

#### Agenda Item 1: Chair's Business:

#### a) Attendance and Apologies for Absences:

#### Present:

Mr Gareth Hetherington (Temporary Chair of the Governing Body)

Professor Alan Woodside

Mr N Bodger

Mr Andrew Corbett (items 1 to 8 only)

Mrs Barbara Larkin

Mrs Heather Reid

Mr Steve Pollard

Mr John Mackell

Mrs Karen Fraser

Mr James Lee (items 1 to 8 only)

Mr Ken Webb (CEO/Principal) items 1 to 8 only)

Mr Dillon Stanley (items 1 to 8 only)

#### In Attendance:

Ms Sonja Woods (Temporary Secretary to the Governing Body) (items 1 to 10a only)

Mr Tommy Martin (Chief Finance Officer ("CFO")) (items 1 to 8 only)

Mr Niall Parfitt (Boardroom Apprentice) (items 1 to 8 only)

#### **Apologies:**

It was noted that all Governors were in attendance and that there were no apologies to be conveyed to the Governing Body.

# In the Chair:

Mr Hetherington.

#### b) Declarations of Conflicts of Interest:

The Temporary Chair invited members to declare any known or perceived conflicts of interests. Mr Pollard noted his standing conflict of interest, in relation to his wife's employment in the Finance Department of SERC. The Temporary Chair informed the meeting that his wife had been appointed Financial Director to the DfE. He indicated that all relevant parties had been informed of this appointment. No other conflicts of interest were declared.

c) Minutes of the Meeting of the Governing Body held on 27<sup>th</sup> April 2020:

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The Governing Body reviewed the Minutes from the Meeting, held on 27<sup>th</sup> April 2020. Following due consideration, it was agreed that the Minutes were a true and accurate reflection of the Meeting.

**Agreed:** That the Minutes of the Meeting held on 27<sup>th</sup> April 2020 be approved and adopted.

**Proposed by:** Heather Reid **Seconded by:** Andrew Corbett

#### d) Matters Arising/Action Points from previous Meetings:

It was noted that all Action Points had either been completed or would be addressed during the course of the meeting.

#### e) Governing Body Members Recruitment Update:

The Temporary Chair advised that work was still underway to identify a means of holding interviews for new Governors via videoconference. He noted that it was anticipated the interviews would take place during July 2020.

# f) Appointment of Vice-Chairs to the Audit Committee and The Finance and General Purposes (F&GP) Committee:

The Temporary Chair noted that Mr Bodger had moved to the F&GP Committee after stepping down as Chair of the Audit Committee and that Mrs Fraser had, in turn, moved to the Audit Committee. He indicated that the positions of Vice-Chair for both committees were currently vacant and that expressions of interest had been sought at the most recent committee meetings. He observed that the appointment of committee Chairs and Vice-Chairs were matters for the respective committees and did not require approval by the Governing Body.

The Chair of the F&GP Committee confirmed that Mr Bodger had offered to act as Vice-Chair of that committee as an interim measure and that, as he was the sole candidate, his appointment would be considered and ratified at the next meeting of the F&GP Committee in September 2020. The Chair of the Audit Committee confirmed that Mrs Fraser had offered to act as Vice-Chair of that committee and that, as she was the sole candidate, her appointment would be considered and ratified at the next meeting of the Audit Committee in September 2020.

#### g) Governors' Register of Interests:

The Temporary Chair noted that the DfE had planned to conduct a review of governors' interests within the sector, which would include Conflict of Interests policies, Declarations of Interest and Registers of Interest. He observed that the timing of the review was yet to be advised but that Mr McCullough, the College's Financial Controller, had prepared a Conflict of Interests policy, which would be reviewed during the meeting, and was working on updating the Declaration of Interests form to ensure compliance with the NIAO guidance issued in 2015. He remarked that it was proposed the new form would be in a fillable pdf format, which would make it more secure and would be easier for the Governors to complete and sign.

#### h) Boardroom Apprentice Report:



The Temporary Chair noted the report which had been provided by Mr Parfitt, regarding his experience as Boardroom Apprentice for the current academic year. He noted that this was Mr Parfitt's last meeting and he thanked Mr Parfitt for his contribution and participation, and he invited Mr Parfitt to present his report to the Governing Body.

Mr Parfitt thanked the Governing Body for facilitating his apprenticeship. He commented that the experience had been enjoyable, interesting and beneficial. He thanked Mr Mackell in particular for acting as his 'Boardroom Buddy', and the Secretary and Temporary Secretary to the Governing Body for their support and assistance.

#### Agenda Item 2: Correspondence:

It was noted that there were no items of correspondence to bring to the Governing Body's attention.

#### Agenda Item 3: Chief Executive Officer's Business:

#### a) CEO's Report:

At that Temporary Chair's invitation, the CEO presented his report to the Governing Body. He commenced with reference to applications and enrolments, noting that the number of applications continued to grow and that they were currently approximately 5 weeks ahead of the same point in 2019. He observed that HE applications were basically at the same level as the previous year and that, as there was no direct correlation between applications and enrolment figures, the College would continue to wait and see how the situation evolved.

With respect to FE qualifications, the CEO provided an overview of the current position and actions being taken by the College to ensure as many students as possible were able to complete their studies and receive their qualification. He informed that meeting that 350 students required assessments to be completed, largely in the hair and beauty category, and that the majority of these assessments would be carried out on 10<sup>th</sup> August, with results due to be sent out on either 13<sup>th</sup> or 20<sup>th</sup> August. He observed that the College had no say in relation to qualifications that were being awarded via grade calculation and that the appeals process would not be clear until mid-July. He remarked that the Department of Education had stated that lecturers would be indemnified for any appeals and that the DfE had indicated it wished FE lecturers to be similarly indemnified.

The Temporary Chair noted that staff had made a significant effort to support students and ensure as many as possible received their qualifications. He observed that the staff was to be commended and recognised for these efforts.

The CFO indicated that the DfE Business Plan had been included in the meeting papers, for information, and that he would take it as read.



Turning to the College Development Plan (the 'CDP'), the CEO indicated that the College was awaiting confirmation on the revised template from the DfE, and that the form would then be populated and circulated to the Education Committee prior to submission. Mrs Reid indicated that the Education Committee had been kept up to date by the CEO/Principal and the Director of SPQ&S, and that she was happy for the Education Committee to deal with the matter at its September meeting and to report back to the Governing Body at its next meeting.

With respect to staff and student achievements, the CEO informed the Governing Body that the College had recently won a BTEC Silver Award and that students had been given a BTEC Bronze Award. The Temporary Chair asked that the Governing Body's congratulations be conveyed to the winners.

The CEO provided the Governing Body with an overview of business engagement, noting that a new prospectus outlining 40 fully online courses had been created. He remarked that industries which had come out of lockdown were beginning to take on apprentices, although other apprentices were losing their jobs. He noted that the DfE had stopped TfS placements with companies but that the issue had been raised with the DfE. He observed that the matter would be considered by the Advisory and Oversight Group and that it was important that the sector was seen to be supporting industry. The Temporary Chair remarked that he had previously raised the matter with the DfE Director of FE. He asked if a short follow-up email from the Governing Body would be helpful. The CEO believed it could help; the Governors agreed that it would be in order. The Temporary Chair indicated that he would draft and forward an email to the DfE Director of FE.

Action: The Temporary Chair to draft correspondence to the DfE Director of FE regarding TfS placements.

The CEO informed the meeting that the CMT was continuing to work through planning and set-up for the next academic year, via a 3-phase approach. He outlined the steps being taken to ensure social distancing requirements would be met, procurement of PPE, screens, hand sanitisers and signage, including items which could be made by the college. He noted that an assessment of IT equipment needs for students would be incorporated into the enrolment process. He commented that the two-week induction period would be extended, and that consideration was being given to assigning a base room for students, so the lecturers would move from class to class, rather than the students having to do so.

#### b) Rebuilding the Economy – Medium Term Economic Response:

The Principal informed the meeting that the FE principals had met with the Permanent Secretary on 23<sup>rd</sup> June to discuss rebuilding the economy, and that the discussion had primarily centred around apprenticeships. He noted that the Executive had no further money to address the need to focus on skills development and the DfE had made a case to the Executive for a Skills Growth Fund of £100 million. He observed that this funding, if the bid was successful, would cover the required £70 million for apprenticeships together with the remaining £30 million then available to address further non-baselined pressures in the FE Sector. He remarked that it was not guaranteed that the bid would be successful, or that the full £100 million would be awarded. He indicated that he would keep the Governing Body informed as to the progress of the bid.



**Action Point:** The CEO/Principal to keep the Governing Body apprised of any development in relation to the DfE bid for skills growth funding.

#### Agenda Item 4: Minutes for Approval:

# a) Education Committee Minutes from Meeting held on 31st March 2020:

Mrs Reid, in her capacity as Chair of the Education Committee, reported that the minutes of the meeting held on 31<sup>st</sup> March 2020 had been agreed as an accurate record of the meeting and had been approved by the Committee at its meeting on 26<sup>th</sup> May 2020.

**Agreed:** That the minutes of the Education Committee meeting held on 31<sup>st</sup> March 2020 be approved and adopted.

Proposed by: Andrew Corbett Seconded by: Steve Pollard

#### b) Audit Committee Minutes from Meeting held on 8th April 2020:

Mr Mackell, in his capacity as the new Chair of the Audit Committee, informed the meeting that the minutes of the meeting of the Audit Committee, held on 8<sup>th</sup> April 2020, had been agreed as an accurate record of the meeting and had been approved by the Committee at its meeting on 17<sup>th</sup> June 2020.

**Agreed:** That the minutes of the Audit Committee meeting held on 8<sup>th</sup> April 2020 be approved and adopted.

Proposed by: John Mackell Seconded by: Steve Pollard

### c) Finance & General Purposes Committee Minutes from Meeting held on 7<sup>th</sup> April 2020:

Mrs Larkin, in her capacity as Chair of the Finance & General Purposes Committee, reported that the minutes of the meeting held on 7<sup>th</sup> April 2020 had been agreed as an accurate record of the meeting and had been approved by the Committee at its meeting on 16<sup>th</sup> June 2020.

**Agreed:** That the minutes of the Finance & General Purposes Committee meeting held on 7<sup>th</sup> April be approved and adopted.

**Proposed by:** Alan Woodside **Seconded by:** Andrew Corbett

#### Agenda Item 5: Meeting Schedule and Cycle of Business:



#### a) Meeting Schedule for 2020/2021:

It was noted that the Meeting Schedule had been tabled at previous meetings of the Governing Body and the committees, and that all dates had been agreed by the committees, with the exception of the November meeting of the Education Committee, for which an alternative date was still being sought.

**Agreed:** Following due consideration, it was agreed that the Meeting Schedule for 2020/2021 be approved and adopted, with the exception of the date of the November meeting of the Education Committee, which would receive further consideration.

**Proposed by:** Steve Pollard **Seconded by:** Karen Fraser

#### b) Cycle of Business for 2020/2021:

It was noted that the Cycle of Business had been tabled at previous meetings of the Governing Body and the committees and had been agreed by the committees.

**Agreed:** Following due consideration, it was agreed that the Cycle of Business for 2020/2021 be approved and adopted.

**Proposed by:** Steve Pollard **Seconded by:** Karen Fraser

#### Agenda Item 6: Policies for Noting or Approval:

# a) Policies Reviewed by Education Committee:

i) Work Placement Policy – For Noting

The Work Placement Policy was duly noted by the Governing Body and taken as read.

#### b) Policies Reviewed by Finance & General Purposes Committee:

i) Data Protection Policy (Sectoral Policy) – For Noting

The Data Protection Policy was duly noted by the Governing Body and taken as read.

ii) Freedom of Information Policy – For Noting

The Freedom of Information Policy was duly noted by the Governing Body and taken as read.

iii) Health and Safety Policy – For Approval

The Chair of the F& GP Committee provided the Governing Body with an overview of the amendments to the Health and Safety Policy. She noted that the policy had been approved by the F& GP Committee. The Governing Body duly noted the changes.



# iv) COSHH Policy – For Approval

The Chair of the F& GP Committee provided the Governing Body with an overview of the amendments to the COSHH Policy. She noted that the policy had been approved by the F&GP Committee. The Governing Body duly noted the changes.

v) Fire Safety Policy – For Approval

The Chair of the F& GP Committee provided the Governing Body with an overview of the amendments to the Fire Safety Policy. She noted that the policy had been approved by the F&GP Committee. The Governing Body duly noted the changes.

- vi) Budget Policy For Approval (also tabled at Audit Committee meeting)

  The Chair of the F& GP Committee provided the Governing Body with an overview of the amendments to the Budget Policy. She noted that the policy had been approved by the F&GP Committee. The Chair of the Audit Committee noted that the policy had also been approved by the Audit Committee. The Governing Body duly noted the changes.
- vii) Financial Governance Policy For Approval (also tabled at Audit Committee meeting)
  The Chair of the F& GP Committee provided the Governing Body with an overview of the amendments to the
  Financial Governance Policy. She noted that the policy had been approved by the F&GP Committee. The Chair of
  the Audit Committee noted that the policy had also been approved by the Audit Committee. The Governing Body
  duly noted the changes.
  - viii) Treasury Management Policy For Approval

The Chair of the F& GP Committee provided the Governing Body with an overview of the amendments to the Treasury Management Policy. She noted that the policy had been approved by the F&GP Committee. The Governing Body duly noted the changes.

**Agreed:** Following due consideration, it was agreed that the Health and Safety Policy, the COSHH Policy, the Fire Safety Policy, the Budget Policy, the Financial Governance Policy and the Treasury Management Policy be approved and adopted.

Proposed by: Barbara Larkin Seconded by: Andrew Corbett

#### c) Policies Reviewed by Audit Committee:

i) ITS Disaster Recovery Policy – for Approval

The Chair of the Audit Committee provided the Governing Body with an overview of the amendments to the ITS Disaster Recovery Policy. He noted that the policy had been approved by the Audit Committee. The Governing Body duly noted the changes.

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- ii) Information Systems (Electronic) Incident Management Policy For Approval The Chair of the Audit Committee provided the Governing Body with an overview of the amendments to the Information Systems (Electronic) Incident Management Policy. He noted that the policy had been approved by the Audit Committee. The Governing Body duly noted the changes.
  - iii) Acceptable ICT Usage Policy For Approval

The Chair of the Audit Committee provided the Governing Body with an overview of the amendments to the Acceptable ICT Usage Policy. He noted that the policy had been approved by the Audit Committee. The Governing Body duly noted the changes.

iv) ICT Security Policy – For Approval

The Chair of the Audit Committee provided the Governing Body with an overview of the amendments to the ICT Security Policy. He noted that the policy had been approved by the Audit Committee. The Governing Body duly noted the changes.

v) E Safety Policy – For Approval

The Chair of the Audit Committee provided the Governing Body with an overview of the amendments to the E Safety Policy. He noted that the policy had been approved by the Audit Committee. The Governing Body duly noted the changes.

vi) Information Governance Policy – For Approval

The Chair of the Audit Committee provided the Governing Body with an overview of the amendments to the Information Governance Policy. He noted that the policy had been approved by the Audit Committee. The Governing Body duly noted the changes.

vii) Conflicts of Interest Policy – For Approval (New Policy)

The CFO provided the Governing Body with an overview of the rationale for creating the policy, its aims, implementation and information on proposed changes to the Declaration of Interests form for Governors. The Chair of the Audit Committee noted that the Conflicts of Interest Policy had been approved by the Audit Committee. The Governing Body duly noted the policy.

viii) Anti-Bribery Policy – For Approval

The Chair of the Audit Committee provided the Governing Body with an overview of the amendments to the Anti-Bribery Policy. He noted that the policy had been approved by the Audit Committee. The Governing Body duly noted the changes.

ix) Anti-Fraud Policy – For Approval



The Chair of the Audit Committee provided the Governing Body with an overview of the amendments to the Anti-Fraud Policy. He noted that the policy had been approved by the Audit Committee. The Governing Body duly noted the changes.

x) Hospitality and Gifts Policy – For Approval

The Chair of the Audit Committee provided the Governing Body with an overview of the amendments to the Hospitality and Gifts Policy. He noted that the policy had been approved by the Audit Committee. The Governing Body duly noted the changes.

- xi) Use of College Name, Seal and Logo Policy For Noting
  The Use of College Name, Seal and Logo Policy was duly noted by the Committee and taken as read.
  - xii) Risk Management Policy For Approval

The Chair of the Audit Committee provided the Governing Body with an overview of the amendments to the Risk Management Policy. He noted that the policy had been approved by the Audit Committee. The Governing Body duly noted the changes.

Agreed: Following due consideration, it was agreed that the ITS Disaster Recovery Policy, the Information Systems (Electronic) Incident Management Policy, the Acceptable ICT Use Policy, the ICT Security Policy, the E Safety Policy, the Information Governance Policy, the Conflicts of Interest Policy, the Anti-Bribery Policy, the Anti-Fraud Policy, the Hospitality and Gifts Policy, the Use of College Name, Seal and Logo Policy, and the Risk Management Policy, be approved and adopted.

**Proposed by:** John Mackell **Seconded by:** Karen Fraser

# Agenda Item 7: Items for Information:

#### a) Financial Governance Report:

The CFO informed the Governing Body that the Financial Governance Report provided a standard update, reflecting the actual position at the end of March 2020 and the forecasted position for the end of July 2020. He observed that the actual outcome for the 31<sup>st</sup> March year-end was £35,093k, which was an increase on the total resource budget allocation from the DfE. He observed that the original Approved Resource Allocation for 2019/2020 had been £34,912K for April 2019 to March 2020, and that an additional £60K of staff costs relating to STS Project backfill had been authorised by the on 6<sup>th</sup> March 2020. He indicated that there had been a further overspend of £121k, which had been incurred in relation to the pandemic and closing of the College campuses. He noted that this overspend had arisen due to the reduction in commercial income in conjunction with additional expenditure on IT equipment towards the end of March. He confirmed that the DfE was satisfied with where the



colleges' spending had ended up at the 31<sup>st</sup> March year-end and that the additional overspend was also deemed an "authorised overspend".

The CFO reported that once core funding was adjusted for this £181k authorised overspend in March, and a recently indicated £28k reduction to funding for the April to July 2020 period, the College's "budget pressure", up to end of July 2020, totalled £741k. He observed that this pressure reflected the expected impact of the pandemic and lockdown, until the end of July 2020, and included an anticipated reduction in commercial and project income of approximately £1m, which was partially offset by an expected underspend in staffing.

The CFO informed the meeting that all 6 colleges had submitted an estimate of the expected impact of the pandemic to assist the DfE in assessing the scale of the numbers involved. He observed that SERC would wait until October monitoring to bid for any further funds that might be required.

#### b) Annual Budget:

The CFO reported that the draft budget, which indicated an operational budget of £37,641k, had been tabled at the meetings of the Audit Committee and the F&GP Committee and that the final version would be tabled at the September Committee meetings for signoff.

Following due consideration, it was agreed that the Draft Annual Budget be approved.

Agreed: That the Draft Annual Budget for 2020/2021 be approved.

Proposed by: Barbara Larkin

Seconded by: Gareth Hetherington

#### c) Strategic Risk Register:

The CFO noted that the Strategic Risk Register had not been tabled at the previous meeting due to the more immediate reporting requirements related to the pandemic and lockdown. He indicated that the Risk Management Team had begun to meet again on a regular basis, as the need for frequent Critical Response Team meetings had reduced, and that the Strategic Risk Register had now been reinstated as a standing Agenda item.

The CFO reported that the College remained financially viable as at Period 9, and he noted the £741k negative variance as outlined in the Financial Governance Report. He informed the meeting that the project to replace PSD was progressing well and remained on-target for April 2021.

Turning to the STS Project, the CFO observed that the project was making some progress, albeit not as quickly as had been hoped. He noted that the item would remain on the risk register as a fundamental project. With regard to Brexit, he indicated that the College was engaged in potential new programmes to replace the international Erasmus scheme, including a domestic mobility programme.



The CFO provided the Governing Body with an overview with respect to the pandemic and the impact on FE students. He noted that the sector was continuing to work towards finishing assessments but that there was widespread disappointment with the lack of support the FE sector had received from the Regulator.

Turning to the College's position in relation to its curriculum delivery, the CFO indicated that there was a plan to reduce the number of students and staff attending College campuses at any one time. He reported that SERC was working towards a 3-pronged delivery including on-site delivery, on-site practical work and online delivery. He indicated that staff who could work from home should continue to do so, and he indicated that work was well underway in relation to procurement of PPE in advance of the new academic year.

#### d) Staff Governors' Reports:

The Temporary Chair noted the Corporate Staff Governor's Report, prepared by Mr Lee, which was taken as read.

Mr Corbett observed that there had been some issues in relation to support and information from awarding bodies and the Regulator and that the lack of clarity in relation to appeals was a significant cause for concern. He indicated that the approach which had been employed in relation to ranking and grading students, across all campuses rather than within each campus, had been very stressful. However, he believed the problems encountered would provide a suitable rationale supporting the colleges in their efforts to seek awarding body status.

Mr Corbett noted the significant amount of work being undertaken by staff in relation to preparation for the new academic year and he commended CMT for the level of communication to staff and students. He observed that the introduction of the 'Ask Me Anything' sessions had been greatly appreciated.

#### e) Student Governor's Report

The Temporary Chair noted the Student Governor's Report, prepared by Mr Stanley, which was taken as read. He provided the Governing Body with an overview of the activities during the period under review, specifically referencing the support being provided by the Students' Union to its' members during the pandemic.

### f) Audit Committee briefing on meeting held on 17<sup>th</sup> June 2020

Mr Mackell, in his capacity as Chair of the Audit Committee, reported on the meeting held on 17<sup>th</sup> June 2020. He commenced by noting that there were no matters of concern to bring to the Governing Body's attention in relation to External or Internal Audit. He observed that Grant Thornton had informed the meeting that there were no items to be carried forward to the next financial year, which was a very rare, positive, occurrence. He noted that there had been no further progress in relation to Partnership Working. Lastly, he informed the meeting that Mrs Fraser had expressed an interest in the role of Vice-Chair of the Audit Committee and that, subject to the necessary approvals, her appointment would be formally made at the next Audit Committee meeting.



g) Finance, General Purposes and Staffing Committee briefing on meeting held on 16<sup>th</sup> June 2020 Mrs Larkin, in her capacity as Chair of the F&GP Committee, provided the Governors with a summary of the matters covered at the meeting held on 16<sup>th</sup> June 2020. She noted that the Draft Annual Budget, as discussed earlier in the meeting, had been agreed by the F&GP Committee. She indicated that two of the HR Priority targets remained outstanding and would be carried forward to the next academic year.

Mrs Larking informed the meeting that staff was responding well to the changes in work but that the environment remained challenging. She noted that the results of the staff survey had been generally positive. She observed that issues around the awarding of qualifications had been discussed in detail. Lastly, she noted that Mr Bodger had joined the F&GP Committee, replacing Mrs Fraser who had moved to the Audit Committee. She indicated that Mr Bodger had expressed his interest in acting as Vice-Chair to the F&GP Committee and that, subject to the necessary approvals, his appointment would be made at the next Committee meeting.

### h) Education Committee briefing on meeting held on 26<sup>th</sup> May 2020

Mrs Reid, in her capacity as Chair of the Education Committee, provided the Governing Body with an overview of the meeting held on 26<sup>th</sup> May 2020. She noted that all matters discussed at the meeting had been covered during the current meeting, with the exception of the Business Services presentation regarding online activities. She indicated that it was anticipated the deadline for submission of the College Development Plan for 2020/2021 would be moved to September.

Mrs Reid noted that the Safeguarding Report had been reviewed and found to be satisfactory, and that the Education Committee had completed its schedule of work for the 2019/2020 academic year.

#### i) Minutes of the Chair's Working Group meeting, held on 14th May 2020

The Temporary Chair provided the meeting with an overview of the Chair's Working Group meeting which had been held on 14<sup>th</sup> May 2020. No questions or comments were raised by the Governing Body and the minutes were duly noted.

# 8. Any Other Business:

No other business was discussed.

#### 9. Confidential Business:

At this juncture, Messrs Stanley, Parfitt, Corbett, Lee, Webb and Martin left the meeting. [19:56]

A separate note was taken for this item.



10. Confidential Session without Management:	
A separate note was taken for this item.	
Date of next Meeting:	
The next meeting of the Governing Body is scheduled to take place on Monday, 28 <sup>th</sup> September 2020, at 17:30 via	
Skype Teleconference or, subject to easing of social distancing restrictions, at the Lisburn College Campus.	
The meeting concluded at 20:35	
Signed:	Date:
Temporary Chair of the Governing Body	