

MINUTES

Further Education Corporation Meeting of the Corporation Monday 10 July 2023

Date and timings:	18.00 to 21.15
Location	South Essex College, Southend Campus, Luker Road, Southend
Present (Governors):	Elizabeth Sipiere (ES) (Chair) Roland Anderson (RA) Gerry Bender (GB) Denise Brown (DB) (CEO and Principal) Lee Freeman (LF) Roderic Gray (RG) Sue Leonard (SL) Rick Olver (RO) Sarah Stone (SS) Louise Parr-Morley (LPM) (MS Teams) Sophie Louisa Wade (SW) (HE Student Governor)
Clerk to the Corporation College Group Clerking And Policy Officer	Lana Jackman (LJ) Carrie Brown (CB)
In attendance	Adam Fahey (AF) Vice Principal Curriculum & Quality Zed Mohammed (ZM) Interim Executive Director for Finance David Hughes (DH) Chief Organisation Officer Jayne Sheehan (JS) Vice Principal Innovation Nicki Kelly- College Principal- Southend City College Jayne Bleacher (JB) Safeguarding Lead Ansar Mahmood (AM) Vice Principal MIS, IT and Marketing 1 x vacancies for FE Student Governor
Apologies	Jo McGee (JMc) (Staff Governor - Academic); Roney Brooks (RB); Ian Spademan (IS) (Staff Governor); Kevin McCooke (KMc); Matthew Twitchett (MT)

Quorum (7)

Item	Action lead
0. Agenda	
It was PROPOSED that Rick Olver Vice-Chair, take the Chair.	
PREBOARD PRESENTATION – Safeguarding Governor responsibilities and update by Jayne Belcher (JB). JB starts by thanking RO for his time and support this academic year as it has been very much valued.	

JB confirms that SECG has a full safeguarding team and highlights the safeguarding trends at SECG. JB details that the partnership with the LA is strong especially around care leavers and post 16 pupil premium learners.

ES asks what are we doing to ensure that safeguarding is being followed properly? JB responded that the safeguarding team track and review to ensure that the policy is followed.

SL asks do the SECG premises get hired out and therefore does the section in the policy for external bookings apply? JB confirmed that this does happen. JB notes potential updates to the Safeguarding Policy that could come into place due to Martin's law.

SL asks for an update on the action plan? JB confirms that the plan is moving forward highlighting how ambitious the plan is.

JB asked if Governors understand the Keeping Children Safe in Education requirements and notes that Governors should refer back to this. JB asks if Governors have the information that they need regarding safeguarding?

RA notes that visits to campuses with the safeguarding team to have a full picture of the work that is taking place.

RO asks SECG look at the issues for each learner as part of the enrolment process? JB gives a detailed response around the enrollment process and information sharing between schools, LA and other agencies to prepare new enrollment and ensure that learners have everything in place prior to starting at SECG. JB adds that learners are also screened at enrolment. JB notes that this is a growing issue as learners need to be tracked should they have had support from a social worker in the last 6 years.

JB asked if governors receive sufficient information to enable them to carry out their statutory obligations

ES notes the need for evidence of best practice that could be discussed in line with the financial resource constraints?

DB comments on the need for a safeguarding risk report with the categories of vulnerable learners with new incidents, near misses etc. creating a 'dashboard of concern'. DB notes that SECG has almost of a year group (over 100) of pre 16 year olds and these need additional processes to keep these learners safe.

GB asks if there are an appropriate level of support for the safeguarding staff team so that they can offload? JB details the support available for staff including external council, changes to the personal tutor role and wellbeing Fridays.

JB encourages Governors to email her with any further questions or queries.

JB left the meeting at 18.35.

ES returned to the Chair.

PREBOARD- Summary of Governor feedback from 1-1 meeting with Chair.

ES gives a full verbal report on the Governor feedback from 1-1 meetings noting the following:

- the Executive Board papers have been improved however, the additional reference documentation within the Board papers that could be handled in a different manner to reduce board content (

- Comments were noted about Governors preparing to meet face to face but these were equally balanced with those reflecting on the practicalities of online meetings.
- Vice Chairs are valued by all particularly for their engagement with the college.
- Concern has been raised about Governor turn over and the loss of continuity and experience.
- Simplification of the financial documents has been requested by Governors (more charts and trends).
- Strategic Plan has had extremely good feedback (the day and the output) and the Governors felt part of the process.
- Governor Hub is valued by Governors.
- ETF training is available however, Governors need to access these more often.
- More clarity on exact Governor responsibilities.

LJ notes that the Governor induction process is being reviewed with a view to give new and existing Governors more support.

GB raises the need to have more face to face training and presentations to the Board as online tests have limited value. DB confirms that training needs to be knowledge exchange- SECG is having similar discussion about staff training.

1a. BOARD MEETING It was PROPOSED that Rick Olver Vice-Chair, take the Chair to open the meeting for item 1

1b. Recommendation from the Selection Panel

SL (Chair of the Interview Panel) gave feedback on the interview process noting that four candidates were interviewed, one candidate was a front runner and has accepted the position after doing some due diligence.

SL gives feedback on the four candidates that were interviewed noting the strong field.

SL details that Christopher Luck is recommended to the Corporation Board highlighting his strong connections, commitment to due diligence and experience.

DB confirms the commitment to due diligence commenting that Christopher Luck has had additional telephone conversations with her at his request to ensure that he can add value to SECG and there is chemistry with the CEO. He also requested additional documentation which SECG provided. DB notes Christopher Luck is the CEO of the Shaw Trust which is a very complex £300m social justice transformation organisation that operates across the UK.

RO proposed the appointment of Christopher Luck as the new Chair. The Corporation Board unanimously supported his appointment.

RO thanked the selection panel for their support with this process.

ES resumed the Chair for the meeting. The SECG officers join the meeting.

1. Preliminary items

1.1 Apologies for Absence

Apologies were received and accepted from Jo McGee (JMc); Roney Brooks (RB); Ian Spademan (IS); Kevin McCooke (KMc); Matthew Twitchett (MT)

1.2 Declaration of Interest

There were no other new declarations of interest other than those already standing ⁱ(in accordance with the requirements of section 177 of the Companies Act 2006).

1.3 Urgent items of other business

Two urgent items of other business were raised:

- The Corporation Board **AGREED** to extend the terms of office for Roderick Gray and Sarah Stone until the end of July 2023 due to the Price Bailey timing for signing the 2022 financial statements.
- The Corporation Board congratulated Sophie Wade on obtaining a first in her degree.

2. Minutes of previous meeting

2.1 Minutes of meeting held on 27 March 2023

The Minutes of the meeting held on 27 March 2023 were accepted and **APPROVED** as an accurate record. The Minutes will be filed in the Approved Minutes Folder.

2.2 Matters Arising

There were no outstanding matters arising from these Minutes not otherwise discussed elsewhere on the agenda.

3. DfE Heads of Terms

ES notes that PRC recommended to the Corporation Board that the DfE Loan was approved by the Corporation Board.

DH presents the DfE Head of Terms noting the favourable position of the loan due to the interest rate reduction. DH notes that this is not the final draft SECG is awaiting the final version from the lawyers. DH highlights that SECG has a £2m cap on Capital Expenditure apart from 23-24 FY to enable Capital Expenditure committed to being completed. DfE are putting charges over Thurrock, Luckyn Lane and Averley sites, should Averley be sold the funds will pay part the loan.

ES notes positively that SECG is developing a list of liabilities and guarantees and asked if this once completed this could be presented to PRC? DH agreed.

ACTION: List of legal liabilities and guarantees to be provided to PRC

DB note that SECG does not have a cash covenant with this loan (which the Barclays Loan did have) however, the focus on cash balances needs to be maintained internally. LF agreed with this and noted the Governors need to keep a close eye on this.

ACTION Executive Board to bring forward a reserves policy and a cash days development plan to PRC and Corporation Board.

DB adds a cash day picture with future projections noting the necessity to share the cash balance position and management accounts to be shared more regularly with the Corporation Board.

LPM notes that this loan gives less flexibility on options for the last few years due to our inability to resort to commercial lending. DH noted that the financial position would not allow SECG to take on more debt and SECG should seek to pay off some of the loan at the earliest opportunity so that SECG can control its own destiny.

GB questioned does the change in College status change the liability of the Governors? DH responds that it does not.

The Board of South Essex College RESOLVES:

- That this loan agreement is in the interests and for the benefit of the College
- To enter a loan agreement with the Department for Education in line with the heads of terms;
- To authorise either the Chief Executive Officer or the Chief Operating Officer to negotiate and finalise the loan agreement , and do all such acts, documents, certificates and notices as they may consider expedient or desirable in connection with the execution or performance by the College of any documents, ancillary documents or any other agreement or document related to the loan
- To delegate execution of the loan agreement to the following governors: the Chair or second governor and the Chief Executive Officer
- To authorise the College to perform its obligations under the loan agreement and ancillary documents
- That any document, ancillary documents or other agreement or document associated with the loan which require to be executed as deeds to be so executed by the College by affixing its seal thereto and countersigned by authorised signatories

4. The Corporation Board APPROVES the DfE Head of Terms

Principal and CEO report

DB presents her Principal and CEO report giving updates on:

The Strategic Plan- including communication to staff which has been well received by staff and the monitoring for each project within the strategic plan (highlighting that these are being achieved without additional resource, on top of the day job).

LF asked that reports explicitly reference the strategic projects within them? DB responded that LJ and CB are looking into the report template to ensure that this is embedded.

Learner metrics- Applications- applications are up for 16-19 particularly at the Southend College however, unplanned growth will not be chased. DB details how expectations are being managed for places with strong demand and fully utilising group sizes.

NK notes that high demand courses are Sport and Public Services, Beauty Therapy and Care.

DB confirms that all of the Colleges have increased 16-19 applications including the Thurrock College (Southend College just to an higher degree). Places at SECG are precious and learners that do not turn up to enrollment will have their place moved to those on a waiting list for that course- this may lead to better engagement of learners and the places will have increased value. DB emphasises that places are being prioritised for learners that have the highest commitment and not the highest qualifications.

DB confirms that adult applications are currently down however, adult learners do tend to apply later but this will be reviewed.

DB notes that progressing learners are tracking behind as College Principals are awaiting pass rates including for HE learners. DB confirms that SECG is committed to only progressing learners that are ready for the next level of learning (i.e. passed their current course).

DB highlights slight concern about the HE progressing student numbers which are down possibly due to cost of living. DB confirms that these sensitivities have been built into the SECG budget.

Learner metrics- student achievement- DB notes that SECG is slightly below the challenging targets. 16-19 predicted achievement is currently 3.3% up on the previous year at 78.3% against a target of 80%. DB adds that SECG is hopeful that there will be significant improvement in this area.

DB adds apprenticeships are tracking 4% above last year but 5% adrift of target.

Learner metrics- student satisfaction- DB notes that learner satisfaction remains strong, Southend College figures swamp other local College data. Satisfaction at Stephenson Road is the lowest and Basildon Town Centre is the highest. DB noted QDP quartiles are heavily influenced by Sixth Form Colleges.

SL gives some reflection on her Basildon campus visit and noted that learners and parents stated that things are improving since the satisfaction surveys were completed.

Ofsted preparation- DB notes the English and Maths is still the main area of concern but performance issues are being addressed in this area. Consistency is an improving picture with performance evening out however there are further improvements to be made in this area. DB comments that apprenticeships are concern with careers education and achievement rates.

JS confirmed that the careers education for apprenticeships is a challenge due to the nature of the courses; employers do not like broad careers discussions around learners that they are investing in. JS detailed how SECG is working around this.

ES asked about careers work including assistance with apprentices setting up their own company? JS detailed that this currently takes place.

Employee engagement- DB detailed the results of the staff survey on remote working on Friday's noting this was more popular with support staff (average 4.16) than academic staff (average 4.10) due to the volume of teaching increase Monday-Thursday and cover hours. Annualised teaching hours for 23/24 have been reduced to address this issue. DB notes that remote and 4 day working is part of the Total Reward package and is aiding with staff satisfaction while pay is still an issue.

DB notes the pay negotiations including the request from unions is 15% which will not be possible and the government is likely to cap public sector at circa 6%. DH adds that a government pay rise will not aid SECG in decreasing the area pay gap.

DB noted that staff turnover is improving.

Corporation Board had a broad discussion about the need to have a less staff but with higher qualifications/deeper or broader subject knowledge and how this is going to be addressed over time. DH adds that this will be careful planning as some investment in technology will be required to make this possible.

Organisation chart- noted with DB highlighting that the Executive Board is the epicenter of decision making at SECG. DB confirms that AF is taking a permanent contract at SECG. DB confirmed that John Newton has accepted the role of College Principal at Basildon Technical College.

LSIF activity- DB noted that the LSIF expression of interest has been approved £500k which is grant funding.

DB took time to thank the Governors for their attendance to the College end of year events and their campus visits as their presence has been really valued.

RO asks if for the IOT the curriculum employer engagement is a challenge? JS confirms that it is due to the pull from all educational institutions. AF details the Meta packages that SECG is using to aid with this area.

5. **Accountability Statement**

The Corporation Board **NOTES** the final Accountability Statement, which was previously approved by the Corporation Board in May 2023

6. **Curriculum, Quality and Learner Experience**

RO gives the following feedback from the Curriculum, Quality and Learner Experience area:

- The Committee noted the progression including the E&M focus on planning which they are very pleased with adding how this is very tailored to the learners needs
- The laser like focus on achievements has been much appreciated and the Committee are pleased with this
- The QIP has been much improved and this has been appreciated.
- The Committee noted that hard choices in Curriculum Planning with not over recruiting and this was valued.

GB adds that the honesty to the Committee has been a breath of fresh air.

ACTION Update on careers needs to come to the Corporation Board detailing the new responsibility of Governors to understand what the College is doing and the impact of this is fully. Nicki and Brad to deliver this at the beginning of the new Corporation Board- this will be added into the workplan for the Corporation moving forward.

7. **Finance and resources**

7.1 **Management accounts**

DH offers apologies that the May management accounts are not available for this meeting. DH notes the changing factors around VAT due to increased energy costs.

The Corporation Board **APPROVE** the management accounts.

7.2 **Approval of Budget for 2023-24**

Discussion moved to confidential business.

The Corporation Board **APPROVE** the budget for 2023-24 subject to a reforecasting in September and reforecasting/projections of cash days.

7.3 **Approval of the July 2022 accounts**

DH introduced this paper noting that the audit process will not completed until 17th July and Price Bailey will not sign the accounts off until confirmation of the DfE loan has been received.

DH noted the related party transaction was highlighted in the accounts this had no financial gain as it was due to DB being on the Board for The High House Production Park and transpire that this was not a related party transaction

The Corporation Board **APPROVE** the delegation of July 2022 accounts to ES and DB once Price Bailey given final documentation.

The Corporation Board **APPROVE** the accounts SECG subsidiaries.

The Board noted that ESS performance needs to improve.

7.4 Report and recommendations from PRC budgeting Group 30 May 2023 and 26 June 2023

Covered in item 7.2.

7.5 Subcontracting proposal- Midlands Driving School

JS details the Midlands Driving School subcontracting proposal highlighting that the additional income opportunities from this. The Board **NOTE** the report.

8. Audit and Risk

8.1 Report and recommendations from ARC on 19 June 2023

LPM reports on the recommendations from the ARC meeting 19 June 2023 noting that the internal audit plan was approved and the Committee had a robust conversation about the direction of travel for the Committee. LPM details the importance of seeking new Governors with additional expertise in the area of audit for this Committee. It was noted that the risk register is being revised in light of the new Strategic Plan

9. Governance and Remuneration

9.1 Update from Governance and Remuneration committee.

RG updates noted that the Governance recruitment which has been covered in elsewhere in the agenda.

9.2 Recruitment of Governor

RG gives an update on the recruitment of an additional governor via Peridot. Shortlisting took place earlier today and interviews will be 17th July 2023.

LF noted the next PRC meeting will not be quorate due to the governor vacancies. This will be reviewed by the GRC meeting.

9.3 Chair recruitment

Detailed earlier in item 1.b

9.4 Timeline for update to financial regulations in line with ONS reclassification

Detailed in the item 11.4.

It was noted that the Board had seen the Written Resolution that all governors was aware of, had read and understood the DfE Six Bite Size Guides, Managing Public Money (MPM) document, Dear Accounting Officer Letter and Robert Halfon Letter to Chair and Governors.

10. Register of Corporation Seal

The Corporation Board **NOTE** the report.

11. Governance Matters

11.1 Draft Corporation timetable of meetings 2023-24

The Corporation Board **APPROVE** the timetable of meetings practice of sending invites to personal and SEC diaries to be resumed.

11.2 Draft Annual Schedule of Business

The Corporation Board **APPROVE** the draft annual schedule of business.

11.3 Committee membership, recruitment and Governor Tracker for Succession Planning.

The Corporation Board **NOTE** the report.

11.4 ONS reclassification

The Corporation Board **NOTE** the report.

12. Policies

12.1 Fees Policy

The Corporation Board **APPROVE** the fees policy.

12.2 Anti Bribery Policy

The Corporation Board **APPROVE** the anti-bribery policy with edits to reference a Chair person.

12.3 Anti Money Laundering Ethics

The Corporation Board **APPROVE** the anti-money laundering ethics.

12.4 Data Breach Notification Policy

The Corporation Board **APPROVE** the Data Breach Notification Policy with amendments for consistency of the DPO (Ansar Mahmood).

13. Board Evaluation

DB noted that there was health debate on the very full agenda but the agenda scheduling needs to be more considerate.

14. Dates of future events and forthcoming meetings

Date of future events and forthcoming meetings detailed in item 11.1.

15. Any other business

SW noted that this is her final meeting and thanked the Board for the opportunity to become a member and for being so welcoming. The Board thanked SW for her service.

SL gave feedback from her Luckyn Lane visit to and noted the appreciation that the staff had for a Governor visiting and encouraged other governors to do this should they have opportunity.

16. Motion of Confidentiality [THAT, because of its nature, the business to be conducted be treated as confidential and not for publication]

Staff in attendance, staff and student governors left the meeting at 21.15.

17. Date of Next Meeting

Tuesday 31st October 2023 18:00

There being no further business the meeting ended at 21:15

Signed.....Dated.....

Actions confirmed completed will be removed from the table.

Item	Actions	Deadline	Lead	Status
Actions from 10 July 2023				
3	Executive Board to bring forward a reserves policy and a cash days development plan to PRC and Corporation Board.		DH/ZM	
6	Update on careers needs to come to the Corporation Board detailing the new responsibility of Governors to understand what the College is doing and the impact of this is fully. Nicki and Brad to deliver this at the beginning of the new Corporation Board- this will be added into the workplan for the Corporation moving forward.		NK/BB	
7.2	Review and confirm the frequency of CFFRs particularly around ProCat		DH/ZM	
12.2	Edits to reference a Chair person.			
12.4	Amendments for consistency of the DPO (Ansar Mahmood).		AM	Done.

ⁱThe code of conduct for Governors requires governors to be honest and open with regard to conflicts of interest (either real or perceived). Governors must not use their position for personal gain in business, political or social relationships. Therefore, a governor who has, or may be perceived to have, such a personal interest in a particular matter under consideration should declare that interest, withdraw from all discussions relating to it and take no part in any vote on such matter.