

**EASTLEIGH COLLEGE BOARD  
MINUTES OF MEETING HELD ON WEDNESDAY 26 JANUARY 2022, 1700 HRS  
USING 'TEAMS'**

**Present:**

Jon Sendell (Chair)  
Natalie Wigman (Vice-Chair)  
Paul Cox (Chief Executive & Principal)  
Colin O'Donoghue  
Sophie Annett  
Phil Harris-Bridge  
James Heaton-Smith  
Alison Caplin  
Fiona Stilwell  
Mairead Taylor  
Kerry Matthews  
Rupert Goodman  
James Heaton Smith  
Nicholas Hewett

**In Attendance:**

Peter Joddrell, Deputy Principal (Curriculum and Digital)  
Kevin Jones, Vice Principal (Finance, Funding and Management Information)  
Paul Stannard, Vice Principal (Quality, Compliance, and Improvement)  
Fiona Chalk, (Clerk to the Board)

**BOARD MEETING**

**B.1.22 GOVERNORS' MEETING TIME WITHOUT SMT**

No items.

**B.2.22 MEMBERSHIP AND BOARD MATTERS**

**i Apologies**

There were apologies from Bernie Topham, Karen Stanton, and Ashley Barnes.

**ii Declarations of Interests**

PC declared an interest in the SPH Redundancy Procedure B.9.22.

**iii Minutes of the meeting held on 15 December 2021**

The minutes of the meeting held on 15 December 2021 were agreed and signed as a true and accurate record.

**iv Matters arising**

The minutes of the Board meeting held on the 15 December 2021 were reviewed and all the actions were either covered later in the agenda or had been completed.

College Annual Report (full version and summary) – governors asked to have a physical copy of the document. It was agreed to make a digital version for the governors' area on Teams.

**PC/FC to action**

**v Board membership**

The Board noted the resignation of Kerry Matthews, due to a work promotion. The Chair wished to convey his thanks to Kerry Matthews for her hard work and support during her time of service.

Her extensive knowledge of safeguarding and the student experience is recognised, and the Board agreed an approach for her continued engagement with the college.

## **TO RECEIVE**

### **B.3.22 Curriculum Alignment to Local, Regional, and National Skills Needs**

The Board noted that in line with the anticipating passing of the Skills and Post – 16 Education Bill in the House of Commons, an alignment document and accompanying Skills Bill Tracker have been produced. PJ presented the work the college has done to date and is continuing to develop ahead of royal assent of the Skills Bill. These documents are linked to both the Curriculum Policy and Curriculum Strategy documents that are due to go to Standards committee in February 2022. Combined, the policy, strategy and alignment work aim to set out how the College intends to deliver a successful and demand driven offer, that benefits the local, regional, and national workforce. Current analysis shows that 80% of the current curriculum offer is directly linked to priority sectors where there is current or anticipated skills demand. The remaining 20%, together with two new areas of focus, are anticipated to meet future demand or are aligned to local priorities. An example is travel and tourism, which is currently depressed due to covid. Art and Design, whilst not immediately linked to employment demand, has strong progression into HE and is timely with Southampton bidding for City of Culture 2025 recognition.

Each of the curriculum areas are now mapped to local, regional and national policies, LMI and the market share, were noted. Both sustained and growth areas of curriculum provision were stated.

Governors noted that as in 2021/22 when the college first produced a fully costed curriculum plan which has proved to have had significant impact through careful in year modelling, planning for 2022/23 provision is already underway.

Governors stated that the documents whilst comprehensive, are quite complex, in particular the spreadsheet and interpretation of anticipated impact. However, governors also noted that this was a baseline position and that final formatting would not be determined until the Skills Bill receives royal assent, and that the research would provide management with useful intelligence in the consideration of new provision. It was agreed for PJ to offer a training session on these baseline documents. PJ advised that the rag-rating is specific to market share of certified qualifications and details how the college aligns to local and national strategies. Governors noted the potential link to the 'City Wide Solution' and requested further information to include identification of duplicated provision across the area, which could lead to discussions with other providers on the specialisms each college can offer, as linked to local employment.

## **PJ/FC to action**

Governors challenged management as to what is going to change as a result of this piece of work, for example, health & social care has a large demand for jobs, so what's the college's role in growing this provision? It was advised that the college is already planning to offer more provision at levels 4 and 5 and is introducing T Level provision from 2023. Work will continue on strengthening the college brand and demonstrating the successful work with partners such as the local NHS with whom the College currently has an existing partnership. Governors stated that ICT and robotics are growing areas of the economy so how is the college looking at change in this area? It was acknowledged that Robotics and cyber-security are growing areas and the current curriculum offer is already being reviewed. As well as outlining the current position the papers also outline the emerging curriculum areas of focus such as logistics (linked to the Free Port development) and the green agenda for which the College already has developments underway.

Governors asked what the areas are where potentially the college is missing opportunities – areas of demand that are not currently covered and is there a realistic opportunity for the

college to succeed. i.e., robotics, and how did the college make these assessments? The college primarily uses RCU vector information (RCU being an organisation that provides data intelligence, research and consultancy services to the FE sector), and labour market intelligence (LMI), then projects this over both the medium and long-term.

Governors challenged management to consider how the college will seek to ensure that the College's curriculum and educational character reflects the diversity and breadth of the region. Governors are conscious that the Skills Bill could risk curriculum being narrowed which isn't necessarily positive i.e., if it doesn't allow the college to include enrichment activities and the Arts, as they don't currently directly correlate to employment demand. However governors also recognised that popular courses don't always lead to jobs and recognised the moral, educational and economic dilemma faced. SMT responded by reassuring governors that a holistic approach was taken to the ongoing development of the College's offer. Skills are also transferable between job roles, as such courses and skills should be seen as equally important. SMT also outlined that the College's 2020-24 strategy states 10 priority specialisms that the College is committed to extending, both in terms of new provision but also the diversification of delivery modes and increased access points. These priority specialisms do not include art, which whilst not a technical and professional priority is wholly aligned to the regions cultural ambitions. College values are also heavily promoted internally and developed through curriculum and non-curriculum activity which complement the transferrable skills already developed through curriculum delivery.

Governors recognised that by undertaking this work to establish a baseline position and through the College's strategy that Eastleigh is already working within the spirit of the pending new law. It was acknowledged that the requirement for certain skills change quickly – the recent requirement for HGV drivers being an example, but there needs to be caution so the college doesn't chase every whim of the job market. The college will continue to consider the long-term and focus on what provision it is doing well and build on it. The college already makes a significant impact on local businesses and the economy.

It was acknowledged that the governing body has the setting of educational character as a core duty, and the baseline work presented shows how it is meeting the elements of the Skills Bill that are required. Alongside this, the governing body recognised the need to include provision such as the Arts that whilst not necessarily aligning to a particular job area, are of strategic importance. The strategy presented sets out specialisms rather than chasing funding, whilst also recognising and acknowledging that government is increasingly looking at £'s invested in Further Education to directly correlate to GDP.

Governors thanked PJ for his work in pulling these documents together. Governors were advised that this work will be refined to identify the skills need and how the college is going to respond to it, as part of defining what the educational character of the college will be. This work is part of the annual curriculum design and development and is constantly being defined. Every 3 years the board will have to formally review and report on the curriculum offer – but the college will review it continually.

Governors asked what the external test of this work is. It was noted that there are requirements to publish statements of compliance on the college website; a requirement for governing bodies to share their assessment regionally amongst other educational providers and governing bodies; it forms part of Ofsted's curriculum Intent, Implementation and Impact framework (this piece of work aligns with the Intent); and there is an ESFA funding compliance requirement to do this, based on current legislation.

#### **B.4.22 Strategic Update**

See Confidential Minute

**TO APPROVE**

#### **B.5.22 Search & Governance Committee Proposal**

The Chair advised that there is a growing focus by sector regulators and funders on corporate governance. This focus has grown since the introduction of the AoC Code of Good Governance for English Colleges (the adoption of a Code is a condition of college funding), which the college has adopted. It was acknowledged that the Search committee had not formally met since 2020 and there was a need for improvement of oversight of governance work.

The Clerks advised that the Skills for Jobs White Paper named a number of additional governance topics that are conditions of funding. These include the requirement for an external board evaluation every 3 years, as well as a requirement to detail in published reports, training and development plans for governors, and the impact of such. In light of this, she recommended, as is common in the FE sector, for the Search committee to take on the governance work and governors noted the proposed updated committee Terms of Reference and the proposal to rename the Search committee as the Search & Governance committee.

Governors noted the increased focus, and related challenges of seeking diverse membership. Governors suggested the wording of the Terms of Reference should be aligned with college's FREDIE policy, as it relates to EDI matters.

It was suggested that a member of this new committee sit as an observer on the college's FREDIE working group, as currently happens with an audit committee member on the college's risk management board.

**FC to action**

Governors questioned whether a quorum of 3 was sufficient and asked that the membership of the committee be reviewed.

**Search & Governance Committee to action**

**The Board resolved that a member of this new committee will sit as an observer on the college's FREDIE working group. This will be a rotating membership.**

**The Board resolved those amendments based on the above comments be made, and the Search and Governance Committee Terms of Reference be considered by the Committee, before coming back to the Board for approval.**

**FC to action**

**The Board resolved to approve the proposed change of title to Search & Governance Committee.**

#### **B.6.22 Governor Training Policy and Plan**

The Clerk advised that the Skills for Jobs White paper introduced a new policy on governor training and development, that is now a condition of college funding. This is a requirement to detail training and development plans for governors and the clerk, and describe the impact of such development on governors, the board, and the college. She advised that the training and development is focused on two areas of knowledge requirement for all governors – a. knowledge of the FE sector, how it is funded, regulated etc., and b. knowledge of the business of the college and its context within the FE sector and local region.

A new policy statement on governor training was presented, alongside a proposed training plan for 21/22, incorporating the ETF Governance Development Plan. Governors were offered the opportunity of individual conversations with the clerk to draw up personalised development plans, to meet their current needs.

Governors questioned what the time commitment expectation is for governors in regard to training and development – the total time commitment per month for governors has previously been indicated at 10 hrs per month, and this policy and plan implies a further commitment of time beyond that. The Clerk advised that over and above the statutory required training for Safeguarding & Prevent, the time commitment of governors is both a personal choice and one that will be determined by personal and professional commitments. Training needs would be based upon their current level of knowledge and experience of the sector and the components of effective governing that jointly lead to improved effectiveness, and impact on the college's performance.

Governors noted that the college has purchased an annual subscription to The Education & Training (ETF) Governance Development Programme (GDP) which covers core areas of development, before introducing more specialised areas of expertise. It was suggested that governors look to undertake core modules to cover any gaps in knowledge, before progressing on to specialised areas that relate to their committee responsibilities and link governor activities.

**Governors resolved to approve the policy statement for Training & Development, subject to inclusion of wording to clarify the time commitment required and adopted the Training and Development plan for 2021-22.**

#### **B.7.22 Capital Plan to July 2023**

The GB noted that the College has been successful in securing a number of medium sized capital allocations which in total, and together with College capital investment could lead to the potential for a combined investment in seven projects to take forward the college's strategy, totalling £3,911,154 from 2021-2024. The funding sources, cost, and impact of expenditure for each project was noted. The projects are noted as:

1. Heating Project A and C Block, part D Block - Project to install new boilers and upgrade existing heating following breakdown of main boilers in March 2021.
2. Heating Project B and D Block - Project to replace heating system with an efficient low carbon solution. This system will reduce College carbon emissions to support the key performance measure.
3. Salix funded lighting and windows (carbon reduction) - Carbon reduction actions within Blocks B and D which were added to improve the carbon impact of the PSDS bid.
4. Main Hall Conversion - Main Hall is under-utilised and has been converted to create a Covid19 test centre since December 2020. This potential project creates a range of learning spaces and by adding a mezzanine floor creates an increase in the overall teaching space on the Eastleigh site without the additional cost of new build. The project was tendered before Christmas and a main contractor is now in place, sub-tenders are currently in progress for the mezzanine floor as this has the longest lead time and high-cost element of project. This conversion would be enabled by Institute of Technology funding if all approval stages are successful.
5. Institute of Technology equipment – Subject to all approval stages being successful the College has access to funding from the IOT project led by Solent University. This can be claimed in full to support the new and additional courses being planned.
6. Strategic development Fund equipment including “Immersive” classrooms A Block 2nd Floor - The conversion in space on the top floor in the A Block will improve support for blended learning including on-line learners. Other equipment includes electric vehicle for teaching and new environmentally equipment for plumbing and refrigeration. As such subject to final approval learners would benefit from new equipment across a range of subject areas.

7. T Levels Capital Fund to be used to convert space on the first floor of A Block to provide specialist teaching facilities for health and social care and for early years teaching. The bid will include condition improvements and teaching space upgrades for new T level learners.

There is some unallocated capital spend which gives flexibility around cash flow planning, which is the biggest risk, as often funds can only be claimed once spent. The risks associated with each project were also noted. There is some flexibility with ESFA around timings of payment to mitigate the risks on cashflow. The F&GP committee meeting in February will be presented with detailed cash flow modelling to discuss how payment terms should be factored into forward planning.

Governors asked if consideration should be given to getting a loan to cover the period of risk? There will be legal costs and loan covenants incurred with loans, and it would negatively impact the financial health score of the college, additional borrowing is not a recommended option. The college does not currently have an overdraft which could be an option, but also one not recommended at this point.

**The Board resolved to approve the capital plan projects and related expenditure, as listed above.**

**B.8.22 TSN Strategy Agreement**

See Confidential Minute

**B.9.22 Redundancy Procedure for SPHs**

The noted the recommendation of the F&GP committee for the adoption of this policy.

The redundancy procedure for the college is based on statutory rates and this creates a mutual understanding process which prioritises seeking solutions before taking the compulsory redundancy route. It was noted that there is no provision for the compulsory rate to be higher than statutory.

**Governors resolved to approve the Redundancy Procedure for SPHs and agreed it will be reviewed in 2025, in line with the other SPH policies.**

**B.10.22 Policy Delegation**

Following discussions at the Board meeting in December, the Clerk presented recommendations of for policy delegations to committees – some for decision and others for discussion and recommendation to the Board.

In light of the recommendation in item B.5.22. The Search & Governance committee will have the opportunity to comment on any review of the FREDIE policy.

**Governors resolved the policy delegation recommendations and for the relevant Committee Terms of Reference to be updated accordingly.**

FC to update and add these policies to the committees' cycle of business.

Sophie Annett left the meeting.

**B.11.22 Lloyds Bank Loan Arrangements**

The Board noted the Lloyds loan extension agreement. This is not new borrowing, rather a continuation of existing borrowing.

Governors asked about risk in regard of breach of covenants. Minimum cash is the covenant with the greatest risk, and current financial modelling shows a potential breach in March 2023 that the College has already identified and is taking steps to mitigate.

**Governors approved the loan extension agreement, the debt management sub-group, the use of the college seal if the document is to be executed as a deed, and the proposed formal minute, as required by Lloyds Bank.**

**TO CONSIDER**

**B.12.22 Confidential items**

B.8.22 TSN Agreement

B.4.22 Strategic update

**B.13.22 Date of next meeting**

**Wednesday 23 March 2022 (to be held on-site) at 1700 hrs.**