**ESCG Board Committee**

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| Date | Tuesday 31st March 2020 | Time | 3 pm – 4 30 pm – board meeting |
| Venue | PowWowNow  Landline 0844 4 73 73 73  Mobile 8 73 73 73  Your pin 910103 | | |
| Chair | David Smith | | |
| **Membership**- David Smith (Chair), Rebecca Conroy, Kevin Cowley, Pat Farmer, Mark Fisher, Simon Hubbard, Ian Mehrtens, Joanne Rogers, Gill Short, Derek Stevens, Josef Groves, Leo Hunnisett, Aleksandra Figat, Marie Sangster, Steve Hedges  In attendance – Tim Hulme, Biram Desai, Dan Shelley, Becky Cooke, Jim Sharpe, Mia Bryden, Fred Carter | | | |
| **Apologies:** Marie Sangster, Josef Groves, Leo Hunnisett, Aleksandra Figat | | | |

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|  | Item | Action |
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|  | **Apologies**  Apologies were noted from Marie Sangster. |  |
|  | **Online meeting protocols: ensuring access for all**  The Chair advised he intended to call for views on each item from governors in the following groupings;  student governors, staff governors, independent governors, and executive team. He asked all members to provide their name when their group is called and then to make their point.  A reminder, as per ESCG I&As,  A “meeting” can also include a meeting at which one or more members attending participate using telephone or video-conferencing facilities or similar communications equipment whereby all persons participating in the meeting can hear each other and participate in a meeting in this manner shall be deemed to constitute presence in person at such meeting and, subject to this Instrument, shall be entitled to vote and be counted in a quorum accordingly. |  |
|  | **Declarations of Interest**  The following interests were **declared:**   * Simon Hubbard declared an interest as an employee of Hastings Borough Council. |  |
|  | **Minutes of the last meeting**  **THE MINUTES FOR THE MEETING ON 26 FEBRUARY 2020 WERE AGREED AS A TRUE AND ACCURATE RECORD.**  Angela Smith will chair the Audit & Risk Committee, and the Chair of the Remuneration Committee is still to be determined. |  |
|  | **Matters Arising & Written Resolutions**  **Matters Arising**  The matters arising from the last meeting were noted as per the cover paper.   * The Student Induction in London on 23 April at AoC is now likely to take place through video conferencing.   **Action: DoG to liaise with the AoC.**   * Student Voice activities are ongoing. The Executive Director, Strategic Partnerships & Engagement (EDSPE) advised of communication plans with Student Union Presidents and Course Representatives to keep student voice activities live during this time. The Hastings Principal is working with Quality leads to keep communication lines open to determine the best way to capture student voice on the quality of teaching and learning.   **Action: DoG to liaise with EDSPE about keeping two-way communications between the Board and students active during this time.**   * Rebecca Conroy is still to have a meeting with Rob Cottrill, Pat Farmer, Ian Mehrtens and David Smith. Tim Hulme will join.   **Action: RC to action** | MB  MB  RC |
|  | **Acting CEO Report**   * **CoVid crisis plan**   The Acting CEO provided a report on the college group’s COVID-19 response and impact mitigations. She advised the position has moved from response to a more detailed focus on teaching and learning, community engagement, wellbeing and supporting disadvantaged students.  The following was **noted**:  *Safeguarding*  Gill Short asked if any students are accessing the campus. The Acting CEO confirmed that no students are on campus. Gill Short asked about safeguarding and support arrangements for students with SEND. The Acting CEO advised that planned support is being delivered to the ‘at-risk’ cohort approx.180 learners). Students with complex mental health needs, those in insecure housing or with challenging domestic circumstances have been prioritised. Guidance and support for schools and colleges continue to be provided by East Sussex County Council. The usual safeguarding emergency response service is still in operation and will continue through vacation periods. Students with SEND are supported with structured online 1:1 teaching and support through the group's specialist teams. This is being monitored. The EDSPEdescribed support arrangements in place to the c500 Free College Meals-eligible students.  *Online learning and support*  The Academic Business Continuity Plan was noted. Steve Hedges said the range of platforms being used has been seen by staff as positive. The Executive Director Resources & Organisational Development (EROD) said the current situation had extended early thinking about the digital strategy in terms of remote working, teaching and learning and engagement with community partners.  Angela Smith asked how the Academic Business Continuity Plan was going, and what, if any, were the significant issues. The Hastings Principal said the teams are working to the plan and principals and assistant principals are monitoring it. Students are being supported to mirror their college schedule at home, through a variety of means. He advised that levels of engagement are closely monitored each week. It was highlighted that there is strong engagement from students across vocational and applied general and A-Level subjects. Foundation level students’ access and engagement with virtual mechanisms and posted work packs has been slower. He described current work in progress to support students without IT access/resources, or with additional responsibilities/ difficult home circumstances, so they are not at a disadvantage. The Lewes Principal discussed plans to train up staff and student further to use online platforms to deliver and receive, learning.  *Business Continuity*  The COVID-19 Business Continuity Plan was discussed. The greatest demand has been on IT facilities and expertise. Ian Mehrtens asked how the IT team was coping with increased demand and asked if any issues had been raised, either from staff or learners or the IT team themselves. The Acting CEO praised the commitment and support provided by the IT team. The EROD said the approach taken by the team was commendable and that they had supported some significant community initiatives. There remain some issues for staff who have not migrated over to the new ESCG accounts which are being addressed.    *Outcomes 19/20*  The Lewes Principal said the College is working closely with awarding bodies and students to update them fully on decisions in terms of endpoint assessments in line with Ofqual announcements. He said the position remains unclear in terms of this year’s assessments for vocational students.  *Student & Staff safeguarding and wellbeing*  Simon Hubbard asked if there had been any incidents of poor mental health/ CoVid impacted issues reported by staff. The Acting CEO said staff had been widely consulted to ensure that the group's communications and support mechanisms are being appropriately deployed. Vulnerable staff or those with vulnerable partners or children were identified and were moved into homeworking arrangements as quickly as possible. Wellbeing advice is regularly shared on work/life balance, and information on how to make the best use of IT communications when teams are working remotely has been distributed. Becky Cooke advised that the HR Manager and Advisors are keeping an eye on sickness levels. She advised it was hard to report on numbers as there are many permeations for sickness recording. She advised some staff are reporting that they are exhibiting some symptoms and are subsequently off work, some are experiencing mild symptoms and working from home, some are in the vulnerable high-risk group, and some are living in households with members in that category. She said that line managers are the group are most in need of support right now as they are very conscious of staff wellbeing and are reporting finding remote ways of working difficult at times.  Jo Rogers asked whether the college had any international students who were unable to return home, and if the College had explored opportunities for income generation in online learning for international students. The EDSPE advised that there are currently 15 long term international students but that one will remain by the end of the Easter holiday. He advised the College remains in close contact with the students who have returned to their country of origin. With regards to income generation, the Head of International has reported some opportunities in this area which are being explored. By the end of April, the College will be marketing online delivery of English, and two long term projects will commence in September. The EDSPE advised the market was competitive.  *Communications*  The EDSPE advised four specific webpages have been set up to provide up-to-date information on College operations during the pandemic.  Steve Hedges spoke highly of the daily email updates, which contain a range of information and support details. The College has also been communicating with students, parents and carers to ensure that they remain up-to-date with the latest information. The marketing team has developed a communications strategy to drive engagement and community action.   * **ESCG support for community action**   The EROD outlined how the ESCG has reached out to local partners to provide support. Offers include; East Sussex County Council (provided space for twelve Year 7 EHCP students), East Sussex Health Care Trust (rehousing chemotherapy and infusion unit, car parking, unused supplies), Hastings Community (Heart of Hastings) (providing IT support), Online learning for adults (developing a series of free accredited online programmes, in a range of subjects). The College is also looking at how to enable students and staff to volunteer and support the NHS, adult social care services and voluntary agencies. Conversations are also underway to offer up further buildings from college estate, notably Station Plaza given its central location and proximity to the health centre.  Gill Short asked how many adults had signed up for the free adult learning offer. The EDSPE advised that the offer launches during the Easter period. He advised he was working with the community and voluntary sector and the Chamber of Commerce in East Sussex, and further afield.   * **Approval for Acting CEO powers re leadership accountabilities**   It was **resolved** that:  The Acting CEO is provided with the flexibility to nominate members of her senior team for accountabilities that might not be in their regular portfolio, recognising that sickness and isolation might require the shifting of responsibilities to ensure appropriate coverage.  It was **noted** the Board are not being asked to allow flex to change senior post holder’s conditions of service and that no changes in remuneration will be enacted without appropriate Board approval.    Becky Cooke advised it was quite reasonable for senior post holders to contribute to strategic organisational flexibility, and for leadership functions to be moved at times to suit business and operational needs.  There will be no changes to T&Cs and changes will be temporary pending the permanent CEO recruitment. |  |
|  | **Support arrangements in place for ESCG**   * **Update on FEC and ESFA intervention**   The Chair reminded the Board that the College is in formal intervention arrangements, after the issuing of a ‘Notice to Improve’ (NTI) its financial health (issued by ESFA) and an ‘intervention assessment’ series of visits by FE Commissioner team. The ESFA ‘Territories’ team have been conducting monthly ‘monitoring meetings’   * **Sources of support**   Sources of support were **noted** from; a National Leader in FE (Sam Parrett) who is providing support to the Acting CEO and the executive team, a National Leader of Governance (Sandra Prail) as support for the Board and the Chair and a National Leader of Governance (Jennifer Foote) as support to the Director of Governance. The Acting CEO has also elicited support from the mentoring programme for FE leaders developed by the Education and Training Foundation, a personal mentor for the Acting CEO has been assigned.  The Chair advised that supportive calls have been from the FEC’s office to the Chair and to Acting CEO and a range of email exchanges between the ESFA Territories team and ESCG leadership team have been supplemented by direct discussion between Biram Desai and Mark Fisher and the Provider Market Oversight team.  The Chair said that even prior to the CoVid 19 crisis, the tone and substance of dialogues and support mechanisms had changed significantly and the recovery of the college, in financial, reputational and organisational development terms had seemed to be a common purpose agenda.  Pat Farmer asked if the new tone was related to the current CoVid crisis or the new arrangements at the College and the Board. The Chair said he believed it was a combination of the two and that the message was being clearly communicated to a wide range of stakeholders that we are listening and learning, as a learning organisation, which so far is being received positively.   * **National assurances**   It was **noted** that the FEC stocktake visit, planned for 16 April, has been cancelled and the FEC team have assured the college of support during the CoVid crisis. No timetable has been re-set for the publication of the FEC Intervention Assessment Report. ESFA monitoring has now changed into a risk alert and health check process.  The Board will continue its focus on the recovery agenda and the need to address all aspects of the FEC intervention findings and the self-assessed findings on matters to be recovered (financial, organisational culture, governance and leadership practices, strategic planning and risk audit and management). A recovery-planning framework is in development, in conjunction with Strategic Plan work being undertaken (item 11). |  |
|  | **Financial risks**  *Redacted for publication - Information relating to the financial position of the College where disclosure might harm the College or its competitive position, as determined by the Corporation*  **Dialogues with routes of support**  The CFO and Acting CEO are in close communication with the ESFA, PMO, AoC, Barclays, Mazars and other key stakeholders including between Exec and Governance  Angela Smith asked how ECSG compares with other colleges in terms of the financial position/risks, particularly with Colleges in the South of England. She suggested close alliance and understanding of the position could support accessing creative ideas quickly and prevent the College from becoming an outlier.  The Acting CEO noted that there is close working with local Colleges through the FE Sussex structure, close working with the NLFE programme and through AOC, AOCSEC and via a JISC Princpals/CEO network to ensure that the College is in step with the wider sector at this exceptional time.  **Action: The Acting CEO and CFO to work with RSM on proposals for how the internal audit process can support an assessment of our ‘sector status’**. |  |
|  | **Recruitment approach for leadership roles**  *Redacted - Legal advice received from or instructions given to the College legal advisors.* |  |
|  | **Governance recruitment and development**  **Expressions of interest ESCG board, local boards and co-optees**  The Director of Governance reminded the Board that at its last meeting the Board agreed to appoint to 5 vacancies by the end of 2020. She advised a Panel comprising, the Chair, Vice-Chairs, supported by the Director of Governance, met on 26 March to consider applications from prospective Governors. Staff Governor, Marie Sangster contributed via email. Candidates were asked to complete a skills audit and submit an expression of interest and their CV. Notes of the meeting were shared as an appendix.  Simon Hubbard noted the six shortlisted Independent Governors had Lewes and Eastbourne connectivity, and highlight a gap in the Hastings region. This will need to be carefully considered.  Mark Fisher asked how Chairs of Committees and Local College Board Chairs will be included in the search process.  It was **resolved** that:   * Interviews will be carried out online, via tele/video conferencing facilities * The panel will consist of members of the Search and Governance Committee, and potentially a National Leader of Governance. * The final resolution will be sought via a written resolution * Six applicants would be invited for an interview to be Independent Governors * Six applications would be invited for an interview to be either co-opted or local board members   **Action: DoG to take forward**  **Refreshed committee structures and chairs – go live arrangements**  The Director of Governance reminded the Board that they approved the proposed way forward on a refresh of membership and committee structures at the last meeting.  It was **resolved** that:   * The committee structure and chairing arrangements agreed on 26 February will go live week commencing 20 April 2020.   **Action: DoG and Chairs to draft Terms of Reference.**    **Short term Board Focus Group**  The Director of Governance advised that it is necessary to consider the risk of Coronavirus to ESCG Board business continuity and to ensure there are governance mechanisms in place to respond quickly to any issues as a matter of urgency.  It was **resolved** that:   * the Board establishes a small group of Governors, consisting of; the Chair, CEO, Vice-Chairs, Chair of Finance and the Chair of Curriculum and Standards, supported by the Director of Governance, to oversee the College business, discuss any matters for urgent consideration and ensure that Governors are kept informed during the ‘crisis period’.  The group will not be able to decide on any issues delegated to the CEO, or powers and duties reserved by the Board as defined in the [ESCG Scheme of Delegation](https://urldefense.proofpoint.com/v2/url?u=https-3A__pw.escg.ac.uk_documents_governance_board-2Ddocuments_scheme-2Dof-2Ddelegation-2Dfor-2Dthe-2Descg-2Dgroup-2Dboard_&d=DwMFAg&c=vV6iYD9FcCg-T4EDRnMWvw&r=eXp-W3aW9j3h4JTpT51dcN24hAivxAhgjpP7MiqgG5s&m=81sDf4-6jXWsZhaegfLvgZxbR9c_qF8_rmpiV636lT4&s=ceZewhnpzwKnkrO-P0bc1bmCl-gngkAc2CJi24EtzM8&e=).   **Action: DoG to set up weekly meetings** | MB  MB & Chairs  MB |
|  | **Strategic planning**  **Steering Group arrangements**  The Chair reminded the Board that a merger plan and college prospectus' (an updated Strategic Plan) was due to be completed by September 2019, as per the requirement stipulated by the Transaction Unit. Following a roundtable partnership meeting on 18 October 2019, the deadline was extended to Autumn 2020. This was in the light of the worse than forecast financial health of the college and the intervention that was subsequently triggered. The FEC team intervention assessment and subsequent draft report and recommendations (see item 7) highlighted the need for the college to agree on a coordinated strategic plan.  It was the intention of the Board to produce the revised Strategic Plan though working groups comprising Board and executive members, with power and budget (from Governance budget) to engage specialist advisors, concentrating on a number of inter-connected work streams. The work streams will be: education and growth; estates and infrastructure; people; finance; governance (NOTE: later resolved, after Focus Group suggestion, to add ‘communications’) This work was to be progressed via two strategic development days, timed to allow the opportunity for the CEO permanent recruit to be involved. It was anticipated that the strategic plan and required operating arrangements, encompassing the recovery agenda responding to NTI and FEC report, would be completed in time for the Autumn 2020 lodging with PMO, ESFA Territories team and FEC.  The current CoVid crisis has impacted on the timetable for the appointment of permanent CEO. Furthermore, the FEC and ESFA requirements are likely to be modified as a result of the risks facing ESCG and all other colleges. However, the approach was considered sensible, with a few amendments.  It was **resolved** that:   * A ‘Strategic Plan Steering Group’ comprising Chair, Vice-Chairs, Acting CEO, Director of Governance, will be formed (the acting CEO will involve such other executives as she deems appropriate) * The steering group, with whole board and leadership informed and able to input, will be empowered enact arrangements as the ‘crisis’ context develops and in dialogue with the various support arrangements working with ESCG (see item 7)   **Action: DoG to set up Strategic Plan Steering Group.**  **Workstreams to commission**  It was **resolved** that**:**   * The workstreams identified, a) education offer and growth strategy, b) people strategy, c) estates and infrastructure (inc digital) strategy, d) finance strategy and e) governance development – will be maintained and 'working group members' identified from the board and executive, with the opportunity for 'special advisers' to be nominated (inc paid advisers) NOTE: further addition of ‘Communications’ workstream, as above.   The Strategic Plan Steering Group will take this thinking further to establish a framework for this work to be carried out. This work will require communication outside formal committee meetings.  **Timetable under review**  It was **resolved** that:   * 24 June and 8 July will be retained as commitments in board and executive calendars * 24 June will be used as a ‘training for governance’ online day and/or a ‘taking stock’ of crisis and ways forward day. * 8 July will become Summer Term Board meeting (allowing later than currently scheduled opportunity to assess options on a range of matters, including 20/21 ESCG budget)   **Action: DoG and the Chair to plan for 24 June, to include training identified in skills gap activity.**  **Action: DoG to amend Board date in diaries to 8 July.** | MB  MB & DS  MB |
|  | **Recommendations from committees**  **Audit Committee Wednesday 11 March**   * No recommendations.   **Search and Governance Committee Wednesday 22 January**   * No recommendations.  It was **noted** Self-assessment activity will now be carried out in July 2020, rather than in March-May as indicated in the minutes from the last Search and Governance meeting. This has been decided following discussion with the National Leaders of Governance supporting the Chair and the Director of Governance. This allows for the Board self-assessment to feed into the College self-assessment and take stock of the refreshed skills with new IG’s joining the Board.  **Quality and Standards Committee Thursday 19 March** It was **noted** the Quality and Standards Committee did not meet as planned on Thursday 19 March due to the Executive Team needed to prioritise emergency planning in response to Coronavirus. **Finance Committee Friday 14 February & Wednesday 11 March**   * No recommendations   Minutes from the meeting were circulated during the discussion.  **HR Committee Tuesday 11 February**  It was **resolved** that:   * the HR Committee will now meet three times a year.   **Action: DoG to confirm further meeting dates.**  **CIC Friday 14th February**   * No recommendations   **Update from Special Committee**   * It was **noted** the Special Committee continues its investigations.   **For noting -** **College Boards:**   1. Eastbourne – 4 March 2. Lewes – 9 March 3. Hastings – 12 March | MB |
|  | **AOB**  Pat Farmer asked for confirmation about the mechanisms for the Finance Committee on 28 April.  The Principal of Hastings advised the HSE Improvement Notice is now completed. The Chair thanked him and his team for their work on this.  The Chair thanked Simon Hubbard and Derek Stevens for their long and expert commitment to the ESCG and predecessor college, SCCH, as Independent Governors. |  |
| **Items not discussed – recorded for audit purposes** | | |
|  | **Performance Update:**   1. **KPIs**    1. Strategic plan KPIs    2. PMO KPIs    3. ESCG KPI Dashboard 2. **Quality Improvement Plan**    1. Update on QIP progress and the identification of key risks impeding progress |  |
|  | **FEC/ESFA/Recovery (NOTE: covered under item 7)** |  |
|  | **Curriculum Design and Development for 20/21** | Information |