

**Part I Minutes of the Corporation Meeting held on Tuesday 25<sup>th</sup> August 2020  
at 4.00pm via video conference**

Members Present:           Liam Butler  
                                  Peter Davies  
                                  Alison Hodge  
                                  Helen Lawley  
                                  Valerie Little  
                                  Jason Parker  
                                  Suhail Rana  
                                  Jonathan Sandhu  
                                  Liz Sithole  
                                  Neil Thomas (Chief Executive & Principal)  
                                  David Whatton (Chair)

In Attendance:           Georgina Barnard (Managing Director – IoT)  
                                  Andy Comyn (Chief Operating Officer)  
                                  Gill Darwood (Senior Officer Corporate Governance) (SOCG)  
                                  Debbie Goode (Executive Director Public Affairs & Marketing)  
                                  Steve Johnson (Executive Director Estates & Capital Projects)  
                                  Diana Martin (Vice Principal)  
                                  Sanjeev Ohri (Chief Officer Business Development & DC Worldwide)  
                                  Carl Riding (Vice Principal Curriculum & Performance)

**PART I (Not confidential unless indicated)**

**1 Confirmation of quorum and apologies for absence**

1.1 Apologies for absence were received from Katharine Clough, Tom Westley and Charlie Harvey. The SOCG confirmed that a quorum was present.

**2 Declarations of Interest**

2.1 There were no declarations of interest.

**3 Minutes of Corporation Meeting**

**3.1 Minutes of Corporation Meeting held on 7<sup>th</sup> July 2020**

The minutes were confirmed as a true record for signature by the Chair.

**3.2 Matters Arising**

3.2.1 There were no matters arising other than those on the agenda.

**4 Financial Matters**

**4.1 Forecast update and confirmation of actions**

4.1.1 The COO presented the updated financial forecast and explained that a revised set of forecasts had been prepared for the years ending 31 July 2020, 2021, 2022 and 2023 following recent funding announcements and taking account of the review of staffing undertaken since the last Corporation meeting in July. He explained that the paper

provided to members set out the updated financial position at August, with the detailed forecasts included as appendices.

- 4.1.2 The paper showed improvements in the forecast EBITDA over the period, which along with confirmed new capital funding in 2020/21 had significantly improved the cash position and meant whilst the College still had an additional funding requirement from Santander, it was much lower at around £1m (compared to £3m previously) and was unlikely to be needed now until 2022 rather than 2021.
- 4.1.3 He reported that Santander remained very supportive of the College and had indicated that (subject to completion of the documentation) a willingness to provide a new extended facility and relax bank covenant tests to help the College through the post Covid era.
- 4.1.4 He outlined a number of additional sources of funding, including small group catch up funding of £581k, some additional international work and cost savings including annualised restructuring savings of £775k (£200k in 2020/21).
- 4.1.5 He explained that it was the College's intention to continue to address the 2021/22 EBITDA position, either through additional funding growth on 16-18 enrolments, further voluntary redundancies or non-replacement of leavers in order to bring the position back to the July forecast of £3.8m+.
- 4.1.6 The College had received confirmation of additional capital funding of £2.024m to be received in full in September 2020, of which £1m would be utilised to offset planned capital expenditure for the year and the other £1m would be allocated to bring forward IT infrastructure items which were needed but had been planned for subsequent years.
- 4.1.7 He explained that the additional funding flowed through positively into the cash flow forecast such that bank support as previously reported was reduced to £1.75m instead of £3m and was considered very achievable by Santander. The College had the option to either apply for a new government backed loan at £1.75m or to extend the existing facility with Santander for a further year, which was the preferred option.
- 4.1.8 In respect of bank covenants, the COO explained that the covenants in place at present were outlined in appendix C but new covenants would be put in place as part of the new facility. It was noted that one covenant relating to EBITDA would be negatively affected by the pension scheme year-end report received this week which was produced by actuaries. This showed the pension deficit had increased due to the impact of Covid 19 to £40.8m, taking the College's net assets into a negative position. This impact would mean that one of the covenants would be breached. However, Santander had agreed to waive that covenant for the year end 2019/20 and to remove it for the new facility.
- 4.1.9 In respect of ESFA financial health the COO noted that the grade remained within the 'requires improvement' classification for 2019/20 and the next two years and should be at the high end of this classification in 2023.
- 4.1.10 The CE&P advised that the forecast would be further reviewed in October once the outcome of the current enrolment was known.
- 4.1.11 He confirmed that incremental progression would proceed as anticipated in January but it was not proposed to award an annual cost of living award to staff. In recognition of the hard work of staff this year however, it was proposed to award an additional two days'

leave to be taken over the Christmas and New Year period. The Chair noted that the Government had announced a pay award to teachers in schools which did not apply to the FE sector.

- 4.1.12 Members discussed the detail of the forecast and the CE&P and COO responded to their questions and provided clarification as necessary, in particular relating to the banking covenants and pension position. In respect of the banking covenant breach due to pension deficit position, the COO explained that this was an accounting position and was not a reflection of the college's financial performance. The CE&P explained that ESFA were well sighted on this issue and the College had been fully transparent on this matter. The COO confirmed that the negative net asset position was not anticipated to have an impact on future access to finance or credit from suppliers.
- 4.1.13 In response to a question from Valerie Little regarding the forecast cash position, the CE&P explained that the declining position was due to the need for the College to underwrite the IoT cash position and every effort was being made to obtain the needed funding from the WMCA in the absence of the anticipated LEP funding.
- 4.1.14 Valerie Little noted that the overall effect of Covid 19 had been that the College had shrunk and this was presumably the position across the FE sector, although the Government would need FE to support the economy's recovery. The CE&P noted that the impact had been greatest for those with large amounts of Apprenticeship and international provision and the College's strategic aim was to avoid reducing provision as this would be needed to support recovery of the region and its workforce.

*Peter Davies left the meeting due to internet connection issues.*

**4.1.15 It was resolved**

1. To agree the revised College 3 year forecasts for the years ending July 2021, 2022 and 2023, including making no cost of living pay award to all staff for the 2020/21 year starting August 2020 (i.e. 0%) but maintaining the existing arrangements to continue with incremental progression awards as normal in January 2021.
2. In the absence of a 2020/21 cost of living pay award, to grant an additional 2 days' holiday for the year 2020/21 only to all staff to be taken over the Christmas period.
3. To review staffing levels by area post enrolment in October 2020 and/or continue to seek savings by not replacing roles when staff leave to deliver an increase in the 2021/22 EBITDA level back to the July forecast of £3.8m+.
4. To authorise the COO to continue discussions with Santander to reach agreement on £1.75m of additional facilities to provide total facilities of £5.75m over the course of the forecast period, including pricing and changes to existing bank covenant tests.
5. To agree to Santander's waiver of the net asset covenant test (including pension liability) for 2019/20 as at the year ended 31 July 2020 and as part of the above proposal, to remove this test from 2020/21 onwards.
6. To authorise the CE&P and COO to enter negotiations with DfE and/or the WMCA to seek additional IoT funding and/or a re-profiling of IoT payments underwritten by the College to support cash recovery over the forecast period.

*J Sandhu left the meeting.*

## **5 Curriculum and Standards Matters**

### **5.1 Student experience and plans for September (16-18, T-levels and Adults)**

*D Martin and C Riding presented an update on plans for September 2020 which covered both item 5.1 – 16-18, T Levels and Adults, and also item 5.2 - Apprenticeships and Higher Level learners.*

#### **5.1.1 The presentation noted that:**

- Summer 2020 technical/practical completions had achieved an overall 91% pass rate with 1,118 students and apprentices attending. The Chair suggested that this successful outcome for such a large number of learners should be widely celebrated. C Riding confirmed that efforts were continuing to ensure that any outstanding learners who had not yet completed could be supported to do so in September and beyond.
- Enrolment 2020/21 – online enrolment was now underway following GCSE results publication and was proceeding effectively with 1600 new enrolments since the previous Thursday which was more than 100 learners higher than the previous year.

#### **5.1.2 Arrangements regarding the return of 16-18 learners to College were outlined:**

- There was no requirement for social distancing in respect of 16-18 year old learners, but learners would be grouped in 'bubbles' by building.
- Educational Support Assistants would be provided with appropriate PPE which included visors for sign language support staff.
- All technical elements of programmes would be delivered face to face over two days per week with other sessions taught virtually, such as tutorials, English and mathematics.
- Special arrangements were in place for SEND learners in discrete provision who would be taught in smaller groups and for 1 ½ days initially.
- SEND staff would carry out individual risk assessments for all learners and would have appropriate PPE to undertake close contact and personal care where needed.
- Small catch up study groups would be used where needed.
- There would be an enhanced induction programme over a 6 week period to enable learners to reengage with learning.
- An induction passport would be used with stamps being collected for each part completed.
- Principal/Vice Principal induction talks would take place via Teams Live.
- Advice and guidance would be in place for learners who wished to change their course of study.

#### **5.1.3 Arrangements in respect of Apprenticeship learners included:**

- Apprentices would continue to attend one day per week for all age groups.
- There would be a blended approach to mathematics, English and Tutorial/Performance Improvement Programme.
- Support would be available via online resources including Teams and by telephone.
- Work place assessor visits would be undertaken where possible with risk assessments in place.
- Work shop practical activities would be fully risk assessed and necessary PPE provided.
- Support for apprentices in workplaces where visits were not possible (such as care homes) would be provided remotely.
- Apprentices at risk of redundancy were being supported and Business Development Managers were engaged in supporting them in finding alternative employment.
- If made redundant within 6 months of the end of their programme they would be able to complete their apprenticeship.

- Other redundant apprentices who were at an earlier stage of their programme would be able to transfer to an equivalent academic programme through some flexibilities agreed with WMCA.
- C Riding noted the excellent work undertaken by assessors throughout the lockdown period.

#### 5.1.4 Arrangements in respect of Adult learners:

- Social distancing within adult groups would need to be maintained which would necessitate some smaller teacher groups than normal.
- A blended approach to delivery would be used to facilitate social distancing.
- Learners would undertake an induction passport similar to 16-18 year old learners to ensure they were able to engage with remote learning systems, processes and learning resources in the event of localised lockdown or the need for self-isolation measures.

#### 5.1.5 Arrangements in respect of HE learners:

- Programmes would commence week commencing 14<sup>th</sup> September.
- There would be a 6 week transition programme comprising mostly of online learning.
- The position with regard to a return to onsite delivery would be reviewed at the end of September.

#### 5.1.6 Support for all learners would include:

- Risk assessments for those with medical needs and SEND.
- PPE for all staff working closely with students.
- All support services delivered either face to face or virtually, including counselling, safeguarding, advice and guidance.
- Ipoints would be bookable but not available for drop in.
- Refectories would be operating a pre-order and 'click and collect' system with a staggered lunch break as well as early evening provision.

#### 5.1.7 The CE&P advised that he understood there was further guidance expected from the DfE later in the week on the return to learning.

#### 5.1.8 Members expressed their thanks to all staff for their efforts in achieving these arrangements.

#### 5.1.9 In response to a question from the Chair, the CE&P advised that in the event of Covid-19 symptoms or confirmed cases amongst learners or staff, the College would need to follow the guidance from local Public Health officials and a flow chart had been issued by the local authority. He advised that the College was closely monitoring local infection rates including those in neighbouring boroughs where many learners travelled from which were currently on the Government's 'watch list'.

#### 5.1.10 **It was resolved** To note the update and approve the re-opening plans for September 2020.

### 5.2 **Student experience and plans for September (Apprenticeships and Higher Level students)**

*This item was covered within item 5.1.*

### 5.3 **Students Union – plans for new year**

5.3.1 Helen Lawley provided members with a verbal update outlining plans for the Students Union activity for the start of the academic year 2020/21 which included:

- All clubs and societies being operated online and via virtual activities.
- Freshers' Fayre would be online via various social media platforms and a live Q&A session, video productions and MS Teams.
- Clubs which could not operate online (such as sports activities) would be on hold until government guidance permitted them.
- Chaplaincy support would be undertaken virtually.
- Regular newsletters would be continued through social media.
- Podcasts via Facebook or Instagram were planned.
- It was anticipated that student participation in activities would increase with the new intake in September.
- Emphasis was on consistent communication.
- National and local campaigns would be undertaken virtually where possible.

5.3.2 The Chair noted the difficulty in recruiting officers to the Students' Union and H Lawley explained that there were a number of vacancies but the hope was to fill these in the first few months of the new academic year. The CE&P explained that the College would be supporting this recruitment campaign during induction.

5.3.3 In response to a question from A Hodge, H Lawley explained that activities intended to help learners in making new friends and engaging socially would be continued, such as 'Tea and Talk' sessions via MS Teams and sessions to facilitate learners within the same building 'bubble' to interact and form friendships.

5.3.4 Members expressed appreciation for the support for students which had been provided by the Student's Union.

5.3.5 **It was resolved** To note the update on Students' Union activity.

### 5.4 **Safeguarding and Prevent Annual Report**

5.4.1 Diana Martin presented the Safeguarding and Prevent Annual Report which provided an update on arrangements for safeguarding as well as an overview of student conduct activity for the academic year 2019/20. She noted the key points from the report as:

- During the forced College closure since March, 192 staff had completed online safeguarding update training and 178 staff had completed online Prevent update.
- 7 members of College staff had now completed Designated Safeguarding Lead (DSL) training. The Senior DSL and DSL had both recently attended virtual refresher training by Dudley Safeguarding Partnership which was valid for 2 years. In addition, the Chief Officer Business Development and Dudley Worldwide had attended DSL training with Waltham Forest local authority to provide a senior DSL lead at ATECC.
- 316 learners across all key client groups had received support this year, this was lower than previous due to the forced college closure since March. Support had continued to be available to all throughout the closure and safeguarding staff had stayed in contact with those learners known to the team. Multi-agency meetings had continued to be held remotely via Teams or Zoom.
- There had been 101 suspensions which was a slight increase against last year resulting in 13 exclusions.
- There had been 360 student referrals to the counselling service.

- A mental health working party was being established to work on the Mental Health Charter and pull together the excellent work already happening.
- 25 staff were being supported by the counselling service.
- The College had signed up to Togetherall, an online service which all students could access for support with anxiety, depression and other common mental health issues.
- Safeguarding arrangements, including the Prevent duty, continued to be highly effective.
- The College had complied with the requirements of the duty which included demonstrating an awareness and understanding of the risk of radicalisation in the College and area.
- No Prevent referrals had been made this academic year.

5.4.2 D Martin explained that a briefing note would be issued to staff on how to deal with safeguarding incidents and referrals in the new term.

5.4.3 A Hodge noted that a vacancy existed for an online safeguarding lead and D Martin acknowledged that this would be addressed as a priority once all staff were back in College.

5.4.4 **It was resolved** To note the Safeguarding and Prevent Annual Report.

## 6 Strategic and capital projects

### 6.1 Confidential/commercially sensitive - ATECC (Waltham Forest)

*(This matter is the subject of a separate and confidential minute).*

### 6.2 Institute of Technology update

6.2.1 The COO provided an update on progress with the Institute of Technology. The draft minutes of the last Transformational Technologies Partnership Limited (TTPL) board meeting were provided to members for information. The COO reminded members that he had provided a verbal update on these minutes at the last Corporation meeting. He reported that a meeting was scheduled with David Foskett, the DfE IoT lead, on 4<sup>th</sup> September 2020.

6.2.2 **It was resolved** To note the update in respect of the Institute of Technology.

### 6.3 Confidential/commercially sensitive - Capital projects update

*(This matter is the subject of a separate and confidential minute).*

### 6.4 Colleges West Midlands Prospectus for Capital Investment

6.4.1 The CE&P explained that a copy of the recently published prospectus for capital investment in further education colleges in the West Midlands had been shared with members for their information.

6.4.2 The prospectus was a collaborative piece of work across all 21 colleges in the West Midlands, led by Lowell Williams as Chair of the group. It aimed to provide a road map for where investment needed to be made in the region, both in terms of immediate needs (such as IT infrastructure and quality of existing estate) and longer term requirements (such as new technical facilities linked to skills needs in the future). Historically bidding for capital funding had been a very competitive process between colleges and often, the investment was made based on the quality of applications as opposed to a strategic understanding of regional need. The prospectus aimed to address this by agreeing collaboratively the capital investment requirements across the region with the hope that the College could work with funding bodies and wider stakeholders to realise this. It had been supported by the WM

Mayor, Andy Street, who had included a foreword. Coverage of the launch had appeared in the TES and a link to this was provided.

6.4.3 The CE&P explained that the next steps would be to work with regional and national colleagues on turning this into a 3-5 year strategic investment plan. Clearly recent events had overtaken this activity somewhat. However, there was absolute support for capital investments in Further Education and a recognition which this funding had been lacking for many years. The government had announced in June a plan to spend £1.5bn on capital improvements with the first £200m of that funding to be released as a priority to colleges. On 17th August the College had received a letter (which was provided to members at item 6.4.2) confirming the College's allocation of £2,024,835.70. This was very welcome news and would support the capital commitments the College had planned and the remedial costs of preparing the College's estate and infrastructure following Covid-19. The CE&P advised that it would be confirmed how this money would be spent at a future meeting.

6.4.4 **It was resolved** To note the update on the Colleges West Midlands Prospectus for Capital Investment.

## 6.5 **College Collaborations Fund (CCF) bids**

6.5.1 The CE&P explained that the College had taken part in and successfully won two bids under the College Collaboration Fund initiative. This fund was aimed at promoting collaboration between colleges to improve outcomes or learning experience for students. A copy of each bid was provided to members for information and the CE&P provided a short summary to members of the contents of each bid which were focused on:

### 6.5.2 1. *Reduction of the number of NEET young people in the West Midlands*

The West Midlands still had a significant number of NEET (not in employment, education or training) young people. There was no single system to track these individuals, meaning that when they left school it was not identified when they didn't go on to further education. They could therefore go unnoticed and would find it increasingly difficult to re-engage with education or find employment. This project aimed to improve this by firstly developing an improved tracking system for young people, particularly at transition points around Years 11, 12 and 13, with the appointment of dedicated staff to lead this in each college. The project would also fund the development of a range of innovative intervention programmes to re-engage NEET or potentially NEET young people with education. Dudley College of Technology was the lead provider for this bid, which was a collaboration between 9 colleges and was also being supported with funding from the West Midlands Combined Authority.

### 6.5.3 2. *Best practice in online synchronous learning*

Recent events had massively accelerated the use of online learning tools due to the need to educate students remotely. However this had often been through trial and error on the part of individual tutors as opposed to strategic development of their skills. Whilst colleges were now back open and hoped to support most students to return to on-site training, there was clearly a lot of good practice that was starting to be developed and an audience of students (particularly adults) who would benefit from still being able to access learning online. With ongoing social distancing arrangements meaning blended learning may still be appropriate for some time and with the risk of further lock-downs, it would make sense to ensure colleges were prepared to provide the best online experience possible to students going forward. This project therefore aimed to develop and share best practice tools and models for delivery of online programmes and to support staff through a range of training initiatives. Each college would benefit from the use of all materials produced and access to



training programmes to improve tutor confidence in use of these tools. Walsall College was the lead provider for this bid, which was a collaboration between 12 colleges.

6.5.4 The CE&P explained that meetings were planned for the coming weeks to confirm the outputs for each piece of work, agree responsibilities between colleges and to develop an action plan for delivery. All activity was due to be completed by March 2021. This was noted as welcome news in terms of the impact on students and for the further development of productive collaborative relationships between colleges.

6.5.5 **It was resolved** To note the update on College Collaboration Fund projects.

## 7 Governance matters

### 7.1 Appointment of Chair and Vice Chair for 2020/21

7.1.1 The SOCG explained that in line with the Corporation's Standing Orders, the Chair and Vice Chair were appointed annually. It was proposed to appoint David Whatton as Chair of the Corporation for the academic year 2020/21 and to appoint Valerie Little as Vice Chair of the Corporation for the academic year 2020/21.

7.1.2 The Chair explained that consideration had been given to succession planning for the Vice Chair role and Liam Butler had expressed a willingness to move into the role for the following academic year and therefore it was proposed that, in order to develop his understanding of the role and to develop his experience and knowledge, he would shadow the Vice Chair during the coming academic year.

7.1.3 The SOCG noted that a new appointment would be required to join the Search Committee with effect from October 2020 to replace Peter Davies who was stepping down from the committee. Liam Butler had expressed a willingness to serve on the committee.

#### 7.1.4 **It was resolved**

- To appoint David Whatton as Chair and Valerie Little as Vice Chair of the Corporation for the academic year 2020/21.
- To appoint Liam Butler to the Search Committee with effect from 1<sup>st</sup> October 2020.

### 7.2 Review of exceptional governance arrangements

7.2.1 The SOCG reminded members that a number of resolutions had been passed at the Corporation Meeting on 27th March 2020, in order to ensure the continuance of effective governance arrangements due to the Covid-19 outbreak. The resolutions passed at that meeting were:

- *To amend the quorum for Corporation meetings to 3 members, for a temporary period to be reviewed on 1<sup>st</sup> September 2020.*
- *To extend the term of office of Peter Davies from 21<sup>st</sup> September 2020, for a further period up to a maximum of 12 months to 20<sup>th</sup> September 2021.*
- *That in the absence of the current Chair and Vice Chair, Mr Peter Davies, or in his absence, an alternative external member of the Corporation, be appointed to act as Chair.*

7.2.2 She explained that a review of these arrangements had been undertaken as detailed in the paper which provided a number of recommendations. It had not proved necessary to use the reduced quoracy arrangements and it was proposed to therefore revert to the arrangements as set out within Article 14 of the College's Standing Orders with effect from 1st September 2020.

7.2.3 Due to the ongoing Covid-19 situation, it was however proposed to continue for the present time with the arrangements for an identified alternative external member of the Corporation to act as Chair in the absence of the current Chair and Vice Chair, to be further reviewed in March 2021.

7.2.4 **It was resolved**

- With effect from 1<sup>st</sup> September 2020, to revert to the quoracy arrangements as set out in Article 14 of the College's Standing Orders.
- For the period 1<sup>st</sup> September 2020 to 31<sup>st</sup> March 2021, that in the absence of the current Chair and Vice Chair, Mr Peter Davies, or in his absence, an alternative external member of the Corporation be appointed to act as Chair.

8 **Date of Next Meeting**

8.1 Corporation Development Event: 25<sup>th</sup> September 2020 at 11.00am.

8.2 The Chair invited any members of the Corporation who had requests for items to be covered at this meeting to email the SOCG by the end of the week.

9 **Any other business**

9.1 There were no other items of part 1 business.

The part 1 meeting closed at 1825.

*The part 2 minutes are contained within a separate confidential set of minutes.*



D Whatton

10<sup>th</sup> November 2020