

**North Warwickshire and South Leicestershire College**

**MINUTES OF A MEETING OF THE CORPORATION**

**Thursday 9<sup>th</sup> July 2020 at 6pm - Virtual Meeting via Microsoft Teams**

**Present:** Mr Chris Brewer, Dr Paul Cashian, Mr Martin Cooke, Mr Duncan Cooper, Mr Jerry Hutchinson, Prof Ray Linforth, Mr Anil Majithia, Mrs Marion Plant, Mrs Tracey Simkins, Dr Andrew Turner and Miss Charlotte Walton.

**In attendance:** Mr Ben Crook (Vice Principal Quality), Mr Thomas Hamilton-Dick (Deputy Principal), Mrs Nicola Morrison (Director Human Resource, Organisational Development & Marketing), Mr David Poole (Chief Operating Officer) and Mrs Rachel Marshall (Clerk).

The meeting was quorate.

Ray Linforth welcomed Helen Holley to her first meeting together with Andrew Turner and Thomas Hamilton-Dick.

**1. Routine and Standing Items**

**1.1 Apologies**

Apologies were received from Karen Baxter and Clive Read.

**1.2 Declarations of Interest**

No declarations of interest were received.

**1.3 Minutes of a Meeting held on Monday 30<sup>th</sup> March 2020**

The minutes of the last meeting held on Monday 30<sup>th</sup> March 2020 were approved. (Proposer: Jerry Hutchinson; seconder: Anil Majithia).

**1.3.1 Schedule of Actions**

See attached Schedule.

**1.3.2 Matters Arising**

There were no matters arising.

**1.4 Chair's Action**

Ray Linforth reported that he had taken the following actions since the last meeting:

- i. Approval, on the recommendation of the Resource Committee, of a gift day for all staff to be taken on 10<sup>th</sup> July 2020.
- ii. As the Corporation corporate representative, approving a proposal that Digital West Midlands Limited should cease trading, with any balance of assets over liabilities being equally distributed between the three member colleges.

Marion Plant outlined the background to, and rationale for, this proposal.

**2. Strategic Developments**

**2.1 Principal's Briefing including Covid-19 Update**

Marion Plant provided the following update:

- i. **Covid-19** - an outline of the College's reaction and response to the continually changing Government guidance, particularly in response to the 'requirement' to open the College to all students in September 2020, was provided. It was highlighted that

colleges were able to use 'local discretion' in their planning. More detail would be available as to how the College would manage its business in September, when the current action plan and risk assessment would be superseded with the opening of all five campuses to the majority of students. Plans, which were still being developed, would be in place for all student cohorts. The response to the recent Leicester lockdown had been managed smoothly and Members had received a briefing on this activity.

- ii. **General Update:** the Further Education sector had received good news from the Chancellor of a £200m capital budget to refurbish colleges. Whilst there had however been no mention of additional funding to cover the cost of Covid-19 or to recoup lost income, there were a number of opportunities coming towards the College which included increased apprenticeship prospects and employer incentives to form part of this 'apprenticeship guarantee', a new emphasis on traineeships, a guarantee of funding for a third year for level 2 and 3 students who had completed two years with the College for certain 'high value' courses, and additional money for staff on furlough.

Thomas Hamilton-Dick gave an overview of the Kick Start programme for young people at risk of long-term unemployment

None of the opportunities described had been included in the 2020/21 budget. The biggest risk to the budget related to apprenticeships and the possibility of apprentices losing their jobs; however the College's current apprenticeships had not been affected to date.

Headline figures showing the impact of Covid-19 on the economy and particularly in the West Midlands were presented. The College had submitted a bid to LLEP for capital funding to set up a Centre of Logistics Excellence and Research and was waiting to hear the outcome of this bid.

A new leadership structure was now in place at The Midland Academies Trust following the appointment of Simon Lomax appointed as Executive Principal and the appointment of three new Principals.

Members raised and discussed the following matters:

- i. Funding for the FE sector was problematic with different strategic approaches being in place, the need to be wary of government funding, and the fact there was no combined authority in the East Midlands.

Marion Plant agreed and added that Warwickshire County Council was also not a full member of the West Midlands Combined Authority (WMCA) but an associate member with its own capital funding. This meant that with the CLWEP and LLEP, the College had three bodies to negotiate with. Of the three organisations, the WMCA was the biggest and held the largest amount of funding.

- ii. Would the £200m capital funding be allocated directly to colleges?

Marion Plant confirmed that the funding, which was to cover refurbishment costs, would be paid directly to colleges and that it would be used at the Nuneaton Campus together with the proceeds from the partial disposal of the campus.

Thomas Hamilton-Dick emphasised that it was likely that the allocation would have to be match funded although guidance on this was awaited.

Following discussion, Members received the update.

## 2.2 Confidential Item Strategic Dashboard 2019/20 Update

## 2.3 Draft Strategic Plan 2020/23

Marion Plant introduced the paper and provided the following overview:

- i. The paper presented six strategic ambitions, which included a new ambition relating to environmental sustainability, in line with Members' steers at the Strategy Day in January 2020. A number of headline objectives which sat under each ambition, would be achieved by 2023.
- ii. Annual operational plans and dashboards were to be developed, including relevant metrics. The operational plan and dashboard for 2020/21 would be sent to Members for approval in early September 2020, once further clarity on critical Government guidance relating to the Covid-19 pandemic impact was received. The current 'reset plan' and the aligned risk assessment would also be incorporated into next year's operational plan.
- iii. The outcomes from the Creative Meeting and Strategy Day which had been held before the pandemic, had significantly contributed to the development of the ambitions and headline objectives.
- iv. Work on developing the annual operating plan and dashboards was ongoing and therefore Members were asked to approve the strategic plan for 2020-23.

Members raised the following challenges:

- i. It was good to see the inclusion of the environmental sustainability ambition; however was it be sensible to have a timeframe up to 2023 or should some of the ambitions, including environmental sustainability, have target dates past the usual three year period?

Marion Plant agreed this was a good idea and indicated that this would be worked on over the summer.

- ii. The ambition to develop a 'world class' workforce should also include the words 'diverse' and 'inclusive'. The references in the headline objectives referred to equality and inclusivity in policies but there were no such references to the workforce itself. This was especially important in light of recent events.

Nicola Morrison confirmed that this was a good point and would be looked at.

Marion Plant highlighted that that the College had developed a statement and an action plan to respond to some of the recent issues including Black Lives Matter. Karen Chouhan was supporting the College with this development and therefore the point made by Members was very pertinent.

- iii. Was the use of 'world-class' appropriate? Was it achievable and measurable?

Marion Plant explained that the wording had been agreed at the Strategy Day by Members and that the objectives and metrics sitting below the strategic ambition would set the stretch target that would be measured.

Ray Linforth confirmed that the wording set a meaningful ambition.

Following discussion, and taking into account the required amendments. Members approved the Strategic Plan 2020-23. (Proposer: Ray Linforth; seconder: Jerry Hutchinson).

## 3. Learning, Teaching and Assessment

### 3.1 Student, Learning and Quality Committee Assurance Report and Minutes from 25<sup>th</sup> June 2020 (Draft)

Members noted the assurance report and draft Students, Learning & Quality Committee minutes from 25<sup>th</sup> June 2020.

## 4. Financial Matters and Arrangements For Internal Control

4.1 **Confidential - Performance Report including Period 10 Management Accounts**

4.2 **Confidential - Review of Year-End Financial Outturn**

4.3 **Confidential - Medium Term Business Plan 2020/21-2022/23 including Annual Budget 2020/21**

4.4 **Internal Audit Plan 2020/21**

David Poole introduced the paper which presented for approval, the draft internal audit plan for 2020/21, as recommended by the Audit Committee. He highlighted that the Committee had held its annual joint audit strategy planning meeting on 11<sup>th</sup> May 2020 and the plan had been developed from Members' discussions at that meeting.

Anil Majithia, chair of the Audit Committee confirmed that the Committee had scrutinised and challenged the plan and was happy to recommend it to Members for approval.

Members asked whether the plan should include the effects of Covid-19

David Poole confirmed that he has asked the RSM audit team this question and had been advised that there were no specific internal audits focusing solely on Covid-19, instead Covid-19 would be a key theme in all the audits being undertaken in 2020/21. Members had also received a very detailed risk assessment and plan relating to the implications and impact of Covid-19, and Covid-19 risks were included in the risk register.

Following discussion, Members approved the Internal Audit Plan 2020/21. (Proposer: Anil Majithia; seconder: Ray Linforth).

4.5 **Confidential - Subcontracting: Recommendation for Approved Sub-Contractors 2020/21**

4.6 **College Risk Report 2019/20 including an Update On The Covid-19 Risk Assessment**

David Poole introduced the paper, which presented the risk report scrutinised by the Audit Committee at its meeting in June 2020, for Members information.

Following discussion Members received the paper.

4.7 **Resource Committee Assurance Report and Minutes from 11<sup>th</sup> June 2020 (Draft)**

Following discussion, Members received the assurance report and draft Resource Committee minutes from 11<sup>th</sup> June 2020.

4.8 **Audit Committee Minutes from 24<sup>th</sup> June 2020 (Draft)**

Following discussion, Members received the assurance report and draft Audit Committee minutes from 24<sup>th</sup> June 2020.

**5. Governance**

5.1 **Outcomes of Nominations for Chair and Vice-chairs**

The Clerk introduced the paper and confirmed that the following nominations had been received and duly seconded:

- i. Chair - Ray Linforth.
- ii. Vice-chair - Anil Majithia

No nominations had been received for a second Vice-chair.

Consequently, Ray Linforth was appointed as Corporation Chair, and Anil Majithia was appointed as the Vice-chair, for the year 2020/21 as from 1<sup>st</sup> August 2020. Ray Linforth and Anil Majithia thanked Members for their confidence.

**5.2 People Strategy & Governance Committee Minutes from 29<sup>th</sup> June 2020 (Draft)**

Following discussion, Members received the draft People Strategy & Governance Committee minutes from 24<sup>th</sup> June 2020.

**5.3 Re-appointment, Co-option, Committee Structure and Membership for 2020/21**

Ray Linforth introduced the paper and outlined the matters presented in the paper for Members approval. He then raised an issue relating to committee membership, highlighting the current lack of diversity in Corporation membership, particularly the lack of any female committee chairs and suggested that the proposal to approve committee membership be deferred. This would enable a conversation to take place with current chairs, including the People Strategy & Governance Committee chair, to consider the best way to structure committee membership. The matter could then be returned to the Corporation with a proposal. Members agreed this approach.

Members then considered the remaining proposals, and following discussion approved:

- i. the re-appointment of Jerry Hutchinson for 12 months;
- ii. the re-appointment of Tracey Simkins for a period of 4 years;
- iii. the co-option of Trusha Lakhani to the Audit Committee for a period of 12 months;
- iv. that the committee structure remained unchanged.

(Proposer: Ray Linforth; seconder: Charlotte Walton).

**5.4 Approach to Governance in 2020/21**

The Clerk introduced the paper and highlighted the following proposals:

- i. re-approval of the Emergency Powers, approved in March 2020, with the slight amendments as set out in the paper;
- ii. approval of the principle that governance meetings, conducted by Microsoft Teams, should continue until social distancing requirements were no longer in force, and should be resumed if social distancing requirements were re-instated, as recommended by the People Strategy & Governance Committee.

During discussion, Members highlighted the advantages of retaining the use of virtual meetings, including making attendance easier and recruitment to the Corporation more attractive and confirmed that the situation could be reviewed in the light of changing circumstances.

Following discussion Members approved:

- i. the Emergency Powers as set out in the paper; (proposer: Ray Linforth; seconder: Tracey Simkins);
- ii. the principle of holding virtual meetings until social distancing requirements were no longer in force, and if social distancing requirements were reinstated the resumption of the use of virtual meetings; (proposer: Ray Linforth; seconder: Martin Cooke).

**5.5 Report on the Affixing of the Corporation Seal**

The Clerk introduced the paper and reported that the NWSLC Corporation Seal had been affixed to a stock transfer form, relating to the transfer of the College's single share in Digital West Midlands Ltd. (to a value of £1) to Warwickshire College, to facilitate the cessation of trading of the company. The affixing of the Seal was authenticated by Ray Linforth and Anil Majithia on 8<sup>th</sup> July 2020.

Members noted the affixing of the Seal.

**6. 1 Consent Agenda**

No request had been received from a Member to discuss any item on the consent agenda and therefore Members approved the following policies. (Proposer: Ray Linforth; seconder: Helen Holley).

- 6.1.1 Financial Regulations
- 6.1.2 HE Refund & Compensation Policy
- 6.1.3 Student Bursary, Discretionary & Advanced Loans, Bursary Funds Policy
- 6.1.4 Sub-Contracting & Charges Policy
- 6.1.5 Tuition Fees Policy
- 6.1.6 Counter-Fraud and Anti-Bribery Policy 2020
- 6.1.7 Annual Review of Committee Terms of Reference
- 6.1.8 Schedule of Matters Reserved & Scheme of Delegation
- 6.1.9 Corporation Guiding Principles

**6.2 Matters for Note**

Members noted the following papers:

- 6.2.1 Corporation Meeting Schedule 2020/21
- 6.2.2 Outcomes from Written Resolutions

**7. Other Matters**

**7.1 Release of Papers**

Members agreed to the release of papers with the exception of:

- i. Agenda item 2.2 Strategic Dashboard 2019/20 Update.
- ii. Agenda item 2.3 Draft Strategic Plan 2020/21.
- iii. Agenda item 3.1 Student, Learning and Quality Committee Assurance Report and Minutes from 25<sup>th</sup> June 2020 (Draft.)
- iv. Agenda item 4.1 Performance Report including Period 10 Management Accounts.
- v. Agenda item 4.2 Review of Year-End Financial Outturn.
- vi. Agenda item 4.3 Medium Term Business Plan 2020/21-2022/23 including Annual Budget 2020/21.
- vii. Agenda item 4.5 Subcontracting: Recommendation for Approved Sub-Contractors 2020/21.
- viii. Agenda item 4.5 College Risk Report 2019/20 including an Update on The Covid-19 Risk Assessment.
- ix. Agenda item 4.7 Resource Committee Assurance Report and Minutes from 11<sup>th</sup> June 2020 (Draft).
- x. Agenda item 4.8 Audit Committee Minutes from 24<sup>th</sup> June 2020 (Draft).
- xi. Agenda item 5.2 People Strategy & Governance Committee Minutes from 29<sup>th</sup> June 2020 (Draft).
- xii. All matters on the confidential agenda.

**7.2 Date of the Next Meeting:**

Members agreed the date of the next Corporation meeting as Monday 5<sup>th</sup> October 2020 at 6pm at the South Wigston campus, unless social distancing was still in place, in which case the meeting would be held by Microsoft Teams.

**8. Confidential Matters**

**8.1 Confidential Minutes of a Meeting held on Monday 30<sup>th</sup> March 2020**

The confidential minutes of the last meeting held on Monday 30<sup>th</sup> March 2020 were approved. (Proposer: Jerry Hutchinson; seconder: Ray Linforth).

**8.2 Confidential Resource Committee Minutes from 11<sup>th</sup> June 2020 (Draft)**

Following discussion, Members received the confidential draft Resource Committee Minutes from 11<sup>th</sup> June 2020.

**8.3 Confidential Assurance Report and Audit Committee Minutes from 24<sup>th</sup> June 2020 (Draft)**

Following discussion, Members received the confidential assurance report and draft Audit Committee Minutes from 24<sup>th</sup> June 2020.

Ray Linforth then highlighted that a number of Corporation colleagues were standing down at the end of the academic year:

- Phoebe Edwards, currently co-opted to the Resource Committee, who had been a member of the South Leicestershire College Corporation before becoming a member of the federation board during the merger of the two Colleges and then joining the merged college Corporation and finally becoming a Resource Committee co-optee.
- Karen Chouhan who had been a Corporation member before becoming a co-optee to the Students, Learning & Quality Committee and who impressed everyone, including Ofsted inspectors, with her knowledge and experience.

Both Phoebe Edwards and Karen Chouhan had been thanked at Committee meetings and sent bouquets.

Also standing down were Martin Cooke and Paul Cashian.

- Martin Cooke was appointed to the Corporation in August 2018, having first been a member of the South Leicestershire College Corporation and then being co-opted to the NWSLC Audit Committee in 2016.
- Paul Cashian was appointed to the Corporation in July 2010 and went on to chair the Students, Learning & Quality Committee. He was also involved with the federation with South Leicestershire College and the merger in 2016. Paul Cashian had been an excellent chair of the Students, Learning & Quality Committee in terms of his knowledge and experience and was a true student champion.

Gifts of appreciation would be sent to both Martin Cooke and Paul Cashian in due course.

Charlotte Walton was also coming to the end of her tenure as the Student Member and was thanked for her valuable contributions and the outstanding manner by which she carried out her role. She was wished every success for the future.

Marion Plant, on behalf of the Executive, then thanked all the departing Members and co-optees, highlighting their incredible support during all the ups and downs of the College's journey over recent years and highlighted her gratitude for this support and challenge. She then went on to thank all Members, on behalf of the staff and students, for their support, particularly over the last few months.

Ray Linforth also highlighted that during the ups and downs there had been some outstanding success in the last year and thanked Members, and Marion Plant for her

outstanding leadership. Having participated in the recent virtual staff conference, he had seen the incredibly positive comments staff had been posting on the chat function and this only went to show that such a positive attitude from staff resulted from the very top of the organisation.

*Staff and the Student Member left the meeting at 7.58pm*

**9. Confidential Matters for External Members Only**

Following discussion, external Members received the draft People Strategy & Governance Committee minutes External Members only from 24<sup>th</sup> June 2020.

Ray Linforth then thanked Members again for their support during the year, highlighted his wishes to them for a safe and enjoyable break and looked forward to the new academic year.

The meeting finished at 8pm

Signed: ..... (Chair) Date: .....