

**EXETER COLLEGE FURTHER EDUCATION CORPORATION
CORPORATION BOARD**

Minutes of the meeting held on Friday 10 December 2021 held via Zoom

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| Present | Matt Roach | Acting Chair |
| | John Laramy | Principal/CEO |
| From item 5.1 | Carol McCormack | |
| | Sue Clarke | |
| | Emma Webber | |
| | Neil Hitchings | |
| | Sonja Longmore | |
| | Vicki Roberts | |
| | Simon Tapley | |
| | Auguster Irabor | |
| | Rob Hutchins | |
| | Stewart Noakes | |

Observers

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| Apologies | Glenn Woodcock |
| | Tim Quine |
| | Bindu Arjoon |
| | Sarah Brampton |
| | Sally Wolkowski |
| | Phil Randall |

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| In Attendance | Rob Bosworth | Deputy Principal/CEO |
| | Richard Church | Chief Financial Officer |
| | Jade Otty | Vice Principal Performance |
| | Mike Blakeley | Director of Apprenticeships |
| | Alison Layton-Hill | Clerk to the Corporation |

1. Welcome and Apologies Action

In the absence of the Chair and Vice Chair of the Corporation, the Clerk proposed Matt Roach as the Chair for the meeting, which was agreed by the Board.

The Chair welcomed colleagues to the Board meeting and extended a particular welcome to Simon Tapley and Auguster Irabor to their first Board meeting. Apologies were received from Glenn Woodcock, Bindu Arjoon, Sarah Brampton, Phil Randall, Sally Wolkowski and Tim Quine.

Declarations of Interest

Carol McCormack, Partner Michelmores, declared an interest in any items relating to Michelmores.

John Laramy, Principal/CEO declared an interest in any items relating to Pearson.

2. Minutes of Meetings

2.1 The minutes of the meeting held on 8 October 2021, as circulated, were agreed.

2.2 The confidential minutes of the meeting held on 8 October 2021, as circulated, were agreed.

3. Matters Arising

3.1 Appointments

The Chair advised that the Search and Governance Committee had agreed, by written resolution, to recommend several governor appointments.

The Board approved the following appointments:

- a) Sue Clarke to be appointed as Chair of the Quality and Standards Committee with effect from 1 January 2022.**
- b) Emma Webber to cease to serve on the Business Services Committee and be appointed to the Quality and Standards Committee with effect from 1 January 2022**
- c) Emma Webber to be appointed Vice Chair of the Quality and Standards Committee with effect from 1 January 2022.**
- d) Simon Tapley to be appointed to serve on the Business Services Committee with immediate effect.**
- e) Carol McCormack to be appointed as Vice Chair of the Business Services Committee with immediate effect.**
- f) George Smith-Easton, the Student Union President is appointed as a co-opted Governor to the Quality and Standards Committee**
- g) George Smith-Easton is permitted to attend Board meetings as an observer**

The Board noted that Auguster Irabor had been elected to the role of HE student governor.

4. Corporation Chair's Report

The Chair extended his thanks to governors for attending the farewell dinner for David Allen and the Festival of Carols held at the cathedral.

The Board was advised that the College is engaging in a reciprocal governance review which will be lead by the Clerk. As well as desk-based fact finding a selection of governors will be interviewed. The review was considered an excellent opportunity for the College to review its governance and good preparation for the mandatory external reviews all Colleges must undertake.

The Deputy Principal explained a proposal to amend one of the previously agreed values 'enthuse' to 'energy'. There was some concern that the Board had not been consulted on the proposal prior to the meeting.

The Board agreed:

a) to approve the three core values of Ambition, Collaboration and Energy

b) that the Clerk will re-issue the core values to the Board

Clerk

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 Self-Assessment Report 2020/2021 (SAR) and Quality Improvement Plan 2021/2022 (QIP)

The Board received a presentation from the Vice Principal Performance and noted that the College had assessed itself as 'outstanding' in all curriculum areas except for adult learning programmes, which was assessed as 'good'. The College had assessed itself as 'outstanding' in all Ofsted Education Inspection Framework elements: Quality of Education, Behaviour and Attitudes, Personal Development and Leadership and Management. The Vice Principal Performance gave an overview of the previous year's achievements and areas for improvement that were identified in the Quality Improvement Plan (QIP) for 2021/2022.

In response to a question from the Board, the commitment and provision for English where it is not the student's first language was explained.

The Board sought assurance on what additional support is being provided to learners who have no exam experience in terms of building their confidence. It was explained that learners will experience mock exams and controlled assessments. Personal development plans and tutorials will provide an opportunity for learners to understand what to expect in the exam hall and they are also being supported at cross college events.

The Board recognised the quality of work that had gone into the SAR and QIP and thanked the Vice Principal Performance for her presentation.

The Board agreed:

a) to approve the SAR 2020/2021 and QIP 2021/2022

b) that the presentation will be circulated to the Board

Mike Blakeley joined the meeting for item 5.3 only

5.3 Strategic Dimension – Apprenticeships and Employers

Prior to commencing the presentation, the Board congratulated the Director of Apprenticeships following the excellent outcome of the recent in-depth ESFA Funding audit.

The Board received a presentation and noted that Apprenticeships and Employers is a growing strategic dimension for the College and that there is a new focus on the value of apprenticeships from the government. The College has a strong network of 950 employers and the programme has developed and diversified in partnership with them. A recent visit from the DfE identified the College's excellent provision as an outlier within the sector. The Board received an overview of future opportunities and noted the national recognition in terms of the College's starts and achievements as well as having achieved several awards.

The Board raised the threat around staff being encouraged by new providers to move away from the College and whether there is a contingency plan to mitigate that risk. The HR and Marketing functions are putting much effort into promoting the College and is working on salaries in terms of market forces. It was also confirmed that employers are being made aware of incentives available to them.

Governors asked if we had increased our geographical area from which we recruit apprentices. The College believes that the focus should currently remain within the local/regional area however the College does look at all opportunities.

The College also confirmed that it continues to engage with organisations that represent businesses and has engaged a previous employee to undertake some work to evaluate its ability to listen to the needs of employers.

The Board noted the presentation and thanked the Deputy Principal and Director of Apprenticeships

6. **Learner and Student Voice update**

6.1 College News

The report was received and the Principal highlighted the visit from the Director General of the BBC as inspirational for students.

The Board noted the report

- 6.2 Learner and Student Voice Report
The report was received and taken as read. The Board was pleased to note the level of students that had gained an interview for Oxford or Cambridge universities.

The Board noted the report

Part 2 REPORTS FOR NOTING/APPROVAL

7. Recommendations from Audit and Risk Assurance Committee

- 7.1 Executive Summary from Committee Meeting on 15 November 2021.
The report summarising the key issues considered by the Audit and Risk Assurance Committee meeting held on 15 November 2021 was received and the Vice Chair highlighted the key issues.

The Committee had received two presentations of assurance relating to: failure to recruit high quality staff and managers and failure to meet safeguarding and prevent requirements. The Committee also discussed assurance related to sustainability and the College's net-zero aspirations. It was recommended that a sustainability awareness session is held at the Board Residential in May 2022.

- 7.2 Risk Register
The Committee had received and scrutinised the risk register and recommended it to the Board for approval.

The Board approved the Risk Register

- 7.3 Risk Management Annual Report
The Board considered the Risk Management Annual Report which summarised the College's activities relating to risk management for the preceding year.

The Board approved the Risk Management Annual Report

- 7.4 Key Issues Discussion Document
The Board considered the Key Issues Discussion Document which confirmed a clean audit, there were no concerns over regularity and the auditors were comfortable to give an unqualified opinion. There had been no change to the agreed plan, no significant findings and no override of manual controls. Assumptions made were appropriate and the Financial Statements represented an accurate view of the College's strong financial position.

The Board approved the Key Issues Discussion Document

- 7.5 Regularity Self-Assessment

The Board considered the Regularity Self-Assessment, and additional self-assessment specifically related to Covid-19, which had been reviewed by the Committee.

The Board approved the Regularity Self-Assessments

7.6 Letters of Representation

The Auditors require the Board to confirm its understanding of its responsibilities by agreeing that the Letters of Representation may be signed before the accounts are finalised.

The Board approved the Letters of Representation for signature by the Chair for Exeter College, Exeter College Services Ltd and Exeter College Apprentices Ltd

7.7 **Audit and Risk Assurance Committee Annual Report**

The Board considered the Audit and Risk Assurance Committee Annual Report which assured the Board that the Committee is satisfied with the adequacy and effectiveness of the College's systems of internal control.

The Board approved the Risk Assurance Committee Annual Report

8. **Recommendations from Business Services Committee**

8.1 Executive Summary from Committee Meeting on 22 November 2021.

The report summarising the key issues considered by the Business Services Committee meeting held on 22 November 2021 was received and the Committee Chair highlighted the key issues.

The Committee had received the September 2021 management accounts for the College which indicated a positive start to the new financial year. The Committee had also received the Student Union accounts which indicated a small surplus. The positive recruitment resulting in an increase in student numbers was noted. The Chief Financial Officer gave an update in terms of the bid relating to Blocks B & C that had been submitted in October 2021 which had an expected outcome date of March 2022. The Committee had agreed to continue progress with the replacement of blocks B & C while a decision on funding was awaited.

8.2 Exeter College Financial Statements and Going Concern

The draft accounts for Exeter College for the year ended 31 July 2021, which had been reviewed by the Business Services Committee and recommended for approval, were received. The strong surplus and pension issues were noted. The Board extended its thanks to the Principal, Chief Financial Officer and the wider finance team for producing a clean set of accounts.

The Board approved the Exeter College Financial Statements and authorised the Chair and Principal to sign them

8.3 A Plus Training (UK) Ltd, Exeter College Apprentices Ltd and Exeter College Services Ltd (including letter of support) Financial Statements

The Board received the draft accounts for the College's subsidiary companies for the year ended 31 July 2021, which had been reviewed by the Business Services Committee and were recommended for approval.

The Board approved the Financial Statements for A Plus Training (UK) Ltd, Exeter College Apprentices Ltd and Exeter College Services Ltd

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

9. **Recommendations from the Quality and Standards Committee**

9.1 Executive Summary from Committee meeting on 29 November 2021. The report summarising the key issues considered by the Quality and Standards Committee meeting held on 29 November 2021 was received and noted. The Vice Chair highlighted the following items for Board approval.

9.2 Safeguarding Report

The circulated annual report was received, which had been scrutinised by the Quality and Standards Committee. The report highlighted the breadth of work undertaken in support of safeguarding learners and all governors were encouraged to read the report. The Board noted that the Committee had requested that consideration is given to how the safeguarding report links into the equality and diversity policy.

The Board challenged the suggestion that it is less relevant to report on gender split, considering the steer from Ofsted around the harassment of girls in particular, and the government's agenda around violence against women and girls. The College confirmed that this data would continue to be collected but the College is also undertaking work around preferred pronouns and the harassment of trans and non-binary students.

The Board approved the Safeguarding Annual Report

9.3 Safeguarding and Child Protection Policy

The circulated policy was received and the Board noted that it had been updated in line with new statutory guidance related to peer on peer abuse.

The Board approved the Safeguarding and Child Protection Policy

9.4 Self-Assessment Report (SAR) 2020/2021 and Quality Improvement Plan (QIP) 2021/2022

This item had been covered earlier in the agenda with a presentation from the Vice Principal Performance. The Committee Vice Chair highlighted the importance of noting the precision and detail in the analysis of areas identified for improvement.

The Board approved the SAR 2020/2021 and QIP 2021/2022

- 9.5 HE Self-Assessment Report (SAR) 2020/2021 and Quality Improvement Plan (QIP) 2021/2022

The HE SAR and QIP were received and considered. It was noted that HE is graded 'good' and is working towards 'outstanding'.

The Board approved the HE SAR 2020/2021 and QIP 2021/2022

- 9.6 Equality and Diversity Policy

To comply with OfS requirements relating to academic freedom the equality and diversity policy had been amended.

The Board approved the amended equality and diversity policy

PART 3: REPORTS AND MINUTES FOR INFORMATION

10. **Reports**

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

- 10.1 Opportunities and Development Risk Register
- 10.2 Management Accounts (September 2021)
- 10.3 ESFA Financial Health letter
- 10.4 ESFA Finance dashboard
- 10.5 Student Union accounts
- 10.6 Governance Report
- 10.7 Going Concern

11. **Dates of scheduled meetings for 2021/2022**

Friday 18 February 2022
Friday 29 April 2022
Friday 1 July 2022

The Chair wished governors and all staff a happy Christmas.