

MINUTES



BOLTON COLLEGE BOARD

Draft Minutes for the meeting held on Tuesday 10 November 2020 – (PART A)

Time: 5.00pm

Venue: Via Zoom Conference Call

Members present:

Dr Andrew Roberts (Chair)
Mr Andrew Fawcett (Vice Chair)
Dr Chris Ball
Mrs Gulnaz Brennan
Ms Rebecca Davidson
Mrs Kate Flood
Mr Dave Haslam
Professor George Holmes DL
Dr Kondal Reddy Kandadi
Dr Sue Lomax
Ms Stephanie Nixon
Mr Tony Unsworth
Dr Gill Waugh
Mr Bill Webster (Principal)

In Attendance:

Mr Mark Burgoyne (Deputy Principal)
Miss Deborah Bradburn (Group Governance Manager/Clerk)
Ms Jane Marsh (Director of HR)
Mr Tim Openshaw (Assistant Vice Chancellor, Planning & Student Experience) (UoB)
Mr Garry Westwater (Executive Director of Finance)
Mrs Patricia Foster (Secretary)
Mr Farhad Ali (Member, Audit Committee)

1. SECTION A - BUSINESS MATTERS

1.1 WELCOME TO MEMBERS

The Chair welcomed everyone to the meeting, which commenced at 5.00pm. He confirmed that the meeting was quorate.

Mr Farhad Ali was welcomed to the meeting as an observer and newly appointed co-opted member of the Audit Committee. Mr Ali was a qualified chartered accountant with experience of technical and group accounting and was in attendance at the meeting to gain an understanding of the proceedings of the full Board.

1.2 APOLOGIES FOR ABSENCE

An apology for absence had been received from Mr Josue Losasa.

1.3 DECLARATIONS OF INTEREST

The Chair reminded everyone present to declare any interests that they may have on matters to be discussed. Standing declarations were noted particularly in relation to the University of Bolton reciprocal governance arrangements and also paid positions.

Interests were noted from Mrs Kate Flood (Item 4.1 of the agenda – Membership) and from staff members, Mr Bill Webster, Mr Mark Burgoyne and Ms Deborah Bradburn (Item 4.3 of the agenda – Senior Post Holder Performance Appraisals).

1.4 REQUEST FOR AN ITEM TO BE UNSTARRED

Members were reminded that starred items on the Agenda would be taken as read rather than being presented. However, Members could ask questions of the report author, or ask for any item to be unstarred for full discussion.

There were no requests for items to be unstarred for discussion.

1.5* MINUTES OF PREVIOUS MEETINGS:

1.5* (i) Minutes of the Meeting held 30 June 2020 – confidential and general publication

The minutes of the meeting held 30 June 2020 had been previously circulated to members for consideration.

It was **RESOLVED** that the minutes be approved as a correct record and authorised for publication (Part A).

1.6 MATTERS ARISING FROM PREVIOUS MINUTES

Members had received a summary of actions arising/outstanding from previous meetings, noting that most items were either completed, included in other agenda items, or carried forward to the next meeting.

It was **RESOLVED** that the matters arising be noted.

1.7 MINUTES (SUB-COMMITTEES):

1.7 (i) Search & Governance of 23 September 2020

Members had received the minutes of the meeting held 23 September 2020.

It was **RESOLVED** that the minutes be received as detailed.

1.7 (ii) Remuneration Committee of 23 September 2020

Members had received the minutes of the meeting held 23 September 2020.

It was **RESOLVED** that the minutes be received as detailed.

1.7 (iii) Resources Committee of 29 September 2020

Members had received the minutes of the meeting held 29 September 2020.

It was **RESOLVED** that the minutes be received as detailed.

1.7 (iv) Audit Committee of 22 October 2020

Members had received the minutes of the meeting held 22 October 2020.

It was **RESOLVED** that the minutes be received as detailed.

2. SECTION B - COLLEGE MATTERS

2.1 PRINCIPAL'S REPORT

The Principal presented the tenth report under the new 'Designated Institution' Bolton College, which provided an overview of key issues. He highlighted the following points:-

Coronavirus (COVID-19)

Conditions remained challenging due to the ongoing impact of the COVID-19 pandemic. The College had developed a robust system for managing positive COVID-19 cases as they occurred – cases were currently averaging two per day with a current total of 17 positive cases at the College (both staff and students). Cumulative cases since the start of term in September 2020 had exceeded 100 (only one of which was classed as serious). The ongoing situation would continue to be closely monitored.

New national guidelines on the pandemic arrangements for FE were expected to be published on 12 November 2020; it was noted that the College had taken a number of early decisions and was therefore already advanced in terms of its preparations.

External bodies had originally indicated that their interventions (as a result of the pandemic) would be low key. The College had subsequently been subject to a 'remote interim review' by Ofsted on the impact of COVID-19 on learners. The outcome of the review had been positive. There had also been short-notice of a review by an awarding body, the ESFA, to undertake a full audit.

Recruitment and Attendance

Recruitment for 16-18 year olds was buoyant and apprenticeship numbers had remained better than expected; however, there were concerns regarding the recruitment of adult and community learners that would be closely monitored. Attendance was also being closely monitored as this had seen a drop following the half-term period.

Safeguarding

Safeguarding remained a priority and a number of adjustments had been put in place.

Board appreciation of staff efforts

The Principal and the Chair wished to place on record their appreciation for the efforts of all staff, who had responded positively and innovatively to the challenges. The Chair proposed that a message be sent to all staff on behalf of the College Board thanking staff for their efforts. The Vice Chancellor informed members of his intention to reward University staff with a small Christmas gift as recognition of their efforts throughout the year – this was something that could be extended to all staff within the University Group.

Members agreed that this was an excellent idea, noting that it would be taken forward by a small working group at the University led by Baroness Newlove.

It was noted that the University was also looking at ways in which staff could be involved with the decision to allocate a Christmas gift to a local charity.

Governor Questions:

- What was the view with regard to retention in the current year?
 - It was too early to state with any accuracy. Recruitment of 16-18 year olds was holding up but there was a concern regarding the retention of adult learners, noting that this was a diverse cohort of students many of whom experienced health or family issues. The recruitment of adult and community learners was being closely monitored.
- A local hairdressing trainee provider was providing in-salon training and free hairdressing kits – was this local competition of concern to the College?
 - The College was aware of this provider but was not concerned, as the College was recruiting well to health and beauty programmes and was able to offer COVID-safe learning in its own salons within an education setting. These students also received free hairdressing kits at the start of their programme.
- Had there been any comment from Ofsted regarding the decision to move Maths and English delivery online, given that these were fundamental subjects?
 - This information had been shared with Ofsted but they had not expressed a view. It was noted that results in Maths and English in the previous year had been better than ever (this included 6 months of online delivery and with some teacher-assessed work), which gave some comfort.
- What was the current position with regard to apprenticeship withdrawals?
 - Apprenticeship numbers were holding up and of no major concern currently although the full impact would not be known until next year. It was noted that income from apprenticeships was likely to be significantly better than budget.
- To what extent was there an under-recruitment in areas other than 16-18 year-old recruitment, and what was its impact on income?
 - Numbers were down by approximately 20%, noting that funding with regard to the adult budget worked in a different way and the College had received some guarantees of financial support for some areas of the curriculum from the GM Combined Authority. Recruitment would continue throughout the year and this may balance out the overall numbers (unless the impacts of the pandemic significantly worsened). It was noted that social distancing meant that class sizes had reduced but that the costs of delivery and staffing remained the same and efficiency would need to be carefully managed.

ACTION:

A message to be circulated to all staff from the Governing Body to thank them for their continuing efforts.

**Chair/
Clerk**

It was **RESOLVED** that the Principal's Report be noted.

2.2 ACHIEVEMENT RATES 2019/20 & PERFORMANCE TARGETS 2020/21

The Deputy Principal presented the report on Achievement Rates 2019/20 and Performance Targets for 2020/21 which provided an overview of achievement rates for the College across different funding categories for 2019/20, with information on

previous years provided for comparison. It was noted that overall, achievement figures were the best they had been for a number of years.

The following points were highlighted:-

- The overall achievement rate for 2019/20 had risen to 88.9% compared to 87.6% in the previous year (class-based adults and young people).
- The achievement rate for 16-18 year-olds was 89.46% and for adults 87.95%, both of which were an improvement on the previous year.
- Apprenticeships had an achievement rate of 73.7% compared to 68.2% in the previous year, and it was noted that this was above the national rate of achievement. It was proposed that the target for apprenticeship overall achievement remained at 70% for 2020/21 to combat the number of apprentices lost as a result of the impact of COVID-19.
- Community learning had achieved 97.5% compared to 95.8% in the previous year, despite this cohort being impacted more than any other learner group.
- It was proposed that the target rate for 2020/21 for 16-18 year-olds be set at 89% achievement and at 88% for adult learners.
- Members noted that the targets were both realistic and stretching as a result of the pandemic.

Governor Questions:

- As no national/relative figures were available for comparison, should a comparison be made once they became available and the College's targets be reviewed accordingly?
 - It was agreed that it would be helpful to reflect on the national targets when available and that this would be taken forward by the Standards & Performance Committee.

ACTION:

Standards & Performance Committee to review targets against national data when available. Deputy Principal to present a benchmark report to the Board.

DP

It was **RESOLVED** that the report on Achievement Rates 2019/20 and Performance Targets for 2020/21 be approved.

2.3 FINANCIAL STATEMENTS 2019/20 AND LETTER OF REPRESENTATION

The Executive Director of Finance presented the Financial Statements for 2019/20 as audited by the Group's external auditors, Azets, which gave an unqualified opinion.

The Statements had been scrutinised by the Audit Committee at its meeting held 22 October 2020.

The following key points were highlighted:-

- There was an operating surplus (before FRS) of £178k.
- The impact of COVID-19 had been less severe than anticipated. Some income had been lost due to the closure of the shop, restaurant etc. and there had been significant additional spending of around £66k on cleaning, security, caretaking and IT equipment. There had, however, been compensatory savings made to consumable spend.
- The College had honoured all financial commitments to suppliers and agency staff as per PPN02/20.
- There had been a considerable actuarial loss with regard to pensions.

- The Audit Report showed no material uncertainties and two small unadjusted items.
- The External Auditors had asked the Board to consider an impairment on land and buildings held on the balance sheet as a consequence of COVID-19. This had been discussed in detail by the Resources Committee during which Members had determined that it was unnecessary to impair the value of the assets.
- The financial statements required further minor amendment to Governor titles and terms of office. The Chair also requested that further consideration be given to the removal of commercially sensitive items such as ADA and BCMS.

Governor Questions:

- What was the current position with regard to ADA (the College's digital learner assistance tool)?
 - The University had provided financial support by means of a £240k investment in ADA in 2019/20. The College had since been engaged in development talks with JISC regarding the commercialisation of ADA as a viable product to be rolled out across colleges and universities.
- What was the current position with regard to the BCMS project?
 - No further update was available, save to note that the GM Combined Authority still had this on its list of priorities.
- Concerns with regard to apprenticeship income appeared to have been mitigated by delivery against forecast, unlike a number of other colleges – was there any explanation for this?
 - This had a lot to do with the 'shape' of the College curriculum and engagement with small to medium organisations in terms of supporting them during lockdown – this had helped to retain a significant number of apprenticeships.
- Was any further clarity available regarding the pension liability, particularly regarding a long term plan?
 - This was a long term liability that may never accrue but which may also rise significantly post-pandemic. It is expected that the sector would experience further pension deficits.

It was **RESOLVED** that:-

- (i) the Financial Statements for 2019/20 and the Letter of Representation be approved (subject to the minor amendments as discussed);
- (ii) the recommendation from the Resources Committee that there be no impairment on land and buildings held on the balance sheet be ratified; and
- (iii) the Audit Management Report and the College's financial health/bank covenants be noted.

2.4 ANNUAL HEALTH & SAFETY REPORT 2019/20

The Executive Director of Finance presented the Annual Health & Safety Report which provided a summary of health and safety activities during the academic year 2019/20. The following points were highlighted:-

- There had been fewer health and safety incidents, as a consequence of the College period of closure during lockdown.
- The impact of COVID-19 had meant that a terrorist lockdown rehearsal had not been possible during the period of the report; it was anticipated that this would be undertaken during 2020/21. It was noted that the terrorism threat level nationally had recently been increased.

Governor Questions:

- Were RIDDOR reportable events also required to be reported to the OfS?
 - This would depend on the severity of the accident and the conditions under which it had occurred, although any significant incident involving a student aged under 18 would need to be reported.
- Was there a need to progress 'near misses' reporting to help reduce the number of accidents in the longer term?
 - It was confirmed that there would be merit in doing so.

It was **RESOLVED** that the Health & Safety Annual Report 2019/20 be noted.

2.5 COLLEGE KPI DASHBOARD

Members received for information the College KPI Dashboard, which detailed the key sustainability indicators and a range of other indicators, which had been selected based on the areas to be monitored by the ESFA.

It was **RESOLVED** that the College KPI Dashboard be noted.

2.6 AUDIT COMMITTEE ANNUAL REPORT

The Executive Director of Finance presented the Audit Committee Annual Report 2019/2020 which provided the Audit Committee's annual assessment of the control systems in operation at the College, based on the reports received from the Internal and Financial Statements & Regularity Auditors and other sources.

The Chair of the Audit Committee reported that he had been pleased to note the positive reports over the year from the internal auditors on key activity within the College, with very few issues or concerns having been raised. In cases where the auditors had raised any findings, the Executive Team had acted quickly to address these where possible. Relationships with both internal and external audit were good, with the auditors commenting on the open and transparent response from staff; from these comments, the Chair derived confidence that the auditors and Executive Team continued to work together effectively.

An omission had been noted in the report that would be further discussed under Reserved Business and the Report amended as required.

It was **RESOLVED** that the Audit Committee Annual Report be approved, subject to amendment as required following further discussion under Reserved Business.

2.7 LINK GOVERNOR ROLES

The Clerk presented a report on Link Governor Roles.

Link Governor roles had been considered by the Search & Governance Committee on 23 September 2020 for further discussion by the Board.

The purpose of Link Governors was to facilitate Governor interaction with key curriculum areas and their links to Committees and to keep the Board informed of key areas to be evaluated/improved. This enabled the Board to develop relationships with staff and to have a more visible presence in the College.

It was noted that 16-19 programmes/T-Levels were particularly important in terms of discharging oversight.

The current Link Governor roles were as follows:-

Safeguarding – Sue Lomax

Early Years – Gulnaz Brennan

English & Maths – Gill Waugh

Dr Gill Waugh volunteered to take on the additional Link Governor role for Adult & Community Learning, and Dr Sue Lomax volunteered to take on the additional Link Governor role for Apprenticeships. Members were asked to consider the remaining vacancies with a view to filling the roles prior to the next Board meeting, bearing in mind that some Governors struggled to commit to giving their time during normal working hours.

It was **RESOLVED** that the updated list of Link Governors be circulated and that Link Governor Roles be added as a standing item for the Standards & Performance Committee for the foreseeable future.

Clerk

2.8 GOVERNOR MENTORS

The Clerk presented a report on Governor Mentors.

It was proposed that it would be good practice for an experienced Governor to be paired with newly appointed members and existing student members for a twelve-month period to act as a point of reference and to offer assistance and guidance in their role as a Governor, in addition to any advice provided by the Chair and the Clerk.

Mentors would help with the development of knowledge, skills and understanding of the role; arrange introductory meetings to explain the background to and workings of the Board; assist with reviewing agendas and papers for meetings; and be a point of contact for any advice.

It was proposed that the University's SU President be asked to offer advice to the College Student Governors. Further, it was proposed that Dr Chris Ball would mentor Mr Farhad Ali and that Mr Dave Haslam would mentor Ms Rebecca Davison.

It was **RESOLVED** that:-

- (i) the University's SU President be asked to offer advice to the College Student Governors;
- (ii) Dr Chris Ball would mentor to Mr Farhad Ali; and
- (iii) Mr Dave Haslam would mentor Ms Rebecca Davison.

Clerk

2.9* STARRED ITEMS:-

(i) SAFEGUARDING POLICIES 2020/21 UPDATE

Members had received and reviewed the Safeguarding Policies 2020/21 Update.

The College's Safeguarding Policies were updated on an annual basis, with the review process incorporating any legislative changes, alterations to local safeguarding processes, best practice, and 'lessons learnt'.

The College had four key policies and procedures:

- Child Protection and Safeguarding Children (0-18) Policy

- Safeguarding Adults at Risk Policy & Procedure
- Abuse of Trust Policy
- Personal and Professional Relationships at Work Policy

The policies had been updated with minor changes to terminology and regulations.

It was **RESOLVED** that the Safeguarding Policies 2020/21 Updates be endorsed.

(ii) ANNUAL RISK MANAGEMENT REPORT 2019/20

Members had received and reviewed the Annual Risk Management Report 2019/20.

The report enabled the Audit Committee to review and subsequently advise the Board on the progress being made with regard to Risk Management to assure the Board that risks were being managed effectively.

It was **RESOLVED** that the Annual Risk Management Report 2019/20 be noted.

(iii) ANNUAL CAPITAL EXPENDITURE REPORT 2019/20

Members had received and reviewed the Annual Capital Expenditure Report 2019/20.

It was noted that the total additions in year were £419k (£541k in 2018/19) which included an addition to the intangible asset of £201,582 for the potential commercialisation of ADA. This asset would be depreciated over three years unless commercialised or otherwise impaired.

Governor Questions:

- Did the College receive an allocation of FE capital funding from the Government and how would this be spent?
 - The College had received £887k from the DfE under restrictive terms and conditions of funding that prohibit spending on IT equipment for Learning and Teaching. The grant must be spent on building infrastructure by 31 March 2021 or returned to DfE.

It was **RESOLVED** that the Annual Capital Expenditure Report 2019/20 be approved.

(iv) REMUNERATION COMMITTEE TERMS OF REFERENCE

Members had received and reviewed the Remuneration Committee Terms of Reference as indicated with tracked changes as an appendix to the report.

It was **RESOLVED** that on the recommendation of the Remuneration Committee, the Board approve the revised Remuneration Committee Terms of Reference, subject to the approval of the University Board on 17 November 2020.

(v) AUDIT COMMITTEE TERMS OF REFERENCE

Members had received and reviewed the Audit Committee Terms of Reference as indicated with tracked changes as an appendix to the report.

It was **RESOLVED** that on the recommendation of the Audit Committee, the Board approve the revised Audit Committee Terms of Reference, subject to the approval of the University Board on 17 November 2020.

(vi) ANNUAL REPORT ON SENIOR POST HOLDERS' REMUNERATION

Members had received and reviewed the Annual Report on Senior Post Holders' Remuneration for 2019/20 as considered by the Remuneration Committee at its meeting held 23 September 2020.

It was **RESOLVED** that the Annual Report on Senior Post Holders' Remuneration be approved.

3. SECTION C - UNIVERSITY GROUP MATTERS

3.1* STARRED ITEMS:

(i) GROUP RISK REGISTER

Members had received the Group Risk Register for information, which provided an update on the revised approach to Risk Management adopted (as previously agreed) across the Group.

It was **RESOLVED** that the Group Risk Register be noted.

4. SECTION D - ANY OTHER BUSINESS

(Mrs Kate Flood withdrew from the meeting at 6.25pm during consideration of the following item)

4.1 COMMITTEE/BOARD MEMBERSHIP PROPOSALS

(i) Remuneration Committee

The Clerk presented a proposal to appoint Mrs Kate Flood as a member of the Remuneration Committee.

This appointment had been considered by the Search & Governance Committee at its meeting held 23 September 2020 and recommended to the Board for approval.

Following a vote, where Members voted unanimously in favour of the appointment, it was **RESOLVED** that the appointment of Mrs Kate Flood as a member of the Remuneration Committee be approved.

(Mrs Kate Flood re-joined the meeting at 6.30pm)

(ii) Board of Governors

The Clerk presented a report on an expression of interest as a University Nominated Member of the Board.

Following the resignation of Professor HH William Morris in March 2020, the vacancy created by his resignation had been discussed by the Search & Governance Committee at its meeting held 23 September 2020. The Committee felt that there would be merit in having a non-executive University member and had considered the appointment of Dr Adrian Brookes of Backstage Academy to fill this role.

Dr Brookes was an innovator and entrepreneur in the entertainment industry with extensive experience in the education sector at Backstage Academy, which was a key strategic partner of the University. Dr Brookes was known to some members of the Board who stated that they were impressed by his business acumen and outstanding entrepreneurship, as well as his dedication to the educational development of young people.

It was **RESOLVED** on the recommendation of the Search & Governance Committee that approval be given to the appointment of Dr Adrian Brookes as the University Nominated Member of the Board.

(All Members and Officers save for Independent Members left the meeting at 6.40pm)

4.2 RESERVED BUSINESS MINUTES:

5. SECTION E – FUTURE MEETINGS

5.1 Governors' Meetings

The dates and times of future meetings were noted as follows:-

Board Meeting - Tuesday 9 February 2021 at 5.00pm

Committees -

Resources - Tuesday 19 January 2021 at 5.00pm

Standards & Performance – Wednesday 20 January 2021 at 2.00pm

Audit - Thursday 25 March 2021 at 5.00pm

Search & Governance – Wednesday 2 June 2021 at 3.00pm

Remuneration – Wednesday 22 September 2021 at 4.00pm

The Chair thanked members for their attendance and the meeting closed at 6.57pm

Chair's Signature:



Date: 9 February 2021