



MINUTES OF THE CORPORATION BOARD MEETING
HELD ON FRIDAY 1 JULY 2022 IN THE HARRISON CENTRE BOARD ROOM (HC012) / VIA
MICROSOFT TEAMS

PRESENT:

Lillian Croston	Chair
Paul Levet	Vice Chair
Dr Fazal Dad	Principal and Chief Executive
Mark Allanson	Member
Paul Fleming *	
Ram Gupta	Member
Catherine Hill OBE *	Member
Chris Johnson *	Member
Michael Lee	Business Support Staff Governor
Mark Moren	Academic Staff Governor
Paul Morris	Member
Arif Patel	Member
Taiyab Sufi *	Member

IN ATTENDANCE:

Jennifer Eastham	Vice Principal: Finance and Corporate Services
Nicola Clayton	Director: Business Development and External Engagement
Rachel Tarplee	Assistant Principal: Teaching and Learning (Academic Centre) / Vice Principal: Curriculum and Quality (from 1 August 2022)
Andrew Gadsdon	Head of Quality of Education (part)
Jean Tracy	Clerk to the Corporation
Sarah Horeesorun	Director of Governance Designate

* indicates attendance via Microsoft Teams

The meeting started at 14:00 and was quorate.

The Chair welcomed everyone to the meeting and reminded Board members that this was the last meeting for Jade Wellings and Haissam Abdolazim. She thanked Jade Wellings for her contribution during her time as HE Student Governor and wished her well for the future.

Rachel Tarplee and Sarah Horeesorun were also welcomed to the meeting.

The Chair noted that this was the last Board meeting for the Clerk to the Corporation. She commented on the outstanding work done by the Clerk during her many years at the College, this having also been recognised by both the FE Commissioner's office and by Ofsted. The Chair also thanked the Clerk and in particular, for the support which she had received, noting that there would be an opportunity to say more at a later date.

1. APOLOGIES FOR ABSENCE

Apologies for absence were received from Haissam Abdolazim, Ram Gupta and Dr Zubair Iqbal.

2. DECLARATION OF CONFLICTS OF INTEREST

The Chair advised those in attendance that should members of the Corporation Board become aware of any potential conflicts of interest, they should be disclosed at the earliest opportunity during the meeting.

3. MINUTES OF THE CORPORATION BOARD MEETINGS HELD ON 25 MARCH 2022 AND 6 MAY 2022

The minutes of the Corporation Board meetings held on 25 March 2022 and 6 May 2022 were **ACCEPTED** as a true and accurate record and were duly signed by the Chair.

4. MATTERS ARISING

There were no matters arising, the Board having noted the status of actions from the previous meetings.

The Chair informed Board members that the Part II Agenda Items 33, 34 and 35 would be taken out of order to ensure quoracy, two members having indicated that they would need to leave early.

The Chair also reminded Board members that a number of items had been discussed in detail at the various Committee meetings, as indicated in the agenda.

5. STRATEGIC PLAN 2022 – 2025, INCLUDING PROPOSED KEY MILESTONES

The Strategic Plan 2022-2025 had been updated to take account of the amendments/comments made previously. A discussion had taken place at Learning and Quality Committee meeting on the targets included in the key milestones for success. The Vice Principal: Finance and Corporate Services clarified that the baseline for improvements was the 2021/22 actual data for all three years of the plan.

The Principal and Chief Executive informed the Board that his report included information on the review of the curriculum which was needed to ensure that this was meeting the skills needs and a recommendation that the Strategic Plan was underpinned by the review. The Strategic Plan would reflect the skills requirements for the local area and a statement to this effect would be published on the College website. The review would be undertaken by the College. The Principal and Chief Executive also noted that this area would also feed into the ESFA Annual Strategic Conversation.

The Chair of Learning and Quality Committee noted the necessity to be responsive to the local skills needs and that the Strategic Plan captured this. It was **AGREED** that regular reviews would be undertaken by Learning and Quality Committee and that the draft statement would be prepared by the Principal and Chief Executive and brought to Learning and Quality Committee and the Board.

Action: Principal and Chief Executive

A member of the Board commented that whilst the Strategy should reflect what the College ought to do, Governors would need to understand if/how their role had changed as a result of the new Skills Act and that the Strategy may then need to be amended.

Having considered the report and noting the comments as above, the Board **APPROVED** the Strategic Plan 2022-2025, including the proposed Key Milestones.

6. BOARD AND COMMITTEE APPOINTMENTS

Having considered the Report and noting the recommendations of Governance Panel, the Board **APPROVED**:

- (i) The corrected end of term of office date as follows:
 - a. Mark Allanson – to 31 March 2025 and as Chair of Learning and Quality Committee and member of Governance Panel
 - b. Paul Fleming – to 31 March 2025 and as a member of Audit Committee and Student Voice Committee
 - c. Catherine Hill OBE – to 31 March 2025 and as a member of Learning and Quality Committee and Student Voice Committee
- (ii) The re-appointment of Ian Brown as a co-opted member of Governance Panel, his term of office being until 31 March 2025
- (iii) The extension to the term of office of Dr Zubair Iqbal as an Associate Governor until 31 March 2023, and his attendance at Audit Committee until 10 February 2023 when he would move to Learning and Quality Committee
- (iv) The appointment of Ms Andrea Machell and as a member of Learning and Quality Committee, her term of office being until 31 March 2025, subject to the receipt of satisfactory DBS checks and references.

7. (i) RE-APPOINTMENT OF INTERNAL AUDITORS FOR 2022/23

The Report provided the Board with information regarding the re-appointment of the Internal Auditors. It was noted that RSM, the College Internal Auditors, had previously been re-appointed in July 2019 for a further three years, subject to annual confirmation. The Vice Principal: Finance and Corporate Services confirmed that performance had been in line with expectations and no issues were highlighted. The fee stated in the Internal Audit Plan was noted to be the same as in the previous year, an uplift of CPI being included in the contract, and that this was for 45 days work.

Noting the recommendation of Audit Committee, the Board :

- (i) **APPROVED** that RSM be re-appointed as Internal Auditors for 2022/23, the fee being REDACTED.

(ii) INTERNAL AUDIT PLAN 2022/23

The Internal Audit Strategy 2022/23 – 2024/25 and Audit Plan had been produced in discussion with the College. The detail on the proposed reviews for 2022/23 and the related strategic risks were included in the Report. It was noted that regular meetings with management would be held throughout the year and the Plan amended as necessary. Audit Committee had considered the Strategy and Plan at its meeting on 7 June 2022 and did not wish to make any amendments at that time.

On the recommendation of Audit Committee, the Board **APPROVED** the Internal Audit Strategy 2022/23 – 2024/25, including the Internal Audit Plan for 2022/23.

8. (i) MANAGEMENT ACCOUNTS - YEAR TO 31 MAY 2022

The Vice Principal: Finance and Corporate Services presented the Management Accounts up to the period ending 31 January 2022, these having been considered by Policy and Resources Committee at its meeting on 20 June 2022.

The Vice Principal: Finance and Corporate Services confirmed that the College remained at a break even position, cash balances remained healthy and the FE Commissioner metrics and loan covenants continued to be met.

The Board **APPROVED** the Management Accounts for the period ending 31 May 2022, as recommended by Policy and Resources Committee.

The Chair thanked the Vice Principal: Finance and Corporate Services for her continuing work.

(ii) COLLEGE BUDGET 2022/23 AND FINANCIAL PLANNING 2021/22 TO 2023/24

The Board was informed that the College business planning process, which included a review and plan of the curriculum offer for 2022/23, a review of the service area functions and the associated staffing and resource implications, was near to completion.

The 2021/22 numbers presented in the Plan were reflective of the anticipated out-turn for the year and the current estimates were that performance would be broadly in line with the re-forecast. A detailed explanation and budget assumptions had been included in the commentary to the financial plan in Appendix 7.

The Board noted the information provided on the key elements, which included income and expenditure, balance sheet and cashflow. The financial health was graded as 'outstanding' and all FE Commissioner ratios and loan covenants had been met. Information on the risks and opportunities was included in the commentary, together with details on those items which were currently not included within the Finance Plan.

The Vice Principal: Finance and Corporate Services informed the Board that after approval, the plan – in the form of the College Financial Forecasting Return (CFFR) - would be submitted to the ESFA and the banks, this being in line with the financial planning handbook and loan agreements respectively.

After consideration and noting the recommendation of Policy and Resources Committee, the Board **APPROVED** the College Budget 2022/23 and Financial Planning 2021/22 to 2023/24. The Board also **APPROVED** that delegated authority be given to the Chair of Policy and Resources Committee and Principal and Chief Executive to approve any significant changes required after the Board meeting and before submission to the EFSA on 31 July 2022.

(iii) PENSION EXCHANGE SCHEME – AMENDMENT TO

The Vice Principal: Finance and Corporate Services presented the Report which provided details of a proposed change to the Pension Exchange Scheme arrangements for Senior Post Holders and other relevant staff. Noting the recommendation of Policy and Resources Committee, the Board **AGREED** the proposed minor amendment to the Pension Exchange Scheme. The wording in the appendix of the policy – “The level of payment will initially be set at 10% of annual salary and will be subject to periodic review” was inconsistent with the main approved policy and would thus be removed.

(iv) THE AGNES ECCLES ART AWARD FUND

The Vice Principal: Finance and Corporate Services explained the background to the Report, which had been considered by Policy and Resources Committee at its meeting on 16 May 2022. The detail on two low risk items was included in the Report and it was noted that the Trust Fund would show as a separate item in the reserves section of the Balance Sheet and the investments/bank account would be added in the assets section, again as a separate item.

Noting the recommendation of Policy and Resources Committee, the Board **APPROVED**:

- the transfer of the management of the Agnes Eccles Art Award Trust Fund to the College
- the appointment of the two new Trustees, noting the proposal that these be the Principal and Chief Executive and the Vice Principal: Finance and Corporate Services.

The Chair and Principal and Chief Executive informed the Board of the FE Art and Design Exhibition and on the comments/press coverage it had received. Congratulations were sent to all the students involved.

9. COMMITTEE TERMS OF REFERENCE FOR 2022/23 AND REVIEW OF PERFORMANCE AGAINST TERMS OF REFERENCE FOR 2021/22

COMMITTEE CALENDARS OF BUSINESS 2022/23

The Clerk to the Corporation presented the Report which provided information on the proposed changes to Committee Terms of Reference for 2022/23 and on the Committees' assessments of performance against Terms of Reference for 2021/22. It was noted that the review by Student Voice Committee would be undertaken at its next meeting and detail on the proposed changes had been provided for information.

The Board noted the reviews of performance against Terms of Reference as per the Report. The review by the Audit Committee would be included, as usual, in the Audit Committee Annual Report which would be presented to the Board for approval at its next meeting.

Having considered the summary of the amendments and the detail provided in the appendices, the Board **APPROVED**:

- (i) The amendments to Committee Terms of Reference for Audit Committee, Governance Panel, Learning and Quality Committee and Policy and Resources Committee as detailed in the report and attached appendices
- (ii) The assessments of performance against Terms of Reference for 2021/22 for Governance Panel, Learning and Quality Committee and Policy and Resources Committee

The Board **NOTED**:

- (i) The information provided on the timescale for the completion of the assessments of performance against Terms of Reference for Audit Committee and Student Voice Committee.
- (ii) That the Committee Calendars of Business for 2022/23 had all been reviewed and approved, with that for Student Voice Committee to be considered at its next meeting.

10. CODE OF GOOD GOVERNANCE FOR ENGLISH COLLEGES

The Report, which had been considered by Governance Panel at its meeting on 29 April 2022, provided the Board with information on the changes to the revised Code of Good Governance for English Colleges which come into effect from the 2022/23 academic year.

The Board **AGREED** to adopt the revised Code of Good Governance for English Colleges with effect from the 2022/23 academic year.

11. CORPORATION BOARD STANDING ORDERS

The detail on the proposed amendments to the Corporation Board Standing Orders was provided in the Report and included amendments to reflect the Board's decision on the length of and number of terms of office which a Board member would serve. The Board noted and agreed the rationale for the proposal to remove 'Emergency' (para 1.9).

Having considered the details contained in the Report, the Board **APPROVED** the amendments to the Corporation Board Standing Orders as per the paper.

12. CORPORATION BOARD

- **MEETING DATES 2022/23 AND 2023/24**
- **CALENDAR OF BUSINESS 2022/23**

The Board noted that the Board Calendar of Business for 2022/23 had been reviewed and updated as necessary. As a working document, any further updates would be included throughout the year. The Board noted that the Committees had approved or were in the process of approving their meeting dates for 2023/24 and Calendars of Business for 2022/23.

The Board **APPROVED**:

- (i) The Corporation Board meeting dates for 2023/24, noting that the dates for 2022/23 had already been approved
- (ii) The Board Calendar of Business for 2022/23.

13. CHAIR'S REPORT

The Chair congratulated Rachel Tarplee on her appointment as Vice Principal: Curriculum and Quality, noting that she would take up this appointment from 1 August 2022. The Chair also wished to thank Board members for their involvement in the appointment process – for the Vice Principal: Curriculum and Quality and also for the Director of Governance.

The appointment of Andrea Machell as a member of the Board and of Learning and Quality would bring very relevant skills to the Board. Ms Machell had been invited to the meeting but was unable to attend as she had already been booked on an Ofsted inspection.

The Chair provided an update on the discussions which had taken place to encourage and strengthen the Student Voice including the proposal that the Student Governors be involved in co-chairing the Student Voice Committee. The HE Student Governor's Report also covered this topic.

Exam attendance had generally been good and the Chair congratulated Rachel Tarplee on the 100% attendance recorded for A Level examinations.

The refurbishment of the new Sixth Form had been very successful and had been used as a blueprint for the refurbishment in the Beacon Centre Library. The Chair informed the Board that she was impressed by this and the other areas of development such as in construction, which were also taking place.

The Chair commented on the work which had been done by the Principal and Chief Executive since his appointment to bring staff forward and to improve the quality of education for the College's students. An end-of-year celebration, to which all Governors had been invited, was to take place on 12 July 2022. The Chair encouraged all to attend.

14. REPORT FROM THE PRINCIPAL AND CHIEF EXECUTIVE

The Principal and Chief Executive presented his Report which included an update on the work of College staff in supporting students back to face-to-face learning and the reinstatement of the traditional internal and external assessment methodology set by examining awarding bodies.

The Report also provided updates on the support provided to students to attend skills competitions and to receive local and national recognition for their work, together with specific information on the four students to date who had received awards.

The Board was informed that a further update on the new accountability framework for apprenticeships would be presented to Learning and Quality Committee.

The commentary on Student Performance provided the Board with the latest information on retention rates for students on full time and part time qualifications, achievement rates for academic and vocational courses, and for High Needs students, and English and maths exam attendance. The Board noted the information provided on HE performance, the National Student Survey (NSS) and on the College target for Teaching Excellence Framework (TEF) recognition.

The College continued to require improvements in the quality of teaching and learning, as supported by the Board. It was noted that the Vice Principal: Curriculum and Quality would now lead on this. The outcomes of the recent external visits were positive and had now given the College the capacity to move forward.

The Report also provided the Board with information on policy updates including the requirements of the Skills and Post-16 Education Act 2022 in terms of the regular review of how well the College meets local needs, and in particular, local employment needs and changes which may be required to achieve this – as previously mentioned. It was noted that Ofsted inspection activities would now include how the College was making contributions to meet these skills needs, with detail on the key changes and possible outcomes for this area of inspection being covered in the Report. The Chair of Learning and Quality Committee requested that this be brought to the fore in Learning and Quality Committee meetings.

Action: Principal and Chief Executive/Vice Principal: Curriculum and Quality

The Principal and Chief Executive also wished to thank those Governors who had been able to attend the Quality Summit meetings.

In answer to a question from a member of the Board, the Principal and Chief Executive provided further information on the partnership review with Lancaster University and it was agreed that an update would be provided periodically to Learning and Quality Committee and that the Committee's Calendar of Business would be updated. *Post meeting update: Calendar of Business updated.*

It was **AGREED** that a report on the unintended consequences on the curriculum portfolio of the Skills and Post-16 Education Act 2022 would be presented at a future meeting.

Action: Principal and Chief Executive/Vice Principal: Curriculum and Quality

The Board noted the investment and developments which would generate additional apprenticeship and commercial income including the Hybrid Electrical Automotive Training (HEAT) facility and developments around cyber provision.

15. STAFF GOVERNORS' REPORT

The Board considered the items covered in the Staff Governors' Report. The Staff Governors were asked about the general feeling of staff and informed the Board that whilst the previous year had been exacting, staff were uplifted by the result of the Ofsted inspection and were looking forward to the next year. The examination results and recruitment for the coming year were awaited and staff were positive about the improvements being made in the College. Flexibility in work patterns was being discussed but the need for consistency across the College and for there to be no impact on the student experience was noted.

16. HE STUDENT GOVERNOR'S REPORT

The Report from the HE Student Governor provided feedback on all aspects of her time as a Governor – application, induction, Learning and Quality Committee and Board meetings, Student Voice Committee and training.

The HE Student Governor thanked all Governors for their support, in particular the Chair of Learning and Quality Committee. The HE Student Governors also commented that the support she had received from the Clerk to the Corporation throughout the year had been exceptional.

Included in the Report were suggestions for ways in which future Student Governors could be helped and these would be followed up by the College. These included meetings with the relevant Committee Chair and on the format of the Student Voice Committee. A meeting with the Clerk to the Corporation Board to provide feedback had also taken place in the week prior to the Board meeting.

Attendance at the meetings had helped develop the HE Student Governor's confidence and all Board members had been welcoming and had valued her input in meetings. The skills learnt from good role models during her time as a member of the Board would be used to good effect in her future career.

The Chair thanked the HE Student Governor and all Board members wished her well for the future.

It was **AGREED** that Part II Agenda Items 33, 34 and 35 would be taken next, though the minutes would be recorded below.

The HE Student Governor left the meeting.

17. PERFORMANCE AGAINST COLLEGE KEY PERFORMANCE INDICATORS FOR 2021/22 – TO 31 MAY 2022

The Board considered the Report, noting the performance against each of the KPIs together with information on the three KPIs which were currently under target, this being based on data taken on 31 May 2022. The Report provided the Board with information on the reasons for the underperformance against the three KPIs.

The full list for April had been reviewed in detail by Policy and Resources Committee and Learning and Quality Committee at meetings held on 16 May 2022 and 16 June 2022 respectively.

It was **AGREED** that Agenda Item 19 would be taken next.

19. STRATEGIC PLAN 2019-2022 – ANNUAL OPERATING STATEMENT PROGRESS AS AT 30 APRIL 2022

The Report provided the Board with a progress update on the Strategic Plan 2019-2022 Annual Operating Statement as at 30 April 2022. Full details were provided in the appendices and were noted by the Board. The Board noted that there were no changes since the previous Report.

The Head of Quality of Education joined the meeting.

18. COLLEGE IMPROVEMENT PLANS

- (i) **FE AND WBL QUALITY IMPROVEMENT PLAN 2021/22 PROGRESS UPDATE**
- (ii) **HE QUALITY IMPROVEMENT PLAN 2021/22**

The Head of Quality of Education presented the Reports which provided the Board with an update on the actions included within the College Further Education and Work-Based Learning Quality Improvement Plan (QIP) for 2021/22 and on the actions included in the Higher Education Quality Improvement Plan (HE-QIP).

The Head of Quality of Education informed the Board that improvements in HE would be secured and evidenced as the assessment period progressed; HE module boards had taken place that week and assessment boards were scheduled for the following week.

It was confirmed that both reports had been discussed at Learning and Quality Committee. The Chair of Learning and Quality informed the Board that the Committee now had confidence in the improvements both realised and ongoing, but that HE remained an area of concern and that there was still work to do to bring about the improvements required. The Committee had confidence in the actions being taken by the College but noted that the impact of these actions would not be known until the autumn when all the results – FE and HE – were known.

In response to a question from a member of the Board, further information was provided on the attendance in maths and English. This included further consideration of the actions in place and a more forensic analysis of attendance data. The Board noted the new Head of English and Maths was now in post.

The Head of Quality of Education left the meeting.

20. RISK MANAGEMENT – RISK REGISTER

The Vice Principal: Finance and Corporate Services presented the Report which included information on the four risks which were currently rated as 'red'. The Board noted that the risk covering the failure of the main College services/IT system, including cyber attacks had been increased to 'red', this having been discussed at Audit Committee on 7 June 2022. The Risk Register had also been updated to include a new risk relating to subcontracting activity.

21. FE WORKFORCE GOVERNOR DATA COLLECTION

The Report provided the Board with information on the proposed mandatory governor data collection requirements of the DfE/ESF and on the amendment to the Consent to Process Data form which is completed by all Governors. The Board was informed that the final guidance from the DfE had not yet been received. The Consent Form would be updated were this to be different to that used in 2021/22.

The Board noted the information provided and that all Governors would be asked to complete the Consent to Process Data Form, which would be updated as necessary on receipt of the guidance for 2021/22.

22. MINUTES OF COMMITTEE MEETINGS

The Chair approved minutes of the following Committee meetings were received for information:

- (i) Audit – 7 June 2022
- (ii) Governance Panel – 29 April 2022 and 20 June 2022
- (iv) Policy and Resources – 16 May 2022 and 20 June 2022
- (v) Student Voice Committee – 11 May 2022
- (vi) Academic Board – 24 May 2022

It was noted that the minutes of the Learning and Quality Committee meeting held on 16 June 2022 (Item 22 (iii)) had not yet been approved by the Committee Chair and would therefore be included in papers for the next Board Meeting.

23. BEEVER AND STRUTHERS EXTERNAL AUDIT PLAN 2021/22

The External Audit Plan 2021/22 had been considered and approved by Audit Committee at its meeting on 7 June 2022. The Board noted that the proposed activity was in line with expectations and that the audit was planned for early October 2022.

24. ESFA COLLEGE GOVERNING BODY FINANCIAL DASHBOARD

The Report provided information on the updated version of the ESFA College Governing Body Financial Dashboard. It was noted that the ESFA were encouraging Board members to access the Dashboard directly – either online or to arrange for a pdf version to be downloaded and circulated. A copy of the Blackburn College Dashboard and details on how to access the dashboard were provided in the Report and had also been uploaded to the Governors' Portal – *ESFA Financial Dashboard (for Board members)*.

The Vice Chair of the Corporation Board commented that he would wish that all members set up access to and used the Dashboard. Members were asked to contact the Clerk to the Corporation /Director of Governance (when in post) should they have difficulty in accessing the Dashboard.

25. COMPLIANCE/PROGRESS AGAINST

- (i) **CODE OF GOOD GOVERNANCE FOR ENGLISH COLLEGES**
- (ii) **RSM TURNING LIGHTS GREEN – A BEST PRACTICE GUIDE FOR AUDIT COMMITTEE**

The Report, which had been considered by Audit Committee and Governance Panel, included an update on the College's compliance/progress against the Code of Good Governance for English Colleges and on the Best Practice Guide for Audit Committee. The Board received the Report for information.

26. NET CARBON ZERO - UPDATE

The Report provided Board members with information on progress against the 31-step FE Climate Change Road Map, a copy of the Action Plan being included in the papers. The Report had been presented to Policy and Resources Committee at its meeting on 16 May 2022.

27. ANY OTHER BUSINESS

The Clerk to the Corporation reminded Board members that the papers uploaded to their OneDrive folder could be deleted by the member as necessary. Copies of all files were maintained by the Clerk.

It was proposed that files also be grouped to ease access. Members were asked to contact the Clerk to the Corporation/Director of Governance (when in post) if they would prefer that their files remained as currently.

There were no other items of Any Other Business.

28. REVIEW OF MEETING

The Chair thanked College managers for their reports and Governors for their attendance and contributions.

31. DATE AND TIME OF NEXT MEETING

Friday 14 October 2022:

- Governors' Strategic Seminar from 9.30am (timing tbc)
- Board Meeting at 2pm.

Signed:

Date: