



MEETING OF THE CORPORATION

Minutes of the meeting held on 26 February 2020 9:30am

Present:

Chris Brown	External Governor	Chair
Andrew Wolfe	External Governor	
Dawn Whitemore	Principal	
Jane Wilson	External Governor	
Matt Humphrey	External Governor	
Miles Brown	External Governor	
Chris Brown	External Governor	
Peter Jordan	External Governor	
Mark Walker	Staff Governor	
Lorraine Smalley	Staff Governor	
Bob Kelly	External Governor	
Maddie Kennedy	External Governor	

In attendance:

Catherine Duro	Vice Principal Corporate Services	Interim Clerk
Lisa Craddock	Vice Principal Business Development	
Simon Kibble	Vice Principal Curriculum & Quality	
Vanessa Scales	Vice Principal Human Resources & Organisational Development	
Sylvia Royle	Vice Principal Resources	

Apologies for Absence

59 Apologies for absence were received from Jenny Shackleton, Josie Fraser, Joanna Harrold, Simon Ashworth and Geoff Guy.

Declarations of Interest

60 No declarations of interest were received beyond the standing register of interest.

GOVERNANCE AND RISK

Appointment of Vice-Chairs

61 The Board received the feedback from the electronic ballot for the Vice Chair positions. Thanks were given to those willing to stand.

62 The resulting nominations of Jenny Shackleton and Jane Wilson were announced.

63 Resolved that Jenny Shackleton and Jane Wilson be appointed to the two vacant vice-chair positions.

Appointment of Clerk

64 The Chair gave feedback on the recent recruitment process to fill the vacant Clerk position. The Board was assured a robust process had been followed.

65 The Board was advised that both candidates interviewed were strong candidates who expressed themselves well. Elise presented well, had good technical knowledge and strong FE experience. The other candidate also expressed themselves well and had strong governance knowledge and experience but not in the FE sector. She was appointable but an action-plan would be needed to develop sector knowledge. It was therefore recommended to the Board that the position of Director of Governance and Clerk to the Corporation be offered to Elise Scotford.

66 **Resolved** that the position be offered to Elise Scotford.

Committee Membership

67 The summary of the volunteers for committee memberships was shared. The two gaps were discussed and suitable skills to seek governors to fill the gaps debated.

68 The Clerk was to seek to fill the gaps in advance of the next meeting of the Corporation.

69 **Resolved** that with the gaps appropriately filled the Committee membership schedule be approved.

Timetable of Business

70 The draft business timetable to structure matters to be hard by the Board and committees was discussed.

71 Resolved that the timetable be approved as a framework for meetings.

STRATEGY

Principal's update

72 The Principal gave the Board an update on strategic matters and executive priorities since the last meeting.

73 The Board was informed that the council meeting to consider the planning permission for the sale of the Spinney was scheduled for Thursday 27th February.

74 The 3 year budget to follow later in the meeting was introduced, with the explanation that a three year model of the merged entity had been developed in a short space of time and had met a deadline which many continuing colleges had failed to meet. The board recognised this achievement.

75 The Board was made aware of a number of grant funding opportunities which were open for bids that may benefit the college.

76 Dawn informed the Board that she had been appointed to the AoC Board as the East Midlands Representative which was good for the profile of the college. Additionally Dawn was a member of Landex and the regional representative for the Climate Commission.

77 The Board was informed that there had been no further update from the School's Minister regarding the Sponsorship of Stephenson Studio School.

MINUTES

SMB Group Corporation Minutes

78 The Board received for approval the minutes from the SMB Group Corporation meeting held on 3rd February 2020.

79 **Resolved:** that these minutes be **approved for signing.**

Decision and Action Tracker

80 The Decision and Action Tracker was received and noted. There were no matters arising.

FINANCE AND ASSURANCE

Financial Budget and Forecast

81 The Budget and 3 year forecast was received and the background, logic and assumptions explained. The Funding stream allocations were estimated s these remained to be confirmed and the AEB Variations were explained. The staffing efficiencies budgeted for were discussed and the next phase of structure review and pay harmonisation summarised.

82 The Board was assured that the forecast presented was a prudent view over the three years, with no assumption for the sale of land or property.

83 The detail was discussed line by line and questions invited from governors.

84 The Financial health model was explained.

85 A governor asked what the underpinning objectives were that this budget sought to deliver. The Board was informed that the main objectives were to get the core business model right across the group, to enable subsidies income to be used for investment not underpinning of the core business, to develop the best quality facilities, an achievable but ambitious estates strategy, outstanding finance and excellence in teaching and learning.

86 The Board was assured that eh Group was not short of opportunities but needed to strategically plan the right opportunities against an optimised timeline.

87 A governor raised concern regarding the operating deficit after FR102. The calculation of FRS102 was explained and the Board assured that whilst important to reflect it, it only affected the college if it became insolvent at which point this would become payable.

88 A former BMC Governor recommended that a full root and branch review be undertaken of the subsidiary companies and their contributions.

89 The bank covenants were challenged. All agreed that these should be revisited for negotiation once the bank was satisfied with the college financial model.

90 A governor asked if there was a legally required timeline to deliver pay harmonisation. The protection offered by TUPE was explained and the need for an affordable, phased

harmonisation plan discussed. The risk of equal pay claims was also recognised and mitigated for a time by TUPE but would be a key consideration in the phased plan. The lowest paid staff would be given particular attention during the early phases of pay harmonisation. All agreed that the greater challenge was around the communication with all employees. The Board was assured that the need for pay harmonisation was being given due attention as a priority and all key matters were being considered.

Andrew Wolfe left the meeting

91 **Resolved** that the budget and forecast be approved and submitted to the ESFA.

Subcontracting

92 The Board received the subcontracting paper and understood that contracts were in place with Mansfield Town Football Club and Tigers Rugby Club for the delivery of some elements of the sports curriculum.

93 The Board also understood that Stephenson College had previously agreed to the subcontracting of up to £100k of subcontracting.

94 **Resolved** that in order to deliver across all aspects of the curriculum strategy and complement the current curriculum with potential progression opportunities it was agreed that an additional £100k of Adult Education Budget may be subcontracted.

Direct Debit Indemnity

95 **Resolved** that the signing of the direct debit indemnity for The SMB Group be approved.

POLICIES

96 The Equality and Diversity Policy and Strategic Objectives were received. The contents were discussed and the importance of these clear objectives agreed,

97 **Resolved** that the Equality and Diversity Policy and Strategic Objectives be approved.

Date of Next Meeting

98 The next meeting will take place at 8.30am on Wednesday 25th March 2020, at Stephenson College