



Cheshire College
South & West

MINUTES OF FULL CORPORATION MEETING
HELD ON TUESDAY 15 DECEMBER 2020 – 14:00HRS
VIA TEAMS, CREWE & ELLESMERE PORT CAMPUSES

Governors present via Teams unless stated otherwise:

Dame Pat Bacon (PB)	Chair of Governors (At Crewe)
Mr Fintan Bradley (FB)	Chair of Audit & Risk
Mrs Debbie Bryce (DB)	
Mr Len Closs (LC)	Chair of the Management & Performance Committee
Mr Paul Coleman (PC)	
Mr Jasbir Dhesi (JSD)	Principal & Chief Executive (At Crewe)
Mrs Sue Harrison (SH)	
Mr Davinder Lotay (DSL)	
Miss Matilda Miller (MM)	(At Crewe)
Mr Kenny Murray (KM)	
Mrs Anne Pickering (AP)	(At Crewe)
Mrs Gillian Taylor (GT)	Chair of Finance & Resources Committee
Mrs Sharon Wallace (SW)	

In attendance:

Mrs Michelle Huntley (Clerk)	Clerk to the Corporation (At Crewe)
Mrs Ruth Szolkowska (RS)	Vice Principal Innovation, Curriculum & Quality (At Crewe)
Mrs Helen Nellist (HN)	Deputy Principal (At Crewe)
Mrs Suzanne Thurlow (ST)	Vice Principal Organisation Development & Learner Services (At Crewe)
Mrs Ruth Paisley (RP)	Consultant on behalf of Chief Financial Officer (At EP)
Mr Gareth Jones (GJ)	Chief Financial Officer (Via Teams)
Mrs Jordan Swift (JS)	Director of Marketing & School Partnerships (At Crewe) Items 01-03 only

PART A MINUTES

Minute Reference	
FC 52/20	<p>Apologies for absence and declarations of interest</p> <p>Attendance was as recorded above – apologies had been received from Mrs Jo Davies (JD), Miss Daisy Jones (DJ), Mr Bert McLaren (RM), Mr John Gregory (JG), Mr Mike Braun (MB) and Mrs Carleen Osborne (CO).</p> <p>The Chair welcomed all attendees at each location: Crewe: Dame Pat Bacon, Dhesi, Matilda Miller, Anne Pickering, Helen Nellist, Ruth Szolkowska, Suzanne Thurlow, Michelle Huntley, Jordan Swift EP: Ruth Paisley Remote: Fintan Bradley, Len Closs, Debbie Bryce, Paul Colman, Sharon Wallace, Kenny Murray, Davinder Lotay, Gillian Taylor, Sue Harrison and Gareth Jones.</p> <p>The Chair noted special thanks to Ruth Paisley for stepping in as Consultant to the Chief Financial Officer, at short notice.</p> <p>There were no declarations of interest made.</p>
FC 53/20	<p>Minutes of meeting 12 November 2020 and matters arising from previous minutes</p> <p>The minutes were reviewed for accuracy and approved.</p>

	<p>It was RESOLVED to accept the minutes from 12 November 2020 and the Chair signed the minutes.</p> <p>The action log from the 12 November 2020 was reviewed. All actions are complete.</p>
<p>FC 54/20</p>	<p>Gatsby Standards update</p> <p>The Chair welcomed Mrs Jordan Swift. The meeting noted the paper which had been sent to all members in advance of the meeting. Jordan presented to the Board and the following points were noted:</p> <ul style="list-style-type: none"> • A video of College celebrations of good news had been sent out ahead of the meeting to all attendees. <p>Action: Clerk to resend link to the video to all governors</p> <ul style="list-style-type: none"> • The Gatsby Benchmarks are 8 standards based on UK and international research which promote good careers guidance. • The report details some of the improvements made. Earlier this term, Jordan met with Sue Harrison - link governor for careers – and they discussed the progress made and plans for future activities. • Careers education is more important than ever in light of the recent pandemic and the effect this has had on the economy, and learners have been supported with a wealth of information. • The College is compliant with national strategy. <p>Q: Do T-levels fall under Gatsby? If so, what is happening in respect of T-level face to face experience? A: Yes, T-levels will be included and face to face work experience is very important. The team is working hard to ensure this happens.</p> <p>Q: How are we managing to get industry on board to provide work experience? A: The College is using a varied approach. It is easier for some industries to provide face to face e.g. in childcare. We have moved to virtual work experience in many areas; and for some courses we have delayed the work experience until later in the year.</p> <p>A: The FE sector is in a difficult position in respect of work experience. Some employers are more cautious than others about having work experience learners on site and some employers are unable to take people as social distancing is being observed and they don't have the space. Currently the government position is that Colleges must continue with work experience, but this position may change later in the academic year. Certainly our programme of work experience is not as extensive as in previous years, but we are working to manage the risks.</p> <p>The Chair thanked Jordan for her excellent paper and Jordan left the meeting.</p>
<p>FC 55/20</p>	<p>Assurance: 2019/20:</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting. The papers included a full copy of the Audit & Risk Committee's annual report and a full copy of the Internal Audit Service Annual Report – both of which had been scrutinised by the Audit & Risk Committee in November and October respectively.</p> <p><u>Audit & Risk Committee Annual Report</u></p> <p>FB gave a brief verbal report to the meeting and the following points were noted:</p> <ul style="list-style-type: none"> • The annual report covers four different aspects of audit and risk: the committee's annual business activities; the Internal Auditors' annual report; the External Auditors' financial audit and the College's Regularity Self-Assessment Review Questionnaire (SARQ) • As governors will have read the annual report they will see that the committee concluded that the College's risk management controls are adequate and may be relied upon by the Board.

	<ul style="list-style-type: none"> • In 2019-20 the internal audit programme was delivered by TIAA who judged the College to have reasonable risk management. • In 2019-20 the external financial audit programme was delivered by BDO. BDO have been very complimentary about the working relationship with management and the finance team and there were no delays with requested information and the audit went very well. BDO concluded that they had no concerns in respect of the financial statements. In their regulatory report they concluded there were no issues, and that the College is a going concern. BDO audited the College's financial processes and no issues were identified. • BDO did note that the local government pension costs were overstated by £3m and this has now been corrected. • The Audit & Risk Committee recommend the annual Audit & Risk Committee Report to Full Corporation. <p>It was RESOLVED that the Board accept and APPROVE the Audit & Risk Committee Annual Report and FB will sign it for the College records.</p> <p>Action: FB to sign the copy of the Audit & Risk Committee annual report (electronic signature is acceptable)</p> <p><u>Financial Statements Auditors' Management Letter</u></p> <ul style="list-style-type: none"> • Ruth Paisley, Consultant on behalf of the Chief Financial Officer advised the meeting that the external auditors, BDO, have reviewed the College's accounts and financial statements to assure the Audit & Risk Committee (A&R) and Finance & Resources Committee (F&R) that the accounts are accurate and future assumptions prudent. • A&R and F&R committees received, and discussed, a detailed report from BDO on 26 November 2020 and noted the remaining work to be undertaken to finalise the accounts. • A copy of the Auditor's Management Letter is included in the Board papers and it is recommended that the Board accept and APPROVE the Management letter provided by BDO; and the Chair and Principal will sign the letter of representation. <p>It was RESOLVED that the Board accept and APPROVE the Management letter provided by BDO and the Chair and Principal will sign the letter of representation</p> <p>Action: Chair and Principal to sign the letter of representation.</p> <p><u>Regularity Self-Assessment Review Questionnaire (SARQ):</u></p> <ul style="list-style-type: none"> • Ruth Paisley, Consultant on behalf of the Chief Financial Officer advised the meeting that the Regularity Self-Assessment Review Questionnaire (SARQ) has been completed and reviewed by the Audit & Risk Committee and is recommended to the Board. • The report details the control policies and procedures that are in place to prevent fraud, corruption and bribery within the College. <p>It was RESOLVED to accept and APPROVE the Regularity SARQ and the Chair and Principal will sign this document.</p> <p>Action: Chair and Principal to sign the Regularity SARQ.</p>
FC 56/20	<p>Approval of audited accounts for period ending 31 July 2020</p> <p>Ruth Paisley, Consultant on behalf of the Chief Financial Officer gave a brief verbal report to the meeting. It was decided to report this full minute as commercially sensitive information. See Part B minutes FC 56/20.</p> <p>The Audit & Risk and Finance & Resources Committees reviewed and endorsed the draft Financial Statements at their meeting on 26 November 2020 and recommend that they are approved and signed by the Corporation at this meeting.</p> <ul style="list-style-type: none"> • The deadline for corporations to submit their financial statements to ESFA is normally 31 December. However, for the year ending 31 July 2020 the deadline has been extended to 31 January 2021.

	<ul style="list-style-type: none"> • A new Finance Record is also required to be completed by 31 January 2021. • The College monitors cash on a daily basis and will need to continue to do this for at least the next 18 months as it is vulnerable to changes in employer and student demand and the ongoing uncertainties over Covid19 and BREXIT. • 2021-22 should bring increased 16-18 income as a result of this year's over recruitment and there will be no Lenartz to pay. • Building the College's cash reserves and improving the financial health will bring the College closer to ending the ever increasing reporting requirements on senior staff that takes them away from 'the day job' and reduces the time available to focus on service and process improvement. <p>The Chair of the Finance & Resources committee thanked RP for this succinct summary of the financial statements and acknowledged the hard work of the finance and leadership teams to get the College to this position despite it being a very challenging year. As Ruth stated, it is imperative that the College strives to improve its financial health in order to reduce the scrutiny of finances by external agencies going forward.</p> <p>The Principal thanked RP again for stepping in at short notice. This successful end of year audit has been achieved because of the solid foundations laid in January 2020 and which have been built upon during the year.</p> <p>The Financial Statements were APPROVED by the Corporation on 15 December 2020 and will be signed by the Chair and Principal.</p> <p>Action: JSD to ensure that the signed documents are all submitted in a timely way.</p> <p>It was decided to report this full minute as commercially sensitive business. See minute FC 56/20.</p>
FC 57/20	<p>Approval of LGPS Policy Statement</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting. Suzanne Thurlow (ST) gave a presentation to the meeting and the following points were noted:</p> <ul style="list-style-type: none"> • This policy is reviewed annually by the Board and covers the College's approach to controlling discretionary pension payments. • The college's Local Government Pension Scheme is administered by the Cheshire Pension Fund. • The College has previously made decisions in relation to a number of discretionary provisions within the Local Government Scheme. These were last reviewed in 2019. <p>It was RESOLVED to receive and APPROVE the LGPS Policy Statement.</p> <p>Action: ST to arrange for updated LGPS policy to be uploaded to the College website.</p>
FC 58/20	<p>Operational Plan</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting. JSD gave a verbal report to the meeting and the following points were noted:</p> <ul style="list-style-type: none"> • Normal practice would be for the final update against 2019-20 Operating Plan to be presented at the December Corporation Meeting as well a first draft of the 2020-21 Operating Plan. • Covid19 meant that much of the 2019-20 plan was effectively suspended in the spring term and superseded by a Critical Incident Plan. This reflected the reality at the time, where the leadership was charged with moving all activity to remote learning and working, whilst also ensuring that the organisation remained solvent. This ultimately progressed to ensuring the safe re-opening of the College and a move to blended learning. • The main headings in the Annual Operating Plan are as follows: <ul style="list-style-type: none"> • Teaching, Learning and Assessment; Results; Financial Stability; and Collaboration & Partnerships

	<ul style="list-style-type: none"> Regular detailed updates, and performance against each of these headings, was reported to the Chairs' Committee in early lockdown. Subsequently detailed information has been received by the Committees and/or the Full Corporation. The Principal has consulted with the Chair of Governors to agree that leadership time and resources should be focused on preparing the 2020-21 Operating Plan which will be presented to the Chairs' Committee in February and then to the Board in March 2021. Many action plans are already in place and are being monitored. <p>The Board noted and ACCEPTED this pragmatic approach.</p>
<p>FC 59/20</p>	<p>Chief Executive's Update</p> <p>There was no paper for this item as agreed previously with the Board. This enables the Principal to provide the most up to date position to the Board. JSD presented to the meeting and the following points were noted:</p> <p>Financial challenges – this was deemed to be commercially sensitive and has been reported as Minute FC 59/20 in Part B Minutes.</p> <p>Public Health England (PHE) vs Department for Education (DfE) challenges</p> <ul style="list-style-type: none"> There is a shift from DfE 'guidance' to 'must' as they want to get more learners back on site for all learning. At CCSW we are able to control learning bubbles, but with greater numbers of learners on campus managing social distancing in communal areas will be a greater issue. The DfE has today announced today mass 'lateral flow' testing for staff and learners from Jan 2021. Early guidance states that CCSW will need to train staff to administer daily and/or weekly tests for staff and learners. This requirement has huge staffing, resource and cost implications for CCSW. Use of mass testing should enable higher attendance on campuses. <p>Q: Lateral flow testing can give a high level of false positives so could this affect attendance rates?</p> <p>A: A pilot was run at Newcastle College and they didn't see increased absence levels.</p> <p>White Paper:</p> <ul style="list-style-type: none"> Gavin Williamson, Secretary of State for Education is a champion of FE. The White Paper will shape FE for the next 10 years and it is likely to be aligned to the Colleges of the Future Commission's recommendations. A key recommendation is likely to be to seek to remove nugatory competition, that is to get rid of competition which is of no benefit. It would mean a move to more collaboration. It is now proposed to issue the White Paper in autumn 2021, and it is likely that it will be another 2yrs before significant impact is felt. The government has a strategy to provide more Institutes of Technology (IoT) in order to deliver provision for L4 and L5 qualifications. Originally 12 institutions were approved. The LEP in Cheshire and Warrington has supported a 'Wave 2' application for a virtual IoT, which will be a collaboration between local colleges and the University of Chester. CCSW has taken a strategic lead in the Cheshire & Warrington application. JSD keeps the Chairs' Committee informed. If the application is successful at Stage 2 then JSD will come back to Board with more information. <p>Summer Examinations</p> <ul style="list-style-type: none"> England is the only nation in the UK still determined for summer exams to happen. Current proposals for summer exams are not workable. CCSW will have to close the whole college to accommodate the sitting of exams in July to ensure appropriate spacing. <p>CCSW 3year strategic plan</p> <ul style="list-style-type: none"> The strategic planning process has been delayed by Covid19 activities

	<ul style="list-style-type: none"> • Previously the process involved staff; and the leadership team want to do that again, but it is difficult currently with social distancing. • The strategic planning process could be delayed until July/Sept or even Jan 2022. <p>2021</p> <ul style="list-style-type: none"> • As we close 2020, the only things we can be sure of in 2021 is continued Covid19, continued uncertainty, and continued disruption • The leadership team will maintain good communications with all stakeholders going forward. <p>The Chair thanked Dhesi for his report.</p>
<p>FC 60/20</p>	<p>Report of Chair of the Board and Committee Chairs</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting.</p> <p><u>Chair's Report</u></p> <p>PB gave a verbal report of her paper and the following points were noted:</p> <ul style="list-style-type: none"> • 2019/20 has been unique and the report reflects this. • CCSW's response to the pandemic has been exemplary, and governors have seen the consistent messaging to staff and learners. • The executive team has lead strongly and made good decisions often ahead of the mainstream (e.g. one-way system and use of face coverings). • The Clerk has worked hard to get all governors trained, online and connected for meetings. • The College has supported staff and learners and promoted a 'be kind' approach. Provision of holiday hampers for 300 learners has been a good example of this in practice. • Thanks to everyone for the hard work undertaken. Governors have scrutinised and challenged and the College has responded fantastically. • Special recognition to Helen Nellist and Richard Lunt (Estates & Facilities Manager) for their leadership with the Covid19 safe environment. • The Chair wished all a good holiday break. <p><u>Chairs' Committee (12 November 2020)</u></p> <p>PB, referred to the paper which had been sent to all members in advance of the meeting and the following points were noted:</p> <ul style="list-style-type: none"> • The reappointment of two Governors was discussed at this meeting and will be covered later in this meeting. • All other matters covered by the committee are reported in other items in this agenda. <p><u>Management & Performance Committee (01 December 2020)</u></p> <p>LC, referred to the paper which had been sent to all members in advance of the meeting and the meeting noted the following work undertaken by the Committee:</p> <ul style="list-style-type: none"> • There is an excellent summary of the items covered in the paper in the pack and the 01 Dec meeting minutes have now been approved by LC and are available on GHub. • LC has worked with James Eagney and Ruth Szolkowska and reviewed the work done by link governors in order to overcome the Covid19 difficulties and restrictions which affect governors' ability to get close to teaching and learning in order to do quality assurance, and triangulate what is shared by management. • Some proposals are made for the remaining two terms: <ul style="list-style-type: none"> ○ Governors can get involved in activities in their curriculum areas (optional) ○ Focus groups with learners and staff members will continue – at least one of each before the end of the summer term. Could be via Teams. ○ Learning walks – governors have done these in the past. Propose that at least one walk is undertaken per governor in the rest of the year. We recognise that some governors have restricted access for shielding etc., so learning walks can be done in

	<p>person on site OR a review of walks can be held via Teams with the Assistant Director (AD) after the AD has done learning walks.</p> <ul style="list-style-type: none"> ○ Governors should attend at least one of the Impact Review meetings, either virtually or in person. This will be included in the governance KPIs as an aspirational target. <p>Governors APPROVED the link governance proposals.</p> <p><u>Audit & Risk Committee (26 November 2020)</u></p> <p>FB, referred to the paper which had been sent to all members in advance of the meeting and the meeting noted the following work undertaken by the Committee:</p> <ul style="list-style-type: none"> • The Committee looked at good governance compliance and reviewed the College’s compliance with the Code of Good Governance 2019/20; completed a committee self-assessment review; and reviewed the raw data and recommendations from the Board Effectiveness Survey completed by Board members in July 2020. • The Committee reviewed and approved the completed Regularity Self-Assessment Review Questionnaire (SARQ). • The client report from BDO (external auditors) confirmed there were no areas of concern. • The annual review on Prevent was presented and discussed. • An internal audit report on payroll was presented and discussed. • Approved the increased BDO fees payment. <p><u>Finance & Resources Committee (26 November 2020)</u></p> <p>GT, referred to the paper which had been sent to all members in advance of the meeting and the meeting noted the following work undertaken by the Committee:</p> <ul style="list-style-type: none"> • The Committee approved the Financial Statements subject to a number of identified amendments being made. • The Committee approved the Prevention of Harassment and Bullying (Staff) Policy. • Minutes from the meeting are available on GHub. • From the meeting on 22 Oct the committee recommends the Board to APPROVE the Financial Regulations for the College <p>The Board APPROVED the Financial Regulations of the College.</p> <ul style="list-style-type: none"> • The committee also seeks Board approval for the committee to approve the Integrated Financial Model for the College in January and the Board will ratify this document in March 2021. <p>The Board APPROVED the committee to approve the Integrated Financial Model for the College in January and the Board will ratify this document in March 2021.</p>
<p>FC 61/20</p>	<p>Board Membership</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting. The Chair advised the meeting that the Chairs’ Committee recommend the re-appointment of 2 External Members after having considered their attendance records; commitment to the College over and above attendance at formal meetings; quality of contribution to discussion at meetings and the value of the member’s expertise, experience and/or interests to the work of the governing body. A copy of the summary information considered was included in the Board paper.</p> <p>Gillian Taylor was asked to step out of the room as her re-appointment was considered.</p> <p>PB recommended Gillian Taylor and Mike Braun for reappointment noting their individual contributions.</p> <p>GT, is a qualified accountant and has chaired the Finance & Resources committee.</p> <p>Mike Braun is also a qualified accountant who sits on the Audit & Risk committee.</p> <p>The Board APPROVED the following re-appointments:</p>

	<p>Mrs Gillian Taylor as an External Member with effect from 01 Jan 2021 for a 1 year term of office up to 31 December 2021.</p> <p>Mr Mike Braun as an Associate Member with effect from 01 Jan 2021 for a 1 year term of office up to 31 December 2021.</p> <p>The Chair informed Mrs Taylor of her reappointment as an External Member.</p> <p>Action: Clerk to contact Mr Braun to confirm his reappointment as an Associate Member for a 1 year term from 01 Jan 2021.</p>
<p>FC 62/20</p>	<p>Clerk's Update:</p> <p>The meeting noted the paper which had been sent to all members in advance of the meeting. Michelle Huntley (Clerk) made a brief verbal presentation and the following points were noted:</p> <p><u>Governing Board Effectiveness Survey 2019/20: A response</u></p> <p>The Chair and Clerk met on 03 November and produced the 'You said, we did, and we will do' document. The meeting noted the response document which lists the points raised and the actions we have taken to address these points. Governors noted the action points which have been completed/will be undertaken in the rest of the academic year.</p> <p>Action: Clerk to report against the response document at the end of the academic year.</p> <p><u>Governance Key Performance Indicators (KPIs)</u></p> <p>The Chairs' Committee has assessed, evidenced and graded the Board's performance against the governance KPIs as at the end of 2019/20. It is proposed that a reduced list of KPIs should be used for 2020/21.</p> <p>The Board noted the governance KPIs outcomes for 2019/20, and APPROVED the use of the same governance KPIs for 2020/21.</p> <p>Action: Clerk to update the governance KPI document with the amendments to Link Governor activities as discussed at this meeting.</p> <p><u>Board development programme 2020/21</u></p> <p>The meeting noted the following points:</p> <ul style="list-style-type: none"> • Board development opportunities are provided throughout the academic year via a variety of activities including webinars (College and external providers including the AoC); pre-meeting training sessions led by either external or internal experts; sharing of FE Commissioner reports on Colleges; sharing of FE Commissioner's termly letters. • Whereas in the past we have supported governors to attend meetings/events in person, with the pandemic we have supported governors to attend online events remotely. • It is hoped that before the end of this academic year we will be able to recommence face-to-face meetings including our annual strategy day. • The FEC reports contain a very good executive summary and pen portraits which make for beneficial reading. <p>The meeting noted the report showing both planned, and completed, development opportunities for 2020/21. Additional training opportunities will be added and the Clerk will notify governors via the weekly Clerk's Email.</p>
<p>FC 63/20</p>	<p>Confidential business noted</p>

	<p>It was noted that whilst all Governors have been present for all items discussed at today's meeting a number of the items covered are of a commercially sensitive nature. The meeting agreed that the Clerk and Principal will identify the items from this meeting to be recorded as commercially sensitive information.</p> <p>Action: JSD and Clerk to identify items from this meeting to be recorded as commercially sensitive information.</p>
FC 64/20	<p>Meeting: review and feedback</p> <p>FB summarised the impact the meeting will have on the College with due regard to the discussions and the decisions taken, namely:</p> <p>Intention: In this meeting the Board received a range of reports which underpin the governors' intention for continuous improvement for the College as a whole. Reports from the various committees are records of governors' activities in relation to these intentions. The College's intention of further prioritising the careers education and guidance for our learner is good to see, particularly in the current climate.</p> <p>Implementation: The reports shared at the meeting, both verbal and written, demonstrate the range of strategy and plans in place. Governors will engage and monitor these to ensure we implement appropriate changes and progress is made.</p> <p>Impact: There were a number of reports that evidenced the successful implementation of strategies and plans. It was pleasing to receive assurances from internal and external auditors about our risk management and the robustness of associated processes (financial and others). It was also pleasing that our work around careers has received recognition; and the celebration video was a great vehicle to record achievements this term. Today's meeting clearly demonstrates the impact that governors have on the work of the College at all levels.</p>
FC 65/20	<p>Date of future meetings and any other business</p> <p>The meeting noted the following dates:</p> <ul style="list-style-type: none"> • Thursday 25 Mar 2021, 14:00hrs, EP/Crewe • Thursday 8 July 2021, 14:00hrs, Crewe/EP <p>The Chair wished everyone a wonderful Christmas and thanked everyone for all their hard work and commitment as Governors.</p> <p>15:58hrs: The staff and student governors, together with members of the leadership team left the meeting and the meeting moved to Part B business.</p>
	<p>Meeting closed at 16:17hrs</p>

Chair's signature: Minutes produced: 06 January 2021

Chair's approval: 08 January 2021 Report made to Corporation, for approval: 25 March 2021