**ESCG Board Briefing Session**

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| Date | 7 December | Time | 2 pm – Briefing session |
| Venue | Zoom | | |
| Chair | David Smith | | |

There was a pre-Board session on estates and digital infrastructure, delivered by the Executive Director of Resources & Organisational Development (EDROD). Approvals were taken in board meeting following, at Item 2.1.

Attended by: David Smith (Chair), Rebecca Conroy, Kevin Cowley, Mark Fisher, Ian Mehrtens, Gill Short, Steve Hedges, Sue Maynard, Graham Cook, Catherine Manning, Tim Hulme, Martin Penny, Dan Shelley, Mia Bryden and Charles Dudley, Co-opted member of Transformation Committee.

Redacted for public minutes

**ESCG Board**

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| Date | | 7 December | Time | 3 pm – Board Meeting | | |
| Venue | | Zoom | | | | |
| Chair | | David Smith | | | | |
| **Membership**- David Smith (Chair), Rebecca Conroy, Kevin Cowley, Mark Fisher, Ian Mehrtens, Joanne Rogers, Gill Short, Leo Hunnisett, Marie Sangster, Steve Hedges, Sue Maynard, Graham Cook, Catherine Manning, Andy Vincent, Angela Smith, Student Governors  In attendance – Tim Hulme, Martin Penny, Dan Shelley, Mia Bryden | | | | | | |
|  | | Item | | | | Action |
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| 1.1 | | **Welcome & Apologies**  Apologies were received from Andy Vincent and Leo Hunnisett. | | | |  |
| 1.2 | | **Declarations of Interest**  No new declarations of interest were made.  Annual declarations were noted as per the accompanying Board paper. These can be made available to the public upon request.  Mark issued updates to his declarations which have been recorded.  Graham would also like to make an amendment. | | | |  |
| 1.3 | | **Membership Matters**  The resignation of Suzanne Green was noted, leaving a Governor vacancy and vacancies on the Curriculum and Standards and HR Committees. The Staff and Student Health and Wellbeing Link Governor role will also need to be filled. The Governance Development Committee will undertake search activity to fill the vacancies. The committee next meets on 25th January 2021.  Student Council led elections for Student Governors and Members have taken place, resulting in more interest than anticipated. There are several very strong applications from across the campuses and courses. Plans to fill the two Student Governor vacancies, Student Member vacancies on Local College Boards and student member representation on Curriculum and Standards are being taken forward electronically by the Governance Development Committee between now and the New Year.  Jo Rogers, Chair of the Eastbourne College Board, recommended the recruitment of Lisa Gillette to the Eastbourne Board. Lisa has Health, Social Care and Not for profit sector experience. Lisa has skills in management and leadership, learning and development, financial management and business development.  The Board **approved** the recruitment.  **Action - DoG to induct Lisa.** | | | | Mia |
| 1.4 | | **Minutes of the last meeting on 21 October 2020**  THE MINUTES OF THE MEETING ON 21 OCTOBER 2020 WERE APPROVED AS A TRUE AND ACCURATE RECORD. | | | |  |
| 1.5 | | **Matters Arising**  Matters arising were noted as completed.  The Governor Learning and Development Programme was appended to today's meeting papers and available on Boardpacks for Governors. Governors have been asked to ensure mandatory training is completed and encouraged to participate in any optional training offers they consider useful. A briefing session on the revised SPH disciplinary procedure will be provided once the procedure has been approved by Board in March 2021. | | | |  |
| 2.1 | | **Executive Team Report**  The contents of a new-look Executive Team Report were discussed.  **Covid-19 update**  The Board was advised that of the 430 Covid notifications received; there were 50 positive cases over three months, across five sites. (31 no further action, 19 required action, e.g self-isolation). There were no serious illness arising from the positive cases. There was a spike in Eastbourne. The College has been working closely with Public Health England. Internal auditors have judged that the College is effectively managing its response to Covid-19. The Ofsted interim visit provided similar feedback (1 October 2021)  Ian asked the Board to recognise the extra work this has caused for Tim and his team, including his PA, Nicola Woodcock. The Board expressed their gratitude.  The EDROD advised that the College is offering campus space for vaccines.  **Progress against actions within ESCG Recovery Plan**  The Board were advised that all actions are on track, and supplementary evidence was provided to provide further assurance. The draft adult growth plan will be reviewed at an upcoming Executive Team meeting.  Marie said that she had attended a Staff Governors’ Conference and she felt from discussions that ESCG was further ahead on its recovery journey than some other Colleges.  **Strategic Plan 2021-2024**  The Board were advised of plans for the Executive Lead and Workstream Chairs to review the strategic intentions to ensure they remain valid.  Jo asked if the Strategy had taken into account EU Exit impacts, e.g. International. The CEO confirmed that it has been and will continue to be taken into consideration.  Attention was drawn to the digital Strategy which has been developed, based on the *Shaping the digital future of FE and Skills (September 2020)* and AoC-commissioned report *Creating a post-covid ed-tech strategy with no one left behind.* The Board were advised that work involves a strategic partnership and programme of work based on an innovative co-designed development project with LSEC, JISC and ETF.  Mark reminded the Board of the FEC recommendation that 'A fully costed, detailed and affordable information technology (IT) investment plan should be developed for inclusion in future budgets by December 2020'.    He suggested stating how the £6.4m in the Recovery Plan relates to the IT strategy and how the Estates Strategy development budget relates to digital. What is required is a 5-year investment plan which identifies how both the estates development and IT strategy will be funded. The CEO & EDROD noted this view.  The CEO outlined a changed timeline for consultation on the plan and asked for Board approval.  **Resolution**  The Board **approved** a change in the timeline for the internal (staff) and external (key stakeholders) consultation of the East Sussex College Strategic Plan to commence in January/February rather than the original timeline of Autumn 2020 the rationale provided. This will not affect the end publication date of Easter 2021.  **Risk Management**  The Corporate risk Register was noted.  The Executive Director Resources & Organisational Development advised the Board that the Health & Safety Executive (HSE) Contravention Notice of Improvement was formally closed in mid-November 2020. It was noted that the Audit, Risk and Compliance Committee have requested to receive a report of assurance detailing how lessons have been learned and recommended actions implemented and assurance that systems and key management accountabilities are appropriately in place. The Board needs to be sighted on key risks and mitigations – to be able to assert with surety that it has interrogated the College's approach to health and safety.  **Student experience**  Student engagement, attendance and retention was noted as broadly very positive. The Board were advised an early student 'pulse' survey delivered a student satisfaction score of 8/10  at each campus. Student Councils have met, and leaders and managers are currently working through the top 10 priorities identified by students. Local College Boards and C&S Committee will support and challenge progress.  **College SAR and QIP**  The Board were advised that the College Self-Assessment Report and Quality Improvement Plan have been through internal and external validation and is recommended by Curriculum and Standards for approval by the Board. It was agreed that any further amends to the text (not the grades) would be signed off by Gill Short, Mary Herbert and the CEO ahead of being uploaded to Ofsted.  Catherine asked for an update on the Ofsted inspection regime. It was noted that Ofsted would not be conducting full graded investigations before Easter 2021, but  monitoring visits will be continuing, especially for merged colleges.  Graham and Gill raised that only 32.3% of entry-level students returned to continue their studies. They asked how this compared with other Colleges and for more detail on how they were supported to re-engage. The CEO would look into this further and noted that it was a very small cohort but absolutely right that this was picked up as an area for improvement.  Sue suggested the SAR would benefit from describing the process of SAR development and validation more fully. Sue and Ian queried the length of the document and encouraged the Executive Team to continue work to ensure it is accessible. The CEO recognised the need to ensure accessibility and advised it was more narrative-heavy this year due to the desire to evidence judgements fully. It will be given a final edit to reduce the length ahead of submission and a section on the process included in the opening section.  **Resolution**  The Board **approved** the judgements contained within the College SAR and the actions within the QIP and welcomed the ‘further edit’ and expert panel to agree final version  **College finances**  The Board were taken through performance against the Finance KPIs.  The following issues were highlighted   * 16-18 recruitment is short of target but ‘in year’ starts are planned. * 20% behind on AEB income with plans in place to narrow this gap. * Impacts to commercial income which has been significantly impacted by Covid * c.10% overall income reduction likely (c. £500k) in apprenticeships * the EBITDA has been Impacted by changes to income streams   Graham asked if target figures should be a Q1 target rather than an end of year.  The Chair of the Finance Committee suggested that the production of forecast figures in Q2 should resolve the issue.  The CEO and CFO reminded the Board that they had approved the budget containing a 1% pay increase at a previous meeting and asked for approval for this to now be enacted. The Chair advised the Board on the AOC's stance on pay awards for 2020/21:   * + A solidarity with unions for a more significant pay award   + Recognition that many Colleges' financial situations will not be able to support that without further (and as yet unannounced) govt support   + 1% with a commitment to joint work with unions before the spring 2021 Spending Review to provide evidence of need to govt   + A strong steer to those Colleges that can afford it to offer more than 1%   The Chair of the Audit, Risk and Compliance Committee asked if the request had been scrutinised by the Finance Committee. The Chair of Finance Committee confirmed the 1% pay rise was built into the original Board approved budget.  A Staff Governor asked what the overall impact on the budget would be. It was confirmed as approximately £300k.  Ian reminded the Board of the continuing need to build income streams and control costs in order to enable awards to be made.  **Resolution**  The Board **approved** the enacting of 1% budgeted pay award.    **College year-end audited accounts, financial statements and regularity auditor's management letter**  These were recommended for Board approval by the Audit, Risk and Compliance and Finances Committees. The Board was advised the senior audit manager at Mazars is unexpectedly away from work and therefore not able to agree and sign the final set of accounts. Arrangements are in place to ensure they are signed before the submission date. There has been a sector-wide extension to the deadline for publication to 31 January 2021.  **Resolution**  The Board **approved** :   * + Regularity Audit questionnaire   + College year-end audited accounts   + Letters of representation   It is not expected that there will be any major changes to the accounts, however, arrangements have been proposed by the Audit, Risk and Compliance and Finances Committees, should this be case.    **Resolution**  The Board **approved** the Audit, Risk and Compliance and Finances Committees recommendation that any minor amendments be agreed with the Chair and signed off by the Accounting Officer and Chairs of Finance and Audit, Risk and Compliance Committees. If there are any major changes then the statements will be referred back to the full Board for sign off before 31 January 2021  The Board were advised that the CFO is working through comments on the draft  Financial Regulations received from Governors and co-opted members of the Audit, Risk and Compliance and Finance Committees and the Director of Governance. The Audit, Risk and Compliance Committee has proposed that the Financial Regulations be approved by the Accounting Officer, the Chair, and the Chairs of Finance and Audit, Risk and Compliance Committees.  **Resolution**  The Board **approved** Audit, Risk and Compliance Committee's above proposal.  **Student Union Accounts**  It was noted that the Board retains the responsibility for sign off of Student Union Accounts. They were recommended to the Board for sign off by the Finance Committee.  **Resolution**  The Board **approved** the Finance Committees recommendation that no additional resources be made available for this academic year as there are adequate unspent funds to support the Student Union.  **Annual report of the Audit, Risk and Compliance Committee**  **Resolution**  The Board **approved** the Annual Report of the Audit, Risk & Compliance Committee.  **People**  The Board were advised staff have been asked, via an employee wellbeing survey, to give feedback on a range of themes including how working from home is going, and whether staff feel that communication has been effective during the second lockdown. The HR Committee will receive feedback and scrutinise the management response.  It was noted that the consultation for the People Strategy is planned for launch in January 2021 to align and embed within the Strategic Plan process.  The Board were appraised that the College is now a Kickstart employer and has submitted the first 16 x 25 hour a week paid placements for 18-24 year-old unemployed people.  The Chair of HR Committee asked who the permanent HR Director when appointed, would report into. This role will report into the Director of HR whose position is currently as seconded from EBC/LDC. There was a discussion about organisational development which the CEO will discuss with the Chair of the HR Committee outside of this meeting.  **Action: The CEO and Chair of the HR Committee to discuss the Director of HR role's in relation to organisational development.**  The CEO updated the Board on the recruitment of a Deputy Principal to join the senior team as a*n* SPH.  **Transformation**  As discussed in the pre-Board briefing session, an Estates' Strategy and delivery plan for the College has been presented to the Transformation Committee. The College has enlisted advice to ensure the most advantageous and compliant procurement option is taken forward. The Board were advised of the indicative expenditure profile and the timing of capital receipts for all land. The College has had discussions with both the PMO and Barclays around the permissions required to retain the capital receipts from the asset disposals.  **Resolution**  The Board **approved** the Transformation Committee's recommendation relating to the disposal of sites (subject to final valuation and approval by real estate advisory)  The Chair of the Audit, Risk and Compliance Committee expressed concern about there not being enough of a focus on risk and cost for phases post Phase 1 implementation. It was noted that there is no commitment to funding other than enabling funds approved in Phase 1.  **Resolution**  The Board **approved** the draft Estates' Strategy. | | | | Rebecca and Kevin |
| **3.1** | | **Governance Improvement Plan update**  The Director of Governance updated the Board on progress against the nine areas for improvement contained within the Governance Improvement Plan.  Delays to Student recruitment were already discussed as part of item 1.3.  The Quality Dashboard is being presented to Governors during 'understanding College data' sessions provided by the Head of MIS this month. However, the College performance dashboard, contained within the new-look Executive Team report in Item 2.1, continues to have some gaps (e.g. HR metrics linked to the People Strategy) and requires further honing to support a benchmarked and longitudinal study of College performance against KPIs.  Plans to review the structure of the Board and committee delegations will be discussed by the Governance Development Committee at its January meeting. Membership of the Local College Boards was noted to have been suitably refreshed.  Chairs’ meetings have been instigated to support Committee interconnectivity, and inter-committee referral forms were noted to be helpful.  The refreshed approach to agenda-setting is going well. The new-look Executive Team report presented today is an example of how reports have been reduced and rationalised. Boardpacks has been utilised to embed links to documents, but this has had variable success depending on which device Governors are using to access papers. The hyperlink system does not appear to work well for Mac users. Governors have been invited to attend sessions with the DoG on the use of Boardpacks, including the Knowledge Area.  The Chair of Governance Development advised that the National Leader in Governance working with the Board and the Chair will be continuing to provide scrutiny in this area and is meeting with him and the DoG in January 2021. | | | |  |
| **4.1** | | **Risk Management Policy**  The Risk Management policy was recommended for approval by the Audit, Risk and Compliance Committee.  It was noted the College's Policy on risk management is aligned with the emerging Strategic Plan 2021-24 and is centred on short-term recovery and long-term growth strategy. It contains five enabling themes, underpinned by Board-approved strategic statements of intent.  Risk appetite and scoring have been added alongside Board and Executive Team level processes for oversight of education related risk. The Policy will be reviewed in six months.  **Resolution**  The Board **approved** the Risk Management Policy. | | | |  |
| **4.2** | | **Equality, Diversity & Inclusion Policy**  The CEO presented a new EDI Policy for approval, bringing together two former EDI Policies for Staff and Students into one policy. The CEO will lead this area of work moving forward to signal its significance.  An EDI Committee made up of staff, students, Link Governors, EDI community stakeholders will be established in January 2021.  An EDI Strategy will be reviewed by the EDI Committee and brought back for approval at the next Full Board meeting.  Ian, the new EDI Link Governor, favoured the single policy approach.  Angela asked for the policy to be more general around discrimination going beyond protected characteristics.  Mark raised a concern about the reasonable adjustments statement seemingly placing the onus on students to raise the need for adjustments.  Kevin asked for 'not limited to' to be added to the Bullying and Harassment statement.  Sue felt the leadership of the EDI agenda under the CEO would support raising its profile. She asked for the inclusion of breaches of the Policy for Governors to be added.  **Action: CEO to incorporate Governor feedback.**  **Action: DoG to forward plan for March 2021 approval**. | | | | Rebecca  Mia |
| **5.1** | | **Lewes College Board – 9 November**  Minutes from the meeting were noted**.** | | | |  |
| **5.2** | | **Eastbourne College Board – 10 November**  Minutes from the meeting were noted**.** | | | |  |
| **5.3** | | **Hastings College Board – 11 November**  Minutes from the meeting were not received**.**  **Action – The EDROD to follow up with administration** | | | | Tim Hulme |
| **5.4** | | **Curriculum and Standards Committee – 16 November 2020**  Minutes from the meeting were not received**.**  **Resolution**  The Board **approved** the quality KPIs recommended by the Curriculum and Standards Committee. | | | |  |
| **5.5** | | **Transformation Committee – 18 November**  Minutes from the meeting were noted. **Approvals** contained within 2.1 | | | |  |
| **5.6** | | **Chairs Meeting – 19 November**  Minutes from the meeting were noted**.** | | | |  |
| **5.7** | | **Audit, Risk and Compliance Committee – 23 November**  Minutes from the meeting were noted. **Approvals** contained within 2.1 | | | |  |
| **5.8** | | **Finance Committee – 23 November**  Minutes from the meeting were noted. **Approvals** contained within 2.1 | | | |  |
| **5.9** | | **Performance and Remuneration committee – 24 November**  **Resolution**  The Annual report from Performance & Remuneration was **approved**. | | | |  |
| 6.1 | | **Urgent Matters**    **Governor e-mails**  The DoG and EDROD said that the sending of College information and data to private e-mail addresses is not considered safe or best practice. The College Cyber Security Audit will make recommendations in this area.  IT services have tested a solution that sends a notification to Governor's personal e-mail accounts when an e-mail is sent to Governors ESCG mail accounts. Instructions on where and how-to login to Outlook Webmail will be provided to each Governor.  IT Services are also exploring longer-term 'desktop in the cloud' solutions.  The Board agreed, where necessary (where there is no end to end encryption – e.g. Mark Fisher has an ac.uk e-mail address), Governors will use their escg accounts from January 2020, and/or when it is available, the 'desktop in the cloud' solution.  The Board requested not to receive e-mails about staff vacancies.  **Action: DoG to arrange Governor e-mail access with IT Services.** | | | | Mia |
| 6.2 | | **Meeting Evaluation**  Graham provided a short evaluation of today’s meeting.  The papers arrived in sufficient time of the meeting, noting that those with apple devices had difficulties opening embedded documents. It was recognised they had been uploaded separately to Boardpacks for those users.  Papers were well written, and the new-look report supported the reduction of paperwork.  The Chair identified the key items and manage the time so that they could be properly aired It was recognised that the agenda is always busy with year-end financial approvals at this time of year.  All Governors were able to express their views, with prompts by the Chair.  The pre-meet on Transformation was noted as a helpful way of providing further detail on proposals and approvals required. It was a very helpful way of dealing with a complex issue on the agenda. | | | |  |