

BLACKPOOL AND THE FYLDE COLLEGE
MINUTES OF A MEETING OF THE CORPORATION BOARD
HELD ON 7 JULY 2020, 5.00PM
VIA VIDEOCONFERENCE

Members' attendance record:

		17 Sep 2019	22 Oct 2019	3 Dec 2019	4 Feb 2020	10 Mar 2020	28 Apr 2020	9 Jun 2020	7 Jul 2020	2019/20 attendance
Alan Cavill	Independent Member, Chair	✓	✓	✓	✓	✓	V	V	V	100%
Jane Cole	Independent Member	✓	✓	✓	A	A	V	V	V	75%
Kenny Gilmour	Independent Member	✓	✓	✓	A	✓	A	V	V	75%
Colleen Hickson	Staff Member	✓	✓	✓	✓	✓	V	V	V ¹	100%
Lucy Holden	Student Member	---	---	---	✓	✓	V	V	V ²	100%
Chris Holt	Independent Member	---	---	---	✓	✓	V	V	V	100%
Kieran Hunter	Student Member	✓	A	A	A	A	*	A	A	12.5%
Heather Knight	Independent Member	✓	✓	✓	A	✓	V	V	A	75%
Martin Long	Independent Member	---	✓	✓	✓	✓	V	T	V ³	100%
Judith Mills	Independent Member	✓	✓	✓	✓	✓	V	V	A	87.5%
Lorraine Moffat	Independent Member	A	A	A	✓	✓	V	V	A	50%
Anne Parmley	Independent Member	✓	✓	✓	✓	✓	V	V	V	100%
Joanne Shepherd	Staff Member	✓	✓	✓	✓	✓	V	V	V ⁴	100%
Bev Robinson OBE	Principal and Chief Executive	✓	✓	✓	✓	✓	V	V	V	100%
Kate Shane	Independent Member	A	✓	A	A	---	---	---	---	25%
Steve Williams	Independent Member	A	✓	✓	✓	A	V	V	V	75%

*Key: ✓ attended | T/V – attended by tele/videoconference | A apologies sent and accepted | * did not attend*

In attendance:

Linda Dean, B&FC's Executive Director for Business.
Cheryl Dunn, Vice-Principal for Higher Education and Student Enhancement
Simon Hughes, Vice-Principal for Quality and Curriculum
Daryl Platt, Vice-Principal for Engagement
Robby Ryan, Chief Operating Officer
Danya Young, Company Secretary

¹ Excluding minute 68/20 and 82/20

² Excluding minute 63/20

³ Excluding minute 66/20

⁴ Excluding minute 68/20 and 82/20

62/20 Chair and quorum

Alan Cavill took the chair and noted that due notice had been given to all members and that a quorum was present. Accordingly, he declared the meeting duly convened and constituted.

63/20 Apologies for absence

The Board noted the apologies for absence as shown in the members' attendance record above.

64/20 Declarations of interest

It was noted that the two Staff Members, Colleen Hickson and Joanne Shepherd, held a pecuniary interest in agenda item 7 at minute 68/20 relating to the staff pay award and that Martin Long held an interest in his proposed appointment to the Audit Committee which would be covered at agenda item 5 at minute 66/20.

The Board agreed that the aforementioned members would not participate in the discussion nor vote or count in the quorum for the respective items pursuant to B&FC's Standing Orders.

65/20 Minutes of the previous meeting and action log

The minutes of the previous meeting held on 9 June 2020 were APPROVED as a true and accurate record.

The Board noted the action log.

66/20 Matters arising

The Company Secretary updated the Board on the matters arising, which related to the Audit Committee nominee, the student ballot process and the recruitment process for the new Chair:

- a) Following consideration, and as supported by the Audit Committee, the Board APPROVED the appointment of Martin Long to the Audit Committee, with immediate effect, for a term to run concurrently with his Board membership, subject to the usual periodic reviews.
 - b) The Board noted that Vicky Henderson had been elected by her fellow students as the Board's second student representative, to succeed Kieran Hunter. The Board acknowledged Vicky Henderson's candidature, including her B&FC FE experience.
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- c) The Board received an update on the recruitment process for the future Chair, including the proposed timeline. The Principal and Chief Executive also highlighted that the vacancy would be advertised as Chair, with the explanation that this was a Chair *Designate*, and board member, role for the induction and handover period during which the incumbent would still be in post.

67/20 Dashboard

The Board considered the headline performance and quality metrics in the circulated dashboard, noting the steady progress which was broadly in line with expectations.

The Corporation Board RECEIVED the dashboard and noted the content.

68/20 Principal and Chief Executive's report

The Principal and Chief Executive presented her report which had been circulated with the agenda and firstly summarised the following areas which the Board noted:

- i) The implementation of a working group with Blackpool Council and other partners to work across Blackpool to support economic recovery.
- ii) DfE's establishment of a Stakeholder Advisory Group to support the development of FE reform of which the Principal and Chief Executive would be a member on the invitation of the DfE.
- iii) The letter the Chair had received from the Richard Atkins CBE, Further Education Commissioner.

The Principal and Chief Executive summarised the item on the additional employee in-year pay award for 2020, and drew the Board's attention to the data in the report on B&FC's performance against the key financial and quality metrics, noting that the targets had not been met.

On considering whether the additional, non-consolidated pay award of up to 2% should be applied, the Board considered the financial forecast for 2019-20; the need to conserve cash for solvency purposes; the fact that B&FC would not have achieved all of its core KPIs for either of its golden threads of quality and finance notwithstanding the pandemic; and B&FC's approach to pay and furloughing during the pandemic.

Following consideration of the above, the Corporation Board RESOLVED that it was prudent that an award of an additional non-consolidated payment for eligible employees should not be granted.

69/20 P10 Financial Report

The Chief Operating Officer presented a report which had been circulated with the agenda to summarise the Corporation's financial position as at 31 May 2020 and elaborated further on the results he had presented in the dashboard at minute 67/20 above.

The Chief Operating Officer also highlighted the positive variance to forecast that would result from the Board's decision at minute 68/20 above not to make the non-consolidated pay increase.

Following Board scrutiny, the Principal and Chief Executive also highlighted the complexities and nuances with college accounting generally and took the opportunity to record her thanks to the Chief Operating Officer for his skilful management which was attributable to his calibre and experience.

The Corporation Board RECEIVED the report and noted the content.

70/20 B&FC's conditional recovery plan progress update

The Principal and Chief Executive introduced the report on the progress with B&FC's conditional recovery plan since the last meeting.

The Principal and Chief Executive drew the Board's attention to the substantive legal checklist on B&FC's operations in the appendix provided by Eversheds-Sutherland, noting that B&FC was compliant with the recommendations overall. The Principal and Chief Executive reported that this was a useful management tool, which would continue to be monitored and updated, to provide assurance to the senior leadership team and the Board that they were discharging their respective legal duties.

The Board then received progress updates from the attendees on their respective areas of B&FC's conditional recovery plan:

- i) The Vice-Principal for Quality and Curriculum reported on the strong progress with curriculum delivery for 2019/20 and 2020/21.
 - ii) The Chief Operating Officer provided an update on service operations, and confirmed that Eversheds-Sutherland would be reviewing B&FC's response to their checklist to provide written independent external legal assurance thereon for belt and braces.
 - iii) B&FC's Executive Director provided an update on the revised working practices for employees, with a focus on B&FC's approach to employee behaviour and the employee experience.
 - iv) The Vice-Principal for Higher Education and Student Enhancement summarised progress on the measures relating to the revised working practices for students from the contractual arrangements through to the enrichment activities and support.
 - v) The Chief Operating Officer provided a detailed update on the measures relating to B&FC's physical operating environment across all campuses,
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including the comprehensive risk assessments that had been undertaken and the lessons learnt and other projects to introduce consistency and future proof B&FC's collateral such as the signage to keep students and staff safe.

- vi) The Vice-Principal for Engagement provided a detailed update on B&FC's communication strategy channels and elaborated further on the work underway to reinforce key official guidance across the campus, while maintaining B&FC's corporate brand and he highlighted the great work delivered by the Estates team in this regard.
- vii) The Vice-Principal for Engagement provided a detailed update on potential new business opportunities and the launch of virtual enrolment, including the direction of travel for both the short and longer term.
- viii) The Company Secretary emphasised the value of the above mentioned legal checklist to demonstrate B&FC's flexibility and resilience and underlined the breadth of legal, regulatory, governance and risk areas it covered, as well as the cross functional collaborative effort to collate the vast amount of information.

The Executive team members provided detailed responses to the questions and comments raised by Board members on the above sections of the conditional recovery plan, covering the following areas, which the Board considered and were content with:

- a) Any notable or particular areas of focus in the legal checklist for B&FC.
- b) The proportion of teaching that would continue to be delivered online.
- c) Whether B&FC could resume lunchtime catering facilities and complimentary breakfasts.
- d) The outreach initiatives for school leavers and the training and advice opportunities for those in the community who had been made redundant.
- e) Diversification of curriculum opportunities and growth areas in response to new and emerging specialisms coming to the fore as a result of the pandemic, and strategies to win and secure new business.
- f) Personal risk assessment and support for vulnerable employees and students who were not captured by the categories noted in the official guidance.

The Board thanked the team for the proactive and comprehensive work which continued on the sophisticated recovery plan and the Chair noted his confidence that B&FC was doing everything it could do in these challenges circumstances.

The Corporation Board RECEIVED the report and noted the content.

71/20 2020-21 Budget

The Chief Operating Officer provided a detailed account of a report which had been circulated with the agenda to ask the Board to approve the detailed annual

budget for 2020/21 set out in the report and appendix. The Board noted that the budget was consistent with the outline budget presented in June 2020 and that it was in line with the Education Skills Funding Agency (ESFA) requirements.

Following debate and consideration, the Corporation Board APPROVED the FY2020/21 revenue budget as presented.

72/20 Annual Capital Programme 2020/21

The Chief Operating Officer presented a report which had been circulated with the agenda to seek approval of the proposed capital programme for FY2020-21 in view of the 2020-21 budget at minute 71/20 above, to confirm affordability. The Chief Operating Officer reminded the Board that it had provided qualified approval for this annual capital programme in its April 2020 meeting.

In response to a question from a Board member as to whether any changes to the programme had been deemed necessary since the last meeting, the Chief Operating Officer and Principal and Chief Executive highlighted that although the transition to digital had already been a strategic decision, this had accelerated; and certain budget holders had recommended changes to their provisional capital allocations.

The Corporation Board APPROVED the capital programme of up to £2m for FY2020/22 as presented and ENDORSED its previous decision that the Principal and Chief Executive may vire between the proposed budget lines presented, provided the programme remained within the overall budget envelope.

73/20 Proposed update to Financial Regulations

The Chief Operating Officer presented a report which had been circulated with the agenda to outline the results of the annual review of Financial Regulations and summarised the key changes made.

The Chief Operating Officer confirmed that all proposed changes had been considered by the Audit Committee at its June 2020 meeting and recommended to the Board for approval.

The Corporation Board APPROVED the proposed changes to the Financial Regulations as presented.

74/20 2019-20 External audit plan

In the Audit Committee Chair's absence, the Chief Operating Office presented a report which had been circulated with the agenda to summarise the proposed

external audit plan, including the fee structure in respect of the financial year ending 31 July 2020.

Note was made of the new net pension valuation liability risk area that had been identified for audit focus and the context and rationale for this.

The Chief Operating Officer also drew the Board's attention to the 43% audit fee increase, notwithstanding his negotiations, and relayed the auditor's reasoning for this, which included the extended scope of work resulting from, by way of example, the introduction of the OfS requirement for access and participation expenditure to be within the scope of the audit. In response, the Chair acknowledged that such fee increases were not uncommon in the public sector at this time.

In response to a Board member's question about the external auditor's term of office, the Chief Operating Officer confirmed that the four year term for both the internal and external auditors was scheduled to end in 2021; the Audit Committee would be considering this at a future meeting, with a view to ensuring the term end dates for B&FC's auditors would not be coterminous going forward.

The Corporation Board APPROVED the external audit plan for FY2019/20 as presented.

75/20 Internal audit plan 2020/21

In the Audit Committee Chair's absence, the Chief Operating Officer presented a report which had been circulated with the agenda to seek approval of the proposed internal work schedule for FY2020/21, including the proposed number of days.

The Chief Operating Officer confirmed that following small iterations suggested by the Audit Committee, the draft version had been recommended by the Audit Committee for the Board's approval.

Note was made to the positive internal audit performance during the year.

The Chief Operating Officer summarised the rigorous process for identifying appropriate internal audit areas.

The Corporation Board APPROVED the internal audit plan for FY2020/21 as presented.

76/20 Business planner 2020/21

The Company Secretary presented a report which had been circulated with the agenda to share the provisional Board and Committee business planner for the 2020-21 year.

The Company Secretary highlighted that the business planner would be augmented with additional items throughout the year in line with the needs of the business and she expected that there would be further small revisions thereto in September 2020 following completion of the in-house comprehensive governance review against latest best practice.

77/20 ESFA July Model

The Chief Operating Officer presented the ESFA July Model report for information comprising July financial return and associated commentary which focussed on cashflow and solvency for the 2019-20 and 2020-21 years. This incorporated a detailed financial health calculator accompanied with the 2020-21 budget; a one-year cashflow; and associated commentary presented in ESFA's prescribed format.

The Corporation Board NOTED the content of the ESFA July model, including the positive results.

78/20 Annual Report on Cross College Student Forums 2019-20

The Vice Principal of Higher Education and Student Enhancement introduced a report which had been circulated with the agenda to provide an overview of students' views as expressed at the cross-college student forums that were held at the Bispham campus, the University Centre and online, which was taken as read. Particular note was made of the value of the recently introduced online forums.

The Corporation Board RECEIVED the report and noted the content.

79/20 Audit Committee update

The approved minutes of the Audit Committee meeting held on 4 March 2020 were received.

In the absence of the Audit Committee Chair, the Chief Operating Officer provided a verbal summary of the business transacted at the most recent meeting on 17 June 2020, the majority of which was reported on earlier in the meeting.

80/20 Board members' forum

The Chair thanked Kieran Hunter for his contribution to the Board noting that this was his last meeting. He also took the opportunity to welcome Vicky Henderson to the next meeting.

81/20 Date, time and venue of next meeting

It was noted that the next meeting of the Corporation Board would be held on 22 September 2020 at 5.00pm via videoconference.

82/20 Private session

The Chair asked the attendees, Staff and Student Members to withdraw from the meeting for the private session and the Corporation Board directed that this item be minuted confidentially.

Chair _____

Date _____