

MINUTES OF A SPECIAL CORPORATION
Meeting held remotely by 'Teams' on Thursday 30 April 2020
At 5.00 pm

Present	Martin Clark (Chair), Mark Lello, Harry Adam, Clive Barker, Carlton Brand, Amanda Burnside, Jon Downing, Mags Patten, Venetia Summers, Becca Thurston, Jack Wills.
In Attendance	<i>Iain Hatt (Deputy Principal Curriculum and Quality), Julian Wood (Deputy Principal Corporate Resources), Heather Cross (Clerk to the Corporation)</i>

	Minute	Action
2019-20 7/1	Apologies for absence	
	Apologies were received from Ruth Greening and Iain Hutchison.	
2019-20 7/2	Declarations of interest	
	None	
2019-20 7/3	Chair's opening remarks and meeting protocols	
	<p>The Chair thanked governors for attending this further special meeting in this time of national crisis and thanked the Principal and the senior team for their continued unprecedented hard work in responding so well to the situation.</p> <p>The Chair formally welcomed Julian Wood to the meeting having now taken up his position earlier in the month as Deputy Principal Corporate Resources.</p> <p>He reminded governors of the agreed protocols for operating meetings remotely which had been agreed for use at the previous meeting, and he encouraged all participants to retain their video on.</p>	
2019-20 7/4	Briefing – to update on the college's current position including quality and finance	
	<p>An updating presentation was given to the meeting concerning the college's response to the current crisis, dealing overall with the current position, whereby the summer term had recently started fully online with good student engagement and work to support those students not in a position so readily to engage. The College continued to work with the Funding agencies concerning available financial support and the sector-wide challenge for the medium term. National lobbying for the sector was taking place and the Principal was involved in a key AoC working group concerning future planning. The furloughing of non-active staff had commenced, with a phased process. The College continued active communication with all its staff as well as engagement with stakeholders including unions. Governors welcomed the excellent communication with staff that they had observed.</p> <p>The Deputy Principal Curriculum and Quality gave an update about teaching, learning and assessment with the focus on re-engaging with students after the Easter break. Some answers were available concerning how awarding bodies certification was to operate, with processes for awards on the basis of 'calculate' 'adapt' or 'delay' as the principles to be used, but many questions on detail remained to be answered. Quality assurance was being delivered</p>	

through virtual monitoring and support as needed through Heads of Department and learning and development coaches. The 'Safe and Respectful culture' had been updated to address home teaching and learning guidelines. Governors satisfied themselves about how arrangements for contacts with students were working whilst at home to maintain safeguarding and health and safety. Preparations were being made for September, examining what teaching, learning and assessment and tutorial would look like, how student transitions would operate and whether a summer school might be introduced for delayed assessment.

The Deputy Principal Corporate Services gave an update concerning finances and associated areas. The reduction in college income because of the health crisis was forecast to be less than the £3.75m impact in 19/20 previously reported but would still be significant. 16 to 18 funding was confirmed for this year and next, adult, and High Needs largely confirmed in the current year and HE confirmed, subject to withdrawals. The Apprenticeships position was slightly better than previously forecast but still with significant uncertainty for the 20/21 year. Commercial income would suffer a significant unrecoverable impact in the current year. Overall, the college was forecasting currently a loss of income of around £4.2m over this year and next. Careful management of the cash position would be required, and the assumption was being made that access to support nationally would be needed, although the way in which this could be achieved was still unclear. Regular conversations were continuing to take place with the college's Education and Skills Funding Agency representative and the FE Commissioner's office.

The construction projects continued to operate, but there were inevitable delays given social distancing arrangements and supply chain considerations. Contracts remained as signed and the college was not liable for inactivity, but there would be practicalities to be addressed in due course.

The IT staff team was thanked for the considerable tasks they had successfully undertaken in supporting the move to online delivery and wholesale remote working for staff. The HR team had also been extremely busy in dealing with the Job Retention scheme and supporting staff wellbeing.

Discussion concentrated on developing plans for remobilisation and how delivery would operate from September. The achievability of social distancing and the consequent additional costs of arrangements for transport, online enrolment and funding for a new teaching model were discussed. It was agreed that all colleges needed to work to the same principles in their arrangements, both to save work and to ensure national consistency of practice. Governors asked questions about the extent of financial issues nationally and what support was currently being offered; it was fully recognised that colleges should not take their own radical actions to address these. The FE Commissioner's office had recognised that the college was being well-run financially and difficulties would impact in January 2021. Governors asked questions about college major suppliers and were assured that these were not showing signs of structural vulnerability.

Governors thanked the Principal and Deputy Principals for their reports and for the considerable additional activity taking place. Further reports soon on the developing situation were anticipated. Governors agreed that a joined-up approach across the sector was imperative and there were strong arguments to be made about the vital response to issues post-Covid that the sector could provide.

2019-20 7/5	Risk Register – Exceptional items and main register	
	<p>The latest risk register, developed to include the exceptional circumstances, had been circulated previously. The risks of shortfall in income, inability of normal functioning in both the short and long term and risks to LEP projects were all examined.</p> <p>Governors welcomed the helpful snapshot of the situation provided by the exceptional circumstances section of the risk register.</p>	
2019-20 7/6	Principal's report	
	<p>The Principal's report had been circulated previously and highlighted the latest position on the Job Retention Scheme; the new exceptional risk register which had just been discussed; arrangements for interim SMT responsibilities; mitigating actions being taken on application numbers and apprenticeships; online/remote learning update and new developments; the position with The Colleges Partnership and UTC status (on which there had to date been no response).</p> <p>Governors received an overview update on the Job Retention Scheme.</p> <p>A virtual open event had run recently and had been very successful indeed.</p> <p>Governors welcomed the news that the college had been successful recently in winning the contract to be the apprenticeship provider for Bath and North East Somerset Council, which would operate for 3 years minimum.</p>	
2019-20 7/7	Management Accounts and current financial situation	
	<p>The management accounts at the end of March 2020 had been circulated previously, together with an updated analysis of the potential financial implications of the Coronavirus health emergency with the corresponding severe government measures to protect public health. The latest review of the financial impact indicated a potential loss of £2.2 million, in the current year, which showed an improved picture from that previously reported. There would be a further likely impact of £2m loss of income in 2020/21. The current cashflow position was supported by receipt of LEP cash and the council loan in advance of expenditure. Governors discussed the ongoing position and acknowledged that to remain solvent, national support would be required by Spring 2021. In response to questions concerning bank covenant tests, it was commented that the college had met those applied at quarter end in April but was not currently expected to meet those applied at year end, although the bank had been fully apprised of the situation and had advised they would be prepared to accept the situation provided it was all related to the Covid 19 situation.</p> <p>The management accounts were discussed and received. The Board commended management's continued ongoing actions to mitigate losses and to keep the Education and Skills Funding Agency fully apprised of the college situation.</p>	
2019-20 7/8	Minutes of the meetings 25 2 20 and 26 3 20	
	<p>The minutes of the meeting held 25 2 20 had been circulated previously and were noted as they had been approved prior to this meeting by written resolution.</p>	

	The minutes of the meeting held 26 3 20 had been circulated previously and were approved .	
2019-20 7/9	Any other urgent business – to receive a letter from the FE Commissioner dated 27 4 20 sent to all colleges	
	<p>Since the issue of the agenda a letter had been received from the FE Commissioner sent to all college Principals, Chairs and Heads of Governance which offered both a thank you to most colleges who had moved their curriculum delivery online and had contributed to the community effort to respond to the Coronavirus crisis. In addition, the letter commented on the revised role of support provided by the Commissioner's team currently and recognised the challenging financial circumstances that most colleges found themselves to be in for which they needed support.</p> <p>The Board noted that it was fulfilling the governance expectations demanded in the current crisis set out in the Commissioner's letter.</p>	
2019-20 7/10	Date of Next Meeting	
	The next scheduled meeting was on Thursday 21 May 2020 and would be a remote meeting.	
2019-20 7/11	Closing remarks	
	<p>Governors thanked the Principal for her excellent communication with staff.</p> <p>The Chair commented that work on 'outstanding governance' was being progressed and he anticipated that an interim report may be provided to the next meeting.</p>	