pressure to bring people quickly back to the site, if not safe to do so, in spite of the good economic and political reasons for doing so. It could be the role of the 'working group' to look at different scenarios and models including in the plans perhaps factoring in when vaccines might be available.

A Governor asked for clarity on the immediate next steps. The Principal advised that the next milestone would be further scientific advice expected on 28 May. Risk assessments, scenarios, PPE required, hygiene measures, costs, etc will be built into the plan.

The Vice Chair summed up. With the statutory requirement for 3 weekly reviews, dependent upon the data and the science, College would not be taking any action before 28 May. Taking into consideration the guidance on 28 May, the policy line to the College's 'working group', at its first meeting in early June, is safety first, mindful of the disadvantaged and the most disengaged students.

19.4.11 Any other urgent business

None

19.4.12 Date of next meeting (VC)

Tuesday 7 July 2020. The meeting closed at 7.08pm

Signed

Date