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| APPROVED: <i>Chair</i> | DATED: |
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OPEN MINUTES OF CORPORATION MEETING
Monday 6 July 2020 17.30 via Microsoft Teams



Present: Wayne Marley (Chair)
Lloyd Taylor (Parent Governor) (Vice-Chair)
Michael Boakes
Lorraine Brown
Marie-Ange Coxhead
Karen Hucker (Principal)
David Kelly
Elisabeth Lawrence (Staff Governor)
David Padmore
John Stebbing
Pat Strickson

In Attendance: Dave Brown (VP)
Mike Groves (Director of Finance)
Linda Johnson (VP)
Jackie Taylor (Director of Services Supporting Learning)
Debbie Vockins (Director of HR)

Minutes: Alison Dennett (Clerk to the Corporation)

Apologies: Alison McInnes
Gabrielle Watson (Student Governor)

STANDING ITEMS

NOTIFICATION OF ANY OTHER BUSINESS

There was none.

DECLARATION OF INTERESTS

Lloyd Taylor declared an interest as owner of The Detective Agency.

MINUTES OF PREVIOUS MEETING

The Open and Confidential Minutes of the Corporation meeting held on 27 April 2020 were agreed as correct. Copies would be emailed to the Chair after the meeting to be signed electronically.

MATTERS APPROVED BY WRITTEN RESOLUTION

The items that had been approved by Written Resolution since the last meeting of the Corporation were noted as follows:

- Approval of amendment to the Child Protection and Safeguarding Policy
- Approval of appointment of Governors

MATTERS ARISING FROM PREVIOUS MEETING

There were none

MAIN AGENDA

PART A & B – PUBLIC AND CONFIDENTIAL ITEMS

1. **APPOINTMENT OF CHAIR & VICE-CHAIR 2020/21**
The Corporation considered the appointment of Chair and Vice-Chair for 2020/21. There had been no additional expressions of interest for the positions and the current Chair and Vice-Chair were happy to continue for a further year.
A nomination was put forward for Wayne Marley as Chair, duly seconded. This was carried.
A nomination was put forward for Lloyd Taylor as Vice-Chair, duly seconded. This was carried.
Resolved: The Corporation approved the appointment of the Chair and Vice-chair for 2020/21.

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***N.B. Wayne Marley and Lloyd Taylor joined the Teams meeting after appointment of Chair and Vice-Chair had been considered.**

2. PRINCIPAL'S REPORT

The Principal's report provided a summary to update on the key strategic issues the College was focusing on at the current time.

The main issues that the College had been dealing with were related to Covid-19 and Governors were updated on the following areas:

- Significant work had been undertaken to establish all the required Centre Assessed Grades (CAGs). Staff had worked hard to meet the requirements set by awarding bodies which, in some cases, had been complex. Exams for some professional qualifications, such as the AAT, had been reinstated.
- With regards to September opening, the Principal advised that proposals had been put to Heads of Section and staff which had been well received and fitted in with the Government guidance for all students to return to full time education in September.

The guidelines did present some challenges such as if a student was required to self-isolate, the College was expected to provide a full delivery for that student while also providing a full delivery for those students learning within the College. Work was in development with the College's technology support to ensure that staff could deliver the online element of learning as effectively as possible.

It was advised that the Risk Assessment for re-opening the College to more students would be amended in line with the plans that were being developed and once finalised this would be shared with the Corporation.

In response to a question from Governors it was confirmed that codes were being used to mark student attendance in different ways i.e. if students were physically present the College; if they were meant to be in College but were absent; if students were learning from home and were engaging with the learning; and if students were meant to be engaging with online delivery but were not. This system had also helped the College to identify levels of student engagement.

[Confidential note]

3. COMMITTEE REPORTS – ITEMS FOR CORPORATION APPROVAL

Governors were presented with individual items for Corporation approval, as recommended from the Committee meetings held in the last cycle of meetings.

Each item for approval was considered as follows:

a. Search Committee – 5 May 2020

Appointment of Governors Policy – SG3

Previously known as the Appointment of Members (Election of Staff Governors), this policy had only received minor amendment as part of the Committee review. The content of the policy remained unchanged.

RESOLVED: The Corporation approved the Appointment of Governors Policy SG3.

Attendance of Non-Governors at Meetings Policy – SG2

Updates had been made to change the use of 'member' to Governor as part of this review. The content of the policy remained unchanged.

RESOLVED: The Corporation approved the Attendance of Non-Governors at Meetings Policy SG2.

Corporation Confidentiality Policy – SG1

Updates had been made to the policy to remove references to Open Corporation minutes being available for inspection in the LRC as these were readily available on the Corporation pages of the College website. The update also specified that requests to see minutes from Corporation meetings should be made directly to the Clerk.

RESOLVED: The Corporation approved the Corporation Confidentiality Policy SG1.

Policy for Complaints Against the Corporation – SG6

A number of minor updates had been made to the policy including addition of the Clerk's email address for the submission of complaints in writing.

The Committee had also agreed that an addition should be made to the policy to clarify that, unless it had been acknowledged, complainants should consider that their complaint had not been received.

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Amendments had also been made to clarify the timescales as to when complaints would be considered by the Corporation and when complainants should expect to receive a final response.

RESOLVED: The Corporation approved the Policy for Complaints Against the Corporation SG6.

Succession Planning: Governors, the Principal, SPH and the Clerk – SG7

The Committee had been asked to consider a new policy which drew together the processes, as specified within the Instrument & Articles of Government, that were required to be followed for the recruitment of Governors, the Principal, SPH and the Clerk.

The policy did not propose any change to the processes that were required to be followed, instead it was intended to be a useful point of reference that could be used should recruitment to any of these roles be required.

Subject to the notice period for the Principal being confirmed within the final document, the Corporation approved the new policy.

RESOLVED: The Corporation approved Succession Planning: Governors, the Principal, SPH and the Clerk Policy SG7.

Review of Governance Policies (Amended Standing Orders)

The Committee had considered an update to the Standing Orders to make provision for a Leave of Absence to be granted to Governors, in extenuating circumstances.

Governors would be required to apply in writing to the Chair of the Corporation for an absence of up to 12 months. A Governor would not be included in the attendance figures during their leave of absence and the period of absence would not affect the term of office of the Governor (i.e. it would run concurrently with their Term of Office).

It was agreed that it was a good provision to be able to offer for reasons such as long-term illness.

RESOLVED: The Corporation approved the Standing Orders, as amended.

b. Personnel – 18 May 2020

No items for approval.

c. Audit Committee – 9 June 2020

Risk Management Policy – OC3

No changes had been made to the policy as part of the annual review and the Committee had recommended that the un-amended policy be approved.

RESOLVED: The Corporation approved the unamended Risk Management Policy OC3.

External Audit Plan 2020/21

The Committee had considered the External Audit Plan for the year ended 31 July 2020 which presented a standard audit with no outstanding or additional areas of concern identified.

[Confidential note]

The Committee remained confident in RSM UK and recommended the External Audit Plan to Corporation for approval.

RESOLVED: The Corporation approved the Financial Statements and Regularity (External Audit) Plan 2020/21.

d. Strategic Planning, Policy & QA Committee – 15 June 2020

No items for approval.

e. Finance & Property Committee – 16 June 2020

The Strategic Financial Objectives 2019/20 – 2022/23

The Strategic Financial Objectives were reviewed on an annual basis and agreed in light of the financial climate.

The Committee recommended the Strategic Financial Objectives for 2019/20 to Corporation for approval which presented the following targets, amongst others, to ensure a sound financial base was maintained:

- An operating surplus of approximately 2-3% of total income;
- Minimum level of cash days will be 90 days at year end;
- Adjusted current ration of 2.1 or above; and
- Total borrowing of less than 17% of income.

RESOLVED: The Corporation approved the Strategic Financial Objectives 2019/20-2022/23.

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Draft Budget 2020/21

The draft budget for 2020/21 was presented which had been considered by the Finance & Property Committee in detail.

[Confidential note]

RESOLVED: The Corporation approved the draft budget for 2020/21.

Accounting Policies for the Year Ending July 2020

Minimal change had been made to the Accounting Policies from previous years. A new SORP Accounting for Further and Higher Education had been implemented in the year and reference had been made to this in the Basis of Accounting.

RESOLVED: The Corporation approved the Accounting Policies for Year Ending July 2020.

Financial Procedures Policy OC2

The Policy had been reviewed following recommendations from the External Auditors and one minor amendment had been made.

[Confidential note]

RESOLVED: The Corporation approved the amendments to the Financial Procedures Policy OC2.

4. COMMITTEE MINUTES FOR NOTING

The full Open and Confidential minutes from the Committee meetings held since the last Corporation meeting were noted.

6. REVIEW OF COMMITTEE EFFECTIVENESS FOR 2019/20

Each committee had reflected on their effectiveness against their terms of reference at their last meeting of this academic year along with their attendance figures.

The Chair thanked the Corporation for their excellent attendance and commitment to the work of the Committees. The full review was available on the confidential area of the Governors' website:

<http://www.bexhillcollege.ac.uk/docs2/about/governors.shtml>

5. ANY OTHER BUSINESS

The Corporation noted the retirement of a senior staff member and thanks them for their service to the College.

[Confidential note]

DATES OF MEETINGS FOR 2020/21: 12 October 2020, 7 December 2020, 26 April 2021, 5 July 2021. Start time 5.30pm.

DATES OF TRAINING SESSIONS FOR 2020/21: 12 October 2020 (after Corporation), 26 April 2021 (before Corporation), 21 June 2021 (standalone session, 5.30pm).

It was confirmed that the venue for Governor meetings was to be confirmed at this time although it was possible that meetings would continue to be held remotely until the end of the calendar year.

Meeting closed at 18.50.