

**Minutes of the meeting of the Board of Governors held on Tuesday 19 May 2020 at
4.00pm (virtual meeting)**

Present: Simon Perryman (Chair)
 Nick Bowen (Vice Chair)
 Helen Jaggard (Vice Chair)
 Chelle Charlesworth (Staff Governor)
 Peter Clarkson (Staff Governor)
 Kay Dickinson (Governor)
 Yiannis Koursis (Principal and CEO)
 Conor Moss (Governor)
 David Shepherd (Governor)
 Simon Taylor (Governor)

In attendance: Heather Jackson (Director of Governance and Clerk to the Board)
 David Akeroyd (Vice Principal – Technical & Professional Education)
 Tony Johnson (Vice Principal – Corporate Services)
 Liz Leek (Vice Principal – Curriculum & Culture)
 Laila Lawton (Vice Principal – Finance)
 Ben Owen (Deputy Principal Development)
 Toni Rhodes (Vice Principal Quality & Access to Learning)
 Suki Rai (Interim Vice Principal Funding, Data & Compliance)

PART I – For Publication

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PROCEDURAL MATTERS	
B20/034	Agenda Item No. 1: Quorum The meeting was quorate.
B20/035	Agenda Item No. 2: Apologies for Absence Apologies were received from Daniel Lea and Alexander Newton
B20/036	Agenda Item No. 3 - Declaration of Interests There were no declarations of interest

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B20/037	<p>Agenda Item No. 4: Minutes of the last meetings held on 24 March 2020 and 28 April 2020.</p> <p>The Minutes were approved as a correct record.</p> <p>It was RESOLVED to approve the Minutes of the meeting held on 24 March 2020 and 28 April 2020</p> <p>The Chair signed the Minutes virtually.</p>
B20/038	<p>Agenda Item No. 5: Matters arising from the last meetings</p> <p>There were no matters arising.</p>
B20/039	<p>Agenda Item No. 6: Appointment of new governors.</p> <p>Simon Perryman noted the recent successful recruitment round and proposed that Marie Lang and Tracey Johnson be invited to join the Board of Governors and David MacDougall be invited to join the ITS Board.</p> <p>David Shepherd noted that Tracey Johnson joined the Board as an independent member and, like him, did not represent the Council or the Council's views in her appointment.</p> <p>The Board also noted that 2 new student governor's, Bethanie Jacobs and Ben Sigsworth, had been elected and would join the Board after the summer.</p> <p>IT was RESOLVED to approve the appointments of Marie Lang, Tracey Johnson, David MacDougall, Bethanie Jacobs and Ben Sigsworth.</p>
B20/040	<p>Agenda Item No. 7: Rolling action list</p> <p>It was RESOLVED to note the Rolling action list.</p>
B20/041	<p>Agenda Item 8: Notification of any other business</p> <p>There were no other items of business.</p>

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B20/042	<p>Agenda Item 9: Principal's Update</p> <p>Yiannis Koursis presented the Principal's report and noted that updates would be provided by members of the senior leadership team. Work continues on aligning business planning and the curriculum to the new normal and planning for a new future. He was meeting regularly with the CBI, AoC and with Trade Unions and had written to local MPs and the Sheffield City Mayor as well as updating staff and students through his regular blog. Much of the work at College currently focuses on grade predictions. This was a mammoth task as each awarding body had a different set of criteria and reporting requirements.</p> <p>Government guidance had been issued regarding reopening the College and a plan was evolving. The primary focus of the College was to do what was necessary to support students without unnecessary health risks.</p> <p>Laila Lawton noted that the forecast financial position had improved. The worst-case scenario reported at the last meeting was still showing in the Balanced Scorecard but work had continued to improve the position since the report was produced. The financial position was expected to remain good for the year. It was also noted that ITS had applied and been successful for monies from the supply and relief fund.</p> <p>Ben Owen noted the apprenticeships remained the biggest hit to the College in terms of income. The College continued to provide support for employers and learners particularly across the health sector. Construction, engineering and retail apprenticeships had suffered the greatest challenges, but the business development team were engaging with them on a weekly basis and continued to develop the pipeline.</p> <p>Toni Rhodes noted that the College had maintained a consistent attendance rate of 80% across all online provision with over 400 learning walks now having taken place. 98% engagement in lessons had been observed and the College was now looking at online delivery as an element of the provision in the future. After half term, the focus will move to a pastoral approach as usual. Staff were being offered a range of support to help them adapt to the new technology and ways of teaching and learning. It was noted that 80% attendance was comparable to normal attendance rates when authorised absence was included. Tutors took registers at each class and every student is contacted regularly.</p> <p>Helen Jaggard noted that she had attended one of the learning walks and had found them interesting and very interactive. She encouraged other governors to take part.</p>

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	<p>Liz Leek noted the tutorial teams had been deployed alongside counselling services and the College continues to work with external agencies to support students. Direct entry students had been offered a more formal and active programme over Easter.</p> <p>She noted that some students would be offered one to one support during the process of reopening and the ongoing structure of provision was key to helping with mental health.</p> <p>Training was also being developed for staff on what things would look like when the College reopens.</p> <p>Tony Johnson noted that there were 13 staff currently isolating as part of a 12-week isolation period. Coffee and chat sessions had been established and the focus now was on wellbeing with a new Team channel to support this.</p> <p>Work was underway to develop a new safety policy which was specific to Covid-19 rather than amending existing policies and staff and unions would be consulted. A risk assessment document was being produced around reopening that covers all elements of the day to day running of the College. This would be shared with Governors.</p> <p>PPE had been purchased and two staff had been registered for Covid-19 testing. The College would take an individualised approach with a focus on returning to work.</p> <p>It was noted that there was a Health & Safety link visit scheduled with David Shepherd and the College plans would be discussed in more detail at the meeting. It was agreed that these would also be shared with the Board. Liz Leek noted that the plans were constantly evolving and the initial plans for Phase A of the return would inform Phase B, the return in September. The initial return would focus on small groups and tutorials with a cautious approach that managed the expectation of staff, students, and the community.</p> <p>Governors noted the plans for phased reopening and changing nature of guidance and were assured that a phased approach was appropriate to support students and staff. Updates would be provided at future meetings.</p> <p>Governors were reassured by the approach and commended the College on being able to continue to deliver the curriculum as this was not happening consistently across the sector.</p>

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	<p>David Shepherd noted the College's work on producing PPE for the Health sector and commended the communications undertaken by the College during the pandemic which had been exemplary and were being used as an example of good practice.</p> <p>Simon Perryman thanked SLT and staff across the College for all their work in the last 8 weeks.</p> <p>David Akeroyd noted that T-Levels remained on track with no big changes envisaged. There were some concerns remaining on placement opportunities, but it was expected that the courses would be up and running for September delivery.</p> <p>The digital hub was expected to be delivered on time and Interserve were onsite and working, with an ongoing good working relationship. Governors noted that some delays would be reasonable, but that compensation would be limited as Covid 19 force majeure was not covered in the contract.</p> <p>It was RESOLVED to note the Principal's report and updates from SLT.</p>
<p>B20/043</p>	<p>Agenda Item No. 1.5: Financial Update</p> <p>Laila Lawton presented the financial update. She had been working on cost reductions and deferring any capital expenditure to the summer.</p> <p>It was noted that discussions with the banks regarding covenants were ongoing.</p> <p>It was RESOLVED to approve an add back arrangement to the covenant with Santander.</p> <p>Laila Lawton noted that work had already begun on the budget for 2020/21 and the integrated financial model had been approved by the Board in February however this was all before Covid-19. She noted that how the College responds financially will determine how quickly it will recover.</p> <p>Laila Lawton presented 3 options to the Board which presented a range of advantages and disadvantages between planning for the future and saving today and resulted in varying EBITDA, financial health, staffing costs and capital expenditure. Consideration was also given to the impact each option would have on the relationship with the FE Commissioner, banks and on the reputation of the College.</p>

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	<p>Peter Clarkson left the meeting at 5:32.</p> <p>Yiannis Koursis noted that the College had been shock proofing the accounts for some time to support such occurrences.</p> <p>The governors discussed the options and the associated risks, advantages and disadvantages. Simon Taylor noted that Option 3 was a prudent approach to budgeting with a favourable position on staffing at the end of the year. It was noted that the vacancy factor may leave some contingency and the governors discussed new ways of working which might produce efficiencies. It was noted that round 2 of the business planning process had not yet started so it was too early to say what efficiencies might be found in year.</p> <p>Conor Moss asked how confident the College was that there would be an upturn in the apprenticeship market in January and it was noted that this prediction was based on information from LMI, feedback from employers and live business intelligence from the sector. The model had been produced to adjust according to when the market picked up. Governors also noted that the College was investigating a pre-apprenticeship route with flexible delivery for 16-18 year olds and adults. There would be some costs but it did mean that apprentices would be instantly available and that the College could retain and utilise existing staff.</p> <p>Kay Dickinson asked if there was any new capital expenditure that should be considered as part of different ways of working for the College. Laila Lawton noted that departments had been asked to consider this as part of their review of annual capital expenditure and IT were also reviewing cross college requirements.</p> <p>Yiannis Koursis noted that various planning assumptions had been taken in producing the options and they will continue to be adjusted to reflect changes in the market and funding. He noted that Board were being asked to approve the direction of travel.</p> <p>It was RESOLVED to approve Option 3 – Prepare for the future with a challenging budget.</p>
<p>B20/045</p>	<p>Agenda Item 11.1 : Balanced Scorecard Q3</p> <p>Ben Owen updated the Board on the Balanced Scorecard noting the impact of the financial plans.</p>

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	<p>Helen Jaggard noted the carbon strategy and how it would feed into future plans and it was noted that a 5 year and medium-term property strategy were being developed that included carbon reduction plans.</p> <p>It was RESOLVED to note the update.</p>
B20/046	<p>Agenda Item No. 11.2: Balanced Scorecard 2020-21</p> <p>Ben Owen presented the Balanced Scorecard for 2020-21. It was noted that the Curriculum Strategy had been issued earlier in the day and Governors were asked to feed back their comments to the Clerk.</p> <p>Governors discussed baselines across all 4 pillars, and it was noted that these would be produced at the end of the year once period 9 reporting had been completed.</p> <p>It was RESOLVED to note the update.</p>
B20/047	<p>Agenda Item No 11.3: Board Assurance Framework</p> <p>Tony Johnson presented the updated Board Assurance Framework. Critical changes relating to Covid-19 had been made including Finance, Apprenticeships, and student recruitment.</p> <p>Kay Dickinson noted that she would send her feedback to Simon Taylor to discuss at the Audit Committee in June.</p> <p>It was RESOLVED to note the report</p>
B20/048	<p>Agenda Item 11.4 : Subcontracting Monitoring</p> <p>Suki Rai presented the subcontracting report and noted that ITS had been added as a subcontractor. It was also noted that a number of variations to contract had been made.</p> <p>It was RESOLVED to note the report and approve the variations to contract and addition of ITS as a subcontractor.</p>
B20/049	<p>Agenda Item 11.5: National Achievement Rates Tables Report</p> <p>Toni Rhodes presented the report and noted that College performance had improved although it still remained below national average. There had been</p>

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	<p>good improvements for 16 -18 year olds. The College was on track to show improvements, but the introduction of predictions would impact on this, particularly in Health and C-STEM. It was noted that prediction should remain in line with expectations. It was also noted that the report would not be published next year.</p> <p>It was RESOLVED to approve the report.</p>
B20/050	<p>Agenda Item 11.6: QAA Report</p> <p>Toni Rhodes presented the QAA report and noted that it had identified no areas for improvement and that it reflected the 500+ pieces of information that had been provided.</p> <p>Helen Jaggar commended the work of the College and noted the assurance that both reports brought to the Board.</p> <p>It was RESOLVED to note the report.</p>
B20/051	<p>Agenda Item 12.1: HE Freedom of Speech</p> <p>It was RESOLVED to approve the proposed changes to the policy</p>
B20/052	<p>Agenda Item 12.2: External Speakers Policy</p> <p>It was RESOLVED to approve the proposed changes to the policy.</p>
B20/053	<p>Agenda Item 12.3: Plagiarism Policy</p> <p>It was RESOLVED to approve the proposed changes to the policy.</p>
B20/054	<p>Agenda Item 12.4: HE Refund & Compensation Non-Continuation Policy</p> <p>It was RESOLVED to approve the proposed changes to the policy</p>
B20/55	<p>Agenda Item 13: Governance & Search Committee Update</p> <p>Simon Perryman updated the Board on the recent Governance & Search Committee. It was noted that a new Assurance based governance model</p>

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	<p>had been developed and would be rolled out for use at future Board and committee meetings.</p> <p>It was noted that there was a need to recruit a replacement for Nick Bowen whose term of office expired next summer and that a replacement would be sought from the school sector,</p> <p>The Board noted the amendments to the complaints against the board policy, attendance and access policy and publishing arrangements policy and it was agreed that they should be approved.</p> <p>It was RESOLVED to approve the complaints against the board policy, attendance and access policy and publishing arrangements policy.</p> <p>The Board noted that the terms of reference had been amended and in particular that the membership had been adjusted to 3 people.</p> <p>It was RESOLVED to approve the changes to the terms of reference for the Governance & Search & Remuneration Committee.</p>
B20/055	<p>Agenda Item 14: Reflection</p> <p>The Board reflected on the meeting and noted that although there were still challenges around technology and IT support, virtual meetings had been broadly successful and had improved professionalism and focus of the meetings. It was noted that the presentation on the financial position had been very useful and this approach to the presentation of information was useful.</p> <p>It was noted that substantive items which required time from the board did mean that the meeting tended to overrun and that it risked some papers not being afforded the time they needed. It was agreed that the number of items on the agenda should be reviewed regularly taking into account the exceptional circumstances.</p>
B20/056	<p>Date and Time of the next meeting:</p> <p>Tuesday 16 June 2020 Tuesday 14 July 2020</p>

The meeting closed at 6:40



Signed (Chair): Dated:
