



**MINUTES OF THE CORPORATION MEETING HELD ON 16 MAY 2022
AT 4.30 PM REMOTELY VIA MICROSOFT TEAMS**

| | |
|---|---|
| WELCOME AND APOLOGIES FOR ABSENCE | 2 |
| DECLARATIONS OF INTEREST, CONFIRMATION OF ELIGIBILITY AND QUORUM | 2 |
| MINUTES OF THE PREVIOUS MEETING HELD ON 28 MARCH 2022 | 2 |
| MATTERS ARISING | 2 |
| HEALTH AND SAFETY STATUS REPORT | 2 |
| FEEDBACK FROM GOVERNOR VISITS | 3 |
| STRATEGIC RISK REPORT | 3 |
| REPORT FROM THE FINANCE AND RESOURCES COMMITTEE HELD ON 6 MAY 2022 | 4 |
| REPORT FROM THE STRATEGY COMMITTEE HELD ON 10 MAY 2022 | 5 |
| KEY PERFORMANCE INDICATORS | 6 |
| INSTITUTE OF TECHNOLOGY GOVERNANCE REPORT | 6 |
| MINUTES OF THE CONFIDENTIAL MEETING HELD ON 28 MARCH 2022..... | 6 |



MINUTES OF THE CORPORATION MEETING HELD ON MONDAY 16 MAY 2022 AT 4.30 PM REMOTELY VIA MICROSOFT TEAMS

Present: Phil Dover (Chair), Alan Brady, Sue Bradley, Hazel Clint, Andrew Cochrane, Andrew Dymond, Stuart Ellis, Jane McNeil, Martyn Marples, Kevin Slack, Mandie Stravino

In attendance: Robert Bamford, Kate Martin, Keith Oxspring, Heather Simcox
Rose Matthews (Clerk)

PART ONE - GENERAL MINUTES

54/21-22 WELCOME AND APOLOGIES FOR ABSENCE

There were no apologies for absence

55/21-22 DECLARATIONS OF INTEREST, CONFIRMATION OF ELIGIBILITY AND QUORUM

All members were eligible, the meeting was quorate.

Andrew Cochrane declared an interest in relation to the Institute of Technology agenda item as his company, Flint Bishop LLP had provided legal advice, although he was not directly involved.

56/21-22 MINUTES OF THE PREVIOUS MEETING HELD ON 28 MARCH 2022

APPROVED: The minutes of the meeting held on 28 March 2022 were formally approved and signed as a true and accurate record.

57/21-22 MATTERS ARISING

There were no matters arising.

58/21-22 HEALTH AND SAFETY STATUS REPORT

The Director of Health and Safety presented an overview of his report. It was pointed out the data would be updated for the next H&S Committee imminently.

A review of policies had been undertaken and approved by the H&S Committee.

Updates to legislation and training requirements were discussed.

An unannounced fire inspection visit by the Fire Service had taken place at Ilkeston, no report had been received but it had verbally been confirmed everything was in order and there were no concerns.

The College was on track for a year-on-year reduction of incidents and there was no HSE action against DCG.

Action Date

The Chair of Corporation asked the H&S Link Governor if she was aware of the policy changes. She indicated she had been through these and noted they related to title changes rather than substantial policy changes.

59/21-22 FEEDBACK FROM GOVERNOR VISITS

Members provided feedback following recent visits.

St James Centre (3 May 2022)

Andrew Cochrane had visited the centre, which allows those without English and maths skills to improve their core skills. He met with two adult students who had recently come into the country and were looking at improving their English skills and they were very grateful for the support they were receiving.

Osnabrück Partnership visit (27 April 2022)

Andrew Cochrane and Stuart Ellis met with Günter Willman through the Osnabrück partnership. Günter's daughter was completing a placement with the College. Andrew commented on the differences with the German education system with college recruitment carried out by employers.

Stuart noted apprentices completed A Levels prior to apprenticeships and the scheme of exchange from an industry perspective was a great benefit. During the visit governors met another German student on work placement in the Engineering department, following a conversation with Stuart, a placement had been found for her at Rolls-Royce plc during her stay.

Stephenson visit (7 April)

Stuart Ellis had met with the Assistant Principal of Engineering and discussed some internal changes to delivery.

Safeguarding visit (29 March/9 May)

Sue Bradley explained she had continued to meet with the Safeguarding Lead and attend the SLT safeguarding meetings. The team are very proactive with solutions and responded well to challenging situations. She was pleased to note the Prevent training for governors, which had taken place prior to the meeting and recommended all governors read the Safeguarding Newsletter which is circulated to all by the Clerk.

Health and Safety (23 March/9 May)

Hazel Clint had recently had her first 'on site' visit at Broomfield since lockdown and visited Broomfield and the Equestrian Centre. She was able to see first-hand the health and safety and control measures in place. A lot of regeneration was taking place at Broomfield and she explored the control measures in relation to the construction works.

60/21-22 STRATEGIC RISK REPORT

The Chair of Audit Committee presented the Strategic Risk Report. In normal circumstances this would be reviewed by Audit Committee prior to the Corporation meeting, but the next Audit Committee was due to take place in June.

There were 26 risks in total with 10 risks currently rated as high. High risks related to the recruitment and retention of staff and the Cyber Essentials plus framework scope, which has expanded and brings into

scope devices previously excluded, including mobile phones, which will need to be replaced more frequently on a rolling cycle.

Members were updated on ongoing litigation, the number of safeguarding disclosures and prevent referrals, and noted there were no significant HSE issues. There had been no reported incidents of fraud.

Members questioned the deadline for the updated IT equipment and if that would have a impact with curriculum delivery. It was noted this related to the security side, with employees using equipment while working from home.

Members discussed at length post mitigation, particularly around learner outcomes, which still showed a high-risk post mitigation in relation to 16-18 and apprenticeships and Members said it indicated a risk the Corporation was willing to accept

The DCEO explained it was the first year for students going into exams and the outcomes were unknown. Getting students to turn up for exams initially was a challenge and then onto how they performed. Even though so much had been put into catching up, it was a significant risk the management team did not feel could be mitigated down. Information was still coming through with regard to grade boundaries this late in the day. In a normal year, it might be mitigated down.

Audit 21/6

It was agreed to review in more detail at the next Audit Committee.

61/21-22 REPORT FROM THE FINANCE AND RESOURCES COMMITTEE HELD ON 6 MAY 2022

The Chair of the Finance and Resources Committee summarised the meeting held on 6 May 2022.

The Interim CFO had provided a position statement with regards to the bank covenants and Lennartz position. The Committee were assured the College had enough cash to recover the payments and enough to pay the annual loan and the ratio of borrowing was less than five times the EBITDA.

The rate of interest on the loans had been challenged, but the Committee had noted the favourable interest rate and the cost to repay the loan. They agreed it was a reasonable strategy to invest back into the College and maintain the loan at this time.

Management Accounts for Period 8 were forecasting a good outturn for Period 12. There were some challenges on AEB and apprenticeship income. These had been discussed with management.

A comprehensive discussion had taken place with regards to the draft budget. Work was still ongoing and there was an indication of predicting an EBITDA of £3.8m.

The increase in base rate funding was noted, but this covered the extra 40 hours teaching. Predicted student numbers were positive and T levels were on margin. AEB had been predicted on a prudent level.

Pay costs included the NLW increase of 1% etc., pay award, increments and pension costs. Vacancy savings included were at less than 3%.

A lengthy debate had taken place around the risk of Trade Union action on the 1% award, which put a risk around the draft budget proposed. Further work would take place on the budget, but the Committee were clear the recommendation was to approve the minimum expectations of a 'good' financial grading.

APPROVED: The Corporation approved the recommendation from the FRC to achieve the minimum expectations, for the 2022-23 budget, of a 'good' financial grading.

Indicative capital requirements had been increased to include 'catch-up' spending on IT and premises - which had been restricted for a number of years due to financial reasons. Examples included the turnstiles at RH and the risks to the IT systems and Cyber Essentials Accreditation risk.

To ensure some IT equipment was procured in time for September, approval for a portion of this was sought from next year's spend, but to be committed now.

APPROVED: Based on the recommendation by the Committee, the Corporation approved the necessary portion of capital spend to ensure orders were placed in readiness for September 2022.

At the point of the meeting the College had not received the threat of union action, but it was noted a collection of colleges in the Northwest had been threatened with strike action during the exam period.

Members asked if the College would expect to be notified in advance and questioned the relationship between the College and union representatives. It was noted the College had regular meetings with the trade unions. Members discussed what other colleges were offering in terms of pay awards, this was a range of figures due to affordability.

62/21-22 REPORT FROM THE STRATEGY COMMITTEE HELD ON 10 MAY 2022

The Chair of the Strategy Committee provided a verbal report following the meeting on 10 May.

He summarised the process for the review and the key activity to date.

The review had been broken down into four key sections – local area; priorities; current offer and duplication and remaining gaps.

Members were asked to consider the proposed local area, which had been much debated by the Committee. The map was broken down by core area and wider area. The areas were based on evidence from the College' recruitment area (travel to learn and travel to work) and the rationale for these was discussed with Members, along with answers to questions raised.

APPROVED: The Corporation considered and approved the areas proposed in the map.

It was noted Members were involved in the Curriculum Planning sessions currently taking place which would feed into the reviews in terms of meeting local skills needs.

63/21-22 KEY PERFORMANCE INDICATORS

Members received the KPIs, which had been reviewed at Standards and FRC respectively. It was commented it would be beneficial to have a traffic light system for the future.

CFO

11/07/22

64/21-22 INSTITUTE OF TECHNOLOGY GOVERNANCE REPORT

The Clerk provided a progress update to the Board in relation to the IoT.

Pinsents had been commissioned to draft the proposed Articles of Governance for the JVC, along with a Joint Venture Agreement.

The Clerk summarised the key risks and opportunities for the Board, which were detailed in the report.

It was proposed the Deputy Principal and DCEO be appointed DCG's Directors.

APPROVED: The Corporation noted the risks and opportunities and gave approval for the Deputy Principal and DCEO to be DCG's appointed Directors.

Part 1 of the meeting finished at 6.09 pm

All members of staff, except for the Clerk, left the meeting.

65/21-22 MINUTES OF THE CONFIDENTIAL MEETING HELD ON 28 MARCH 2022

APPROVED: The minutes of the confidential meeting held on 28 March 2022 were formally approved and signed as a true and accurate record.