

THE CORPORATION BOARD OF EAST SURREY COLLEGE

OPEN MEETING HELD ON THURSDAY 23 MARCH 2023

Meeting held in the Auditorium, East Surrey College, Redhill

Meeting commenced: 18.00hrs

Meeting ended: 20.00hrs

Present

| | | |
|--------------------|-----------------------------|------------|
| Bob Pickles | Independent Member | Chair |
| Liz Rushton | Independent Member | Vice Chair |
| Lindsay Pamphilon | Chief Executive & Principal | |
| Bridgette Anderson | Independent Member | |
| Phillip Kerle | Independent Member | |
| Colin Monk | Independent Member | |
| Alex Hayman | Independent Member | |
| Grace Marriott | Independent Member | |
| Anne Smith | Independent Member | |

Apologies for absence

| | |
|-----------------|--------------------|
| Simon Bland | Independent Member |
| Ganesh Kumar | Independent Member |
| Simon Potten | Independent Member |
| Natalie Watkins | JRC Staff Member |
| Lily Franklin | ESC Staff Member |
| Suhayla Mohamed | JRC Student Member |
| Antonio Iancu | ESC Student Member |

In attendance

| | |
|--------------|--|
| Eva Dixon | Chief Operating Officer (attending remotely) |
| Kam Dehal | Executive Director Commercial & Partnerships |
| Kevin Squire | Assistant Principal Finance & Resources |

Clerk

| | |
|------------|------------------------|
| Sue Glover | Director of Governance |
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C.01.23 Declaration of Interests

Members and officers were reminded of the need to declare any personal or financial interest in any item to be considered during the meeting.

Phillip Kerle declared that he is a governor of West London College.

There were no other declarations of interest.

C.02.23**Apologies for Absence**

Apologies for absence were received from

| | | |
|-----------------|---|----------------------|
| Simon Potten | - | business commitments |
| Simon Bland | - | business commitments |
| Ganesh Kumar | - | personal commitments |
| Lily Franklin | - | business commitments |
| Natalie Watkins | - | business commitments |
| Suhayla Mohamed | - | personal commitments |
| Antonio Iancu | - | personal commitments |

Agreed

The Board accepts the apologies for absence.

C.03.23**Notification of Any Other Business**

Members agreed that there was no other business to be considered.

C.04.23**Unconfirmed minutes of the meeting of the Corporation Board held on 8 December 2022**

The minutes of the meeting were approved and signed as a correct record.

C.05.23**Matters arising and action points from the minutes of the meeting**

Members reviewed the schedule of action points arising from the minutes of the previous meeting.

It was agreed that all actions had been satisfactorily completed and that there were no other matters arising from the minutes of the previous meeting.

C.06.23**Membership of the Corporation**

The Director of Governance presented a report, which identified issues relating to the current membership of the Corporation Board and its committees.

Members were advised that

- Colin Monk has tendered his resignation as an independent member and will leave the Board on 31 July 2023, his current term was due to end in December 2024
- there are no reappointments of independent members due for the remainder of the current academic year
- the term of office for the staff members ends on 31 July 2023 and arrangements will be made for elections to be held in the summer term. Both candidates are eligible for re-election
- two potential candidates have presented themselves for consideration as independent members, one will be considered by the Search and Governance Committee at the next meeting so that a recommendation can be made to the Board in July and the other, whilst not being considered for the role of governor, will be utilised in a support role for the College using their connections and knowledge of the apprenticeship landscape
- a referral to the FE Governor Recruitment Service to help seek new members has been successful and the external recruitment company, Peridot, will be assisting with a search for one new governor

Gender Balance and Diversity

Members noted the current gender balance and diversity of the Corporation Board

- 8 male; 8 female
- 4 male chairs of the Board and committees; 1 female chair of the committees

Members were sorry to note the resignation of Colin Monk and were grateful for the notice period he has given. It was pleasing to note the assistance being given with the search for new members through an external recruiter and, in discussion, were reminded that seeking new members had previously been through recommendations from existing members and this was encouraged to continue.

Agreed

The Corporation Board agreed to receive and note the report.

C.07.23

Learner Voice

In the absence of both student members, the Chief Executive gave a presentation on their behalf on some of the student activities during the term at both East Surrey and John Ruskin Colleges.

The Board was informed on the

- Enrichment Timetable and Engagement at both colleges
- events that have taken place at each college during the time, such as
 - Policing workshop at JRC
 - Sports matches during the term at both colleges
- College Council meeting at both colleges

On behalf of the Board, the Chair of the Corporation thanked the Chief Executive for the presentation and asked that thanks are passed to the student members for all their hard work and contribution during the term. The input at meetings by the student members is very much valued as they are able to provide first hand insight into the experience of being a student.

Agreed

The Corporation Board agreed to receive and note the report

C.08.23

Report of the Chief Executive

The Chief Executive presented her report, which provided an overview of the College's position in relation to issues affecting the sector, strategic and performance targets and priorities, under the following headings:

- Executive Summary
- Ofsted and Quality
- Culture
- Open Events and New Delivery
- Student Behaviour and Safety
- Student Successes and Activities
- Politics and Pay

Members discussed the issues raised and, in response to questions, were advised that

- the outcome of the Ofsted complaint confirmed, as anticipated, that this would not be upheld
- the college is well underway with the action plan to improve the key areas identified in inspection – student behaviours, attendance, apprenticeship feedback and careers
- there have been significant improvements in the behaviours of students and one incident that the Board were made aware of during the term
- a key focus has been around changing the culture of the organisation and bringing two organisations together with opportunities to develop, re-establish and agree 'shared processes' and to change the 'feeling'

The Board thanked the Chief Executive for a very informative report, which addresses a number of key issues, in particular the focus on culture change. Members agreed that such an issue should be given further consideration by the Board and to look at ways in which it can be supportive of the College embarking on such a shift in culture. This would be facilitated at the annual strategic planning event in the summer.

Agreed

The Corporation Board agreed to receive and note the Report of the Chief Executive

C.09.23

KPI Dashboard

Members received the KPI Dashboards for:

- Finance
- Curriculum and Quality

Members reviewed both dashboards noting,

- Red RAG rated areas of Attendance, HE Continuation, Overall Achievement for Apprenticeships, Maths & English pass rate
- Tuition Fees, Employment Engagement Income, Staff costs as a percentage of total turnover cash balance and 12 month rolling cashflow forecast

Agreed

The Board receives and notes the KPI Dashboards

C.10.23

Capital Budget for 2023/24

The Chief Operating Officer presented for consideration and approval the capital expenditure request for 2023/24.

Members were advised that the capital budget for 2023/24 had been considered at the meeting of the Finance and Resources Committee held on 6 March 2023. The Committee accepted that, due to the long lead times with suppliers, agreement on capital expenditure is required at this time in order to ensure sufficient time for procurement activities and planning to take place to ensure work is completed in time for the new academic year. However, whilst each of the capital requests presented were pressing, there is the issue of affordability and it was agreed by the Committee that, until the outcome of the current capital bids process had been concluded and considered by the Executive, it was unable to make any recommendation. Once the outcome of the capital bids process had been considered, the capital expenditure requested would be updated to reflect the most pressing projects and presented to the Board for consideration.

Members considered the proposals presented, noting that the College has received £250k through capital bids and a further £620k for energy improvement and condition improvement capital grants. The Executive have considered the applications and prioritised as appropriate and are recommended the following projects for approval:

- Hot Water boiler fault at JRC - £85k (energy grant to be used)
- S51 & S54 and Old Tennis Court - £85k (fully funded SDF project)
- RAAC survey - £2.5k (DfE requirement for all Colleges)
- CCTV overhaul - £50k (to improve management of student behaviours and security around the college)

In discussion, the Board concurred that these were the most urgent and should proceed. It was noted that the total cost of the capital bids is £950k and that a further review is in progress to meet the minimum threshold of £0.6m net cost to the College.

The Board noted that the following projects are on hold at this time:

- Old house - £0.6m – may be eligible for Condition Improvement Grant and will only proceed if alternative funding can be found
- 117 Selsdon Park Road - £30k – options will involve future income generating activities

Resolved

The Corporation Board approves that the following projects proceed as part of the capital expenditure budget for 2023/24

- Hot Water boiler fault at JRC - £85k (energy grant to be used)
- S51 & S54 and Old Tennis Court - £85k (fully funded SDF project)
- RAAC survey - £2.5k (DfE requirement for all Colleges)
- CCTV overhaul - £50k (to improve management of student behaviours and security around the college)

C.11.23 Annual Schedule of Meetings of the Corporation Board and Committees: 2023/24

The Director of Governance presented, for consideration and approval, the Annual Schedule of Meetings of the Corporation Board and Committees for 2023/24.

Members were advised that the Annual Schedule of Meetings had been considered at the meeting of the Finance and Resources Committee held on 6 March 2023 and are recommending for approval by the Corporation Board.

The Board was advised that the schedule continues to provide termly meetings of the Board and Committees with the following proposed changes:

- the Strategy Committee meets once during the year
- training sessions previously provided through Curriculum Strategy and Strategic Planning are replaced with training sessions prior to Board meetings as required
- all meetings move to an earlier start time of 4pm
- all committees continue to meet virtually and in college when the full Board meets
- the schedule of meetings is considered by the Search and Governance Committee going forward

The Board reviewed the schedule of meetings and, in discussion, agreed this presented a clear timetable and that the changes proposed are accepted.

Resolved

The Corporation Board endorses the recommendation of the Finance and Resources Committee and approves

- the Annual Schedule of Meetings of the Corporation Board and Committees: 2023/24
- the annual schedule of meetings is considered by the Search and Governance Committee going forward
- the continuation of virtual meetings for committees and in College when the full Board meets

C.12.23 External Governance Review

The Director of Governance presented a report outlining the proposed scope and timelines of the external governance review.

Members were reminded that the Corporation Board agreed in July 2022 that the AoC are retained to conduct the Board's external governance review in Spring 2023.

The Board was advised that the introductory session to consider the scope had taken place between the AoC and the Chair, Principal and Director of Governance. The proposed scope and timelines have been prepared by the AoC following this meeting.

Members reviewed the detail of the scope and timelines and agreed these were appropriate. However, it was noted that as part of the review, the reviewer would have access to documents, which are confidential and sensitive, in addition to attending meetings of the Audit Committee and the Board as an observer. The issue of confidentiality around any potential sharing of information was raised and, in discussion, it was agreed that appropriate assurances should be obtained from the AoC to ensure that information is not shared with any third parties and is used purely for the purpose of the review by way of either the confidentiality clause in their contract expanded to cover this or with a non-disclosure agreement being put in place. The Director of Governance would take this up with the AoC to ensure appropriate assurances are put in place before the review commences.

Agreed

The Corporation Board agreed

- the scope and timelines presented for the external review
- appropriate assurances around potential sharing of information are put in place before the review commences

C.13.23 Search and Governance Committee

Meeting of the Search and Governance Committee held on 9 February 2023

Members received the unconfirmed minutes of the meeting.

C.14.23 Report of the Chair of the Search and Governance Committee and issues for consideration and approval

The Chair of the Search and Governance Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board, for formal consideration and approval:

- Risk Management: Spring Term 2023
- Governors' Development and Training Programme for 2022/23
- Governors' Quality Improvement Plan 2022/23: Spring Term 2023
- Review of College Governance with members of the Corporation: 2022/23

C.15.23 Learning and Quality Committee

Meeting of the Learning and Quality Committee held on 23 February 2023

Members received the unconfirmed minutes of the meeting.

C.16.23 Report of the Chair of the Learning and Quality Committee and issues for consideration and approval

The Chair of the Learning and Quality Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board, for formal consideration and approval:

- Risk Management Spring Term 2023
- College Policies
 - ESC04 HE Assessment & Appeals Policy
- College Quality Improvement Plan for 2022/23
- Termly Safeguarding report for ESC and JRC
- Termly Quality & Standards report Spring term 2023
- Termly Careers and Skills Education update
- Termly HE report

C.17.23 Finance and Resources Committee

Meeting of the Finance and Resources Committee held on 6 March 2023

Members received the unconfirmed minutes of the meeting.

C.18.23 Report of the Chair of the Finance and Resources Committee and issues for consideration and approval

The Chair of the Finance and Resources Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board, for formal consideration and approval:

- Risk Management: Spring Term 2023
- Bank Signatories
- Termly HR report – Spring Term 2023
- Management Accounts to January 2023

The Chair of the Committee advised that the management accounts to 31 January 2023, which had been circulated to the Board following the meeting of the Committee, had been reviewed at the meeting. At the time of the meeting, the Committee was advised that a decision is awaited from the ESFA regarding the in-year growth allocation, which represented a potential increase in income of between £250-£500k and had not been factored in the latest forecast. The Committee had raised concern at the lack of communication surrounding the funding agency's in-year growth calculation and urged this is obtained at the earliest opportunity so that the current financial position can be established and reported to the Board.

The COO advised that this had now been established at £393k, which is better than anticipated and will be reflected in the next set of management accounts.

The Board agreed that the Finance and Resources Committee will continue to monitor the financial position very closely and to keep the Board updated at each meeting.

C.19.23 Audit Committee

Meeting of the Audit Committee held on 16 March 2023

Members received the unconfirmed minutes of the meeting.

C.20.23**Report of the Chair of the Audit Committee and issues for consideration and approval**

In the absence of the Chair of the Audit Committee, the Director of Governance reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board, for formal consideration and approval:

- Risk Management: Spring Term 2023
- College policies
 - OSC55 Public Interest Disclosure Policy
- Audit Tracker
- Draft internal audit plan for 2023/24

Resolved

The Corporation Board

- notes the reports of the Chair of each of the committees of the Board
- endorses the approval by each committee of the key issues considered and approved at the meetings
- endorses and approves the reports submitted by each committee for consideration and approval

C.21.23**Link Governors**

Each Link Governor was invited to report on the activities undertaken during the term in their capacity as a Link Governor.

Link Governor for Safeguarding including Prevent – Liz Rushton

The Link Governor reported that

- she has participated in the College's termly Safeguarding Strategy Group meeting
- CPOM, the child protection online management system, which allows the secure sharing of safeguarding information as students transfer from school to college is now being used across college
- there was a good outcome from a recent safeguarding audit undertaken by Croydon council, with low level recommendations
- there continues to be robust safeguarding procedures in place at the College with no concerns to raise to the Board

Link Governor for Higher Education – Colin Monk

The Link Governor reported that

- an overall drop for degree courses offered and increase in degree apprentices is being reported, with a trend towards greater use of, and emphasis upon, the clearing system which may require a different focus on marketing when this becomes clear
- the Lifelong Loan Entitlement, which will empower more people to study in a way that works for them and open up opportunities for those that might never have considered higher education, could present opportunities for the College

Link Governor for Careers – Simon Bland

As the Link Governor was absent from the meeting, the Director of Governance reported on his behalf that the

- official handover from the previous Link Governor for Careers is now complete
- compass rating evaluation review is still at 100% across all benchmarks. The next review is in May

- next phase of planning and review
 - meeting with Career Enterprise Company and planning ahead projects
 - events planned for term 3 are a Horley job fair and ESC and JRC job fairs
 - Employer Encounters and staff CPD
 - Engaging Enterprise Advisors with OSC with specific projects such as marketing

Link Governor for Sustainability – Natalie Watkins

In the absence of the Link Governor for Sustainability, there was no report.

Agreed

The Corporation Board thanked each of the Link Governors for their very informative and positive reports. The Chair took the opportunity to inform the Board that the Link Governor scheme has proved a useful support mechanism for keeping the Board informed on various areas of the College and suggested that the areas for Link Governors could be expanded. It was agreed that this topic would be included for discussion at the annual strategic planning event in June.

C.22.23 Any Other Business

There was no agreed any other business.

C.23.23 Dates of Corporation Board Meetings: 2022/23

Friday 16 June 2023 – Corporation Strategic Planning Event (4pm)

Thursday 6 July 2023 – main Corporation Board

At the conclusion of the Part 1 meeting, the Corporation Board moved into a meeting restricted, in accordance with the Instrument and Articles of Government and with Section 22 of the Freedom of Information Act 2000, to the independent members of the Board, the external co-opted member of the Audit Committee and to the senior post holders.

Signed as a correct record:

E. Rushon

Date: 6 July 2023