

## East Coast College Corporation Meeting Monday 14<sup>th</sup> December 2021 9am Video Conference

<b>Present:</b>	David Blake (Chair - DB) Alan Debenham (AD) Mike Dowdall (MD) Tina Ellis (TE) Rob Evans (RE) Saul Humphrey (SH) Giles Kerkham (GK) Ian Lomax (IL) Stuart Rimmer (CEO & Principal -SR) Jude Owens (JO) Andrew Walmsley (AW) Gemma Head (GH) Peter Lavender (PL) Kirk Lower (KL) Andrew Timberlake (AT) and Nasima Begum (NB)	
<b>In attendance:</b>	Wendy Stanger (Director of Governance) Ann Wall (Director of People and Wellbeing) Urmila Rasan (Deputy Chief Executive) and for item 5 and 7 Sharon Gravener (Scrutton Bland)	
<b>ECC/21/12/1</b>	<b>Apologies and membership</b>	<b>Action</b>
<b>Apologies</b> There were no apologies  <b>Membership</b> Alan Debenham (AD) Tina Ellis (TE) Rob Evans (RE) Stuart Rimmer (CEO & Principal - SR) Saul Humphrey (SH) Peter Lavender (PL) Andrew Timberlake (AT) Gemma Head (GH) Mike Dowdall (MD) Giles Kerkham (GK) David Blake (Chair - DB) Kirk Lower (KL) Ian Lomax (IL) Andrew Walmsley (AW) Jude Owens (JO) and Nasima Begun (NB)		
<b>ECC/21/12/2</b>	<b>Declarations of Interest</b>	
There were the following declarations of interest: <ul style="list-style-type: none"> <li>• Mike Dowdall as an employee of the LEP</li> <li>• Stuart Rimmer, Ann Wall, Urmila Rasan and Wendy Stanger declared an interest in the pay review agenda item 18.</li> </ul> It was agreed that these declarations did not preclude full participation in the meeting.		
<b>ECC/21/12/3</b>	<b>To approve the Minutes, including confidential, of the meeting 16 11 21 and any other matters raised previously not otherwise included in the Agenda</b>	
The minutes for the Corporation meeting of 16 11 21 were agreed as a true record of the meeting.		
<b>ECC/21/12/3.1</b>	<b>To approve the confidential independent Governors only Minutes of the meeting 18 10 21 and any other matters raised previously not otherwise included in the Agenda</b>	
The minutes for the confidential Independent only Corporation meeting of 16 11 21 were agreed as a true record of the meeting by the Independent Governors.		
<b>ECC/21/12/4</b>	<b>Rolling Action Log</b>	
The action log was reviewed and the updates noted.		

<b>ECC/21/12/5</b>	<b>External Audit presentation of Annual Accounts</b>	
<p>The external auditors, Scrutton Bland presented the Audit findings as was required by the Post-16 Audit Code of Practice 2020 to 2021.</p> <p>Scrutton Bland advised that it wasn't the easiest of Audits due to issues with areas such as:</p> <ul style="list-style-type: none"> <li>the College's project to move the fixed asset register from excel to the Sun accounting system. This identified issues that required adjustments in the accounts and additional work by the College was required to ensure future reporting and recording was accurate.</li> <li>Process issue with year end accruals that required adjustments.</li> <li>Teachers Pension returns incorrect and various versions produced before the final agreed one and</li> <li>Control issues that were set out in the Management Letter.</li> </ul> <p>The Letter of Representation listed the adjustments that had been made along with the unadjusted ones.</p> <p>Governors challenged if the Audit was more difficult than previous years. Scrutton Bland advised that this year was marginally more difficult as demonstrated by the amount of adjustments required. There were though no issues that couldn't be fixed and similar issues had been seen across the sector and in commercial audits with teams affected by remote working.</p> <p>Governors challenged if the finance team was adequately resourced. Scrutton Bland advised that there were some concerns regarding the competency and capability below the level of Head of Finance and his Deputy and this needed to be addressed. Resources had also been stretched due to the amount of time spent on the VAT issue by the Head of Finance.</p> <p>The Deputy Chief Executive advised that the College had in 20/21 upgraded the finance system and the fixed asset register and this had identified issues that needed adjustments. The HR system was to be upgraded to the same system as the Payroll one in 21/22 and this would remove control issues between the HR and Payroll systems.</p> <p>The Audit chair commented that control issues had been identified in the Management Letter and the Audit Committee had asked for immediate action on these including documentation of the processes and improved controls.</p> <p>Scrutton Bland advised that there were no issues with the going concern or the covenants.</p> <p>The Board thanked Sharon Gravener for her work on external audits at the College and wished her a happy retirement.</p>		
<b>ECC/21/12/6</b>	<b>Annual Audit Committee Report recommended to the Corporation</b>	
<p>The Chair of Audit presented the Audit Committee's annual report which was a requirement of the Audit Code. This set out the membership and all aspects of the work of the Audit Committee in the year. The management of risk is the responsibility of all Board members, but the Audit Committee has a specific duty to assess and provide the corporation with an opinion on the adequacy and effectiveness of risk management and</p>		

<p>control processes. Audit had considered the Committees reviews of risk and the changes made for Covid and were assured that this was happening.</p> <p>The Chair of Audit highlighted the Committee's work on the funding assurance and the College's work to address these compliance issues and advised that a note had been added to the accounts setting this out.</p> <p>The Committee's annual report concluded that:</p> <p><i>The Audit Committees opinion is that the adequacy and effectiveness of the corporation's assurance arrangements, framework of governance, risk management and control processes for the effective and efficient use of resources, solvency, and the safeguarding of assets during 20/21 were effective</i></p> <p>The Audit Committee's membership had been strengthened for 21/22 and the Committee was due to receive additional training and development in the year.</p>		
<b>ECC/21/12/7</b>	<p><b>Confidential</b></p> <p>[REDACTED]</p>	
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<b>ECC/21/12/8</b>	<b>External Audit Annual Accounts and Finance Record</b>	
<b>ECC/21/12/8.1</b>	<b>Management Letter</b>	
<p>The Board considered the Management Letter and the College's responses to the recommendations made. The Audit Chair commented that these had been reviewed in detail by the Audit Committee and they had been assured that appropriate action was being put in place and implementation would be reviewed at the May Audit meeting.</p>		

<b>ECC/21/12/8.2</b>	<b>Letter of Representation and Adjustments</b>	
The letter of representation and adjustments were noted.		
<b>ECC/21/12/8.3</b>	<b>College Group Accounts 20/21</b>	
<p>The Deputy Chief Executive presented the accounts and advised the Board that the College had increased its EBITDA with a lower income.</p> <p>Governors confirmed the going concern statement in the accounts as the College's financial position and cashflow was as positive one.</p> <p>Governors agreed that the accounts Development and Performance section didn't clearly set out the College's performance in 20/21 and agreed that an action section should be added. The Deputy Chief Executive advised that the account format was a set one for the sector but that additional narrative could be added.</p> <p><b>Governors agreed the following action:</b></p> <ul style="list-style-type: none"> <li>• <b>Additional section to be added to the Development and Performance section of the Accounts setting out the College's performance in 20/21</b></li> <li>• <b>Error in committee memberships to be updated</b></li> </ul> <p><b>Corporation resolved, subject to the actions noted, to:</b></p> <ul style="list-style-type: none"> <li>• <b>Approve the East Coast College Annual Report and Financial Statements Year ended 31 July 2021</b></li> <li>• <b>Authorise the Chair to sign on behalf of the Corporation all relevant documents</b></li> </ul> <p>and</p> <ul style="list-style-type: none"> <li>• <b>Approve the East Coast College Annual Report and Financial Statements Year ended 31 July 2021 to be published.</b></li> </ul>		<b>UR</b> <b>WS</b>
<b>ECC/21/12/8.4</b>	<b>ECETA Annual Accounts as approved by ECETA Board 8 12 21</b>	
The Deputy Chief Executive presented the accounts and advised that ECETA's performance had been a reasonable one given the Covid constraints.		
<b>ECC/21/12/8.5</b>	<b>Finance Record 2021</b>	
<p>The Deputy Chief Executive presented the Finance Record which demonstrated the College had a solid good financial health for 20/21 and based on the proposed system outstanding financial health.</p> <p>Governors noted that the financial health category demonstrated good financial management and considered not just the College's EBITDA. It was important therefore that all aspects were kept under review. The CEO advised that these needed to be kept under review through the KPIs in the management accounts and the data in the financial dashboard.</p>		

ECC/21/12/9	CEO/Principals Report	
ECC/21/12/9.1	SLG Quarter 2 Deliverables	
ECC/21/12/9.2	Covid Update	
<p>The CEO gave a verbal update and advised the Board that the College was continuing to provide on-site provision. Contingency plans for the new year were being put in place in case virtual learning was required. The local Covid numbers and College numbers, as set out in the report at agenda item 9.2, were currently fairly low. Student compliance with mask wearing and vaccination rates were both low and there have been suggestions that the Government might introduce covid passports for Colleges.</p> <p>Governors discussed student behaviour and noted that it had taken time to settle in term 1 and that this could be affected if there was further disruption or added controls in the new year.</p> <p>The CEO advised that the use of the catch-up funding needed to be reviewed to assess its effectiveness in terms of areas such as student's attendance and progress.</p> <p>Governors discussed the student experience and how this was reviewed. The CEO advised that student experience was covered in the Quality Reports and through student surveys. The Quality Report in January would include attendance, retention, progress on the QIP, destination analysis and student induction survey data.</p> <p>Governors discussed the staff experience and noted that this had been negatively affected by staff vacancies and absences. A staff pulse survey was currently taking place and the Best Companies survey would be re-run in the new year.</p> <p><b>Governor agreed the following action:</b></p> <ul style="list-style-type: none"> <li>• <b>Review of catch-up funding effectiveness to be considered by Quality and Standards.</b></li> <li>• <b>Quality data dashboard to be produced.</b></li> <li>• <b>Staff survey to be reported to the January Board.</b></li> </ul>		<p><b>PP</b> <b>UR/PP</b> <b>AW</b></p>
ECC/21/12/9.3	Confidential IOT Update	
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<b>ECC/21/12/10</b>	<b>Governance Update</b>	
<p>The Director of Governance presented the report and advised that Jose Bamonde had resigned as a Governor due to not being able to commit the time. He had through expressed the desire to retain a link with the College and it had been agreed with the Chair to recommend that he be appointed as an Associate Governor on the People Committee.</p> <p><b>Corporation resolved to:</b></p> <ul style="list-style-type: none"> <li>• <b>Note Jose Bamonde resignation as an independent Governor as of 2 12 21 and</b></li> <li>• <b>Appoint Jose Bamonde as an associate Governor as of 3 12 21 on the People Committee for a term ending 31 7 23.</b></li> </ul>		
<b>ECC/21/12/10.1</b>	<b>Annual Remuneration Report - as recommended by Governance Remuneration and Search</b>	
<p>The Director of Governance presented the report and advised that it was a requirement of the College's adoption of the Senior Post Holder Remuneration Code.</p> <p><b>Corporation resolved to</b></p> <ul style="list-style-type: none"> <li>• <b>approve the Annual Remuneration Report, as recommended by the Governance Remuneration and Search Committee</b></li> <li>and</li> <li>• <b>agree to its publication</b></li> </ul>		
<b>ECC/21/12/10.2</b>	<b>Governance Business Continuity</b>	
<p>The Director of Governance presented the report which gave an update on the Governance Business Continuity.</p> <p><b>Corporation resolved to</b></p> <ul style="list-style-type: none"> <li>• <b>note the actions taken for Business Continuity in Governance</b></li> </ul>		
<b>ECC/21/12/10.3</b>	<b>Draft Agenda Corporation 'Away Day'</b>	
<p>The draft agenda was noted and it was agreed that it would be updated following items raised at the meeting.</p>		
<b>ECC/21/12/10.4</b>	<b>Senior Post Holder verbal update</b>	
<p>The Head of People and Wellbeing advised that recruitment was ongoing and FEA had advised that they had good initial feedback.</p>		

ECC/21/12/11	Risk Register - Strategic	
ECC/21/12/11.1	Summary Tactical Risk Registers	
ECC/21/12/11.2	Covid Register - updated for new guidance	
<p>The Deputy Chief Executive presented the risk registers. The Covid Register had been updated for the recent government guidance.</p> <p>The Chair of Audit advised that the Committee had reviewed the Strategic and Tactical registers and had noted that there was consistent movement upwards in the risks.</p> <p>The CEO advised that the net risks were increased compared to previous years and this was due to issues such as student under recruitment, staff recruitment issues, concerns relating to quality and finance in apprenticeships, covid and issues highlighted in the SAR.</p> <p>Governors noted that maritime would require another review due to Covid and the risks to the provision increasing and this would also need to be reflected in the November management accounts.</p> <p>Governors discussed staffing issues and noted that issues were being seen in other sectors too with staff fatigue and increases in absence levels. The Director of People and Wellbeing advised that the College had in place good wrap round support for its staff. The College was also celebrating success with thank you cards being sent to new employees and congratulations being sent to high achievers.</p> <p>Governors commented that the biggest risks were students and staff and challenged if sufficient mitigation was being put in place to manage these risks. The CEO advised that substantial resource had been put into the new quality team, additional curriculum staff and into the People and Wellbeing Team and it needed to be assessed if these changes had made a difference.</p> <p><b>Governors agreed the following action:</b></p> <ul style="list-style-type: none"> <li>• January away day to consider if the staff resource balance was correct</li> </ul>		SR
ECC/21/12/12	October Management Accounts	
<p>The Deputy Chief Executive presented the management accounts. The adjustments following the annual accounts would be reflected in the November accounts.</p> <p>The CEO advised that November's accounts would also be updated following the PMBPs.</p>		
ECC/21/12/13	Confidential Cleaning Tender	
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<b>ECC/21/12/14</b>	<b>Audit Committee Report - verbal update</b>	
The Chair of Audit advised that in addition to the reports related to the annual accounts and risk registers. The Committee had received reports from RSM, the internal auditors, VFM and annual reports on GDPR, whistleblowing and freedom of information. There were no additional items that the Committee needed to bring to the Corporation's attention.		
<b>ECC/21/12/14.1</b>	<b>Internal Audit Annual Report</b>	
The Corporation noted the Internal Audit's Annual Report and the Director of Governance advised that its conclusion had been included in the Audit Committee's Annual Report which had been considered at agenda item 6.		
<b>ECC/21/12/14.2</b>	<b>Annual Audit Plan as recommended by Audit Committee</b>	
<b>The Corporation resolved to:</b> <ul style="list-style-type: none"> <li>• <b>Adopt the Annual Audit Plan as recommended by the Audit Committee.</b></li> </ul>		
<b>ECC/21/12/15</b>	<b>Estates Committee Report - verbal update</b>	
The Chair of the Estates Committee gave an update on the Committee's meeting which had received an update on the capital projects and the Concept Strategies Review for the Great Yarmouth Campus. This was an exciting but daunting time for the College that needed to be managed to ensure that the student experience was maintained with disruption to students, staff and the local neighbourhood minimised.		
<b>ECC/21/12/15.1</b>	<b>Confidential Concept Strategies Review Great Yarmouth Campus</b>	
[REDACTED]		
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<b>ECC/21/12/16</b>	<b>Finance and General Purposes Committee - Verbal Update</b>	
The Chair of Finance and General Purposes provided an update on the Committee's work, the majority of which had already been covered in the meeting. Items 16.1 – 16.3 had been considered by the Committee and were recommended to the Corporation.		
<b>ECC/21/12/16.1</b>	<b>Confidential Capital Projects Affordability Assessment as recommended by the Finance and General Purposes and endorsed by Estates Committee</b>	
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<b>ECC/21/12/16.2</b>	<b>Short Term Lease Agreement – Priory Centre as recommended by Finance and General Purposes Committee</b>	
<p>The Corporation resolved to</p> <ul style="list-style-type: none"> <li>• approve the Short Term Lease Agreement, in the form of a Deed, for a room at the Priory Centre as recommended by Finance and General Purposes Committee.</li> </ul>		
<b>ECC/21/12/16.3</b>	<b>QD093 Sub-Contracting Policy 2021/22</b>	
<p>The Corporation resolved to</p> <ul style="list-style-type: none"> <li>• approve the revised QD093 Sub-Contracting Policy 2021/22</li> </ul>		
<b>ECC/21/12/17</b>	<b>ECETA Report - verbal update</b>	
The Chair of ECETA presented the update. The ECETA Board had reviewed the amended SAR, QIP, Accounts and risk register and were pleased with the company's performance. The Board had appointed Andrew Walmsley as an additional director and agreed the revised appointment letter.		
<b>ECC/21/12/19</b>	<b>Review of Meeting</b>	
<ol style="list-style-type: none"> <li>1. Confidential Items – As marked on the agenda items – 7, 9.3, 13, 15.1, 16.1, 18 and 18.1</li> <li>2. Risk Management: any issues discussed which may require an additional Assessment - none</li> <li>3. Equality &amp; Diversity: any issues discussed which may require an additional Impact Assessment – Pay Review</li> <li>4. Health &amp; Safety: any issues discussed which may require an additional Impact Assessment – None.</li> <li>5. Sustainability: any issues discussed which may require an additional Impact Assessment – none</li> <li>6. Media: any issues discussed to inform local media – None</li> <li>7. How did the meeting go – good strategic discussions.</li> </ol>		