

BLACKPOOL AND THE FYLDE COLLEGE
MINUTES OF A MEETING OF THE CORPORATION BOARD
HELD ON 8 DECEMBER 2020, 5.00PM
VIA VIDEOCONFERENCE

Members' attendance record:

		22 Sep 2020	3 Nov 2020	8 Dec 2020	2 Feb 2021	16 Mar 2021	27 Apr 2021	8 Jun 2021	6 Jul 2021	2020/21 attendance
Alan Cavill	Independent Member, Chair	✓	✓	✓ ¹						
Jane Cole	Independent Member	✓	✓	✓						
Kenny Gilmour	Independent Member	✓	✓	✓						
Colleen Hickson	Staff Member	✓	✓	✓ ²						
Vicky Henderson	Student Member	✓	✓	✓ ³						
Lucy Holden	Student Member	✓	✓	✓ ⁴						
Chris Holt	Independent Member	✓	✓	✓ ⁵						
Heather Knight	Independent Member	✓	✓	✓						
Martin Long	Independent Member	✓	✓	✓ ⁶						
Judith Mills	Independent Member	✓	✓	✓						
Lorraine Moffat	Independent Member	✓	✓	✓						
Anne Parmley	Independent Member	✓	✓	✓ ⁷						
Joanne Shepherd	Staff Member	✓	A	✓ ⁸						
Bev Robinson OBE	Principal and Chief Executive	✓	✓	✓						
Steve Williams	Independent Member	✓	✓	✓						

Key: ✓ attended including by tele/videoconference | A apologies sent and accepted | ✗ did not attend

In attendance:

Linda Dean, B&FC's Executive Director for Business, from Minute 127/20

Cheryl Dunn, Vice-Principal for Higher Education and Student Enhancement, from Minute 127/20

Simon Hughes, Vice-Principal for Quality and Curriculum, from Minute 127/20

Daryl Platt, Vice-Principal for Engagement, from Minute 127/20

Robby Ryan, Chief Operating Officer, from Minute 127/20

Danya Young, Company Secretary

¹ Excluding minute 126/20

² Excluding minute 142/20

³ Excluding minute 142/20

⁴ Excluding minute 142/20

⁵ From minute 130/20

⁶ From minute 126/20/ii

⁷ From minute 127/20

⁸ Excluding minute 142/20

121/20 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.

122/20 Apologies for absence

There were no apologies for absence.

123/20 Declarations of interest

The Board noted that a number of Board Members had interests in the items at minutes 124/20 and 126/20 as noted herein and that they would withdraw from the meeting for those discussions.

124/20 Succession planning and recruitment

C Holt, M Long and A Parmley were not present.

- i. The Company Secretary presented a report which had been circulated with the agenda to summarise the recommendations of the Search Committee following its meeting on 12 November 2020.
 - ii. During her summary, the Company Secretary drew the Board's attention to the results of the circulated skills-gap analysis and the requisite skills, experience, and knowledge on the Board to ensure an appropriate balance of membership, which the Board considered.
 - iii. Following discussion, the Board **APPROVED** the following recommendations:
 - The reappointment of Chris Holt to serve the remainder of his four year term of office following the successful completion of his induction period.
 - The reappointment of Martin Long to serve the remainder of his four year term of office following the successful completion of his induction period.
 - The appointment of Helen Broughton as an Independent Board Member and Vice-Chair with effect from 26 January 2021, for a four year term subject to the successful completion of an initial one year induction period.
 - The appointment of Suzy Layton as an Independent Board Member with effect from 26 January 2021, for a four year term subject to the successful completion of an initial one year induction period.
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- The appointment Richard Fee as an Independent Board Member with effect from 11 March 2021, for a four year term subject to the successful completion of an initial one year induction period.
 - The revised Nominations Committee terms of reference.
- iv. The Board agreed that notwithstanding the proposed commencement of R Fee's term in March 2021, there was value in him attending the strategy session and training sessions in January 2021.
- v. The Board noted that the recruitment process for a co-opted Audit Committee member to succeed Stephen Dunstan in July 2021 was commencing and that the appointee would need to be a Finance Director/Chief Finance Officer or similar post to ensure current, relevant finance experience on the Audit Committee.

125/20 Standing Orders

- i. The Company Secretary summarised the proposed temporary increase to the maximum number of Independent Members on the Board, as was permitted by B&FC's Instrument and Articles of Association, to facilitate the proposed handover for the new Chair Designate with the incumbent Chair.
- ii. Following consideration, the Board **APPROVED** the temporary increase of Independent Board Members from 11 to 12 until December 2021 when this would revert back to 11.

126/20 Appointment of Chair Designate and Chair Proper

A Cavill withdrew from the meeting and K Gilmour took the chair.

- i. K Gilmour presented a report which had been circulated with the agenda to update the Board on the outcome of the recruitment and selection process and the Search Committee's recommendations.
- ii. Following discussion, and subject to the conditions in the report, the Board **APPROVED** the appointment of Steve Fogg:
- as an Independent Board Member and Chair Designate with effect from 26 January 2021, for an initial handover period of approximately ten months; and
 - thereafter, on the incumbent Chair's retirement, and subject to S Fogg's successful completion of his handover period, and subsequent induction period, his appointment as Chair of the Corporation Board.
- iii. The Board was satisfied that S Fogg's current position as Chair of the LEP did not
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pose a conflict of interest nor impact his independence and was assured that any potential or perceived conflicts of interest would be managed appropriately.

The Executive team joined the meeting

A Parmley and A Cavill joined the meeting and A Cavill took the chair

127/20 Minutes of the previous meeting and action log

The minutes of the previous meeting held on 3 November 2020 were **APPROVED** as a true and accurate record and the Board noted the action log.

128/20 Matters arising

There were no matters arising.

129/20 Dashboard

- i. The Board considered the headline performance and quality metrics in the circulated dashboard, noting the steady progress which was in line with expectations.
- ii. A detailed verbal update on the outcome of the routine period 3 reforecasting exercise was also provided which summarised the likely income and expenditure positions following discussions with budget holders.
- iii. The Corporation Board **RECEIVED** the dashboard and noted the content.

130/20 P3 Financial Report

- i. The Chief Operating Officer presented a report which had been circulated with the agenda to summarise the Corporation's financial position as at 31 October 2020.

The Board directed that the remainder of the discussion be minuted confidentially.
- ii. The Corporation Board **RECEIVED** the report and noted the content.

131/20 Principal and Chief Executive's report

- i. The Principal and Chief Executive presented her regular report which had been circulated with the agenda and which included the following key areas:
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- a) Employee annual pay award 2021
- b) Progress with B&FC's operational recovery plan under Covid-19
- c) Spending Review; and
- d) College of the Future Report

- ii. With regard to the employee annual pay award for 2021, the Principal and Chief Executive informed the Board of the Association of College's recommendation to the trade unions which was published on 2 December 2020. The Board was then asked to consider the various options set out within the report.
 - iii. In response to a question from H Knight, the Principal and Chief Executive reminded the Board of the principles, process and timing of the two components of the pay award which comprised consolidated and non-consolidated pay.
 - iv. K Gilmour highlighted the Association of College's advice in its response to the Trade Union 2020/21 Pay Claim to apply an increase if affordable and he expressed the view that, as an Ofsted Outstanding college, it was important for B&FC to be able to continue to support employees with an annual pay rise.
 - v. Following discussion, the Corporation Board **APPROVED** a consolidated pay award of the greater of 1% or £250 for all eligible employees with effect from 1 January 2021 and a potential for up to a further 1% to be awarded on a non-consolidated basis in July 2021, subject to the Corporation achieving its significant financial and quality performance indicators. The decision of the latter would be made in July 2021. The Corporation Board also agreed that B&FC would continue to align to the Living Wage Foundation.
 - vi. On considering the progress with B&FC's operational recovery plan under Covid-19, there was discussion on the lateral flow mass testing of B&FC students and employees at B&FC which had been piloted by Public Health and J Mills commended those who had encouraged staff and students to attend. The Board's attention was also drawn to positive feedback from TIAA following their audit of health and safety which focussed on Covid-19, pending the written report.
 - vii. H Knight acknowledged that the Board was assured by the progress with the recovery plan and asked about the confidence levels of employees and students. In response, B&FC's Executive Director for Business updated the Board on the continued communications and engagement strategies for employees and the initiatives and processes in place for employees to provide feedback and escalate any concerns. Similarly, the Vice-Principal for Higher Education and Student Enhancement noted the uniformly positive
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student behaviours and the channels and measures in place to support students and monitor their safety. Student Board members Vicky Henderson and Lucy Holden shared feedback on their respective experiences at B&FC and their confidence that any risks were being mitigated against and that they were safe on site.

- viii. The Board was notified of the forthcoming Ofsted survey review applicable to all providers of T levels.
- ix. The Board directed that the remainder of the discussion be minuted confidentially.
- x. The Corporation Board **RECEIVED** the report and noted the content.

132/20 Audit Committee Annual Report 2019/20

- i. The Company Secretary introduced the Audit Committee's annual report which had been circulated with the agenda and which had been approved by the Audit Committee at its meeting on 25 November 2020 and summarised the proposed changes to the terms of reference.
- ii. The Audit Committee Chair, J Mills, summarised the purpose of the report and reported that the Audit Committee had been satisfied that B&FC's internal control and risk management systems and governance arrangements were robust. She also reminded the Board that notwithstanding the Corporation was not required to commission internal audit services, it elected to invest in these services to provide an additional layer of scrutiny and assurance.
- iii. The Board noted that it was a requirement of the Post-16 Audit Code of Practice that the report was presented to the Board prior to the statement of corporate governance and internal control in the annual accounts being signed. The Board also noted the clean report from the external auditors and the internal auditors which contained positive assurances.
- iv. The Corporation Board **RECEIVED** the report and noted the content and **APPROVED** the changes to the Committee's terms of reference as included in the report.

133/20 Annual report and accounts 2019/20

- i. The Chief Operating Officer presented the draft audited annual report and financial statements for the year ended 31 July 2020 and the draft letter of representation to the external auditors, which had been recommended to the Board for approval following the Audit Committee's detailed consideration thereof at their meeting on 25 November 2020.
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- ii. The Chief Operating Officer highlighted where the statutory accounts differed from the management account information provided at previous meetings which was the result of minor audit adjustments and technical adjustment relating to public sector pensions.
- iii. The Corporation Board **APPROVED** the annual report and financial statements for the year ended 31 July 2020 and authorised the Chair and the Principal and Chief Executive to sign where indicated on its behalf. The Corporation Board also **APPROVED** the letter of representation and authorised the Chair to sign where indicated on its behalf.
- iv. The remainder of the Board's discussion was minuted confidentially.

134/20 Student union accounts

- i. The Corporation Board received the student union accounts for 2019/20 which recorded that it was operating within budget and in a manner consistent with previous reporting periods.
- ii. The Corporation Board **RECEIVED** the report and noted the content.

135/20 Risk management report

- i. The Chief Operating Officer presented a report which had been circulated with the agenda to summarise the new risk register.
- ii. The Board **RECEIVED** the report and noted the content.

136/20 Audit Committee matters

- i. J Mills provided a verbal update on the business transacted at the last meeting of the Audit Committee. A copy of the approved minutes of the meeting held on 17 June 2020 were provided for the Board's information.
- ii. The Corporation Board **RECEIVED** the report and noted the content.

137/20 Proposed Board Strategy session

- i. The Principal and Chief Executive thanked the Board for their contributions to inform the paper that had been circulated with the agenda to stimulate discussion and finalise what Board members wished to achieve from the January 2021 strategy session.
 - ii. The Board discussed the proposals and agreed the topics it wished to cover and the format of the session which would include a guest speaker.
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138/20 Quality and Standards Committee matters

- i. The Quality and Standards Committee Chair, K Gilmour, provided a verbal summary of the Quality and Standards Committee meeting held on 24 November 2020 and noted that the meeting had focused on providing scrutiny to the FE Self-Assessment Report (SAR) and to the HE Self-Evaluation Document (SED). A copy of the approved minutes of the meeting on 6 October 2020 were also provided for information.
- ii. As A Parmley had attended her last Quality and Standards Committee before her end of office in March 2021, K Gilmour thanked her for her valuable contribution and input throughout her term.
- ii. The Vice-Principal for Quality and Curriculum summarised the SAR which the Board discussed and **APPROVED**.
- iii. K Gilmour and A Parmley highlighted the rigour and challenge of the SAR panels they had observed in November 2020 and, similarly, H Knight expressed her confidence in and assurance of the standards and processes and the rigour and challenges thereof and noted that the density of the circulated SAR document was testament to that.
- iv. In response to a question from C Holt on the results in the qualification achievement rate table between 2017 and 2020, the Vice-Principal for Quality and Curriculum provided an overview of reasons for the changes which included changes to qualification assessment methods over recent years. The Board noted that the statistics for the top 10% of GFECs provided important context.
- v. The Vice-Principal for Higher Education and Student Enhancement summarised the SED for the Board's information which the Board **RECEIVED**.

139/20 Schedule of meetings 2021/22 and proposed dates 2022/23

- i. The Company Secretary presented the confirmed schedule of meetings for 2021/22 and the provisional meeting dates 2022/23 for the Board Members' information.
- ii. The Corporation Board **RECEIVED** the report and noted the content.

140/20 Board evaluation survey results

- i. The Company Secretary summarised the findings of the anonymised Board effectiveness survey conducted in December 2020 noting the positive results
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and participation rate, and provided additional details in response to a question from K Gilmour.

- ii. The Board was reminded and encouraged to provide feedback at any point, to the Chair, Principal and Chief Executive or Company Secretary, to enable continuous improvement.
- iii. The Corporation Board **RECEIVED** the report and noted the positive results.

141/20 Board members' forum

The Chair thanked and congratulated the Executive, their teams and the Board for their work and achievements during the year.

142/20 Confidential item

The Corporation Board directed that this item be minuted confidentially.

143/20 Date, time and venue of next meeting

It was noted that the next meetings of the Corporation Board would be the strategy session on 26 January 2021 at 3pm and the Board meeting on 2 February 2021 at 5pm, both via videoconference.