

**Minutes of the Corporation**  
**held on Tuesday 14 May 2020 9.00am**  
**By way of Microsoft Teams Virtual Conference**

Present	Apologies
Sir Dexter Hutt (DH)	Ritik Sharma (RS)
Veronica Docherty (VD)	
Hilary Smyth-Allen (HSA)	
Prue Huddleston (PH)	
Simon Thompson (ST)	
Cliff Hall (CH)	
Peter Croom (PC)	
Asha Devi (AD)	
Connor Curtis (CC)	
Sam Coles (SC)	
Tracey Pearce (TP)	
Michele Larmour (ML)	
Helen Miles (HM)	
Angela Myers (AM)	
Iqbal Mohammed (IM)	
In Attendance	
Louise Jones (LJ)	
Martin Penny (MP)	
Stephen Belling (SBe)	

Reference	Agenda Item
Item 1	<b>Declarations of Interest</b>
	There were no declarations of interest reported in addition to those recorded on the Register of Interests in respect of the non- confidential agenda items.
Item 2 (i)	<b>Open and Confidential Minutes of Corporation meetings held on 12<sup>th</sup> and 27<sup>th</sup> March 2020</b>
	<p>Two amendments to the open minutes of the meeting held on 12<sup>th</sup> March were proposed:</p> <p>-</p> <ol style="list-style-type: none"> <li>1. The date of the next meeting be amended to read 14<sup>th</sup> May</li> <li>2. Item 3, point 3 second paragraph be amended to read:           <p style="margin-left: 40px;">“VD noted that BMET had a very positive experience of working collaboratively with major companies such as BMW but across Birmingham and the West Midlands there were many thousands of small companies and a different strategy would be needed to effectively engage these companies.”</p> </li> </ol> <p><b>C20:22</b>  <b>IT WAS RESOLVED THAT</b>  <b>The proposed amendments and the minutes of the meetings held on 12<sup>th</sup> and 27<sup>th</sup> March 2020 be approved.</b></p>

Reference	Agenda Item
Item 2 (ii)	<b>Matters arising and Action Log</b>
	<p>In respect of Action 1, MP advised that the value of the Estates was to be reviewed in Spring 2021.</p> <p>In respect of Actions 10 to 12, SB advised that the actions relating to the ESFA loan documentation had been overtaken by the postponement of the sale of the Longlands site and therefore no longer required.</p> <p><b>IT WAS RESOLVED THAT C20:23 The position reported in the Action Log provided with the Corporation Pack be noted.</b></p>
Item 3	<b>Principal's Report</b>
	<p>CH gave a presentation to the Board on matters referred to in the power-point presentation provided with the Board Pack entitled "Principal's Report" and advised:</p> <ul style="list-style-type: none"> <li>• No requests made for support in relation to children of key workers had been received.</li> <li>• BMet staff are in regular support with all vulnerable students.</li> <li>• Online teaching and support resumed after the half term break.</li> <li>• Academic staff are heavily engaged in the process of submitting grade assessments, gathering the evidence to justify those assessments and liaising with Awarding authorities about the process.</li> <li>• The Senior Leadership team is meeting twice a week to respond to guidance and coordinate activity on all fronts.</li> <li>• Managers are providing quality care for team members: one incident involved a manger suspecting an issue regarding a member of staff known to live alone. The Emergency services were contacted and it was discovered the member of staff had suffered a stroke.</li> <li>• Work is being undertaken to be in a position where the College can open for staff on 8<sup>th</sup> June and after appropriate preparations, be open to students on the 15<sup>th</sup> June. Attendance of College will be on a strict as needs only basis. The general guidance to staff is where possible, staff will continue to work from home.</li> <li>• We will continue to monitor guidance and work toward the prospect of operating within a new landscape from September 2020.</li> <li>• We have been advised that the College will not be inspected by the FE Commissioners in June and that the next visit is unlikely to be a full monitoring inspection.</li> <li>• Two ESFA case conferences have been cancelled because of Covid 19 but communications have been ongoing in relation to the sale of the Longlands site and consequential review of the ESFA Loan.</li> <li>• Following extensive discussions between MP, DH, HSA and CH it has been agreed from 1<sup>st</sup> June, MP will reduce his time with the college from 0.8 to 0.6 days</li> </ul>

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	<p>per week. The current Finance Director will join the leadership team and also report direct to the Finance Committee.</p> <ul style="list-style-type: none"> <li>• The process for recruiting a new Vice Principal for the James Watt Campus has begun and appears to be generating significant interest. Interviews are scheduled to take place week commencing 15<sup>th</sup> June 2020.</li> <li>• Suzie Branch has been appointed to the position of Director of Employer Engagement.</li> <li>• Rebecca Hayes, Director of Sales is leaving the College.</li> <li>• Raha Karvar's is to become the College's Director of Higher Education.</li> <li>• Gill Coldicott will retire at the end of the summer term.</li> </ul> <p><b>Observations and Questions from Governors</b></p> <p><b>1. <i>Is the 8<sup>th</sup> June an official re- opening date? (HSA)</i></b></p> <p>CH advised that: -</p> <ul style="list-style-type: none"> <li>• It is not an official date.</li> <li>• The Association of Colleges ("the AoC") have advised 1<sup>st</sup> June referred to in Government guidance is not a date set in stone and that it has been recognised that FE Colleges will, on average, require 4 weeks to reopen.</li> <li>• We have consulted with staff and colleagues in other colleges and concluded: <ul style="list-style-type: none"> <li>○ Opening on the 8<sup>th</sup> June for staff would be viable;</li> <li>○ The only students who would need to come back into the College would be those needing to complete their final practical assessments.</li> </ul> </li> </ul> <p><b>2. <i>What is the position for Year 12 students (HSA)?</i></b></p> <p>CH- advised the College is: -</p> <ul style="list-style-type: none"> <li>• Arranging a 1-1 conversation with each student to round off their work and discuss plans for their next steps.</li> <li>• Working on a year book to capture the sense of community that students have been part of.</li> <li>• Continuing to review and respond to student requests.</li> </ul> <p><b>3. <i>Will online teaching continue post Covid if it has been found to be working well? (AD)</i></b></p> <p>CH advised we will:</p> <ul style="list-style-type: none"> <li>• Continue to review and follow DfE Guidance.</li> <li>• Explore the full range of options for future teaching.</li> <li>• Take account of where benefits have been noted by students.</li> </ul>

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	<ul style="list-style-type: none"> <li>• Address issues around those who have not been able to access IT.</li> </ul> <p>4. <b><i>Will curriculum content be reviewed to identify what can be done on line and what has to be done face to face? (AM)</i></b></p> <p>CH advised that such reviews were being undertaken on a case by case basis and would continue as work on future planning developed.</p> <p><b>IT WAS RESOLVED THAT</b>  <b>C20:24</b>  <b>The content of the Principal’s presentation be noted.</b></p> <p><b>Action Required: That Governor’s acknowledgement of Gill Coldicott’s work be conveyed.</b></p>
Item 4	<p><b>Report from the Chair of the Finance Committee Regarding Meeting held on 28 April 202</b></p>
	<p>HSA reported on the work of the Finance Committee on 28<sup>th</sup> April 2020 and introduced the matters requiring consideration and approval by the Board.</p> <p>Key points to note:</p> <ul style="list-style-type: none"> <li>• A link to the full Committee Pack and minutes of the meeting was provided to Governors with the Board Pack.</li> <li>• <b>Regarding the Management Accounts:</b> - <ul style="list-style-type: none"> <li>○ The Finance Team had provided detailed and transparent reporting.</li> <li>○ Covid was likely to have an impact on what could be delivered and what funding could be obtained.</li> <li>○ If the College provides evidence that it has enabled students to continue learning as much as possible, and that there has been no “inappropriate delivery”, ESFA and WMCA will not clawback funding.</li> <li>○ Cash flow has been eased by some financial measures introduced by Government in response to Covid e.g. deferred VAT payments.</li> </ul> </li> <li>• <b>Regarding Recovery Plan</b> <ul style="list-style-type: none"> <li>○ It was noted that the Finance KPI’s regarding Cash Flow and Operating Surpluses might be affected by Covid and the Committee was confident the position was being monitored as well as could be in the circumstances.</li> </ul> </li> </ul> <p><b>Observations and Questions from Governors</b></p> <p><b>1. <i>What would be the impact on the College’s finances if the sale of Longlands did not complete? (ST)?</i></b></p> <p>MP advised that the anticipated impact would be approximately £190k</p> <p><b>2. <i>How are relationships with and payments to suppliers being managed? (HSA)</i></b></p>

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	<p>MP advised: -</p> <ul style="list-style-type: none"> <li>• Colleges are subject to a Procurement Policy Notice (PPN) which sets out the basis up on which suppliers should be paid.</li> <li>• Conversations have been had with suppliers to comply with that notice.</li> <li>• Some suppliers have continued to provide services and payments have continued</li> <li>• Some have furloughed or redeployed staff in which case payments have been reduced accordingly.</li> </ul> <p><b>3. What impact has Covid had on apprenticeships?</b></p> <p>MP advised that impact has varied between employers and continues to be monitored as the situation progresses. Some employers have accelerated the learning of their apprentices during lock down, others have furloughed their apprentices.</p> <p><b>4. Have our Banks expressed any concerns? (DH)</b></p> <p>MP advised that the Banks have confirmed they are satisfied with the way in which the College is responding to the Covid situation and are ready to advise on an as needs basis if payment holidays are required.</p> <p><b>5. What is the position regarding the Purchaser's postponement of the sale of Longlands? (DH)</b></p> <p>LJ advised that a revised contract was being negotiated with the purchaser to fix a new completion date (1<sup>st</sup> July), secure a 10 % deposit, and enable both damages and interest to be sought for non- completion.</p> <p>CH advised the ESFA had facilitated a discussion with their property advisers LoCated, to address concerns about the Purchaser's postponement of the sale and suggestions on what additional requests might be made to strengthen the College's position. The Estates Director is in regular communications with all parties to ensure progress is happening as expected.</p> <p><b>6. What happens if the Purchaser does not complete on 1st July? (HSA)</b></p> <p>LJ reported that the College's solicitors had advised: -</p> <ol style="list-style-type: none"> <li>a. The buyer would be in breach of contract.</li> <li>b. The College's legal position would be strong but it's practical position would be weak.</li> <li>c. The college would have to consider choices including: - <ol style="list-style-type: none"> <li>i. costly, time consuming and uncertain legal action for breach of contract;</li> <li>ii. receiving the 10% deposit and interest; and/ or</li> <li>iii. having to re start the sale process.</li> </ol> </li> </ol> <p><b>IT WAS RESOLVED THAT</b> <b>C20:25</b></p>

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	<p>The report from the Chair of the Finance Committee be noted.</p> <p><b>C20:26</b> The May Management Accounts be noted.</p> <p><b>C20:27</b> The Recovery Plan Position be noted.</p> <p><b>C20: 28</b> The Purchaser of Longlands be advised that the Board had further considered the matter and expected that the sale was to be completed on 1<sup>st</sup> July.</p>
Item 5	<p><b>Report from the Chair of the Audit Committee regarding Meeting held on 20<sup>th</sup> March 2020.</b></p>
	<p>ST reported on the work of the Audit Committee on 20<sup>th</sup> March 2020 and advised that a link to the full Committee Pack and minutes of the meeting was provided to Governors with the Board Pack.</p> <p>Key points referred to the Board were as follows:</p> <ul style="list-style-type: none"> <li>• The Committee considered how the College would continue to operate and manage risk in the wake of Covid.</li> <li>• The rate of health and safety incidents was low and the team were to be congratulated on their work.</li> <li>• As noted in the minutes of the March Audit Committee meeting, the College's internal auditors had reported on three area in accordance with the 2019/ 2020 audit plan and there were no major concerns to bring to the attention of the Board. It was noted that all recommendations regarding cash flow and forecasting had been actioned by the Finance Team.</li> <li>• BDO are able to continue their provision of audit services using remote technology and would continue to do so.</li> <li>• The Committee noted a sea change in the tone of reports and findings arising from the internal audit process and staff were to be congratulated on the improvements that had been made.</li> </ul> <p><b>IT WAS RESOLVED THAT</b> <b>C20:29</b> The report from the Chair of the Audit Committee be noted.</p>
Item 6 (i)	<p><b>Report from the Chair of the Remuneration Committee Regarding Meeting held on 5<sup>th</sup> May 2020</b></p>
	<p>DH reported on the work of the Remuneration Committee on 5<sup>th</sup> May 2020 and advised the Board as follows:</p> <ul style="list-style-type: none"> <li>• The Remuneration Committee had met on with Lesley Lightfoot from the Association of Colleges (the "AOC") to consider in relation to the appointment of a new Principal, a job description, a person specification and, recruitment process.</li> <li>• The AoC would provide draft documents for consideration based on input provided at the Remuneration Committee meeting.</li> </ul>

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	<ul style="list-style-type: none"> <li>• It has been agreed that it was essential that candidates be able to visit and the College and so materials to be ready for advertising the post should be prepared in readiness to advertise in August.</li> </ul> <p><b>Observations and Questions from Governors</b></p> <ol style="list-style-type: none"> <li>1. It is important that candidates have the opportunity to see all three colleges (PH)</li> <li>2. <b><i>When is it envisaged a new Principal would take up the post? (VD)</i></b></li> </ol> <p>DH advised it was anticipated that an offer could be made late October/ early November with a view to starting in May 2021.</p> <p>CH advised:</p> <ul style="list-style-type: none"> <li>• The start date could be earlier if the appointee did not have to provide 6 months' notice.</li> <li>• Meredydd David Deputy FE Commissioner has advised:- <ul style="list-style-type: none"> <li>○ it would be unwise to interview until the Autumn as many potential candidates would be very pre- occupied with re- opening colleges;</li> <li>○ he was of the view there would be considerable interest in the post;</li> <li>○ he continued to be willing to assist with the short- listing process and form part of the final appointment panel.</li> </ul> </li> </ul> <p><b>IT WAS RESOLVED THAT C20:30</b></p> <p><b>The report of the Chair of the Remuneration Committee be noted.</b></p>
Item 6 (ii)	<b>Remuneration Committee Renewal/ Update of Terms of Reference</b>
	<p>SB presented the report in the Board Pack entitled "Remuneration Committee Terms of Reference ("The ToR Report")</p> <p>After careful consideration of the Recommendations in the ToR Report</p> <p><b>IT WAS RESOLVED THAT C20:31</b></p> <p><b>The Terms of Reference for the Remuneration Committee be amended to increase the quorum from 2 members to 3 members.</b></p>
Item 7	<b>West Midlands Travel Contract</b>
	<p>SB presented the report in the Board Pack entitled West Midlands Travel Contract.</p> <p><b>Observations and Questions from Governors</b></p> <ol style="list-style-type: none"> <li>1. <b><i>What impact does government guidance on the use of public transport have in relation to this proposed contract? (VD)</i></b></li> </ol>

Reference	Agenda Item
	<p>CH advised the College will: -</p> <ul style="list-style-type: none"> <li>○ ensure it helps to make students aware of Government guidance on the use of public transport;</li> <li>○ factor that guidance into the scheduling of lessons and where possible, promote alternative forms of transport and initiatives in accordance with emerging policy and new initiatives.</li> </ul> <p><b>IT WAS RESOLVED THAT</b>  <b>C20:32</b>  <b>The requirement to obtain quotes from other providers be waived on the basis that West Midlands Travel is a unique provider of this travel scheme.</b></p> <p><b>C20:33</b>  <b>The College enter into the Framework Agreement with West Midlands Travel to obtain Travel Products for BMet Students.</b></p>
Item 8 (i)	<b>Business Planning – Annual Business Plan for 2020- 21</b>
	<p><b>LJ presented the report in the Board Pack entitled Annual Business Plan 2020/ 21 and advised:</b></p> <ol style="list-style-type: none"> <li>1. The plan to create a three- year business plan had become extremely difficult in the wake of Covid 19.</li> <li>2. A plan had been developed to: - <ul style="list-style-type: none"> <li>○ identify objectives and set of key performance indicators for a 12- month period which would provide stakeholders with a clear understanding of the College’s offer to the region and direction of travel;</li> <li>○ enable the College to review and develop its strategy when the surrounding economic and social conditions have less uncertainty; and</li> <li>○ invite Governors to review the draft plan at a separate session before the Board meeting in July.</li> </ul> </li> </ol> <p><b>Observations and Questions from Governors</b></p> <ol style="list-style-type: none"> <li>1. It will be important to ensure the strategy takes account of what is unfolding within the region and the country in terms of, a greater reliance on manufacturing and production, a need to be more reliant and capable as a nation, and need to evidence a response to what the general population is expecting from the future. (AD)</li> <li>2. <b><i>How many Key Performance Indicators will there be in total?</i></b> (DH)</li> </ol> <p>LJ advised that there will be no more than 6.</p> <p><b>IT WAS RESOLVED THAT</b>  <b>C 20: 34</b>  <b>Governors be invited to attend an additional session in June to review the draft 2020 21 Business plan</b></p>
Item 8 (ii)	<b>Estates Strategy</b>



Reference	Agenda Item
	<p><b>LJ presented the report in the Board Pack entitled Estates Strategy and advised: -</b></p> <ul style="list-style-type: none"> <li>• Current financial uncertainty makes certainty of spend in next 5 years challenging.</li> <li>• A key priority is to have a budget that will help complete the College's Recovery Plan and have a planned maintenance programme.</li> <li>• The College needs an Estates Strategy to inform future funding bids.</li> <li>• Governors have been sent a link to the full strategy and the Board Pack included a summary report of that strategy.</li> </ul> <p><b>Observations and Questions from Governors</b></p> <p><b>1. Does the report contain suggestions on how accommodation could be reorganised around the curriculum? (AM)</b></p> <p>LJ advised: -</p> <ul style="list-style-type: none"> <li>• the consultants had identified options to maximise the use of floor space and reduce maintenance costs;</li> <li>• The Vice Principals were considering the options to inform future proposals.</li> </ul> <p>CH advised: -</p> <p>The draft strategy currently fulfils the requirement of an asset management strategy which provides a good basis for planned maintenance. Further development of the strategy should involve consideration of the College's future strategy and then consider what will be required from the estate (AD).</p> <p><b>3. Will any capital funding be made available from Central Government? (DH).</b></p> <p>CH advised</p> <ul style="list-style-type: none"> <li>• Prior to lockdown a commitment was made by the Government to provide support to the FE sector in its work regarding apprenticeships. Colleges being a hub for local communities and supporting transformational changes for students. All Government investment plans must process through Treasury and announcements have yet to be made.</li> <li>• As part of the Colleges West Midlands Group, BMet is party to the production of a prospectus setting out the requirements of the sector in the West Midlands.</li> </ul> <p><b>IT WAS RESOLVED THAT C20: 35 The Estates Strategy be noted.</b></p>
Item 9	<p><b>Governance Action Plan</b></p> <p>SB presented the report in the Corporation Pack entitled "Governance Action Plan" (the "GAP report").</p> <p>After careful consideration <b>IT WAS RESOLED THAT</b></p>

Reference	Agenda Item
	<b>C 20:36</b> The Governance Action Plan be approved.
Item 10	<b>Confidential Agenda Items</b>
	Discussion on this matter is recorded in confidential minutes.
Item 11	<b>Any Other Business</b>
	No further items of business were raised.
	<b>Date of Next Meeting</b>
	9 <sup>th</sup> July 2020

Signed: 

Chair: Dexter Hutt