

## The Henley College Board

<b>MINUTES of the Meeting of the Board held on Monday 29 June 2020 at 18.00 via remote participation</b>			
<b>BOARD:</b> <b>Trevor Watkins</b> Rebecca Chandler-Wilde Satwant Deol Brian Fennelly Lizzie Firth Ruth Hubbard Mohammed Khaliel Vince Maltese James Lingard Dr Tim Lincoln Chris Murray Justin Sutherland Robyn Vitty Charles Wiggin Andrea Wood Alistair Wildman	<b>Independent Member/Chair</b> Independent Member Principal Independent Member Independent Member Parent Governor Independent Member/Vice Chair Independent Member Independent Member Independent Member Independent Member Parent governor Staff Governor Independent Member Independent Member Independent Member	<b>CLERK:</b> Jacky Gearey  <b>SLT BY INVITATION:</b> Tristan Arnison                      Head of Faculty Julian Brinsford                      Head of Faculty Eric Burrow                              Head of HR Eamonn Egan                            Interim Vice Principal Ashok Patel                               Director of Finance	
Agenda Item	Minutes		Action by
5.1	<b>Opening of Meeting and Welcome</b> The Chair opened the meeting at 18.15 and welcomed the new governors asking them to briefly introduce themselves to the present members of the board and SLT.  The Chair then advised that the items on the agenda would be taken in a revised order to allow for essential business to be completed before going onto discussion topics,		
5.2	<b>Apologies for Absence</b> Apologies had been received from: <ol style="list-style-type: none"> <li>1. Andrew Unsworth</li> <li>2. Student governors – these have not been elected due to the college closure</li> </ol>		
5.3	<b>Declaration of Interests</b> Lizzie Firth declared an interest in 5.6 as she works for Pearson and is involved in A level Grade auditing There were no other declarations of interest		
5.4	<b>Minutes of Previous Meeting</b> (i) Minutes of meeting of 21 May 2020 The Board approved the minutes of 21 May 2020 as an accurate record of the meeting to be signed by the Chair.  (ii) Confidential minutes of meeting of 21 May 2020 The Board approved the confidential minutes of 21 May 2020 as an accurate record of the meeting to be signed by the Chair.  <b>Resolved:</b> <b>(i) the Board agreed that the 21 May 2020 minutes were an accurate record of the meeting to be signed by the Chair.</b> <b>(ii) the Board agreed that the confidential minutes 21 May 2020 were an accurate record of the meeting and to be signed by the Chair.</b>		
5.5	<b>Matters Arising from the Minutes</b> There were no other matters arising.		
5.6	<b>Principal's Report</b>		

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The Principal presented her report for noting covering the following which had been previously covered in her report late May:

- Operating through the Covid-19 pandemic and the plans for reopening the College – this is further covered under 5.14 however Principal said that the college had a designated route forward, in particular highlighting the discussions had at the Governors' Away Day in December 2019, namely the Board's desire to be a standalone college, Ofsted "Outstanding" and with outstanding financial health. Having had the recent Ofsted inspection last October, the college was moving positively toward this end goal. The management team have been working very hard with regards to the IT back-up recovery system and the necessary training of staff regarding this, all of which was being aided by advice from Jisc and Cisco. The IT action plan that was presented at the last meeting is well underway with the quotation process nearing completion. The Chair reaffirmed that the strategic plan would be discussed at the Governors' Away Day currently scheduled for 8 October 2020 depending on government guidelines for social distancing at meetings
- Recruitment 2020 -21 – target is 1640
- the key achievements from 2019 - 20
- the KPI outturn to date for 2019 – 20 - these are obviously affected by Covid. Principal said that the college was looking at a blended approach for September. The main issues were obviously Covid especially in considering the safety of staff and students and the transport provision. However, these issues were being addressed and all actions incorporated into a re-opening plan which would reassure parents and students alike.
- an update on the strategic planning process 2020 - 23 - to remain an independent "standalone" college and that the College must grow its 16 - 18 learner numbers to 1900. This is to be discussed at Governors Away Day to allow for governor input.
- an update on the 2020 - 21 immediate priorities,

Chair asked if there were any questions on the report.

Board asked the Principal about her reference to a small element of risk regarding IT, namely what were the issues, at what level and what were the mitigations. FD explained that this was in reference to for example there being a multitude of phishing emails, however, to address this would require putting in layers of software which would delay response time and affect the students' learning and the college was reluctant to put so many layers at the login stage. FD reassured the Board that the college currently has not been made aware of any more virus attacks.

Board asked about the strategy meeting and that discussion should refer to sustaining the enrolment criteria which would then require upgraded IT which would have to have an increase in scope. The Principal said that this would be discussed.

Board asked about the plans in place to develop and enhance the College's ability to operate the curriculum, the students' engagement and College services online. The VP explained that there had been a positive response from teachers and that the college was going through a process of understanding why some students had not engaged, the National Foundation for Educational Research (NFER) had recently completed a project on this, coming up with a benchmark of student engagement at 60% across colleges, therefore as the College had an 86% engagement this was a testament to the quality of work and the staff support. The VP then provided reassurance and further details on the SharePoint document storage system for curriculum and business support areas which is scheduled to be the 'live' College Intranet landing page by 6 July 2020. This will also optimise Microsoft Teams for the purpose of delivering education and training online - this had not been affected by the recent IT issue. Messaging about this will sent out shortly. Future plans will see a continued emphasis on digital transformation on staff and student experience, enhancement to business and data systems and teaching and learning.

The Chair asked how this was going to be integrated with the new students coming into the college. VP said that the college was setting up a new remote enrolment system to be operational from August. At the start of a course the college will be looking at the timetabling, halving the classes in size to maintain distance but also streaming the teaching at the same time to those unable to come in to ensure delivery is not slowed down and that no student is disadvantaged by not being present. HoFs said that this blended learning was being trialled currently for two weeks and had worked very well. Board said this sounded a

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	<p>very attractive solution to Covid and wanted to know how this was being marketed to new students and have there been any comparisons to other colleges. The HSS had been speaking with the Association of Colleges and said that the college was well ahead of many colleges, however transport was one of the main issues because of the rural catchment areas.</p> <p><b>Resolved that:</b></p> <ul style="list-style-type: none"> <li>(i) <b>the Principal's Report was received by the Board.</b></li> <li>(ii) <b>Strategic planning process will be discussed at the Board Strategic Away Day 8 October 2020.</b></li> </ul>	
5.7	<b>Student Governors' Report – not presented</b>	
5.8	<p><b>Safeguarding and Prevent</b></p> <p>The HSS provided a further update to that given at the Board meeting held 21 May 2020 saying that at the moment it was very quiet, however the only new requirement was that all counties have asked for risk assessments to be done for any students transiting to the college – due to Covid. Otherwise the student services staff were preparing for the return of students in September</p> <p>There were no Prevent issues at this time.</p> <p><b>Resolved that the Safeguarding, Prevent and PDBW Report was received by the Board</b></p>	
5.9	<p><b>Financial Planning - Draft budget 2020/21 &amp; Forecast for 2021/22</b></p> <p>The FD briefed the Board that the overall financial and solvency positions of the College has much improved in the last couple of years (including the current year) and was predicated on a shift in the overall financial strategy adopted in 2018. This current strategy would continue to deliver and maintain the strong financial position currently enjoyed by the College, however it is also evident that if the College was not to invest in futureproofing the organisation and delivering the curriculum plan, and the much needed investment in infrastructure, then the medium/long term scenario may in fact weaken the outlook. The current Covid-19 issues remain as a big concern and uncertainty about how the College returns to some level of normality, is yet to be fully understood. Essential planning of a return to site for students and staff will be challenging and possibly have a cost.</p> <p>The key drivers behind this strategy were summarised as:</p> <ol style="list-style-type: none"> <li>1. To deliver an ambitious and evolving curriculum plan – to include investing in new teaching staff of least 3 x FTE</li> <li>2. To invest in technology to better secure the College from pandemic &amp; IT virus attacks</li> <li>3. Capital investment would continue at approx. £600k per annum.</li> <li>4. To consider options to diversify income gradually and reduce reliance on grant (ESFA) funding.</li> <li>5. The strong 'OFSTED' position is already a strength, although the strategic aim is to be "outstanding" in time for the next Inspection</li> </ol> <p>However, areas of concern which need consideration in future planning include:</p> <ol style="list-style-type: none"> <li>1. The College continues to be reliant on ESFA grant funding - 90% plus; and</li> <li>2. The UK economy is likely to be significantly impacted as a result of the Covid-19 virus rescue cost and whilst FE funding appears secure for 2020/21 and possibly 21/22 too, the downturn could be severe from 2022/23 for several years.</li> <li>3. Loss of income – unable to hire out college facilities currently</li> <li>4. Subsidising Student transport – because of the rural catchment areas from which the students travel, the college has to offer transport but at the moment does not know how much.</li> </ol> <p>Under the recommended plan, there is a likelihood of the College incurring a small operating deficit, but this would have little or no impact on the overall solvency position or financial health of the College. The College should secure a minimum break-even outturn position for the current financial year (2019/20) and with the added funding allocation for the year secured for 2020/21, the College is in a good position to plan and deliver a similar outcome for 20/21. The initial draft budget would indicate an operating deficit of circa £200k and this will not affect the outstanding health rate.</p>	

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	<p>The Board Chair said that this was discussed at great detail at the F&amp;R meeting and Chair of Finance &amp; Resources asked the FD to explain lagged funding and its implications for the benefit of the new members to the Board. The FD further explained</p> <p>The risk of taking this course of action is that the College continues to rely on ESFA grant funding and if this allocation were to fall in the future and/or learner numbers did not increase, the College could become exposed very quickly if the funding downturn was significant.</p> <p>Board asked learner numbers and the funding budget - the FD advised of the current numbers which will be funded for the next year at £4200 per learner and that would be the significant element of the total funding budget apart from the income from high needs. The breakeven position will be the level of learner numbers, as this achieved a break-even outturn for 19-20. The Board asked what would happen if there was a material increase in enrolment, the FD advised that this would need to be funded from reserves, although an application would be made to the funding council who may agree to funding for in-year learners. The Principal also added that demographics have dropped but will increase next year.</p> <p>Board members asked about running a deficit and whether the FEC might deem this to be an acceptable investment. Board Chair said that this was not deemed to be an issue as the college is in a strong financial position and will not affect the outstanding financial rating. Principal said that the college has to invest in the new courses to bring in additional students and this was the only time to do this.</p> <p>The Chair asked the Board if they approved the Draft budget 2020/21 &amp; Forecast for 2021/22 and the Board confirmed their approval.</p> <p><b>Resolved that the Draft budget 2020/21 &amp; Forecast for 2021/22 were received and approved by the Board</b></p>	
5.10	<p><b>Approval of:</b></p> <p>(i) <b>Terms of References for committees</b> The Clerk advised the Board that the committees' terms of reference below had all been reviewed by each of their respective committees and were recommended for approval by the Board. Apart from minor textual changes to roles, the main change to all terms of reference concerned the appointment of the Chair of the committee which will be through the recommendation of the Governance &amp; Search committee to the Board. This would ensure that there are no occasions where a committee was without a chair and moreover utilises the skills set appropriate to that committee.</p> <p>(ii) <b>Standing Orders</b> - change to election of parent governors under Appendix III. Currently the nomination and election process via parents has been highly problematic as new parents do not know each due to the diversity of location and therefore nomination has proved almost impossible. In addition, the election process via a ballot has elicited very few votes and to use email voting would be extremely time consuming for over 1500 parents. The result has been that over the past few years there have been few or no parent governors.</p> <p>Regarding the election of parent governors, Eversheds annotated copy and guidance of I&amp;As merely state that "it will be the Corporation to determine the method of nomination and election". The proposed change would be for parents to self-nominate and then if more than one applicant, candidates would go through a selection process held by the Governance &amp; Search committee similar to the selection process for independent members.</p> <p><b>Resolved that:</b></p> <p>(i) <b>The Terms of Reference for the following committees: Audit, Finance &amp; Resources, Governance &amp; Search, Remuneration and Quality &amp; Standards were received and approved by the Board</b></p> <p>(ii) <b>The Standing Orders were received and approved by the Board</b></p>	
5.11	<p><b>Board and committee membership</b></p> <p>(i) <b>Committee membership for 2020-2021</b> The changes to the membership of the committees and the specialist roles have been agreed by the Governance &amp; Search committee at their recent meeting and are a result of a thorough review of the</p>	

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	<p>skills audit to maximise the knowledge and expertise that governors can bring to the committees/roles. Please note that positions on committees and specialist roles are not posts as they are voluntary.</p> <p><b>(i) Link Governors</b></p> <p>The Governance &amp; Search committee has also nominated governors against link curriculum areas as specified in the document presented however a further discussion was required regarding some specialist roles.</p> <p>The Role of the Link Governor was also presented for information only and had been written in consultation with the Senior Leadership Team. The Chair of QS felt that the link governor report was not required, The Clerk advised that some form of written feedback summary was needed for the benefit of the Board and the SLT albeit the format may be revisited. and the Board Chair asked both the Chair and Vice Chair of QS committee to review the link governor report to this end.</p> <p><b>Resolved that:</b></p> <p><b>(i) Committee membership report was received by the Board</b></p> <p><b>(ii) The Link Governor list and Role of Link Governor were received by the Board</b></p> <p><b>(iii) Chair and Vice Chair of QS committee to review link governor report for comment and to send to Clerk</b></p>	
5.12	<p><b>Committee Reports/Minutes</b></p> <p>The following documents were presented for noting:</p> <p>(i) Management Accounts 30 April 2020</p> <p>(ii) Management Accounts 31 May 2020</p> <p>The Chair asked each of the committee chairs to give a brief update on their respective meetings as the minutes had yet to be approved and circulated.</p> <p>(a) Chair of F&amp;R – discussion had centered on the impact of IT on finance and that it would be beneficial to have a member on the committee with IT experience. The committee also appreciated and accepted the need to invest in the college now.</p> <p>(b) Chair of QS – exhaustive and detailed discussion about return to college and the committee was reassured with all work that VP, HoFs and the staff had done to re-introduce students back into college in a measured way.</p> <p>(c) Chair of Audit – explained that the external and internal audit strategies and plans had been reviewed, in particular the 3 year internal audit plan and areas to be covered including cyber together with the risk management.</p> <p>(d) Chair of Remuneration – advised that performance will be discussed in September.</p> <p><b>Resolved that the following had been received for noting by the board:</b></p> <p><b>(i) Management accounts for 30 April and 31 May 2020</b></p> <p><b>(ii) The verbal reports from the Chairs' of the committees detailed above</b></p>	
5.13	<p><b>Board Self-Assessment</b></p> <p>The Clerk explained that the Board Self-Assessment questionnaire was an annual document to be completed by the Board members the aim of looking back at their past performance and to enable the Board to build on this by developing a strategy for the next academic year. This would be used as the basis for discussion at the Governors Away Day in October. Returns to be sent to Clerk by middle of July.</p> <p>A new board member did ask about governor training which had been put on hold over this period of college closure albeit the Clerk advised that online courses were being sent to the board for continued development. The Board Chair also asked for the FE list of acronyms to be sent out to the new members.</p> <p>Alistair Wildman left meeting at 20.00</p> <p><b>Resolved that:</b></p> <p><b>(i) Board Self-Assessment was received by the Board</b></p> <p><b>(ii) Board Members to complete the assessment and send to Clerk by middle of July</b></p> <p><b>(iii) Clerk to send out further governor training to the Board members when available.</b></p>	

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	<b>(iv) Clerk to send out revised list of acronyms to the new board members</b>	
5.14	<p><b>Re-opening College</b> Much of the discussion about re-opening the college had been referred to under the Principal's report at 5.6.</p> <p>The Chair of the QS committee advised the board that the meeting held in May both the VP and Head of HR had presented a very detailed plan to the committee regarding the proposals for re-opening the college – the report for which was presented for noting. Board members were all invited where possible to attend this meeting for information. The Chair asked for any questions from the Board that had not been covered under 5.6.</p> <p>The Principal said that the college was the first to do online open days and to use Teams and this was being further developed for September. The Board asked about blended learning for those who were digitally excluded and in particular the Foundation and Pathways students. HoF said that additional equipment had been sourced and the students mentioned above had been looked after. The HSS additionally added that students were being included via phone however there was more to do for those requiring additional assistance. Marketing would also cover off these issues and was holistic in its approach with the college trying to experiment with blended learning models in certain areas to see if there were course types that are better suited to online learning.</p> <p>Board asked about students who have fallen behind and whether the college would be open over the summer holiday. VP said that the college was looking at supporting vulnerable students online but did not have the intention of opening the college. The board referenced the recent government announcement of additional monies being given to schools, the VP said that unfortunately this provision did not apply to sixth form colleges.</p> <p>Head of HR said that college was still waiting for guidance from the government and this was constantly changing and was very nuanced but that the HR team was working with the SLT and estates on re-opening the rest of the college with the safe movement around the college for both students and staff. Although the discussion at the QS meeting did not cover a full return of students to the college, the VP re-iterated the previous comments about the online enrolment with no requirement for staff or students to be at the college, the operation of the 50:50 timetable where students will be in college 50% of the time and learning online the other 50% and the longer induction programme. Once more information around social distancing is available, an updated position can be given to the governors in mid-August.</p> <p>The Chair asked the VP how the college will return in September and should Board approval be required. The VP said any decision would be taken mid-August and the Chair asked, as this was over the summer and Board members availability might be difficult, whether the Chair of Quality &amp; Standards (QS) and the safeguarding governor would take the lead on this. Both agreed that they would. A parent governor wanted to commend the early closure of the college and had found that the staff were very resourceful using the online learning.</p> <p>Board asked about the disruption on the students learning and the VP said that the college was mindful of this and was working hard on how to re-engage and re-energise students and there will be different levels of knowledge and content coverage making this up year radically different. The QS meeting in September will comment on this.</p> <p>The Chair thanked the Principal. VP, SLT and members of staff for all their working on this and the reassurance they were providing to the board for the re-opening in September.</p> <p><b>Resolved that:</b></p> <ul style="list-style-type: none"> <li><b>(i) the report on the re-opening of the College in September was received by the Board.</b></li> <li><b>(ii) If Board approval is required for re-opening of the college Chair of QS and the Safeguarding governor to review proposal in late August.</b></li> </ul>	
5.15	<b>Any Other Business</b>	

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	<ol style="list-style-type: none"> <li>1. The HSS wanted to raise the issue of student governors who normally would have been elected by the student body in April/May. The Principal advised that would be dealt with by the SLT and the Clerk advised once there were nominated students.</li> <li>2. Board input into the strategic plan to be fully discussed at the Away Day in October.</li> <li>3. The Chair asked that the staff survey be sent out so that this can be used as a comparison against the survey sent out last June. Head of HR said that this was scheduled to take place shortly.</li> <li>4. Board asked for the strategy regarding the potential of a second Covid wave and the operational procedures to be added to the strategy away day agenda as this has to be considered.</li> </ol> <p>The Chair wanted to express his and the Board's thanks to Ruth Hubbard for all her support of the college and its students and staff and the diligent way in which she approached all paperwork, it was to be commended.</p> <p><b>Resolved that:</b></p> <ol style="list-style-type: none"> <li>(i) <b>SLT to advise Clerk of new student governors once decided through SLT</b></li> <li>(ii) <b>Further board input into strategic plan for Away Day in October</b></li> <li>(iii) <b>Head of HR to send out staff survey for responses to be compared against June 2019</b></li> <li>(iv) <b>Strategy for a potential second Covid wave and the operation procedures to be added to the strategy away day agenda</b></li> </ol>	
5.16	<p><b>Items to be taken forward to next Board meeting:</b></p> <ol style="list-style-type: none"> <li>1. Draft Strategic Plan</li> </ol>	
5.17	<p><b>Date and Time</b> of Next Meetings:</p> <ol style="list-style-type: none"> <li>i. 8 October 2020 from 09.00 – 17.00 – Away Day venue TBC and is Covid dependent</li> <li>ii. 12 October 2020 at 18.00</li> <li>iii. 7 December 2020 at 18.00</li> <li>iv. 1 February 2021 at 18.00</li> <li>v. 24 March 2021 at 18.00</li> <li>vi. 28 June 2021 at 18.00</li> </ol>	
	<p><b>Close of Meeting</b> The meeting closed at 20.35</p>	
	<p>MINUTES of the meeting held on <b>29 June 2020</b> were agreed and accepted as a true and accurate record and signed by the Chair</p> <p>..... on .....</p>	