

DRAFT



**BRIDGWATER
& TAUNTON
COLLEGE**

BOARD OF GOVERNORS

**MINUTES OF FULL BOARD MEETING
HELD ON THURSDAY 1 JULY 2021**

MEETING COMMENCED: 5.00 pm
MEETING ENDED: 7.30 pm

PRESENT: Derek Randall (Chair), John Alvis (JA), Andy Berry (AB), Louise Seymour (LS), , Matt Cox (MC), Denys Rayner (DRay), Mike Westlake (MW), Luke Fielder (LF), Karen Harvey (KH), Claire Pearce (CP)

VIA ZOOM: Alan Hunt (AH), Nick Skyrme (NS)(joined at 5.23 pm), David Taylor (DT), David Selway (DS), Lyndon Brett (LB) (joined at 5.29 pm), Rebecca Coutts (RC)

IN ATTENDANCE: Marcus Holder, (MH), Louise Rowley (LR), Mark Nettle (MN) (Clerk) and Katy Hockings (note taker) (all in person)

G.04.50.21 WELCOME AND APOLOGIES FOR ABSENCE
Apologies had been received from Andre Frullo, Salam Katbi and Millie Harris.

DR opened the meeting and welcomed everyone in the meeting whether online or in person.

G.04.51.21 DECLARATION OF INTERESTS
There were no declarations of interest relevant to the agenda of the meeting.

G.04.52.21 MINUTES OF THE MEETING HELD ON 25 MARCH 2021
The minutes from the meeting held on 25 March 2021 were agreed as a true record of the meeting and were duly approved.

G.04.53.21 MATTERS ARISING
Summary of Student Survey and Safeguarding Matters – MN reported that a further survey has now been completed by students and he will summarise both surveys with information for Governors in due course. RC asked about the timing of this. MN confirmed this would be within two weeks.
ACTION: MN to circulate findings of student surveys to Governors.

G.04.54.21 BOARD AND COMMITTEE MEMBERSHIP
MN provided an update. Millie Harris, FE Student Governor, has now stepped down. Karen Harvey, HE Student Governor, is attending her final meeting. Both FE and HE student representatives on the

Governing Board will be sought early in the new academic year. Taunton and Cannington Staff Governors, Matt Cox and Louise Seymour, will both be finishing their four-year term at the end of this academic year. Two candidates have been nominated for Taunton Staff Governor, and Hannah Lenthall, a course leader for Level 3 art and design and who works on our Norwegian programme, was successful in being elected to the Taunton Staff Governor vacancy. Hannah has worked at the College for nine years. There was only one nomination for Cannington Staff Governor, and therefore Adam Collett, Team Leader for Land-based work-based learning, will be appointed Staff Governor for Cannington. Both Hannah and Adam will be appointed for a four-year term, commencing from the new academic year.

Gill Slattery and Keith Stenning have stepped down this term as Governors.

A potential new Governor has been met by DR and AB, and is proposed to join the Board. Professor Beverley Hawkins is an Associate Professor of Leadership and Associate Academic Dean for Students at Exeter University with a background in leadership and management, is being proposed to join the Board with effect from the new academic year. AH gave a background to Beverley as he had previously worked with her. He commented that Beverley has strong links into both HE, working for a university and the QAA, but also experience with FE, so has very relevant experience. He proposed her as a Board member. DR commented on his meeting with Beverley over Zoom last month. He confirmed he would endorse the proposal from AH. AB commented that having a further HE representative on the Board would be positive. DR confirmed the appointment of Beverley Hawkins had been approved by the Search Committee. He invited a seconder. JA seconded the proposal, and Beverley Hawkins is duly appointed a Governor with effect from the new academic year.

MN reported that the membership of Committees will be discussed over the coming weeks, and invited Governors to put themselves forward for further Committee membership, and he will also approach Governors to invite them to join where appropriate.

MN confirmed that further appointments to the Board are being investigated.

DR recorded thanks to LS, MC and KH for their input to the Board during their time in post. Their feedback and input are invaluable in ensuring the Board is effective.

RC asked what the timeline is on other potential Governors, and when further appointments will be made. RC asked how many current vacancies there are. MN reported that three further possible appointees are being approached at the present time. The plan is to take recommendations to the Search Committee in October, with ratification and appointment from the December Board meeting. RC asked whether a meeting has been arranged with the nomination she has made. MN confirmed that he has made contact, and this will be moved forward in the next couple of weeks. RC highlighted the diversity issues on the Board, and that she would like to see further minority

appointments. AH highlighted that the appointment of Beverley Hawkins addresses this to some degree.

G.04.55.21

REGISTER OF INTERESTS

Declaration of interest forms had been circulated with the meeting papers. MN requested that every Governor return these forms as soon as possible, even if there are no changes for this year, recording 'no change' on a signed form.

G.04.56.21

2020/21 UPDATE

Principal's Update – DR congratulated the senior management team on the way that challenges over the past months have been dealt with. It has been an extremely challenging period with the issues relating to COVID-19, and the senior management team has managed to keep the College running smoothly throughout this period. AB would pass thanks from the Board to the senior management team.

AB highlighted key points within his update and gave a verbal update on matters since he submitted his report. He invited questions and comments. DR commented on the hard work of all staff across the organisation during the past 18 months. DT thanked AB and the staff for all of their hard work over the past year. He commented on the strong work with the NHS in building the nursing programme. DT asked about the Teacher Assessed Grading process, and asked about the awarding organisations and samples of work being requested. AB commented that across the board, results are strong, and a very robust process has assisted the College in reaching this position. He highlighted his concerns about the impact of Covid-19 on students studying Functional Skills in English and maths. It is apparent that those most disadvantaged students have been most adversely affected by the fact that Functional Skills students are still being expected to sit exams, whereas GCSE students are not. In relation to sampling, the College had anticipated there would be a sample from across the board. However, this has not been the case so far. Only a very small sample has been requested at this point, and all evidence has been submitted within the tight deadlines expected. LR commented that, with regard to Functional Skills, exams have been taken from Easter onwards for over 600 students. It is taking around 5 – 6 weeks to get results, which means that some students will have to undertake resits over the summer period, which is not ideal. LR added further detail around sampling which had been requested. Confirmation of processes around results day have been agreed. These fall earlier than normal, on 10 and 12 August for Level 3 and Level 2 respectively. Staff will be on site over this period to deal with any appeals. Students will access their results electronically.

RC congratulated the team on the Teacher Assessed Grades. She had attended the recent ARG and said it was clear how much work had gone into this process to ensure a robust response.

DR thanked AB for his report.

Operating Plan 2020/21 Update – The updated operating plan for 2021/22 had been circulated. AB highlighted key points within the plan and invited questions.

AB emphasised that, until the results are known in mid August, final assessment won't be able to be made in relation to Strategic Aim 1. AB highlighted that the majority of the items within Strategic Aim 2 have been met. Aim 3, which relates to staffing, has largely met its objectives. Further work was required on individualised staff development in the coming year. Strategic Aim 4 which focuses around Finance is also looking strong at present. The overall estates strategy will be developed more fully over the coming year.

There were no questions from Governors.

Management Accounts 31 May 2021 – MH presented the management accounts for the period ending 31 May 2021. DR invited MH to highlight key points, and emphasised that the FP&GP Committee had scrutinised the management accounts in detail at their recent committee meeting. MH highlighted the key points in the accounts, and invited comments or questions from the Board. DR thanked MH for the update. DRay asked about the year end financial position, and AB clarified. MH confirmed the ESFA financial rating as good.

LB commented about utilisation of resources and MH responded to clarify the position.

RC asked about the balance of income from commercial activities compared with core funded activities and any impact of Covid-19. MH advised that Covid-19 had impacted commercial income but was partially offset by non-pay savings and the furlough grant. AB confirmed that there had been areas where costs had been saved due to Covid-19 and others where costs had been incurred but income had been reduced due to lockdown.

RC asked whether the budget for capital and renovation projects have made allowances for the increased cost of raw materials which has occurred due to Covid-19 and Brexit. AB confirmed that there have been allowances made to cover such additional costs. However, depending on the scale of these potential increased costs, there may also have to be decisions taken not to complete all projects. MH confirmed that there are also potential delays in project completion due to supply chain issues, and work is also ongoing on the decarbonisation agenda which potentially will incur further costs.

G.04.57.21

2021/22 PLANNING

Strategic Planning Framework – AB presented the final draft of the Strategic Planning Framework for 2021-24, which incorporated feedback from the Governors Strategic Planning session earlier in the academic year. AB presented the key points from the framework document. He highlighted that further work is required with Governors to discuss the vision statement for the organisation, to ensure that it is both sufficiently overarching but also specific to the College. This will take place in the coming academic year. AB highlighted the strategic aims which have now been identified, five core aims with three cross cutting themes of digital, climate and equality and diversity.

MW commented that the current vision is quite inward facing, and reframing around students and outcomes could be beneficial when we review this. AB confirmed that an opportunity to review this further in the coming year would be positive.

CP commented on Strategic Aim 4, and that economic transformation is key and that the focus may be international as well as national, and the potential challenges and drive to ensure that the College can respond to international investors and partners who may not be used to the UK education system. AB confirmed that this element can be incorporated.

RC commented that agility was discussed previously and it will be key to reflect this within the framework document, as this is what the current economic climate is demanding, and a more global approach. AB thanked RC and confirmed this will be incorporated.

AB invited any Governor to contact him outside of the meeting with any minor adjustments, which could be helpfully incorporated.

DT commented that equity rather than equality may be a better terminology to reflect the true aim of the College, in ensuring equitable treatment for all. AB confirmed this will be incorporated.

AB presented the draft operating plan for 2021/22 and highlighted key points. This document will form the basis of departmental operating plans across the organisation. AB highlighted that the departmental operating plans will be reviewed by Governors in Area Review Group meetings held on a termly basis.

CP commented that there needs to be a stronger link in some areas between the strategic planning framework and the operating plan for the coming year. She will provide some notes for AB outside of the meeting.

DS commented on the use of the word responsive in the context of the strategic planning framework, and perhaps a more proactive and forward-facing term might be more useful. AB confirmed this would be reviewed again. DRay concurred with this.

MC commented on the concept that FE colleges are part of shaping rather than reacting to situations, and are going to be an integral part of our society moving forward.

RC asked about deadlines for comments and feedback. AB confirmed comments from Governors would be helpful by Friday 9 July, so that the strategic planning framework and operating plan can be signed off and disseminated to teams across the College to develop their operating plans for 2021-22. AB confirmed that it would also be useful to have some more focused thinking around the strategic framework to feed into the Governors' Strategic Planning Event in January 2022, via a Strategic Framework working group. MN to coordinate this work in the autumn term.

MW asked how much of the strategic planning framework is publicly available. AB confirmed it is not widely published outside the organisation. MW said that he felt we should make this document public, to enable more accountability and clarity externally about our strategy. AB agreed that this is something the College would be keen to do, but once the vision has been worked on further and the next round of Governors Strategic Planning has taken place in January 2022.

ACTION: Board members wishing to provide feedback please do so by Friday 9 July to AB.

Risk Register – AB presented the risk register for the coming academic year. He highlighted that this document has been simplified and streamlined to make it more manageable and clearer. These are the very high-level risks. AB invited comments and questions. The Board noted the risk register. MW asked how the risks align to the Strategic Aims, and how we address risks which cross over multiple Aims. MN said that this had been considered, but at this stage it had been agreed to align with the Strategic Aims for clarity.

Budget 2021/22 – The budget for 2021/22 had been circulated prior to the meeting and had been scrutinised in detail by the FP&GP Committee at its recent meeting. FP&GP recommended its approval. MH highlighted key points within the budget and invited comments and questions. MC asked about commercial activity and if MH could advise how quickly we will return to pre-pandemic levels. MH confirmed that the budgets for next year have been set, and he is confident they are cautious but realistic.

The Board approved the budget for 2021/22 as proposed. A revised budget will be brought to the Board at its next meeting once final enrolment numbers are known.

G.04.58.21

FINANCIAL REGULATIONS

The updated Financial Regulations had been circulated prior to the meeting and had been scrutinised by the FP&GP Committee. MH highlighted key changes, including clarity around MH and AB being able to approve waivers for tenders up to £190k spend. MH invited questions and comments. The Board approved the Financial Regulations as presented.

G.04.59.21

LOAN AGREEMENT

MH highlighted the variation to the Barclay's loan agreement. MH confirmed this has been scrutinised by FP&GP Committee and recommended for approval. MH highlighted the key points of the loan agreement. The Board approved the variation as outlined. DR and AB will sign this on behalf of the Board.

G.04.60.21

NEW SUBSIDIARY COMPANY

AB provided an update on a proposal to create a new subsidiary company which will be able to take on a variety of contracts on behalf of the College but would initially explore the potential to bring a significant contract back into the College. AB confirmed that this matter has been discussed in detail at the recent Audit and FP&GP Committees. AB invited questions and comments. JA asked about staffing for the contract, and AB confirmed that no changes to terms and conditions would be incurred as part of any change. DRay asked how

the process will be managed on an ongoing basis to ensure it is successful. AB confirmed that additional capacity at management level will be built into the model to ensure it is successful. LB asked for clarity around VAT liability. MH clarified the position and confirmed that he had taken advice on this as being VAT exempt. LB asked for clarity around provision of contracts to external organisations and VAT liability. MH confirmed there could be VAT liability here. RC asked whether there is capacity to undertake this work in a successful manner. MH confirmed that there is capacity, and work has been done to ensure this would work in practice. There will be a requirement for legal advice. RC highlighted the benefit of being able to create opportunities for students by making this structural change. The Board approved the proposal to create a subsidiary company on the basis described.

G.04.61.21

BUSINESS CONTINUITY

MH highlighted for information the College's business continuity measures. The Audit Committee had scrutinised this item. MH invited questions. NS asked a question relating page 2 and the Ofsted sexual harassment report which had been published recently. MN confirmed that this has been raised at the ARG and at Safeguarding Committee. MN confirmed that there is a plan to address the points raised. The College has not been cited on the Everyone's Invited website, but actions will be taken in the new academic year to address the issues highlighted. Students will be given awareness raising sessions in relation to acceptable and not acceptable behaviour, and support will be offered for any victims who come forward. A policy statement will be put together for the Office for Students on this matter.

DT commented that the response from the College was timely and comprehensive on this issue, and will take effective action to address many of the issues which have been raised on this matter. However, he did emphasise that, although the College can take action, this is wider than individual colleges and schools, and the national promotion of these issues is key to address this effectively.

LS commented that the College processes, such as the ARG meeting, are extremely helpful in providing a 360 approach to this matter, and assist us to become more effective in our actions and outcomes.

RC commented that this had also been discussed at the Equality and Diversity Committee meeting, and she also expressed confidence in the College's approach.

The Board noted the business continuity proposals.

G.04.62.21

REPORT ON SUBSIDIARY AND ASSOCIATED COMPANIES

The report had been scrutinised in detail by the FP&GP Committee at its recent meeting. AB highlighted the key points and invited questions and comments. The Board noted the report.

G.04.63.21

ESTATES AND BUILDINGS UPDATE

The Estate and Buildings Update, which had been reviewed by the Buildings Projects Committee meeting on 18 May 2021, was noted by the Board.

G.04.64.21

MEETING CALENDAR FOR 2021/22

The 2021/22 calendar dates for Governors had been circulated, with additional dates and events of interest to governors. The dates were noted.

G.04.65.21 SUBCOMMITTEE MEETINGS

G.04.66.21 Buildings Projects Committee 18.05.2021 – The minutes had been circulated and were noted and ratified.

G.04.67.21 Health and Safety Committee 27.05.2021 – The minutes had been circulated and were noted and ratified.

G.04.68.21 Quality and Standards Committee 07.06.2021 – The minutes had been circulated and were noted and ratified.

G.04.69.21 Audit Committee 15.06.2021 – The minutes had been circulated and were noted and ratified.

G.04.70.21 Finance, Personnel and General Purposes Committee 17.06.2021 - The minutes had been circulated and were noted and ratified.

G.04.71.21 ANY OTHER BUSINESS

Self-Assessment Meeting – 7 October 2021 – DR advised that this meeting will be utilised to discuss the Board structure, to ensure it is robust and appropriate going forward. DR will circulate proposal documents early in the new academic year for review by Governors in advance of the Self-Assessment meeting in order that a full and useful discussion can take place at the meeting.

The meeting closed at 7.30 pm.