

MINUTES OF THE BOARD MEETING HELD ON 10TH OCTOBER 2022 AT 5PM AT THE KINGSWAY CAMPUS

Present:	Michele Bacon (<i>Vice Chair</i>)	External Governor
	Karen Banks	External Governor
	Megan Burns	Student Governor
	Jayne Edwards	External Governor
	Andrew MacManus	External Governor
	Mary Murphy	Principal
	Lynn Pegler	External Governor
	Wesley Rourke	External Governor (<i>remotely via Microsoft Teams</i>)
	Chris Sikorski	Staff Governor
	Susan Smith	External Governor
	Ryan Turner	Staff Governor
	Sarah Worsley	Student Governor
	In Attendance:	Ben Barton
	Thalia Bell	Deputy Principal (Curriculum)
	Leeann Bellfield	Assistant Principal
	Alan Brown	Assistant Principal
	Julie Holland	Deputy Principal (Finance & Resources)
	Catherine Shaw	Clerk to Governors

PART ONE

Michele Bacon chaired the meeting in the absence of Neil McGrath and welcomed all attendees to the meeting.

1.0 APOLOGIES FOR ABSENCE

Apologies for absence were received and accepted for Neil McGrath (Chair of the Board and Tom McInerney).

2.0 DECLARATIONS ON INTEREST

Interests were declared as followed and **noted**:

- Ryan Turner as Head of Higher Education (HE) at the College.
- Agenda Item 8 - Megan Burns and Sarah Worsley as prospective student governors.

Agenda item 8 was taken in the absence of Megan Burns and Sarah Worsley. Thereafter, they re-joined the meeting.

3.0 UPDATE ON STRATEGIC ISSUES (*previously circulated*)

The Principal delivered a presentation which accompanied the comprehensive report which had previously been circulated. She highlighted the following aspects from her report and at regular intervals invited any questions from Governors:

- National politics and issues – a new Prime Minister, Liz Truss was appointed on 6th September 2022. Kit Malthouse was the newly appointed Secretary of State for Education and the fourth Education Secretary since July 2022. Soaring energy costs, recruitment and retention of staff, low college teacher pay, possible redesignation of colleges into the public sector by the Office for National Statistics (ONS) and resulting VAT implications remained key issues nationally.
- Local Environment – included details on the Local Skills Improvement Plans (LSIPs) and the Strategic Development Fund (SDF). Progress was reported in relation to these collaborative projects. The College had been allocated £435k from Round 2 of the SDF to develop hydrogen technology as part of the project.
- College Priorities – these included safeguarding and wellbeing, achievement rates in 2022, student progress and destinations, Ofsted changes introduced from September 2022 in relation to a more in-depth focus on a college's contribution to meeting skills needs.
- Efficiency – the outturn for 2021/2022 which included pension costs had exceeded the forecast surplus. The College had been in outstanding financial health for the last seven years and was predicted to sustain this grade for the next five years. This demonstrated that finances were well-managed and placed the College in a strong position to address challenges and lagged funding implications in connection with a shortfall in 16-18 year old recruitment in 2022/2023.
- Growth and Funding– this included funding implications relating to 16-18 year olds, adult education, apprenticeships and higher education. A comprehensive analysis had taken place in connection with the shortfall in the recruitment of 16-18 year olds and the Principal spoke in detail on the findings from this review, together with the plans that had already been implemented to address this issue. HE recruitment in 2022/2023 was very healthy with counselling courses proving to be popular. In relation to this, the Student Governor commented on the high quality of provision on offer at the College in respect of counselling courses.
- Quality, Efficiency, Growth (QEG) Performance Monitoring Report 2021/2022
- Annual Report 2021/2022 – the College had met or exceeded all of its major targets.
- QEG Performance Monitoring Report 2022/2023.
- Annual Staff Survey – the pleasing outcomes were presented to the Board, accompanied by a selection of anonymised comments that had been included in the free text sections of the survey. In the minority of areas where there had been a slight decline on previous years, an action plan was in place to address these aspects with further reviews taking place in December 2022 and April 2023.
- Events from August to September 2022 – numerous activities had taken place which included celebratory events at and successful fundraising initiatives at the College.

Opportunities for questions to be raised in advance of the meeting had been made available to Governors upon receipt of their supporting documentation. Where appropriate, the Principal had incorporated responses within her presentation. A discussion took place.

In response to one of the questions raised regarding the quality of the Special Educational Needs and Disability (SEND) provision at the College, the Principal informed the Board that the recently appointed Head of Foundation Studies, Inclusion

and Learning Support was a specialist with considerable experience. The Principal was pleased to report that swift and very pleasing progress was being made in this area.

Resolved:

- (i) The Principal's update on strategic issues was noted.
- (ii) Annual Report for 2021/2022 was approved.
- (iii) Keeping Children Safe in Education (KCSIE) September 2022 update was noted.
- (iv) QEG performance outturn for 2021/2022 was approved.
- (v) The quality and financial targets (including QEG) for 2022/2023 were approved.

The Principal placed on record her thanks to both Governors and colleagues for their continued support.

4.0 SAFEGUARDING *(previously circulated)*

The Deputy Principal (Curriculum) highlighted the statutory requirements contained within the Keeping Children Safe in Education (KCSIE), published by the Department for Education (DfE) on 1st September 2022. She drew Governors' attention to the annual safeguarding refresher training that had been provided to the Board via a podcast platform. Questions were invited, with the Deputy Principal advising that she could also be contacted to assist with any general safeguarding questions that may arise after the meeting, in the event that any Governor had yet to access the podcast.

A discussion took place. A Governor commented favourably on the content of the 'safeguarding' podcast that had been circulated prior to the meeting and the benefits of receiving training via this method.

Resolved:

- (i) The Board received and noted the latest KCSIE statutory guidance publication.
- (ii) The Board received and noted the annual safeguarding refresher training podcast.

5.0 MANAGEMENT ACCOUNTS 2021/2022 *(previously circulated)*

The Deputy Principal (Finance & Resources) advised Governors of the financial position for the College, measured against the budget and the five-year forecast previously submitted to the Board. She highlighted the following key issues and financial data within the report:

- Executive Summary – included the operating surplus position, cash balances, cash-flow reconciliation and annual capital expenditure.
- Income – student numbers and funding relating to 16-19, HE and apprenticeship funding.
- Expenditure – included staffing pay and non-pay budget headings such as curriculum and functional areas.
- Cash and Insolvency – cash balances had remained positive. Year-end ratio and cash days in hand were noted.
- Financial data relating to debtors and creditors.
- Local Government Pension Scheme and financial implications following actuarial pension assumption changes.

Numerous questions were raised and responded to by the Deputy Principal (Finance & Resources).

The Deputy Principal responded to a question relating to cashflow forecast and curriculum areas. She explained the allocation rationale between the respective budget headings of Estates and Curriculum.

A Governor commented on the slight dip in two key ratio areas relating to financial performance denoted by an amber RAG rating. The Deputy Principal advised that she was confident of recovery in those areas and a reversion to a green RAG rating.

Resolved – The contents of the report were noted.

6.0 AUDIT COMMITTEE MEETING

6.1 To receive a summary of the Audit Committee meeting held on 26th September 2022 (previously circulated)

The Clerk advised that Karen Banks had been re-appointed as the Committee Chair for the 2022/2023 academic year. At its most recent meeting the Committee had approved the self-evaluation of its performance for 2021/2022.

Karen Banks (Chair of the Audit Committee) presented agenda items 6.2 to 6.6 (inc)

6.2 Review of the Risk Management Process 2021/2022 (previously circulated)

The Board was informed that this process had been considered by the Committee. Assurance was provided that the Risk Register had been revised throughout the year in response to both internal and external influences. Reporting mechanisms had been enhanced by listing the risks in score order with the highest placed first. Details of mitigating controls and sources of assurance against each of the identified risks had been provided.

6.3 Risk Management Policy 2022/2023 (previously circulated)

The Board was advised that this policy had been reviewed with one amendment made. The Audit Committee made a recommendation for the Board to approve the Risk Management Policy 2022/2023.

6.4 Assessment of Controls on Fraud & Irregularity (previously circulated)

The Board was informed that the Regularity Self-Assessment on Regularity Questionnaire (SARQ) 2021-2022 and Annex D had been scrutinised by the Committee. One amendment had been made to the SARQ. The appended SARQ and Annex D were recommended for approval by the Board, in accordance with the Audit Code of Practice (ACOP).

6.5 Education and Skills Funding Agency (ESFA) Sub-Contracting Audit (previously circulated)

The Board was advised that the Financial Statements Auditor had undertaken a review of the College's systems and controls in relation to its subcontracting arrangements with four providers in compliance with statutory requirements. Upon completion the Auditors provided a green RAG rating for four sections of the audit and an amber/green rating for the remaining two sections. Satisfactory assurance had been received on the systems and controls the College had in place to manage subcontractors delivering adult education and training funded by the Liverpool City Region Combined Authority for the year 1st August 2021 to 31st July 2022.

6.6 ICCA Internal Audit Report 2021/2022 (previously circulated)

The Board was advised that ICCA had issued five 'substantial assurance' opinions and one 'reasonable assurance' opinion in connection with the six areas of internal activity that had taken place during 2021/2022. ICCA provided the Audit Committee

with reasonable assurance that the College's governance, risk management, and systems of internal control were operating adequately and effectively.

Resolved:

- (i) The Board noted the contents of reports presented within agenda items 6.1 to 6.6 (inc).
- (ii) The Board approved the SARQ and Annex D in accordance with the ACOP requirements.

7.0 SEARCH & GOVERNANCE COMMITTEE MEETING *(previously circulated)*

7.1 To receive a summary from the Search & Governance Committee meeting held on 3rd October 2022

The Clerk advised that Wesley Rourke had been re-appointed as the Committee Chair for the 2022/2023 academic year. At its most recent meeting the Committee had considered and addressed the following items of business:

- approved the self-evaluation of its performance for 2021/2022.
- anticipation that the individual governor review meetings were to be completed scheduled by 14th October 2022.
- reviewed the action plan that derived from the Association of Colleges (AoC) Code of Good Governance for English Colleges.
- approved the format for an annual skills audit to be circulated for completion by all Governors and return to the Clerk for an analysis to be undertaken.
- Received an update on recent governance developments within the sector.

In the absence of Neil McGrath (Chair of the Board), the Clerk presented a verbal Chair's update on his behalf. She advised Governors that since the last Board meeting the Chair's activities had included:

- A meeting with Rachel Owens (CEO at Halton Chamber) regarding the recently introduced LSIPs.
- To date, the completion of seven individual governor reviews. Upon full completion it was anticipated that a report be compiled for the next Board meeting highlighting any common themes produced from the review process.
- Regular meetings had continued to take place with the Principal and Clerk to Governors.
- Receipt of correspondence from the National Education Union (NEU) informing the Chair of the intention to ballot members which potentially could result in industrial action relating to pay.

Wesley Rourke (Chair of the Search & Governance Committee) presented agenda 7.2 to 7.5 (inc)

7.2 Committee's Annual Report 2021/2022 *(previously circulated)*

Governors were advised that the Committee had considered and subsequently approved the Search & Governance annual report for 2021/2022. This had included attendance levels of all Governors which were noted to be above the national benchmark. Within the report, the Committee had reviewed the equality and diversity profile of the Board and its committee structures.

7.3 Membership matters, future recruitment and succession planning

It was reported that the Board had one external governor vacancy with another vacancy imminent following the expiration of Lynn Pegler's term of office in October 2022. The Committee had identified the need to recruit a governor with audit and financial skills to complement the existing membership of the Audit Committee. It was deemed prudent for the Board to undertake a skills audit to inform future Board

recruitment with the assistance of Jayne Smith (Head of Skills and Enterprise), given her extensive networking opportunities with local employers.

7.4 **Proposals on the reclassification of confidential minutes for 2021/2022**

The Committee had reviewed all minutes recorded as confidential during 2021/2022 to ascertain whether their content remained confidential or could be re-classified. The Committee made a recommendation to the Board for those minutes in question to remain classified as confidential, as they either continued to be strategically sensitive or referred to individuals where there was a statutory requirement to comply with data protection legislation.

7.5 **Training Schedule 2022/2023**

Governors were advised that work had commenced on a Board training schedule which would be kept under review by the Committee. It was noted that the Clerk had circulated details of several on-line training opportunities at the start of the academic year and Governors were encouraged to access these to assist with governor development, as appropriate.

Resolved:

- (i) The Board noted the contents of the reports presented within agenda items 7.1 to 7.5 (inc).
- (ii) The completion of a skills audit by all Governors was approved.
- (iii) The confidential minutes in 2021/2022 were approved to remain classified as confidential for the reasons presented in the report.

8.0 **APPOINTMENT OF STUDENT GOVERNORS** *(previously circulated)*

The Clerk provided an overview of the recruitment process that had recently taken place. A recommendation was made to appoint Megan Burns and Sarah Worsley as student governors for the duration of the 2022/2023 academic year. In accordance with the Board's Standing Orders, the Board was recommended to appoint both students to the Quality and Standards Committee.

Resolved:

- (i) Megan Burns be appointed as Student Governor with immediate effect until 31st July 2023 and to become a member of the Quality & Standards Committee.
- (ii) Sarah Worsley be appointed as Student Governor with immediate effect until 31st July 2023 and to become a member of the Quality & Standards Committee.

The Student Governors were invited to re-join the meeting and were congratulated on their respective appointments to the Board.

9.0 **WRITTEN RESOLUTIONS**

9.1 **Annual Report - 2021/2022** *(previously circulated)*

The Clerk referred to the College's Instrument of Government whereby it permitted written resolutions to enable more efficient decision-making and to avoid the need to convene a special Board meeting at short notice.

Resolved – The Board received and noted the nil report presented in respect of 2021/2022 academic year.

9.2 **Bursary Eligibility Thresholds 2022/2023** *(previously circulated)*

The Clerk referred to correspondence which had been sent to all Governors at the

start of the current academic year when senior leaders had identified that a decreased number of eligible learners had applied for financial assistance via the bursary scheme. Upon investigation the Senior Management Team had recommended that thresholds be increased further and financial proposals had been circulated for governors' consideration. The Clerk advised that numerous questions had been raised and responded to by the Deputy Principal (Curriculum). In summary the required number of Governors for quoracy purposes had responded to confirm their approval to this proposal.

A discussion ensued with consideration being given to the current economic climate, the soaring rise in cost of living and potential barriers to learning and developing skills.

Resolved – The Board ratified the written resolution in respect of the amended Bursary eligibility thresholds for 2022/2023. Governors welcomed the prospect of assisting a greater number of learners in financial need.

10.0 MINUTES (*previously circulated*)

To approve the draft minutes (Part One) of the Board Meeting held on 4th July 2022.

10.1 The Board considered the minutes.

Resolved – The Board **approved** the minutes as a correct record of the meeting.

10.2 Governors received a progress report on the actions identified at the previous meeting.

Resolved – The Board **noted** that all matters were either completed, in progress or had been included on the agenda.

11.0 DATES OF FUTURE MEETINGS

These were **noted** as follows:

Audit Committee – 28th November 2022 at 5pm

Quality & Standards Committee – 29th November 2022 at 5pm

Finance & Resources Committee – 30th November 2022 at 5pm

Board – 12th December 2022 at 5pm

On behalf of the Board, the Vice Chair recorded appreciation to Lynn Pegler for her valuable contribution to the College throughout her tenure as an External Governor. Ms Pegler expressed her thanks and conveyed warm wishes for the continued success of the College.

The Vice-Chair thanked all attendees for their participation and she closed the meeting at 6.05pm.

Signed: ...Office copy signed by Neil McGrath (Chair)

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Chair

Date:12th December 2022.....