

THE CORPORATION BOARD OF EAST SURREY COLLEGE

OPEN MEETING HELD ON THURSDAY 21 MARCH 2024, IMMERSIVE ROOM, JOHN RUSKIN COLLEGE, CROYDON

Meeting commenced: 16.00hrs

Meeting ended: 17.30hrs

Present

Bob Pickles	Independent Member	Chair
Liz Rushton	Independent Member	
Lindsay Pamphilon	Chief Executive & Principal	
Alex Hayman	Independent Member	
Jenny Adamson	Independent Member	
Anne Smith	Independent Member	
Hazel Beveridge	Independent Member	
Bridgette Anderson	Independent Member	
Karen Feenstra	Independent Member	
Dan Hards	Independent Member	
Victor Muriithi	ESC Staff Member	
James Parsons	ESC Student Member	
Emmanuella Olutayo	ESC Student Member	
Dorcas Eyenga	JRC Student Member	

Apologies for absence

Simon Bland	Independent Member	Vice Chair
Phillip Kerle	Independent Member	
Tim Bevans	Independent Member	
Grace Marriott	Independent Member	
Natalie Watkins	JRC Staff Member	

In attendance

Eva Dixon	Chief Operating Officer
Kam Dehal	Executive Director Commercial & Partnerships
Rebecca Taylor	Vice Principal Curriculum & Standards

Clerk

Sue Glover	Director of Governance
------------	------------------------

C.01.24 Declaration of Interests

Members and officers were reminded of the need to declare any personal or financial interest in any item to be considered during the meeting.

There were no declarations of interest.

C.02.24 Apologies for Absence

Apologies for absence were received from

Simon Bland	-	business commitments
Phillip Kerle	-	business commitments
Grace Marriott	-	personal commitments
Tim Bevans	-	personal commitments
Natalie Watkins	-	business commitments

The Board accepts the apologies for absence

C.03.24 Notification of Any Other Business

Members agreed that there was no other business to be considered.

C.04.24 Unconfirmed minutes of the meeting of the Corporation Board held on 7 December 2023

The minutes of the meeting were approved and signed as a correct record.

C.05.24 Matters arising and action points from the minutes of the meeting

Members reviewed the schedule of action points arising from the minutes of the previous meeting. It was agreed that all actions had been satisfactorily completed and that there were no other matters arising from the minutes of the previous meeting.

C.06.24 Membership of the Corporation

The Director of Governance presented a report relating to the current membership of the Corporation Board and its committees.

Dan Hards withdrew from the meeting

Appointment of a new independent member

Members were advised that, at the meeting of the Search and Governance Committee held on 8 February 2024, consideration was given to the application for appointment to the Board of Dan Hards.

The Search and Governance Committee gave full consideration to his application and are recommending he is appointed as an independent member for a four-year term of office to 31 March 2028 and to serve, initially, on the Audit Committee.

The Board was pleased to approve the appointment recommended by the Committee.

Dan Hards returned to the meeting

The Chair took the opportunity to congratulate Dan on his appointment to the Board.

Appointment of a co-opted member

The Board was reminded that at the previous meeting, it was agreed to appoint a new governor with relevant skills and expertise within property development to help support the Property Working Group.

Members were advised that, at the meeting of the Search and Governance Committee held on 8 February 2024, consideration was given to the application of Marc Guilliet as a co-opted member to support the Property Working Group.

The Search and Governance Committee gave full consideration to his application and are recommending he is appointed as a co-opted member for the period the working group is in operation.

The Board was pleased to approve the appointment recommended by the Committee, noting that Marc is being appointed in his absence.

Members were informed that

- since the last membership report to the Board, the co-opted member of the Audit Committee, James Marshall, has advised he would see his tenure ending within a year, ahead of the next year's year end audit. The Search and Governance Committee are actively seeking his replacement
- one of the student governors for JRC, Arlo Newbury, has tendered her resignation as JRC Student President and therefore ceases to be a student governor. One Student President and Student Governor remains for JRC
- at the meeting held on 29 February 2024, the Learning and Quality Committee appointed Jenny Adamson as Chair of the Committee to take over from Liz Rushton who stepped down from the role in December

Gender Balance and Diversity

Members noted the current gender balance and diversity of the Corporation Board

- 6 male; 9 female
- 4 male chairs of the Board and committees; 1 female chair of the committees

Resolved

The Corporation Board

- receives and notes the report
- endorses the recommendations of the Search and Governance Committee and approves the appointments of
 - Dan Hards as an independent member
 - Marc Guilliet as a co-opted member of the Property Working Group
- endorses the appointment of Jenny Adamson as Chair of the Learning and Quality Committee

C.07.24

Learner Voice

The Student Members gave an update on some of the student activities during the term at both ESC and JRC colleges.

The Board was informed on

- events that have taken place at both colleges, such as
 - International Women's Day
 - 'Proud to be me' week
- upcoming events in the next term, such as the college summer festival

On behalf of the Board, the Chair of the Corporation thanked the student members for their hard work and contribution during the term. The input at meetings by the student members is very much valued as they are able to provide first hand insight into the experience of being a student.

Agreed

The Corporation Board agreed to receive and note the update

C.08.24

Report of the Chief Executive

The Chief Executive presented her report, which provided an overview of the College's position in relation to issues affecting the sector, strategic and performance targets and priorities, under the following headings:

- Executive Summary
- Teaching and Learning
- Restructure update
- Open Events, Enrolment and Recruitment
- Student Behaviour, Attendance and Safety
- Leadership and Management
- Student Successes and Activities

Members discussed the issues raised and, in response to questions, were advised that

- following a recent revamp of Teaching and Learning there is a real energy around teaching as well as a new approach to quality assurance
- competition work internally and through SurreyFE has been a significant part of this term in developing students' skills and further collaborating with our SurreyFE partners
- open events have been very successful and applications look positive at this time. Recruitment for this year for 16-18 has achieved target
- the curriculum management restructure is now complete and Leadership and Management CPD internally and externally is being added to develop these staff
- the development of a People Team replacing Human Resources took place during the term. This has also contributed to the development of a Leadership and Management programme for individuals and for the College Management Team
- behaviour in the College is very good, but attendance is a work in progress with a variety of different strategies being employed

The Board thanked the Chief Executive for a very informative report, which addresses a number of key issues and agreed it was particularly pleasing to hear about the development of a People Team and how this is supporting Leadership and Management CPD.

Agreed

The Corporation Board agreed to receive and note the report of the Chief Executive

C.09.24

KPI Dashboard

Members received the KPI Dashboard for Curriculum and Quality, which reported on the following areas, noting that Attendance is RAG rated red and all other areas green or amber.

- 42-day withdrawal
- Attendance
- Standards of teaching, learning and assessment
- Intended and positive destinations
- HE continuation
- Overall achievement rates and Maths & English pass rates
- Awarding body sanctions
- Learner Satisfaction
- EDIMs

The latest KPI finance dashboard would be circulated with the January management accounts outside of the meeting.

Agreed

The Board receives and notes the KPI Dashboard

C.10.24

Capital Budget for 2024/25

The Chief Operating Officer presented for consideration and approval the capital expenditure request for 2023/24.

Members were advised that the capital budget for 2024/25 had been considered at the meeting of the Finance and Resources Committee held on 7 March 2024 and is recommended for approval. The Board was reminded that, as had been agreed the previous year, approvals for the 2024/25 capital expenditure are brought to the spring term meeting to allow time for procurement activities and planning to take place to ensure work is completed in time for the new academic year.

Members considered the following capital expenditure projects presented and were advised that, whilst the 'other capital requests' is for £50k, a further £50k is requested to consider additional bids as and when these are submitted:

- Cisco Switches - £100k
- Hammocks and Tarps build order - £1.2k
- Painting Sports Hall at ESC and JRC refresh - £10k
- iPads for college activities - £15k
- replace outdated Veeam backup server - £6.6k
- replace JRC scan - £22k
- laptops for staff - £100k
- replace furniture and outdated equipment at college - £50k
- other capital requests - £50k

In discussion, the Board concurred with the Committee that, whilst it was appreciated there needed to be some flexibility in order to facilitate the timely submission of bids, there should be a limit set in order to avoid any one transaction exceeding a certain amount. It was agreed this should be set at £10k per transaction and should this be exceeded and was within the overall ceiling of £50k, Chair's Action could be taken for the higher amount.

It was noted that each capital bid is made on the basis that an amount of money is awarded to the college for each bid made. There would also be a corresponding signed contract that confirms the amount given and that, on this basis, the additional £50k is agreed.

The Board was informed that the Committee had requested a schedule of capital bids, which clearly indicated monies received against each bid together with signed contracts. This schedule will be presented to each meeting of the Committee in order to monitor the extent of the capital bids made, noting that capital bids would be available for the duration of the LSIPs, i.e. 2 year period and therefore the schedule would be in existence for this duration. There would be an overall cap of £250k for each bid and the Board agreed that the CEO is given authority to approve bids up to this value.

Resolved

The Corporation Board endorses the recommendations of the Finance and Resources Committee and approves the Capital Expenditure for 2024/24 as presented, subject to there being limits in place and a schedule that is monitored by the Committee as discussed

C.11.24

Board Assurance Framework

The Chief Operating Officer presented for consideration and approval the Board Assurance Framework (BAF).

Members were advised that the Audit Committee had been unable to meet for its termly scheduled meeting before the Board when the BAF would have been considered. As the BAF requires approval this term, this has been brought to the Board for consideration.

The Chair of the Audit Committee took the opportunity to inform members that at the previous Committee meeting, consideration had been given to the BAF where the extent of its implementation had been noted. The Board was reminded that the BAF gives the opportunity for the Committee and the Board to focus on the higher risk areas and to gain greater confidence and assurance in the controls in place at the college.

Members reviewed the update of the plan in place for the BAF, together with the example risk registers, noting that:

- the Executive team have
 - had a training session with internal auditors to review various options around risk management and board assurance
 - agreed the board assurance framework was aligned to the risks as preferred option
 - agreed the best way to manage college risks is to focus on key strategic risks and ensure risk levels within agreeable tolerance levels. Key risks were identified as a result of this exercise
- a further training session was held with College Management Team and the key risks developed by the Executive were discussed and adopted
- it is planned for the Board to go through the same training exercise and once finalised the College will adopt the new approach to risk management and assurance framework

In discussion, members were pleased to note the extent of the commitment to implementing the BAF and stressed the importance of this framework to further the controls and assurance environment for the College. It was agreed that a high-level strategic risk register, containing no more than 10 risks, would be appropriate for the Board to monitor.

The Board agreed that the plan for Risk Management and Board Assurance presented was appropriate and that this should move to the next step of engaging with the Board for the training exercise, which would establish the Board's appetite for risk. Where appropriate, the Audit Committee would be kept informed of the BAF's progress at each of its termly meetings.

Resolved

The Corporation Board approves the plan for Risk Management and Board Assurance and that the plan moves to the next step of engaging with the Board for the relevant training exercise

C.12.24

Annual Schedule of Meetings of the Corporation Board and Committees: 2024/25

The Director of Governance presented, for consideration and approval, the Annual Schedule of Meetings of the Corporation Board and Committees for 2024/25.

Members were advised that the Annual Schedule of Meetings had been considered at the meeting of the Search and Governance Committee held on 8 February 2024 and are recommending for approval by the Corporation Board.

The Board was advised that the schedule continues to provide termly meetings of the Board and Committees, reflecting the schedule for the current and previous years, with virtual meetings for the Committees. Following the Board's agreement to set up a Property Working Group, termly meetings for this group would be incorporated into the schedule of meetings.

The Board reviewed the schedule of meetings and, in discussion, agreed this presented a clear timetable.

Resolved

The Corporation Board endorses the recommendation of the Search and Governance Committee and approves

- the Annual Schedule of Meetings of the Corporation Board and Committees: 2024/25, subject to the addition of termly meetings of the Property Working Group
- the continuation of virtual meetings for committees and in College when the full Board meets

C.13.24

Search and Governance Committee

Meeting of the Search and Governance Committee held on 8 February 2024

Members received the unconfirmed minutes of the meeting.

Report of the Chair of the Search and Governance Committee and issues for consideration and approval

The Chair of the Search and Governance Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board, for formal consideration and approval:

- Risk Management: Spring Term 2024
- Governors' Development and Training Programme 2023/24: Spring Term update
- Governors' Quality Improvement Plan 2023/24: Spring Term 2024
- Review of College Governance with Members of the Corporation 2023/24
- Governor Stakeholder Engagement Strategy

C.14.24

Learning and Quality Committee

Meeting of the Learning and Quality Committee held on 29 February 2024

Members received the unconfirmed minutes of the meeting.

Report of the Chair of the Learning and Quality Committee and issues for consideration and approval

The Chair of the Learning and Quality Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board, for formal consideration and approval:

- Risk Management Spring Term 2024
- College policies
 - OSC10 Equality Policy for Staff and Students
 - OSC75 Partner Engagement Strategy
- College Quality Improvement Plan for 2023/24: Term 1
- Termly Safeguarding report for ESC and JRC
- Termly Quality & Standards report Spring Term 2024, including subcontracting
- Termly Careers and Skills Education update
- Termly HE report

C.15.24

Finance and Resources Committee

Meeting of the Finance and Resources Committee held on 7 March 2024

Members received the unconfirmed minutes of the meeting.

Report of the Chair of the Finance and Resources Committee and issues for consideration and approval

The Finance and Resources Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board, for formal consideration and approval:

- Risk Management: Spring Term 2024
- College policies
 - OSC31 Disclosure & Barring Service Check Policy
 - OSC36 Treasury Management Policy
 - OSC46 Health and Safety Policy
 - OSC74 Business Continuity Plan & IT Disaster Recovery Plan
- Termly HR report
- Management Accounts to December 2023

Members asked if there was a Safer Recruitment policy in place and were advised this is covered as a Staff and Selection procedure, which is due for an update in January. Whilst procedures do not normally come to the Board, members asked if an update could be given at the next meeting.

Resolved

The Corporation Board

- notes the reports of the Chair of each of the committees of the Board
- endorses the approval by each committee of the key issues considered and approved at the meetings
- endorses and approves the reports submitted by each committee for consideration and approval

C.16.24

Link Governors

The Board received the termly reports from each of the following Link Governors:

Link Governor for Safeguarding, Prevent and SEND – Jenny Adamson
Visit undertaken 19 February 2024

Link Governor for Higher Education – Bob Pickles
Visit undertaken 18 March 2024

Link Governor for Careers – Simon Bland
Visit undertaken 15 February 2024

Link Governor for EDI – Bridgette Anderson
Visit undertaken 27 February 2024

Link Governor for Sustainability – Natalie Watkins
No visit undertaken during the term

Governor Visits

The report on the following governor visit was received:

Tim Bevans – 3 November 2023 at ESC

Members were advised that all visits are now linked into the College QIP to give further assurance to the Board on progress being made in areas identified requiring improvement or development.

C.17.24 Any Other Business
There was no agreed any other business.

C.18.24 Dates of Corporation Board Meetings: 2023/24
Thursday 9 May 2024 – Strategy Committee
Thursday 4 July 2024 – main Corporation Board

At the conclusion of the Part 1 meeting, the Corporation Board moved into a meeting restricted, in accordance with the Instrument and Articles of Government and with Section 22 of the Freedom of Information Act 2000, to the independent members of the Board, the external co-opted member of the Audit Committee and to the senior post holders.

Signed as a correct record:

Date: 4 July 2024

A handwritten signature in black ink, appearing to read 'P. Kins', is written over the signature line.