

EXETER COLLEGE FURTHER EDUCATION CORPORATION

CORPORATION BOARD

Minutes of the meeting held on Friday 1 May 2020 at 9.30am remotely using Zoom conference call facility

Present

	David Allen	Chair
	Bindu Arjoon	Vice Chair
	Chris Hoar	
	John Laramy	Principal
	Tom Matthew	
	Jo Matthews	
	Tim Rutherford	
	Toby Smith	
	Emma Webber	
<i>To 11.29am</i>	Heather Ancient	
	Stewart Noakes	
	Neil Hitchings	
<i>From item 5</i>	Sue Clarke	
<i>To 11.32am</i>	Tim Quine	
<i>From item 5</i>	Glenn Woodcock	
<i>To 11.40am</i>	Dave Underwood	
	Sonja Longmore	

Observers

Kelly Tucker

Apologies

Sarah Brampton
Matt Roach

In Attendance

Rob Bosworth	Deputy Principal/CEO
Jade Otty	Vice Principal Performance
Alison Layton-Hill	Clerk to the Corporation

1. Welcome and Apologies

The Chair welcomed colleagues to the meeting and set out the protocols for the first governor meeting held remotely. He particularly welcomed Professor Tim Quine to his first Board meeting.

Apologies were received from Sarah Brampton and Matt Roach.

Declarations of Interest

Bindu Arjoon, Director, Exeter City Council declared an interest in any items relating to planning.

Action

Glenn Woodcock, Member of Council, University of Exeter for matters relating to the University and as an employer, an interest in items relating to the Institute of Technology.

Chris Hoar, Partner Michelmores declared an interest in any items relating to the Institute of Technology and Royal Devon and Exeter Hospital.

Dave Underwood, independent advisor for matters relating to the Royal Devon and Exeter Hospital.

Chris Hoar and David Allen declared an interest in item 8.3 as both are acquainted professionally with Carol McCormack.

2. **Minutes of Meetings**

2.1 The minutes of the meeting held on 7 February 2020, as circulated, were agreed and signed with the Chair's electronic signature.

2.2 The confidential minutes of the meeting held on 7 February 2020, as circulated, were agreed and signed with the Chair's electronic signature.

3. **Matters Arising**

There were no matters arising to record.

4. **Corporation Chair's Report**

The Chair thanked all governors for their forbearance during this challenging time and expressed hope that future Committee and Board meetings can be held successfully using Zoom for the time being.

On behalf of governors, the Chair thanked the Principal, senior leadership team, Clerk and all staff for their efforts to keep the college operational, ensure that staff and students remain safe and that students continue to receive a quality educational experience.

In terms of Governance, the Chair thanked the Board for supporting the formulation of the Executive Committee to make decisions if needed. He also reassured governors that he maintains regular contact with the Principal and invited governors to contact the Clerk, the Principal or himself if they need more information or would like to share their experience of business during the Covid-19 pandemic.

The Board noted the report

Glenn Woodcock and Sue Clarke joined the meeting

5. **Strategic Matters for discussion**

5.1 Principal's Strategic Report

This item was dealt with as a confidential item in accordance with the College's confidentiality policy and recorded in the confidential minutes.

5.2 Operations, Marketing and Recruitment Update

The Board received the Deputy Principal/CEO's report which explained how the College continued to operate in the current unusual circumstances. He highlighted remote learning and the benefit of the digital and transformation strategy (including iDEA badges), as well as the importance of safeguarding and inclusivity.

The lead governor for safeguarding has maintained contact with the College safeguarding lead and gave the Board reassurance that she was confident that safeguarding remains effective.

The Vice Principal Performance advised that the College is mindful that there are students who do not have constant access to the internet and/or a device. Since the Government announcement, in support of devices for the vulnerable, the College has purchased equipment to distribute to those that need it.

Recruitment:

It was reported that student recruitment for 16-19 appears to be positive for the next academic year and is similar to the numbers for the current year. However, the College is not complacent in the current context and the Marketing team has worked hard on the 'Flying Start' brand. The College is communicating with schools and supporting vulnerable learners to ensure all have positive destinations.

Access and HE:

HE numbers will be challenging again for the next academic year and are likely to decline. The College is planning the curriculum to ensure that courses remain viable. The Access brand appears to be popular, with recruitment currently looking more positive than the current year.

Apprenticeships:

The Apprenticeship team is working hard with current apprentices and apprentice applicants in term of employment opportunities. It is likely that there will be a reduction in apprenticeships, however the College always prepares a dual offer and therefore if apprentices are not able to secure employment, they will receive an alternative full time offer.

Marketing:

The Deputy Principal/CEO reassured the Board that marketing had moved entirely online. The Board was pleased to note the positive community impact of the College; 3D printing in support of the NHS, offering the Clocktower accommodation to the NHS and being engaged in the 'Food for Heroes' campaign.

The Board noted the update.

5.3 Plans to ensure all students achieve

The Board received a report from the Vice Principal Performance, which explained the process for awarding grades to students in the absence of exams. The Board was reassured that the College is confident that it has a robust system in place to award grades and is working hard to ensure it is in line with the latest guidance from awarding bodies and Ofqual.

The Board noted that it will be difficult to evidence improvements in some areas due to results appearing out of line with the previous year, thus attracting challenge from the awarding body. Governors were reassured that the College is carefully following guidance from the awarding bodies and based on the previous year's positive results, the College is in a good position.

The Vice Principal Performance highlighted that the requirement for ranking students is challenging and staff are being supported through this process. The Board expressed concern in terms of the merit of ranking and suggested that the College pushes back on this requirement. It was however accepted that any representation is unlikely to remove the need for ranking, particularly for A Level. The Board was reassured that lead teachers are being trained and that each student is being assessed in a holistic way and the College is not focusing on mock results and data solely. The Principal reiterated that exam bodies already hold data about each student and each centre and the students' final grade may differ from that which the centre had proposed. The importance of ensuring that staff and students feel it has been as fair as possible was highlighted.

Governors suggested that no student would receive a grade lower than they had achieve in their mock exam. The College was not able to guarantee this as the mock exam is sat before students had completed much of the syllabus.

The Board questioned what level of re-sits the College expected. The Principal responded that this is an unknown. However, if students are able to progress to their intended destination, they are unlikely to wish to undertake re-sit.

The Chair expressed that there could be some concern nationally for the 'Class of 2020', however governors did not doubt that the College is doing all it can to ensure students have the best opportunities for their future. The Vice Chair acknowledged that there are some challenges still to be resolved and committed the Quality and Standards Committee to ensuring that the Board, parents and students receive assurance as the situation develops.

It was agreed that the Vice Principal Performance will further report to Quality and Standards Committee to provide additional assurance.

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6. Learner and Student Voice update

6.1 Student Governor Reports

The Student Governors gave a brief overview of their reports, on this occasion focused on progression, which were welcomed by the Board.

The Board asked the student governors about their personal experience of digital teaching and learning. It was acknowledged that there was a steep learning curve for learners and lecturers, however issues were eradicated within the first week and the experience had been positive. Technology is being used well and the transparency and communication from lecturers is reassuring.

The student governors reassured the Board that there continued to be a sense of student voice and open communication with students. There also continue to be online learner voice events.

The Board expressed some concern that there appeared to have been a lack of communication in relation to the name of a particular degree course. It was agreed that the College and University would follow this up to ensure clarity in the future.

The Board questioned whether any lack of broadband connectivity was causing anxiety among students. It was noted that there can be issues in rural areas, however the Covid-19 mailbox is being used well and students are able to come into college to use a computer if required. The College is using the PDP programme to support students and the College is proactively contacting learners that do not appear to be engaged to ensure they are safe and well.

The Board noted the Student Governors' reports

Part 2 REPORTS FOR NOTING/APPROVAL

7. Recommendations from Audit and Risk Assurance Committee

7.1 Executive Summary from Committee Meeting on 9 March 2020

The report summarising the key issues considered by the Audit and Risk Assurance Committee meeting held on 9 March 2020 was received and the Committee Vice Chair highlighted the key issues.

7.2 Risk Register

The Committee Vice Chair referred the Board to the Coronavirus scenarios document and the Deputy Principal/CEO gave an oral update. The three scenarios being considered are a) the College stays closed until the summer b) all students will return prior to the summer c) partial opening prior to the summer, the latter being the main focus. Consideration is being given to student/teacher ratios, timetabling, one-way systems and the provision of hand sanitisers. The Board was also informed that there is

a detailed operational document which underpins the scenarios. The Board suggested that the third scenario needs more detail, although it was noted that detail sits underneath the higher level presentation to the Board.

It was agreed that the Quality and Standards Committee consider risk 54 in more detail, particularly around grading, appeals and on-line learning.

Clerk

The Board suggested that the College undertakes scenario planning for the 2020/21 academic year to prepare, for example, for 50% usage of space to maintain social distancing and that although students might return, some staff may need to remain isolated. Other scenarios might involve a reluctance to travel even when public transport was available. The Principal confirmed that the Board's comments will inform the next review of the risk register.

SLT

The risk register was considered as circulated. It was noted that the document had been updated since the Committee meeting on 9 March 2020 to reflect the rapid changing environment due to Covid-19. The updated risk register had been circulated to the Audit and Risk Assurance Committee and considered at Business Services on 27 April 2020.

The Board approved the updated risk register

- 7.3 Reappointment of the external auditors 2019/2020
The Committee had received the report evaluating the performance of the external auditor and recommended their re-appointment to the Board.

The Board approved the reappointment of Bishop Fleming as the external auditor for 2019/2020

- 7.4 Internal Audit Programme
The Committee had agreed the internal audit programme. The College continues to use its best endeavours to continue with the internal audit programme, however, due to Covid-19, it was noted that the auditors are unlikely to be able to complete the programme. The Principal referred to an earlier suggestion that the internal auditors might scrutinise the College's business continuity processes and reassured the Board that the internal auditors did consider the Colleges emergency planning processes in March prior to lock down.

The Board approved the Internal Audit Programme, understanding the constraints that the internal auditor is working under

The Committee Vice Chair also confirmed that the Committee had agreed to appoint Neil Hitchings as a Committee Member.

He also advised that there had been a useful Deep Dive on Cyber Security and the Committee was pleased to acknowledge the improvements that had been made in this area over the past few years.

8. **Recommendations from Search and Governance Committee**

8.1 Executive Summary from Committee Meeting on 16 March 2020.
The report summarising the key issues considered by the Search and Governance Committee meeting held on 16 March 2020 was received and the Chair highlighted the key issues.

8.2 Standing Orders

The Chair reminded the Board that amending the Standing Orders to include the formulation of an Executive Committee was approved by email by the Board. However, there were some additional minor amendments which are identified in the updated Standing Orders circulated with the papers, which require approval.

The Board approved the Standing Orders

Clerk

8.3 Appointment of Carol McCormack OBE

The Board had been made aware that Chris Hoar's second term of office concludes in July 2020. The Chair, Principal and Clerk had met with Carol McCormack, Partner at Michelmores solicitors and the Search and Governance Committee subsequently recommended her appointment to the Board. Carol's CV was received and her wider experience, knowledge and passion for education was noted.

The Board approved the appointment of Carol McCormack to become a member of the Board from 3 July 2020

Clerk

The Chair advised the Board that the Committee had agreed to offer Michael Caines an extension to his role as Patron of the College for a further four year term. The Clerk to contact him.

Clerk

The Board was made aware that the process is underway to appoint a business support staff governor and it is anticipated that a new governor will be in place for the July 2020 board meeting.

Clerk

The Search and Governance Committee had decided to defer a discussion on the diversity of the board to allow for a fuller and deeper discussion at a later date. The Chair confirmed that a virtual "coffee" meeting with another female potential candidate had been arranged and the Committee will report back to a future Board meeting.

9. **Recommendations from Remuneration Committee**

9.1 Executive Summary from Committee Meeting on 16 March 2020

The report summarising the key issues considered by the Remuneration Committee meeting held on 16 March 2020 was received and the Committee Chair highlighted the key issues.

The Board noted the appointment of Richard Church as the Chief Financial Officer. He joins the College on 5 August 2020 and it was felt that his commercial experience will be particularly valuable.

The Committee had considered an updated senior leadership structure and in light of the new EIF noted the Principal's intention to appoint a Director to lead on various parts of the curriculum.

The Committee had also received an update following the senior post holders' mid-year performance reviews and was pleased to report that these had been positive.

The Board noted the report

10. Recommendations from Quality and Standards Committee

- 10.1 Executive Summary from emailed Committee Meeting on 23 March 2020. The report summarising the key issues considered by the Quality and Standards Committee meeting held on 23 March 2020 was received and the Committee Chair highlighted the key issues as well as thanking the Committee for thoroughly reviewing the papers.

In terms of the HR Policies, there had been some questions raised which were being reviewed by the senior leadership team.

The Committee had received a virtual presentation on the work experience strategy and looked forward to receiving more information at a future meeting.

The Committee had reflected on how internal inspections affect staff. The Committee was reassured that staff are supported, as well as challenge appropriately with the aim to prepare them for the external inspection. The Board was pleased to note that Humanities was awarded a grade 1 following the internal inspection.

The Board noted the report

11. Recommendations from Business Services Committee

- 11.1 Executive Summary from emailed Committee meeting on 27 April 2020. The report summarising the key issues considered by the Business Services Committee held on 27 April 2020 was received and noted. The Committee Vice-Chair highlighted the key issues.

T-Levels Grant:

The Board was informed that the College has been allocated a grant of £20k related to the provision of health and science, as part of the next round of T-Levels. The Committee recommended that the grant is used to develop a proposal for two additional science laboratories.

LEP Digital Project:

The Committee was advised that, to utilise a significant underspend on a major LEP digital project, the College submitted a digital transformation bid. The aim being that the LEP would support each college to invest in their digital estate, up to the value of 0.5% of turnover. For the college, this equates to £200k. There now appears to be a 70% chance of this funding being realised and the Committee recommends to the Board that it supports to the project.

Education Training Foundation

The EFT has secured a multi-year, multi-million-pound project to support the rollout of T-Levels and the professional development that runs alongside the rollout of these qualifications. As part of their bid the ETF named Exeter College as one of the Colleges that they would like to work with. The Committee recommends to the Board that the College is fully involved in this project.

The Board approved:

- a) the expenditure of £20k to develop a proposal to create two additional science laboratories**
- b) to support the LEP Project**
- c) that the College becomes involved with the EFT – T Level Centre of Professional Development**

The Committee Vice-Chair also referred to the management accounts and the Flybe Academy which had been discussed earlier in the Board meeting.

The Board was informed that in relation to the Estates masterplan:

- AWW been appointed as architects for phase 2.
- The Committee had received the IoT Construction programme and the Board noted that the steelwork is being fitted.
- The T level project is progressing well
- Falcon House works have commenced and will be complete by September 2020.

The Principal particularly thanked the Director of Estates and ICT for his efforts.

The Chair referred to the positive set of management accounts and the board noted that the College is in a good financial position. However, the Board also noted that it is necessary to take a realistic view when

considering the future financial strategy. The College must be mindful that there is the potential for a deep recession and Brexit may still have an impact. The Chair assured the Board that there is no complacency and the Principal confirmed that the College is taking a prudent approach.

PART 3: REPORTS AND MINUTES FOR INFORMATION

12. Reports

The following reports were **received and noted**.

- 12.1 FE Commissioner's Letter and Annual Report
- 12.2 Gender Pay Report
- 12.3 Curriculum Strategy
- 12.4 Work Experience Strategy
- 12.5 Opportunities and Developments Risk Register
- 12.6 Management Accounts (February 2020)
- 12.7 Governance Report – The Chair specifically mentioned the implementation of the BoardEffect system and the Clerk will keep governors informed.
- 12.8 Sealings Report

13. Open Minutes

The following minutes were **received and noted**:

- 13.1 Audit and Risk Assurance Committee minutes 9 March 2020 *Draft*
- 13.2 Search and Governance Committee minutes 16 March 2020 *Draft*
- 13.3 Quality and Standards Committee questions/comments log 23 March 2020 *Draft*

13. Confidential Minutes

The following confidential minutes were **received and noted**:

- 13.1 Audit and Risk Assurance Committee Confidential minutes 9 March 2020 *Draft*

14. Dates of scheduled meetings for 2019/20

Friday 3 July 2020
Friday 9 October 2020
Friday 11 December 2020
Friday 26 February 2021

The Chair thanked governors for attending and the Board gave positive feedback in terms of the effectiveness of the Zoom meeting.

The meeting ended at 11.55

Signed digitally by the Chair



Date: 3 July 2020