

Minutes – APPROVED

Meeting	Corporation
Date	13 December 2021
Time	4:45pm
Venue	Microsoft Teams



Governors	Attendance		ITEM																	
	Pr	Ap	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18
L.Biffin	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
P.Birch	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
D.Blaszyk	X										✓	✓	✓	✓	✓	✓	✓	✓	✓	
G.Bleasby, Vice Chair	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
C.Crane	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
K.Daniels																				
W.Farrington-Chadd	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
G.Guest, Principal	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓							
P.Hinkins, Chair	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
R.Matthews	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
C.Pallett	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
C.Robinson																				
M.Seymour	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
Attendees																				
L.Arscott	X		✓	✓	✓	✓	✓	✓												
S.Morley, Clerk	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
J.Stephens	X		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
C.Sullivan, Auditor	X		✓	✓	✓	✓	✓													

No.	Item	Action
CORPORATION BUSINESS		
1.	Welcome and apologies	
	<p>The Chair opened the meeting and welcomed C.Sullivan from Bishop Fleming, who was attending to answer questions relating to the annual audit of the financial statements.</p> <p>No apologies had been received.</p> <p>The Chair reminded governors of the agreement to record meetings. No objections to recording had been received in advance from either governors or presenting staff members and the Chair sought agreement to commence the recording. All Corporation members gave their consent to the recording and were advised it would be deleted within 30 days, as per college policy.</p> <p>*RECORDING COMMENCED AT THIS POINT*</p>	<i>Clerk to update register/records</i>
2.	Procedural matters	
2.1	<p><u>Declarations of interest</u></p> <p>There were no interests declared for the meeting, with the exception of the approval of the previous meeting's confidential minutes under Item 18 and it was confirmed the senior post holders would not be in attendance for that item.</p> <p>The following standing items were noted:</p> <ul style="list-style-type: none"> - P.Hinkins, as Managing Director of Business Watch Guarding (the company used by the college for its security provision) and Director of the Telford Business Board - G.Guest, as Director of the Telford Business Board and member of The Marches LEP Board 	<i>Clerk to update register/records</i>

	<p>The Chair noted all governors' interests were recorded within the Corporation's Register of Interests, which was published on the website.</p> <p><u>Register of Interests update</u></p> <p>2.2 There were no reported updates to Corporation members' annual Declaration of Interests.</p> <p><u>Confidential matters</u></p> <p>2.3 It was agreed Item 18 (Approval of the minutes from the last meeting's Confidential session) would be discussed under Confidential session, as it related to individuals currently employed by the college.</p>	
3.	Minutes of the last meeting and matters arising	
3.1	<p><u>Minutes of last meeting</u></p> <p>The minutes of the meeting held 15 November 2021 were APPROVED as a true record.</p>	Clerk to update records
3.2	<p><u>Matters arising</u></p> <p>Further to the report, the following update was provided:</p> <ul style="list-style-type: none"> - The previous year's apprenticeship target had been clarified within the KPI report <p>All other actions were confirmed as complete.</p>	
FINANCE		
4.	Annual report 2020/21 of the Chair of the Audit Committee	
	<p>W.Farrington-Chadd presented her report, which she confirmed had been considered by the Audit Committee at its meeting the previous week. She informed the Corporation of the purpose of the report and advised governors it was a requirement for it to be presented prior to the consideration of the college's annual accounts.</p> <p>The Corporation NOTED the 2020/21 annual report of the Chair of the Audit Committee.</p> <p>There were no questions and the Chair thanked W.Farrington-Chadd for her report.</p>	
5.	Telford College annual audited accounts 2020/21	
5.1	<p><u>Bishop Fleming's Key Issues document</u></p> <p>C.Sullivan reminded the Corporation of the change to the Post-16 Audit Code of Practice, which now required a college's auditors to present their audit findings to the board, and, as per the governors' request, he was in attendance to provide a high-level overview of the audit process and outcomes.</p> <p>C.Sullivan introduced the Key Issues document and highlighted the following:</p> <ul style="list-style-type: none"> - there had been very few issues identified during the audit, both in terms of accounts entries and financial controls; - the audit had progressed smoothly and on time, and had been completed; and - from his perspective and following the discussion at the Audit Committee meeting the previous week, the accounts were in a position to be approved and adopted by the Corporation 	
5.2	<p><u>DRAFT Annual report and financial statements 2020/21</u></p> <p>L.Arscott introduced the draft annual accounts 2020/21 and highlighted the following financial aspects:</p> <ul style="list-style-type: none"> - the year-ended with a £604k surplus/profit - the college's assets comprised £31m of fixed assets and a cash balance of £6m - at year-end the current liabilities were £5m - pension liability was reported as £26m, which included a positive net movement in the balance sheet 	

5.3	<p>L.Arcscott advised there had been two small changes to the version circulated to Corporation members:</p> <ul style="list-style-type: none"> - the correction of a spelling mistake on Page 18 - the replacement of a reference to last year’s bank waiver letter with a statement confirming all bank covenants had been met this year <p><u>Regularity self-assessment questionnaire (SAQ) and COVID addendum</u></p> <p>There were no questions and the Corporation noted the Regularity SAQ and its COVID addendum.</p> <p>CORPORATION QUESTIONS/COMMENTS</p> <p>W.Farrington-Chadd and L.Biffin as, Chair of the Audit Committee and Finance link governor respectively, commended L.Arcscott and her team for the successful audit and confirmed they had no questions.</p> <p>The Corporation thanked L.Arcscott and C.Sullivan for the presentation of the accounts and agreed the following:</p> <ul style="list-style-type: none"> - The APPROVAL of the Telford College Audited Accounts and Financial Statements 2020/21 - The DELEGATION of the signing of the 2020/21 Accounts and the Regularity SAQ by the Vice Chair of the Corporation and the Principal & Chief Executive 	
6.	<p>Management accounts to 31/10/21</p>	
	<p>L.Arcscott referred the Corporation to the year-end management accounts for the period ending 31 October 2021 and highlighted the following:</p> <ul style="list-style-type: none"> - Outturn (Amber - increased risk): the forecast outturn surplus had been updated to reflect the shortfalls in AEB/apprenticeships recruitment, alongside the pay savings made to date. Although a year-end surplus was still forecast, the level had been increased to amber in light of the risks with apprenticeship and AEB income - Apprenticeships (Red - increased risk): income remained adverse to budget as recruitment had been below target; however, if the enrolments that had narrowly missed the month-end cut-off had been included, the target would have been achieved. These would be reflected in the next set of accounts - AEB (Red - increased risk): ESFA and WMCA income were both adverse to budget/delivery plan. Risk areas had been identified and strategies were in place to meet the allocations - HE income (Red – no change): the outturn had been updated to reflect the enrolments against target. Due to the single enrolment period for HE, this would remain a red/high risk - Pay costs (Green – no change): costs were £197k favourable to budget YTD, with savings made due to periods between staff leaving/posts being filled and expected long-term sickness cover not yet being needed - Cash (Green – increased risk): the AEB income clawback (£488k) had not yet been requested but was expected for payment in December 2021. The value of the annual cash sweep repayment to the ESFA for 2020/21 was still in discussion and expected to be approx. £25k - Loans (Green - no change): the final loan repayment to the ESFA was made this month and work would begin with the bank in early 2022 to consolidate and refinance the college’s remaining loans - All financial health indicators were rated Green and expected to meet year-end targets, FEC benchmarks and the bank covenants <p>CORPORATION QUESTIONS/COMMENTS</p> <p>The Corporation discussed, as all red-rated risks related to enrolment-based income, whether there should be more of a governor focus on marketing. It was acknowledged that enrolment was wider than just marketing and should be considered alongside factors such as local competition, conversion rates, the local economic situation, COVID, perception of the college and employers’ recruitment challenges. It was also noted factors affecting enrolment were generally different for each provision type/funding stream.</p>	

	<p>The Corporation acknowledged the college’s marketing had significantly improved and suggested the college to work with employers to develop and promote success stories involving apprentices and former students and where possible link this to the types of roles where recruitment was difficult within the local area.</p> <p>The Corporation agreed a further discussion, focused on the factors already mentioned, should take place during the Spring term, at which point the post-16 destination data produced by the local authority should be available.</p> <p>The Corporation asked if the reasons for late apprenticeship withdrawals were understood. J.Stephens reported the two main reasons for withdrawals, both COVID-related, were a change in job role within the apprentice’s existing company (where the apprenticeship was not applicable to the new role) and a change in company (where the new employer was unwilling/unable to continue the apprenticeship).</p> <p>The Corporation asked when the impact of the mitigants on AEB income would be seen. J.Stephens advised the most recent data report showed achievement was now only three learners behind target; however, as withdrawals were still taking place and enrolment was just below target, the mitigating action would continue. She informed the Corporation, if enrolment remained under the target level, the next step would be to look at reducing costs.</p> <p>The Corporation asked if any of the recruitment challenges currently being experienced were impacting on delivery. J.Stephens confirmed overall the college’s vacancies were not preventing the college taking on new learners and advised the bulk of the enrolment activity took place during the beginning of the academic year. However, this was relevant for adult learning, in particular tutors for the National Skills Fund courses as additional staff would need to be recruited before broadening provision.</p> <p>The Corporation asked if the recently re-introduced COVID restrictions would impact on delivery of the Cosford contract. L.Arscott advised, at this point in time, Plan B restrictions had not impacted on face-to-face delivery but acknowledged this could change given the cohorts were international. She confirmed no communication had been received from Cosford advising the college of any risk and two new cohorts were due to start in January 2022. Development work throughout the Spring term was also planned, which could be brought forward if restrictions were placed on international travel/arrivals.</p>	<p><i>Clerk to add to forward plan</i></p>
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STUDENTS (PEOPLE)

7.	Safeguarding update	
7.1	<p><u>Monthly safeguarding report</u></p> <p>G.Guest presented the report for the period 03/11/21 to 02/12/21 and highlighted the following:</p> <ul style="list-style-type: none"> - Group sessions had been planned to support students with managing anxiety and building resilience - Talks focused on criminal gangs and child sexual exploitation had taken place with students across the college - Prevent had been the tutorial theme w/c 29/11/21 - One incident for immediate DSL action had been reported (mental health-related) and 170 causes for concern (CfCs) were noted, 70 of which were Smoothwall-related. Of the remaining 100 CfCs; the vast majority were for counselling/mentoring referrals and mental health - Students had been supported and referrals made as appropriate <p><u>Safeguarding and Prevent action plans</u></p>	
7.2	<p>G.Guest referred to the plans within the meeting pack and explained they had been produced following the planned safeguarding and Prevent external reviews earlier in the year. Updated versions of the plans would be provided with the papers for the next meeting.</p>	<p><i>Principal to include in meeting papers</i></p>

	There were no questions as all queries/comments had been answered by G.Guest in his introductions and the Chair thanked him for presenting the reports.	
8.	Self-Assessment Report (SAR) and Quality Improvement Plan (QIP)	
	<p>J.Stephens presented the draft self-assessment report for approval, which was required for submission to Ofsted by 31/12/21. She advised the SAR had been through a robust process, including a validation panel comprising governors, ELT and an external advisor.</p> <p>J.Stephens summarised the proposed assessments as follows:</p> <ul style="list-style-type: none"> - Overall effectiveness, Good - Quality of education, Good - Behaviour and attitudes, Good - Personal development, Good - Leadership and management, Good - Provision for young people, Good - Provision for adults, Good - Provision for apprentices, Good - Provision for students with high needs, Outstanding <p>J.Stephens advised, in anticipation of an Ofsted inspection taking place later this year, position statements were now being produced to provide a current update (from September 2021 onwards) for the key areas within the SAR.</p> <p>CORPORATION QUESTIONS/COMMENTS</p> <p>The Corporation asked if the college’s investment in training staff as mental first aiders should be reflected in the document. J.Stephens advised, as the document was an assessment of the last academic year, this could not be referenced in the SAR but would be incorporated into the appropriate position statement.</p> <p>The Corporation asked if the delay in apprentice enrolments appearing on the finance system should appear within the QIP. J.Stephens explained, as the QIP was quality-focused, it would not be appropriate to include it within the QIP.</p> <p>The Corporation noted the statement within the SAR regarding the support provided to employers and requested a briefing on what employers were being informed about in relation to knowledge, skills and behaviours (KSBs) for apprenticeship standards to ensure they were aware of what their employees were being signed up to.</p> <p>The Corporation members who had been part of the validation panel reported the session had been very helpful in further developing their understanding of the college and its areas of strength/development. Staff had been well-prepared, confident and responded well to feedback provided.</p> <p>The Corporation APPROVED the Telford College Self-Assessment Report 2020/21 and Quality Improvement Plan.</p>	<p><i>Asst Principal – A&EE to provide briefing</i></p>
MANAGEMENT UPDATE		
9.	COVID update	
	<p>J.Stephens delivered her presentation outlining the current COVID position and highlighted the following:</p> <ul style="list-style-type: none"> - Increased measures had been put in place with effect from 02/12/21 based on the guidance available regarding the new Omicron COVID variant - The wearing of face masks had been reintroduced for all communal areas and remained personal choice in classrooms/workshops. Face masks were also required on dedicated college transport and was mandatory on public transport 	

	<ul style="list-style-type: none"> - Close contacts of confirmed/suspected cases are contacted directly by NHS Track & Trace and are required to self-isolate immediately and book a PCR test - The college would follow the Health Protection Team’s advice if contacted regarding a specific risk due to a confirmed/suspected case - Previous control measures have been reiterated, ie good hygiene, increased cleaning, classroom ventilation, encouraging vaccination/boosters and continuing twice weekly lateral flow testing - Staff and student attendance had not been adversely impacted to date by positive COVID cases; however, this would continue to be closely monitored - Current levels of confirmed positive cases – five staff and sixteen students (sporadic across the college) <p>CORPORATION QUESTIONS/COMMENTS</p> <p>There were no questions from the Corporation and it was acknowledged the situation could change in the near future due to the spread of the Omicron variant.</p>	
10.	<p>KPIs 2021/22</p>	
	<p>J.Stephens presented the report and highlighted the following:</p> <ul style="list-style-type: none"> - The confirmed 2020/21 target for apprenticeship learner numbers (253) had been clarified within the report - As at 26/11/21, there had been 226 apprenticeship enrolments against the YTD target of 229. More enrolments were in the pipeline but could not be counted until officially entered onto the system - Reforecasting for next year was underway due to 16-19 and HE student numbers being below target - Withdrawals had continued (as per the discussion under Item 6) - Attendance overall was 88% and remote attendance was at 89%, which was encouraging if a return to online learning was required after the Christmas break - Maths and English attendance for 19+ had improved but decreased for 16-18 learners - The number of apprenticeships ‘out of funding’ (learners who were behind programme largely due to the impact of the pandemic) had decreased <p>CORPORATION QUESTIONS/COMMENTS</p> <p>The Corporation noted the increasing withdrawals and asked if any trends had been identified. G.Guest advised all learner managers were held to account and were knowledgeable about all students within their area. COVID had presented additional challenges with regards to attendance and G.Guest informed governors staff were relentless in chasing and following-up students, which was confirmed by M.Seymour from a teaching perspective. G.Guest added a trend had been noted of students leaving to gain employment during a time when there were additional (seasonal) jobs available and M.Seymour reported there had been some confusion with students about the new rules regarding contact with positive cases – regular testing and watching for symptoms rather than the previous requirement to self-isolate.</p> <p>The Corporation asked if the lessons from increased attendance for 19+ were being used to develop strategies for the 16-18 group. G.Guest advised the cohorts were very different and it was therefore difficult to employ the same strategies across both groups. He reported the most effective strategy for the 16-18 cohort was continuous chasing and follow-up when students had failed to attend.</p>	
11.	<p>FE landscape, projects and collaborations</p>	
	<p>G.Guest delivered his presentation and highlighted the following:</p> <ul style="list-style-type: none"> - Ofsted: this term’s inspection activity had now stopped and the intention for the Spring term, given the recent reintroduction of COVID restrictions, was not yet known - Skills for Jobs White Paper: continues to go through Parliament with the following messages: <ul style="list-style-type: none"> o A renewed focus on strategic collaborative dialogue 	

- The importance of retaining colleges' social value (given the duty to respond to employer need)
- What constituted an employer-representative board had not yet been defined
- **Projects:**
 - The Strategic Development Fund (SDF) project was progressing well but would be affected by the diversion of NHS resources into vaccination/booster centres
 - The Station Quarter project was progressing well from a college perspective; however, the Heads of Terms were still awaited and leadership changes at the university had impacted on progress
- **Kickstart:** interviews for the Headteacher role had taken place the previous week and an appointment had been made

CORPORATION QUESTIONS/COMMENTS

The Corporation asked if the delay in progress from other partners with the strategic projects was a concern and the level of risk this posed. J.Stephens advised the SDF project had progressed well to date and the impact of releasing staff from the health sector at this time had been a risk from the start. She advised discussions had taken place earlier that day to review the numbers and agree the start date of early-January 2022. To mitigate the risk, courses would be made available to non-clinical staff and also could be delivered in a modular online format to remove the need for onsite attendance in a classroom environment. J.Stephens advised a significant amount of work had been undertaken to ensure the project could continue and the DfE had been kept informed of the risks and challenges. She reported many SDF pilots were reporting supplier chain problems and as a result the DfE had asked pilots to identify how much capex funding might need to be rolled over beyond 31/03/22.

LEADERSHIP & GOVERNANCE

12. Corporation reports from committees/groups

12.1 Capital Focus Group (23/11/21)

L.Biffin provided a verbal report of the CFG's meeting and highlighted the following:

- The group discussed in detail each of the capital projects – Strategic Development Fund, Digital Skills & Enterprise Hub at Station Quarter and the Transformation Fund
- The Heads of Terms for the Station Quarter not yet being in place and the resulting delay to the development of the college's business case was the main challenge/risk at this time
- The SDF project was progressing well/largely on track and the grant letter had been received for both elements of the project. The main risk, as mentioned under Item 11, was the release of NHS staff for CPD during the traditionally busy Winter peak, combined with a rise in COVID cases and the increased vaccination/booster roll-out
- The outcome of the second round application for the Transformation Fund was still awaited, which was now expected in the Spring term
- The next meeting of the CFG was schedule for 25/01/22

12.2 Audit Committee (06/12/21)

W.Farrington-Chadd provided a verbal report of the committee's meeting and highlighted the following:

- The committee's annual report, the annual accounts and report from the external auditor had all been discussed in detail and recommended for approval by the Corporation
- The audit tracking report, comprising all the recommended actions from the previous year's audits had shown significant progress, with only one action remaining (to be closed in January 2022)
- An agreed programme for internal audit was in place for the year and an update was provided by the internal auditor
- The risk registers (strategic, governance and fraud risk registers) were discussed in detail
- The committee supported the change of name of the Whistleblowing Policy to the Speak-Up Policy and recommended the reviewed policy for approval by the Corporation

13.	Governor appointments	
	<p>G.Bleasby informed the Corporation, following a month-long recruitment period resulting in eleven applications, the Search Committee had interviewed five candidates on 06/12/21 and were recommending the appointment of three new members of the Corporation, all of whom brought very different experience/expertise and additionality to the collective skillset of the board. She explained, following the recent resignations of P.Hinkins and W.Farrington-Chadd, permanent appointments to the roles of the Chair of the Corporation and Chair of the Audit Committee would need to be made next term and as they required a specific skillset a separate recruitment process would be required. The Search Committee, therefore, was recommending the number of independent Corporation members be increased from ten to eleven to enable both these to take place.</p> <p>The Corporation APPROVED:</p> <ul style="list-style-type: none"> - The appointment of K.Barton, M.Jhawar-Gill and S.Watson as independent members of the Corporation with immediate effect; - The increase of independent members on the Corporation from ten to eleven; and - The appointment of S.Watson as a member of the Capital Focus Group 	<p><i>Clerk to initiate appointment/induction process</i></p> <p><i>Clerk to amend governance documents</i></p>
14.	Whistleblowing Policy – annual review	
	<p>The Clerk presented the updated Whistleblowing Policy for recommendation for approval by the Corporation. She explained the main proposed change was the move to the policy being referred to as a ‘Speak Up Policy’ in recognition of this being a more relatable term for the majority and the move to this approach across the education sector. The other changes, as set out by the track-changes format, were summarised for the Corporation.</p> <p>CORPORATION QUESTIONS/COMMENTS</p> <p>The Corporation asked how visible the policy was to staff. The Clerk explained the policy was included in the next available all-staff email following each annual review and was uploaded to internal policy repositories. She advised more could be done to raise general awareness of the policy and it was her intention to do this as part of the proposal to re-name the policy.</p> <p>The Corporation APPROVED the Speak-Up (Whistleblowing) Policy.</p> <p>The Corporation AGREED to the updating of the policy with regards to the new Chair/Vice Chair/Chair of Audit Committee contact details once confirmed without the policy having to be re-presented for approval.</p>	
15.	Interim arrangements	
	<p>The Clerk informed the Corporation, as per the Corporation Handbook, the Vice Chair would step into the role of Chair of the Corporation in their absence. She advised G.Bleasby would therefore act as Interim Chair until a permanent appointment was made.</p> <p>The Corporation ENDORSED the appointment as G.Bleasby as Interim Chair of the Corporation.</p> <p>Further to the discussion under Item 13, the Corporation was asked to formally agree to the college proceeding with the recruitment of a Chair of the Corporation and Chair of the Audit Committee in the new term using an external recruitment company (as per the recommended practice by the ESFA).</p> <p>The Corporation AGREED to the use of an external company for the recruitment to the roles of the Chair of the Corporation and Chair of the Audit Committee.</p> <p>The Clerk informed the Corporation G.Bleasby acting as Interim Chair would create a vacancy for an Interim Vice Chair and advised she would be asking the Corporation to make this appointment at its meeting in January 2022.</p>	
FINAL BUSINESS		

16.	Final questions/comments, self-assessment and reflection	
16.1	<u>Any further comments/questions not raised earlier the meeting</u> There were no further comments/questions from the Corporation.	
16.2	<u>General improvements/better ways of working</u> There were no suggestions made.	
16.3	<u>Changes to the risk register</u> There were no changes identified.	
17.	Any other business	
17.1	<p><u>Goodbyes and acknowledgements</u> On behalf of the Corporation, the Chair thanked W.Farrington-Chadd for the contribution she had made as both a governor and specifically the Chair of the Audit Committee during her two years on the Telford College Corporation.</p> <p>G.Guest and G.Bleasby led the tributes and thanks for P.Hinkins, who would be stepping down from the Corporation at the end of the month. All agreed P.Hinkins had played a significant role in the college's improvement journey over the last five years, which at the beginning had included very challenging conversations with the college's stakeholders, and would be truly missed.</p> <p>The Corporation noted this was M.Seymour's last meeting as a temporary staff governor and thanked M.Seymour for his contribution and insights he had provided over the last term.</p> <p>The Corporation reiterated its thanks to all departing members and wished them well for the future.</p>	
CONFIDENTIAL SESSION *no separate minute required*		
18.	Minutes of the Confidential session of the meeting held 17 November 2021	
	The minutes of the Confidential session held during the meeting on 17 November 2021 were APPROVED as a true record.	<i>Clerk to update records</i>

The meeting closed at 6:45pm