



SOUTH GLOUCESTERSHIRE AND STROUD COLLEGE
FURTHER EDUCATION CORPORATION

Approved minutes of a meeting of South Gloucestershire and Stroud College
Further Education Corporation
Held on 4 November 2021, via Microsoft Teams

Present: David Hagg (Chair)
Louise Bright
Steph Brooks
Sophie Chester-Glyn
Lynne Craig
Mike Croker
Carly Dyson
Phil Eames
Catherine Green
Sophie Green
Dave Merrett
Irene Molodtsov
Gary Parsons
Rick Sturge

In Attendance: Rich Aitken (Head of Finance)
Moir Foster-Fitzgerald (Chief Group Services Officer)
Gavin Murray (Vice Principal, Performance, Standards & Effectiveness)
Jude Saunderson (Chief Financial Officer)
Sara-Jane Watkins (College Principal)
Sharon Glover (Clerk)

The Chair opened the meeting by welcoming Irene Molodtsov to her first Corporation meeting. Irene introduced herself and formally thanked the Clerk for the support provided as a new Corporation Member.

The Chair referred to the starred items and, when asked, there were no requests for any item to be unstarred. Thanks were provided to those report writers and specific thanks were provided to the Assistant Principal Apprenticeships and Offsite Provision for the Stakeholder report and, of particular note, the apprenticeship success rates exceeding the national bench marks and above other regional providers.

1. **Apologies for Absence**

Apologies were received from Matt Davis and Kevin Hamblin. Ben Short did not attend the meeting.

2. **Declarations of Interest**

The following new declarations of interest were raised and noted:

- David Hagg – Chair of Cotswold Canals Connected Partnership.
- Dave Merrett – Chair of the Employers’ Group responsible for reviewing the new plumbing and heating standard launched by the Department of Business, Innovation and Skills.
- Irene Molodtsov:-
 - Shareholding and directorship of Lymwood & Co Limited (Husband: C M McGuigan).
 - Shareholding and directorship of Molten Technologies Ltd (Husband: C M McGuigan).
 - Shareholding and directorship of Molten Infrastructure Ltd (Husband: C M McGuigan).

3. **Minutes of Previous Meeting**

The minutes of the meeting held 7 October 2021 were approved as a correct record, ready for signing by the Chair.

4. **Matters Arising From Those Minutes**

Actions on the action log were monitored. The Chair invited feedback on the development of a Sustainability Governor Advocate role in order that this can be considered at the time the Sustainability Implementation Strategy is re-presented at the December Corporation meeting.

5. **HR Strategy and HR Annual Report**

The Chief Group Services Officer presented the report and provided assurance that the HR data is discussed by the Senior Leadership Team. Reference was made to the approved HR Strategy, located in the Document Library on Convene, and progress against the action plan was presented. It was reported that there wasn’t much change on the action plan, due to COVID, and with the lack of staff forums it had been difficult to maintain progress.

Based on governor feedback, the HR annual report had been simplified and the Chief Group Services Officer was thanked for a good, clear report.

Members noted a decline in staff professional development spend and questioned the reason for this. Members were informed that there is a restriction on funds and more zoom events had taken place with higher numbers of participants therefore leveraging more benefits at less cost. In addition, local partnership training had taken place at no cost. Confirmation was received that the budget hadn't been reduced but there was spend for additional staff for digital support and that additional training requests are accommodated outside of the usual statutory and mandatory training. The Staff Member confirmed that training was of excellent quality with fantastic support provided, particular reference was made to the recent Staff Development Day, which had been an excellent event.

The Principal confirmed that staff forums would be reconvening and there is a focus on getting back to basics in the classroom with small bite sized videos being released next week.

Members questioned the decline in staff absence and were informed that during COVID there was a reduction in short term absence as staff continued to work from home rather than phone in sick. However, there is a resurgence of minor illnesses, not COVID related, and the focus on staff wellbeing and continued enjoyment in the role means less absence. One governor advised that although staff sickness had decreased at her company this had led to more stress on staff as they feel the need to be online.

In light of the Principal's report, members questioned how the recruitment position is reflected in the People's Strategy and any mitigations. Member were informed that the HR review related to the previous year. Assurance was provided that there is a focus on addressing the staffing challenges and examples of actions being taken, that can be reported on in future Principal's reports, were provided.

The report was noted.

6. **Teaching, Learning & Assessment Report**

The Assistant Principal presented the report. Following review of the Teaching, Learning and Assessment Strategy 2020-2022 there are no recommendations for amendment.

Formal lesson observations have commenced, with a further additional 30 lessons visited since the issue of the report, bringing this up to 155 visits. There is a move to

return to face-to-face lessons and the first impressions survey, to date, is showing 100% of respondents agree that teaching is good or very good and 98% would recommend SGS to a friend or family member. Bite-sized training sessions have been introduced and further information will be provided in the next report.

Members questioned whether it was the strategic intent of the College to have operational hybrid models of teaching in place. Members were informed that some arrangements with the funding authorities dictate the required balance. The College has invested in the development of high-quality IT studios and a blended approach moving forward is being piloted this year. One Governor advised that requests had been received for courses to be online at the College where she is currently working. SGS College, however, recognises that there are different learner types with differing needs and with COVID ongoing there needs to be contingencies in place in case of need. Due to socialisation, mental health and wellbeing, the Principal advised that 16-18 and HE learners have a preference to be on campus with the ESOL community provision and older learners preferring online.

The report was noted.

7. **Treasury Management annual report and strategy**

The Chief Financial Officer reported there are good cash balances with funds ringfenced to repay the loan facility in 2023. Following cash flow forecasting there is a dip in cash March 2022 but there was no cause for concern. With interest rates low the Chief Financial Officer will continue to monitor the money markets.

The report was noted and it was resolved:

To approve the Treasury Management strategy and plan to be pursued in the current year 2021/22.

8. **SGS Group Lettings Policy**

The Chief Financial Officer reported that a lettings policy is in place for SGSCSL but as the College now has lettings at Berkeley it made sense to develop an SGS Group Lettings policy to provide clarity of process. When asked about monetary values reference was made to the need to comply with the Financial Regulations and the levels of spend within them.

When asked, the Chief Financial Officer confirmed that in relation to College lettings there is small rentals for classrooms; the John Huggett Engineering Hall and ground floor C11 at Berkeley; and £450k commercial income at WISE campus. Members questioned whether there could be a role for SPG to evaluate significant property lettings, subject to the limits in their Terms of Reference. Members were informed

that there isn't a huge amount of College lettings and where the application of the seal is required it will need to be presented to Corporation for approval. The Chair informed that he had raised a question in relation to the John Huggett Engineering Hall and whether this building would be best placed within the property lettings portfolio of SGS Commercial Services Limited. This is currently being investigated further.

It was resolved:

To approve the SGS Group Lettings Policy.

9. **Estates Strategy**

Confidential Item.

10. **Annual Health & Safety Report**

Members received the 2020/21 annual report, with attention drawn to key sections extracted from the Health and Safety Policy. Due to their size, the full policy and handbook were available in the Document Library on Convene. Members also received the monitoring form, duly completed on behalf of the Corporation.

Members noted a reduced number of incidences and the Principal advised that this needs to be contextualised as minimal staff were on site last year due to the pandemic.

Members sought clarification of the responsibilities of the Corporation for staff working from home, should there be an accident. Members were informed that the Flexible Working policy covered home working and risk assessment. Governors asked that there is clarification in the Health and Safety policy/handbook, with cross-reference to the College's Flexible Working policy. Given the emphasis on risk assessments, governors requested that future reports provide data on how up to date the College risk assessments are. The Principal confirmed that faculty risk assessments are up to date and reviewed by the Senior Leadership Team.

Members raised that there was no mention in the report on the Berkeley site. The Principal advised that the College doesn't have provision at Berkeley, and the Clerk explained that there is a separate Health and Safety report presented to SGSCSL Board.

Members also discussed COVID risk assessments and were informed that there is a separate overarching COVID risk assessment, due to the continuing change in government guidance. Governors questioned whether the policy/handbook referred to a central COVID risk assessment and the Principal agreed to seek clarification.

Members raised that the role of the Group CEO & Executive Principal does not feature in the policy/handbook and as Accounting Officer and the Health and Safety

Governor Advocate there should be reference somewhere. The Principal agreed to look into this.

Assurance was sought, and received, from the Principal that, from an operational perspective, she is satisfied with revisions proposed to the Health & Safety policy and handbook, and the College's approach to Health and Safety.

The report was noted and it was resolved:

To approve the Health & Safety Policy Statement for 2021/22 and to delegate authority to the Chair of the Corporation and Group CEO & Executive Principal to sign the statement, subject to changes raised to the Health & Safety Policy/Handbook.

Action: Principal.

11. **CEO & Executive Principal's Report**

The Principal advised that the main content of this report had been covered as part of the presentation of the Estates Strategy.

The report was noted.

12. **Principal's Report**

The Principal reported on the following:

- a) Staff Development Event – Inclusion was high on the agenda and there were over 600 attendees, with positive feedback received. The Staff Governor confirmed that this had been a well organised event and transgender awareness was excellent and he was looking to deliver a session within the 6th Form. Members asked whether there are links to external bodies/communities to help support Inclusion. Confirmation was received that the College has many links and the annual Inclusion report is scheduled for presentation at the January Corporation meeting.
- b) COVID – 12 staff are currently off work, which is impacting on delivery, and 40 learners are isolating. There is uncertainty of the impact on performance/exams but the College has contingency and remote delivery plans in place. The Student Governor raised that there is an increase in students with Covid as they are not undertaking lateral flow testing and the re-introduction of weekly reminders was suggested. The Principal was disappointed to receive this feedback as reminders have been provided to staff and their teams, via social media and learners have been provided with tests.

- c) Safeguarding – Members were informed that the Chief Group Services Officer and her team are dealing with a huge increase in safeguarding cases, in comparison to this time last year, with students requiring additional support. The Chair invited comment from one of the Safeguarding Governor Advocates who advised that the College has a lot of measures over and above in place and doesn't know what more the College can do. The Principal confirmed that regular meetings take place with staff and Unions and students are being encouraged to have their vaccines and staff encouraged to have boosters. DfE guidance suggests that Covid measures are not increased until there are over 10% of cases. The College is trying to maintain normality as some measures can be intimidating for students. The Staff Governor agreed that when wearing masks last year this affected students' ability to make friends. In general, for those students self-isolating lessons are streamed live. Assurance was provided that there is an experienced and proficient safeguarding team in place that is appropriately resourced and the situation is being monitored. Thanks were extended to the Chief Group Services Officer and her team. One Governor raised that an increase in safeguarding referrals is occurring nationally across Colleges and is a big issue for some Colleges as they don't have the resources whereas the position is very good at SGS.
- d) Staff churn, absence and vacancies – There remains considerable gaps in staffing, especially teaching and high needs support, due to Covid or the inability to fill vacancies. Staff sickness is also on the increase.
- e) National Insurance increase impact – Reference was made to the further analysis that has been undertaken on the impact of the National Insurance increase in relation to salary bandings.
- f) Comprehensive Spending Review – It is too soon to say if this has been positive. Schools received a lot of growth in funding but there is a lack of clarity that the same increases will be made in 16-18 education. In order to recognise the National Insurance increases the base rate will need to increase by 3/4%.
- g) Apprenticeship Induction concerns – In response to a governor query raised at the last meeting, actions taken were included within the report.
- h) Tenders – Good progress has been made with two tenders secured. The College was congratulated.
- i) COP event, Berkeley – The COP 26 Climate Conference was hosted in the John Huggett Engineering Hall and attracted over 300 attendees. The College received good coverage and this event aligned with the College's Sustainability Implementation Plan.
- j) Confidential Item.

13. **Management Information**

The Head of Finance presented the management accounts exception report covering September 2021, period 2. Due to vacancies there is an underspend on pay. The report is based at Group level only as this is how the College's financial health is judged by the ESFA.

The first reforecast has been completed and will be reflected in the November Management Accounts, together with the cash position which has improved by £600k. Attention was also drawn to a new suite of KPIs.

The report was noted.

14. **GDPR & Freedom of Information Act report (including any revisions to the Model Publication Scheme)**

The Vice Principal presented the report and advised that no changes are recommended to the SGS Freedom of Information (including the Model Publication Scheme) and SGS Data Privacy policies and their re-approval was sought.

Detailed information was appended to the covering report and it was reported that the position was stable on previous years. The Vice Principal added that the College had just received its first GDPR breach of the new academic year.

In light of new requirements under the Post-16 Audit Code of Practice for the Audit Committee to oversee data breaches and GDPR issues the Chair proposed that, going forward, the Audit Committee's Terms of Reference is expanded so that this report and policies are considered in the first instance by the Audit Committee and recommended to Corporation for approval.

The report was noted and it was resolved:

- a) **To re-approve the SGS Freedom of Information Policy (including the Model Publication Scheme) and the SGS Data Privacy and Protection Policy.**
- b) **To expand the Audit Committee's Terms of Reference so that the Committee considers the GDPR & Freedom of Information Act report and the SGS Freedom of Information (including the Model Publication Scheme) and the SGS Data Privacy and Protection Policies for recommendation to Corporation for approval.**

15. **Annual Governance Report**

Members undertook an annual review of the key documents which exist to regulate the conduct of Corporation business. The following was reported:

- a) Instrument and Articles of Government – No changes proposed.
- b) Standing Orders for the Corporation and its Committees – revisions were proposed.

- c) Code of Conduct for Corporation Members – revisions were proposed, based on Eversheds Sutherland 17th edition of their Code.
- d) Committee Terms of References – Reviews of Committee Terms of References had been undertaken as part of the self-assessment process with any revisions presented separately for Corporation approval.
- e) Appointment, Reappointment, Induction and Training Procedure – The annual review had taken place at the 2 March 2021 Search Committee meeting.
- f) Publishing arrangements for obtaining the views of staff and students – Following the College Principal and Vice Principal’s review of these arrangements, minor changes were presented.
- g) Code of Good Governance for English Colleges - Compliance against the Code had been reviewed by the Clerk, with the full document available in the document library on Convene. No further revisions were raised by members.

Following a brief consultation with the sector the AoC has produced a revised version of the Code: September 2021. The key changes were referenced in the report. Members were invited to consider adoption of the revised AoC Code as it is a current funding condition that English Colleges either adopt the AoC Code, the Charity Governance Code or have due regard to the UK Corporate Governance Code and each College should state its adoption of the Code in its annual audited accounts. Having undertaken benchmarking with other Colleges, the AoC Code had been favoured and the Chair proposed that the Corporation continues to adopt the AoC Code.

- h) Annual review of Committee membership – Members were invited to undertake a review of Committee membership and appoint the Chair of the Audit Committee. Mike Croker had agreed to put himself forward to continue as Chair of the Audit Committee and Mike was thanked. There were no other changes raised.

The Chair suggested that the proposal to review the future of the Strategic Property Group should be revisited following the departure of its Chair, Carly Dyson.

- i) Chair/Governor 1-1s – The outcome of the Chair/Governor 1-1s was referenced in the report. The Chair reminded governors of the need to complete mandatory training requirements.

The report was noted and it was resolved to:

- a) **Approve revisions to the Standing Orders for the Corporation and its Committees;**
- b) **Approve revisions to the Code of Conduct for Corporation Members;**

- c) **Approve revisions to the arrangements for obtaining the views of staff and students on the determination and periodic review of the educational character and mission of the College and the oversight of its activities;**
- d) **Adopt the revised AoC Code of Good Governance for English Colleges, dated September 2021;**
- e) **Re-appoint Mike Croker as Chair of the Audit Committee and to confirm current membership of all Committees and Working Groups;**
- f) **Consider the future of the Strategic Property Group upon the departure of its Chair.**

16. **Stakeholder Engagement Report**

Members received a report updating the Corporation on Offsite provision during 2020/21; including apprentices, community learning and Diploma in Sporting Excellence learners and work placements. All Off-site provision was hugely impacted by COVID, due to restrictions on mixing and use of external venues.

The report was noted.

17. **Framework of College policies**

Members received a report outlining the current status of the College's Framework of Policies which has been maintained to ensure compliance with the Department for Education guidance on the statutory policies required by Further Education Colleges.

The report was noted.

18. **Confidential Minutes and Documents Review**

Members received a report covering the review of minutes and documents that had previously been deemed confidential. In accordance with the Standing Orders for the Corporation and its Committees, the Chair of the Corporation and the Chairs of each committee had undertaken a review and made recommendations to the Corporation in order that, where appropriate, minutes and documents now deemed non-confidential can be released for the public record, including the publication of minutes on the College website.

It was proposed that, going forward, authority is delegated to the Chair of the Corporation and the Chairs of each committee or sub-group to approve the release of agreed documents for public access on behalf of the Corporation.

It was resolved:

- a) **To approve the Chairs' recommendations of those minutes and documents now deemed non-confidential to be released for the public record.**

- b) **To delegate authority to the Chair of the Corporation and the Chairs of each committee or sub-group to approve the release of agreed documents for public access on behalf of the Corporation.**

19. **Other Items of Urgent Business**

There were not other items of urgent business raised.

20. **Confidentiality**

Members agreed that due to business sensitivities the notes from the CEO & Executive Principal's report (item 11), confidential part of the Principal's report and confidential appendices (item 12), Confidential minutes and documents review (item 18) and minutes 9 and 12j should be treated as confidential.

21. **Assessment of meeting**

A summary of feedback in relation to the meeting held 7 October 2021 was received.

22. **Date of Next Meeting**

Thursday 2 December 2021 at 5pm, Stroud Campus.

The Chair advised that this meeting would be held face-to-face at Stroud Campus, subject to College policy in place at that time relating to COVID.

The meeting commenced at 4.00pm

Rick Sturge joined the meeting at 4.28pm (during item 6)

Steph Brooks joined the meeting at 4.49pm (during item 9)

Sophie Chester-Glyn joined the meeting at 5.18pm (at the end of item 10)

Louise Bright joined the meeting at 5.30pm (during item 12)

The meeting closed at 6.10pm.

The meeting was quorate.