

**MINUTES OF THE MEETING OF THE EXTRAORDINARY CORPORATION MEETING  
HELD: Thursday 3 September 2020 at 16:00 hours  
via Microsoft Teams**

<b>Present:</b>	<b>Guest:</b>
Cath Orange (Chair)	Clive Howarth (ESFA)
Geoff Alvy	
Paul Birtles	<b>In Attendance:</b>
June Durrant	Sarah Cooper (Director of People Services)
Chris Webb (CEO)	Dawn Leak (Vice Principal Curriculum & Development)
Billy Khokhar	Chris Malish (Deputy Chief Executive Officer)
Andrew Naylor	Craig Tupling (Vice Principal Quality & Student Experience)
Neil Ward	Jo Wright (Turnaround Director)
Piers Telemacque	Sarah McKenzie (Clerk to the Corporation)
	Allison McEvoy (Assistant Clerk to the Corporation)
<b>Apologies:</b>	
Ann Kendal	
Paul Ashton (Vice-Chair)	

*The quorum was six governors*

*L/J Denotes the time a Governor left/joined the meeting. Where the individual was not named in the minutes, a record was held separately and was available on request.*

Item		Action
<b>Housekeeping</b>		
<b>1</b>	<b>Chair's Welcome and Introductions</b>	
1.1	The Chair welcomed everyone to the meeting.	
<b>2</b>	<b>Apologies for Absence and Declarations of Interest</b>	
2.1	Apologies were made for Paul Ashton and Ann Kendal	
2.2	There were no disclosures of interest.	

Items for decision	
<b>3</b>	<b>Re-opening of the College- Phase 2</b>
3.1	<p>The Government has determined that all schools and educational settings should re-open from the 7 September 2020. The Corporation is required to approve the plans for re-opening.</p> <p>The VPDG provided an overview of the proposed plans for reopening of the College under phase 2. The plans had been through consultation with the College Health and Safety Committee (HSC), Unions and staff. The executive had also consulted with wider stakeholders including AOC, HSE, Public Health England (PHE) and other Regional Colleges in order to develop the plan and associated set of controls and risk assessments. In developing the plan, equality impact assessments were carried out for both students and staff.</p>
3.2	<p><b>Q. Are we inviting staff to return to the building or is it mandatory?</b></p> <p>A. All staff have been categorised in terms of their timing to come back into the College. Before staff return they are expected to take part in a mandatory health and safety induction before they return to the building. Staff who have completed the induction will receive a 'Covid Secure' sticker that goes on their building pass and their HR file will also be updated.</p>
3.3	<p><b>Q. Have we made any laptops available so that we can ensure the delivery of the distance/online learning, what is the policy with regard to that?</b></p> <p>A. For students that are continuing with the college, arrangements were made earlier in the year as part of the Phase One preparations. For new students we have collated the responses regarding what IT resources are needed and that is now going through Student Services. We will use the Learner Support funds to secure IT equipment for these new students.</p>
3.4	<p><b>Q. Is the Covid Safety Induction now available on to Itrent?</b></p> <p>A. Yes, the first inductions started this morning.</p>
3.5	<p><b>Q. Do colleagues with vulnerable family at home have to attend? If not do they only teach online?</b></p> <p>A. If staff are required to come back into college as part of the categorisation of departments and activities then they will need to attend the induction. As a general principle vulnerable family does not prevent a member of staff from returning to work. There will be personal situations that will need to be discussed on an individual basis. We will look to support staff and families where it is practicable.</p>
3.6	<p><b>Q. How enabled do staff feel about having difficult conversations with anxious students and peers?</b></p> <p>A. We have had meetings with all HOD's and have run through the plan. Staff are enabled to have those pragmatic discussions.</p>

3.7	<p><b>Q. Will there be any catering facilities available before the October half term or are students expected to provide their own catering?</b></p> <p>A. We have communicated very clearly that students should bring in their own lunches, which they may eat in their classrooms. We have increased the amount of water stations around the building. We have advised those not bringing a packed lunch that they can go out in to Bradford where they can access facilities. In terms of students that have access to free school meal payments, we are continuing to pay these straight in to their bank accounts as we have during the lockdown period.</p>	
3.8	<p><b>Q. Will there be a constant review as we reopen?</b></p> <p>A. The Health and Safety Team will carry out weekly audits and make sure that the control measures are working and these will be made available for Governors. We will be maintaining the weekly Health and Safety Committee update meetings so that we can keep the dialogue open and respond to the continually changing situation accordingly.</p>	
3.9	<p><b>Q. Are we having any testing at the college or relying on local authorities?</b></p> <p>A. Bradford has a walk- in testing in the centre , we are also operating the Track and Trace system so anyone who enters the building will have their card swiped and we will then have their details.</p>	
3.10	<p><b>Q. Do we now have a new Health and Safety manager?</b></p> <p>A. Mark Marshall is our new Head of Health and Safety.</p>	
3.11	<p><b>Q. Some people are feeling very vulnerable now, particularly those who have been shielding or who are struggling with their mental health. Will they be asked to return?</b></p> <p>A. Under government guidelines there is no longer a Vulnerable list, Shielding ceased on 1 August, however as part of our negotiations with the Union and Health and Safety Committee we felt it was important to protect our most vulnerable staff and students so we have worked with the Unions and Health and Safety to develop our own Approved Vulnerable Protection list. If a member of staff identifies as being vulnerable they confirm their medical evidence with HR and HR will write to them to confirm they are protected under the Vulnerable Protection list. There are specific and agreed mental health conditions on the list.</p>	
3.12	<p><b>Q. Is the 30% online learning, actual teaching and learning online?</b></p> <p>A. At the staff conference we introduced the expectation for our courses to have a minimum of 30% online learning. We have been supporting and enabling staff to achieve this via live online learning and on demand learning activities. We need to ensure that we continue to support our students to access their learning online. We will continue to reflect and evaluate the approach to online learning. Quality and Standard Committee will look at this area further.</p> <p>Governors felt assured that the phase 2 re-opening plan was appropriately comprehensive and they were reassured that there are mechanisms in place to enable the college to adjust and respond according to need.</p>	

3.13	<p>Governors acknowledged the work that had gone into developing the plan and the collaborative working across the different college teams and with the unions.</p> <p><b>RESOLVED:</b> That the proposed Phase 2 re-opening as laid out in the plans presented to the Corporation is approved.</p>	
<p><b>4</b></p> <p>4.1</p> <p>4.2</p> <p>4.3</p>	<p><b>Summary of RF Model Submission compared to Q3 Forecast</b></p> <p>The draft outturn for 2019/20 has been produced as at 14 August 2020 and populated in an updated RF Model for the next submission deadline of 16 September 2020. Corporation approval and sign off is required. Funding changes and income changes are not incorporated into this model, this will be reflected in the next version due to be submitted in December.</p> <p>The DCEO summarised the position.</p> <p>Income higher by £0.6m due to:</p> <ul style="list-style-type: none"> <li>• Apprenticeships higher by £0.2m due to increased activity in later part of financial year as Covid-19 lockdown eased.</li> <li>• HE &amp; FE Income higher by £0.2m due predominantly to prudent Q3 forecast of HE Fees due to withdrawals of self-funders due to the effects of Covid-19.</li> <li>• Other Income higher by £0.2m predominantly due to release of Project Income that was prudently deferred due to risk of clawback that has not materialised.</li> </ul> <p>Expenditure lower by £0.7m due to:</p> <ul style="list-style-type: none"> <li>• Restructuring Costs lower by £0.4m due to lower number of leavers than forecast, and also due to some planned leavers finding alternative vacant roles within the College.</li> <li>• Operational Costs lower by £0.3m due to released contingency that was included in the Q3 forecast as a prudent measure against Covid-19. Due to the late issue of guidance, we are now seeing these costs coming through in 2020/21.</li> </ul> <p>Other Movements</p> <ul style="list-style-type: none"> <li>• The net impact is a £1.3m increase in EBITDA, which is now 7% of income from a forecast negative position of (0.2%) in the Q3 forecast.</li> <li>• Staff Costs % income has fallen by 0.7% predominantly due to lower restructuring costs.</li> <li>• Gross Debt: Income remains in breach of covenant as forecast in Q3 due to the small movement in income; the bank has already provided a waiver for this breach.</li> <li>• Other covenants remain on target as at draft 19/20 outturn.</li> </ul>	

	<p>Cash balance is £1.8m higher than Q3 forecast, predominantly to lower supplier payment runs as a result of operating expenditure downturn (£0.8m), timing of Restructure costs payments with £0.7m lower cash payments in July higher Student Finance England receipts than forecast for student loan repayments, and a combination of higher bursary receipts &amp; improved cash collection. The financial health score is 10 points away from an improved score of 'good'.</p>	
4.4	<p>The DCEO explained that the financial position is positive but reiterated that the college was still a requires improvement college.</p>	
4.5	<p>It was explained that pension liabilities could impact further on the numbers before we report the position in the financial statements.</p>	
4.6	<p><b>Q. How are the relationships with the bank?</b></p> <p>A. Really good, at the last meeting with them after Corporation where we presented the information to them they were very complimentary about the scope, the detail and the quality of information and said it was one of, if not the best they've seen across the sector. We have had a change of Relationship Director and the tone is much more formal now. We have had a request for an increase in capital declined for the first time in the last few years. There seems to be a general hesitance with the banks themselves about the risks associated with the sector as a whole.</p>	
4.7	<p><b>Q. How is the relationship with the ESFA?</b></p> <p>A. Good, we meet all of the deadlines, we provide all the information required. We will continue to improve the detail and speed of our responses.</p>	
4.8	<p><b>Q. Will we have to pay anything back to the bank at the end of the year?</b></p> <p>A. No, if our cash position at the end of the year more than £2m, we will then have to pay a third of it back to the bank and a third of it to the ESFA. If we do have to pay anything back to the bank it goes against our debt. We are not at that point yet.</p> <p>We have been given £1.5m additional capital to spend my March. We are looking at how we can allocate the funds within the restrictions. We have also been allocated £614k student support income. Our debt as a percentage of income will reduce, this will be reflected in the December return.</p>	
4.9	<p>The Turnaround Director gave an overview of the position with the bank. Having cash in the bank will be helpful, it will enable the college to be more resilient, especially given the issues with the wider economy.</p>	
4.10	<p><b>Q. When do you think we will be out of special measures?</b></p> <p>A. Financially we would hope to exit next year but it doesn't just focus on the finances, it focuses on quality as well.</p>	

4.11	<b>RESOLVED:</b> That the RF Model as presented is approved for submission.	
<b>Summary matters</b>		
<b>5</b>	<b>Any other business</b>	
5.1	There was no other business	
5.2	The Chair closed the meeting at 16:55.	

Approved by the Corporation:

C. Orange 02.11.2020

Signed by the Chair          Date