

REASEHEATH COLLEGE BOARD
BOARD MEETING

Minutes of the meeting held on 15 July 2020 at 2.00pm
Via Microsoft Teams

- Present Karol Bailey (independent) KB
 Colin Baxter (independent) CB
 Malcolm Burns (independent) MB
 Marcus Clinton (principal) MC
 Jane Cowell (independent) JC
 Jon Furber (independent) JF
 Prof Chris Gaskell (independent) CG
 Mike Gorton (independent) MG
 Peter Green (independent) PG
 Dr Elizabeth Harrison (independent) EH
 David Pearson (independent, Chair) DP
 Alastair Taylor (independent) AT
 Liz Watts (staff) LW
- Attending Professor Eunice Simmons, (governor designate) ES (*items 1 – 12 inclusive*)
 Graeme Lavery (vice principal finance and resources) GL
 Matthew Gower (vice principal curriculum and quality) MGower
 Paul Spearritt (assistant principal) PS
 Louise Woodman (director of people and culture) LWoodman
 Sharon Yates (assistant principal, apprenticeships and business hub) SY
 Jackie Schillinger (company secretary and head of governance) JS

item	Content
1.	Welcome and apologies for absence
1.1	The Chair, DP, welcomed all to the meeting and welcomed ES to her first meeting. Apologies were received and accepted from Angela Potter, Andrew Fletcher, Gary Crowe and Anne McKay.
1.2	The meeting was quorate and remained quorate throughout
2.	Declarations of interest
2.1	Declarations of interest were requested. The following interests were noted: <ul style="list-style-type: none"> • MC as a director of DART Limited and member of University of Chester Council • ES as Vice Chancellor of University of Chester and a member of its Council • PG as a director of DART Limited • JC as a director of DART Limited

<p>3.</p> <p>3.1</p>	<p>Appointment of Governors</p> <p>RESOLVED:</p> <ul style="list-style-type: none"> i. Professor Eunice Simmons is appointed as a Member of the Reaseheath College Board for a period of three years from 1 August 2020. ii. Jon Furber is appointed as an Associate Member of the Board for a period of one year from 1 August 2020. iii. Chelsey Rowntree is appointed as the higher education student governor for the period of one year from 1 August 2020.
<p>4.</p> <p>4.1</p> <p>4.2</p>	<p>Minutes of the meeting held on 11 December 2019</p> <p>Part A of the minutes of the meeting held on 11 December 2019 were approved as a correct record. The rolling action log was received and noted with actions completed or on track.</p> <p><u>Confidential Part B item</u></p>
<p>5.</p> <p>5.1</p> <p>5.2</p>	<p>Chair's Report</p> <p>DP provided an update on his activities in the summer term, received for information, including:</p> <ul style="list-style-type: none"> -Meeting with the VC of Chester University on 10 June to discuss joining the college board and the mutual desire to see the partnership continue to flourish as two independent institutions with areas of common purpose and objectives. -Attending the Student Association virtual lunch via Microsoft teams recently. He paid tribute to the Association's strength and reach that has played an important role in lockdown with some inspirational ways that their activities have continued in the virtual world and also how they have been supporting each other and the wider student body through these challenging and anxiety provoking times. -Visiting the college on 17 June to film a piece for the staff conference which was held on Monday 29 June. He noted that this gave the opportunity to pay tribute to our staff and to thank the whole workforce for the way they have responded to keep the ship upright during the C19 pandemic. <p>He commented that everyone has had to learn new skills over the last three months, particularly the chairing of board and sub-committee meetings. He noted that through the use of Microsoft teams the governing body and the executive have continued to stay connected and to ensure that governance and assurance processes do not deteriorate. He also thanked Charlie Woodcock who had recently retired from the University of Chester and therefore the Board and Francesca Francis who stepped down from her position in June, for their service to the College.</p>
<p>6.</p> <p>6.1</p>	<p>Principal's Report</p> <p>MC presented a summary of his update report, which was received for information. He noted that the landscape has been dominated by the pandemic and that the college is in a stable position and has been chiefly focused on switching the business model to working at home and delivery to online, mitigating the financial impact and ensuring students have engaged, achieved and progressed. He explained that the other key areas have been the work on recruitment and the plans to recommence face to face</p>

<p>6.2</p> <p>6.3</p> <p>6.4</p>	<p>delivery in June and September, which have been shared with governors for feedback, assurance and approval.</p> <p>In terms of financial impact of Covid-19, he noted that governors had been kept closely informed via the regular Microsoft teams monitoring meetings, and he confirmed that the impact was initially nearly £3m, but through collective effort this has been mitigated down to £1m and may improve further slightly. He confirmed that the college has secured bank support around the management of debt to protect solvency and working capital and also around covenant waiver. He noted that the ESFA have been in regular contact and the college’s forecasts, planning and assumptions using the new models, together with the forecasted financial health grade for 19/20 now being a solid ‘requires improvement’, has given ESFA assurance the college is not in a crisis position and in need of any intervention. He added that there is still hope that exceptional support for the land-based sector may come through which is being worked on and that in year FE growth next year may be supported in year, which would be very helpful also.</p> <p>Outside of finance he noted that there has been a huge effort to maintain business support functions and delivery and staff deserve much credit for their resilience and innovation to ensure this has happened successfully. He emphasised that the college now needs to continue to develop robust plans for September and to do everything to ensure recruitment is converted, to ensure further support for staff digital skills, to ensure support for students’ access to digital delivery and reduce digital poverty. His report also provided an update against the following key areas: strategy; estates, business planning and termly performance reviews; successes and staff survey feedback.</p> <p>DP thanked MC for his report, received for information, with the following comments and questions noted:</p> <p>-EH noted her thanks for the work done by the executive team to keep staff informed and engaged during this time, which had come through clearly in the very positive staff survey results. However, she noted her concern for the next academic year in terms of staff confidence to come on to campus and feel safe. MC agreed that there is much to be done in terms of communication and provided assurance that this is a top priority for the executive team.</p> <p>-JC also noted her thanks for the strong leadership shown during this time. She noted that it will be important for the executive team to keep an eye on retention and to ensure the college makes representations to the ESFA if this is impacted this year.</p> <p>-PG, as a member of the Quality and Standards Committee welcomed the good solid student achievement that had been reported in detail to that committee and he expressed his thanks to all at the college for maintaining this performance this year. He asked what is being done to support students who are leaving and wondered if the student destination data survey would be completed this year. MGower gave assurance that the destinations data would be collected and he provided details of the support in place via the course tutors and the careers team to support leavers this year, with indications on progression looking good.</p>
<p>7.</p> <p>7.1</p>	<p>Items for Approval/Ratification</p> <p>RESOLVED: To ratify and record the following resolutions made by written resolution on 25 March 2020:</p> <ul style="list-style-type: none"> i. The Higher Education fees policy for 2021-22 to remain as currently set (for 2020-21) and agreed by the Board at its meeting on 21 March 2019, which is: BSc degree fee and Foundation degree fee to remain at £9250 per year; BTEC Higher Nationals to remain at £7860. ii. The Calendar of Meetings for 2020-21 is approved.

	<ul style="list-style-type: none"> iii. The Remuneration Committee’s Recommendations and Terms of Reference are approved. iv. The Gender Pay Gap Report is approved for publication on the college website. v. Alastair Taylor is re-appointed as a member the Board for a further term of three years from 1 June 2020 to 31 May 2023. vi. Karol Bailey is re-appointed as a member of the Board for a further term of three years from 1 August 2020 to 31 July 2023. vii. The subsidiary company board progresses toward the appointment of two independent members and refreshes the staff member position on its board.
7.2	RESOLVED: Following the Covid-19 Monitoring MS Teams meeting on 5 May 2020, to formally ratify the executive recommendation to implement the government’s job retention staff furlough scheme from the week commencing Monday 11 May 2020.
7.3	RESOLVED: Following the Covid-19 Monitoring MS Teams meeting on 10 June 2020 to formally ratify the limited college re-opening plan for June 2020 following the assurance on risk assessment and re-opening plan and policy provided in the MS Teams meeting.
7.4	RESOLVED: To approve the committee terms of reference for 2020-21, as reviewed and recommended by the committees.
7.5	RESOLVED: To approve the appointment of RSM as Internal Auditors and Mazars LLP as External Auditors for the academic year periods 1 August 2020 – 31 July 2025, as recommended by the Audit Committee following the tender process.
7.6	RESOLVED: To approve the Annual Internal Audit Plan 2020-21 as recommended by the Audit Committee.
7.7	RESOLVED: To approve the External Audit Strategy Memorandum as recommended by the Audit Committee.
7.8	RESOLVED: To approve the FE Tuition Fees and Bursaries policy for 2020-21.
8.	College Reports for Information and Assurance
8.1	The Safeguarding, Wellbeing and Prevent Update Report was received for information and assurance.
8.2	The Health and Safety Report was received for information and assurance.
8.3	The Student Association Projects Report was received for information and assurance.
9.	Committee Reports
9.1	The Search and Governance Committee Chair’s Report and Minutes of the meeting held on 4 June 2020 were received for information and assurance.

9.2	The Quality and Standards Committee Chair’s Report and Minutes of the meeting held on 22 June 2020 were received for information and assurance.
9.3	The Higher Education Committee Chair’s Report and Minutes of the meeting held on 18 June 2020 were received for information and assurance.
9.4	The Finance and General Purposes Committee Chair’s Report and Minutes of the meetings held on 17 June 2020 and 8 July 2020 were received for information and assurance.
9.5	The Audit Committee Chair’s Report and Minutes of the meeting held on 2 July 2020 were received for information and assurance.
10.	<p data-bbox="245 558 602 590">Strategic Objectives and KPIs</p> <p data-bbox="164 632 1474 1121">10.1 Strategic Objectives Report – for review and approval of objectives: The Principal MC, presented an executive summary of the strategy objectives report. He noted that the five year strategic plan was signed off by the Corporation with the first year of delivery being 2019-20 and the core aim was to have less over-arching strategic priorities, over a longer period to ensure demonstrable progress made and for staff to have a clearer understanding and buy in to the strategic priorities. He added that the major objectives under each strategic priority were mapped out over the five years and were reviewed annually and indeed at a recent strategic event the board reviewed the strategic plan in light of the pandemic to ensure it is still relevant and any changes required in order to respond to the impact of the pandemic. He confirmed that this review had demonstrated that the areas of focus remain relevant but there needed to be a strengthening of digital upskilling, digital infrastructure, a focus on ensuring no digital poverty, strengthening the adult offer and developing more flexible ways of working such as from home and a blended approach. He emphasised the confidentiality of the people plan part of the paper. He noted that the paper provided detailed tracking of progress for each section, and he highlighted the key areas of the report as including:</p> <ul data-bbox="342 1129 1474 1478" style="list-style-type: none"> -An outline of progress with the major objectives (sat under each strategic priority) from year one and also for each strategic priority of which objectives are mapped out for year two completion . -The major objectives led by each member of the executive team for year two 2020-21. -The progress with the annual plan, which is formed out of the business planning process and sets the college management team (CMT) objectives for each year of the plan, with RAG rating to provide a picture of the overall progress. -The People Plan aspects falling out of the business plan process, which are not always captured in the annual plan document due to sensitivities as this document is made available to all. -An outline of the key performance indicators (KPIs) in the plan for 2020-2021. <p data-bbox="164 1520 1474 1936">10.2 DP thanked MC for his comprehensive report, which, following discussion was approved, with the key points of the discussion as follows:</p> <ul data-bbox="245 1591 1474 1936" style="list-style-type: none"> -PG welcomed the progress made on the objectives this year and the very helpful executive led objectives for next year set out so clearly. He requested a review of the effectiveness of the KPIs and how this monitoring process works with the strategic plan over the next year. MC agreed that it would be useful to look at the KPIs again in terms of committee scrutiny and he noted this year’s KPIs would be reported on in the autumn term when completed data is received. -AT requested and received assurance that the investment in the college management team (CMT) development would continue next year. -LW suggested that the executive led objectives for next year could be usefully circulated to all staff in that format and that it would be good to also include the RH100 activity in next year’s focus, which was agreed by MC.

<p>10.3</p> <p>10.4</p> <p>10.5</p>	<p>-JC noted that the digital delivery had been successful, but she requested and received assurance that the effectiveness in terms of student learning is also being assessed and monitored via the college quality assurance systems.</p> <p>-AT suggested positive engagement with Ofsted best practice work would be useful and MC agreed the college would be keen to be involved in such initiatives.</p> <p>RESOLVED: To receive the Strategic Objectives Report for 2019-20 for information and assurance and to approve the Strategic Objectives for 2020-21, in accordance with year two of the five-year strategic plan.</p> <p>Strategic Risk Review Report: The Principal, MC presented the executive summary of the risk review report for information and assurance. PG requested and received assurance that health and safety monitoring continued to be a well-managed risk even in the light of Covid-19. GL added that it is closely monitored by the Covid-19 steering group and in the Covid-19 specific risk register overseen by the Covid-19 steering group. ES queried why the Access and Participation Plan (APP) is classed as a moderate risk rather than a low risk. Dean of HE, PGreenall explained that this risk was initially classed as amber as the plan needed approval. This has now been achieved and the staffing structure in the Faculty has been developed over this year so as to enable a clear focus on delivering and evidencing delivery, also areas of risk, with Office for Students' new approach to evidencing implementation. He confirmed that he expected to reduce this risk to green for 2020-21.</p> <p>RESOLVED: To approve the Annual Risk Management Report 2019-20 and Risk Management Policy 2020-21.</p>
<p>11.</p> <p>11.1</p> <p>11.2</p>	<p>COVID-19 Update and re-opening plans</p> <p>To approve strategic approach to college re-opening for 2020-21 academic year: MGower presented the executive summary of the Covid-19 update and college re-opening strategy for September 2020.</p> <p>DP thanked MGower for his thorough report and the assurance on planning and risk assessments for September 2020. Following discussion, members were content to approve the re-opening strategy for September 2020. Key points made in the discussion were as follows:</p> <p>-JC expressed a high level of confidence in the planning evidenced. She queried the position of vulnerable staff and track trace and isolate and what the impacts on the staff might be. MGower explained what is contained in the plan for office spaces and working from home to provide flexibility and the keen focus on staff safety. LWoodman added that the college has the list of those staff shielding and will be carrying out individual risk assessments for these members of staff and will be very much guided by the individuals.</p> <p>-PG asked how the timetable would impact on the student experience for residential students. MGower provided assurance on the steps taken to maximise enrichment and stretch and challenge opportunities as well as additional social learning space for the residential students who may have some online delivery whilst on campus. He also explained the protocols for under 18 learners for leaving campus etc but this is less controlled with over 18 student, but he provided assurance that there will be a key focus on education and guidance on this.</p> <p>-CG welcomed the work undertaken on this and he noted the need to be fleet of foot in September for matters that may well be unexpected. He also cautioned about keeping students in social bubbles too much or for longer than is necessary as this detracts from the student experience. He asked about student sport and social life. MGower explained the plans in place which include sport and physical activity and the student life team's plans for safe social activities.</p> <p>-DP noted the importance of the college's domestic teams feeling valued, thanking them for the important job they are doing, and having the appropriate equipment and the ability to raise concerns.</p>

	<p>He noted also that the college needs to ensure it is locked into the local agencies to escalate any concerns. He recommended that a checking process be put in place to ensure that the measures put in place are actually working on the ground and that the Board be kept informed on the implementation of the plans at the regular Covid-19 catch-up meetings, with any concerns escalated to the Board.</p>
11.3	<p>RESOLVED: To approve the College re-opening strategy and planning for September 2020.</p>
12.	<p>Financial Monitoring – to approve budget 2020-21</p> <p>12.1 The Period 10 management accounts were received for information.</p> <p>12.2 Draft Budget 2020-21 and Ten-Year Forecast for approval: GL presented the budget and forecast for approval. He took members through a presentation, as requested by the Finance and General Purposes Committee at its meeting on 8 July, to highlight to the Board the key assumptions in the budget and the impacts of best, worst, likely case scenarios and the mitigations available to manage a worst case scenario.</p> <p>12.3 Following the presentation, the Finance and General Purposes Committee Chair and members of the committee explained their focus of scrutiny and discussions on risks in their meetings held on 17 June and 8 July (with minutes provided), and their recommendation at this meeting to the Board to approve the budget as presented, acknowledging that this year is one of uncertainty. JF gave his view that this budget position is stretching but there are clear mitigations in place for a drop in the budgeted income. He added that he sees an inherent risk in the budget, around catering and residences as well as DART, apprenticeships and full cost income and so he was keen to ensure a close and early monitoring into the new academic year so that mitigation actions can be taken early if needed. He added that the committee reviewed monthly cash flow as part of the budget review process, which has significant headroom and there is also the revolving credit facility (RCF) if needed to provide comfort if the worst case happens. JF recommended that there be an additional meeting in September/October to ensure close monitoring of income lines, which was agreed as a sensible option.</p> <p>12.4 Following assurance from the Finance and General Purposes Committee, further comments were made: -PG said it was helpful to have the reassurance on the interrogation of income lines and welcomed a close look at apprenticeships income in the early part of the academic year. He asked whether the strong budget position for 2020-21 would negatively impact on the case for exceptional support for land-based colleges. GL and MC provided assurance on the evidence base for this case, which they did not consider would be impacted by the budget position. -ES welcomed the scenario planning as providing good assurance and she agreed that full cost income was a key area of uncertainty. She emphasised the opportunity presented by the Accelerate programme as long as a high-quality offer can be presented and she recommended a drive on this to ensure the college can benefit from this opportunity. She also recommended consideration of January starts and modular programmes in the higher education offer going forwards. GL and PGreenall agreed that this is an area to keep an eye on. GL confirmed that Accelerate potential income had not been included in the budget and could be delivered within current costs and so would be additional income. SY provided some further detail on the college’s offer as part of the Accelerate programme.</p> <p>12.5 DP thanked members for their contributions and confirmed the budget is presented for approval, alongside the ESFA Financial Return, which confirms the financial health scoring of the college as ‘requires improvement’ as a result of the Covid-19 impact, and is based on the budget figures, as presented to the Board.</p>

12.6	<p>RESOLVED:</p> <p>i. To approve the College group annual budget for 2020/21 and the College group financial plan.</p> <p>ii. To approve the ESFA Financial Return for submission to the ESFA by 31 July 2020.</p>
13.	Part B – Confidential
14.	Any Other Business (reported to Chair/Clerk in advance)
14.1	RESOLVED: The following names be removed from the college bank mandate: David Kynaston and Sarah Houghton.
14.2	The chair checked that everyone had opportunity to contribute and raise any concerns in the meeting. No further comments were made.
14.3	MC and DP thanked the Board members for all their support and the time and commitment that they give on behalf of the college, which is hugely appreciated.
15.	Escalation of any items to Strategic Risk Register
15.1	<p>The meeting agreed that the following items be monitored closely in 2020-21 via the strategic risk register:</p> <ul style="list-style-type: none"> • Performance against income lines to be closely monitored as a risk from the start of the academic year 2020-21, with additional Finance and General Purposes Committee/Board meetings to monitor as appropriate. • The subsidiary company strategy project management progress to be closely monitored.
16.	Date of next meetings
16.1	<p>The dates of the next meetings were confirmed as:</p> <ul style="list-style-type: none"> • 24 September 9.30am – development session • 12 November 9.30am • 10 December 9.30am

The meeting closed at 5.00pm

Approved as a correct record 12.11.20.