



Minutes

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Full Governing Body Minutes

Meeting Time and Date	1800 on Wednesday 28 September, 2022	
Meeting Location	Enfield	
Members	Roger McClure (Chair) Heather Barrett-Mold OBE (Vice Chair) Paulina Balogun 🖥️ Sheila Cunningham Beryl De Souza Peter Doble John Gayer 🖥️	Guy Jones-Owen Joanne Laban Alex Lane Ralph Luck OBE 🖥️ Heather Marks Sarah Moreland MBE Stephen Way
Principal	Christine Bianchin	
Staff Governor	Sarah Seery	
Student Governors	Rosie Evans Bradley Hannigan	
Senior Leadership Team	James Bryan (HR) Denise Cheng-Carter (Finance) Denise Lloyd (Academic) David Scott (Estates)	
Minute Taker	Joanne Coffey (Clerk)	
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	Action
1. Welcome and Apologies 1.1. Apologies were received for Guy Jones Owen, Heather Marks, Rosie Evans and Bradley Hannigan.	
2. Declaration of Interests 2.1. None.	
3. Minutes (Decision) 3.1. The company name in minute 6.35 was corrected to 'Crown Commercial <i>Services</i> framework'. 3.2. Minute 5.36 was corrected to read: 'The College has significant estates to manage for such a <i>small</i> College and is in the process of renewing its Estates strategy, aligned to the College strategic objectives. Resolved to 3.3. Approve the minutes of the Full Governing Body meeting held on 13 July 2022 as a correct record and authorise the Chair to confirm them.	
4. Matters Arising (Information)	

<p>4.1. The final Mottingham plans have now been shared with staff via a team forum, which includes a cross section of staff across all departments for both Crystal Palace and Mottingham.</p> <p>4.2. It was confirmed that, although Fusion had agreed to request that the design team took on the financial risk of moving to RIBA Stage 4 over the summer, they did not begin until the College officially instructed them to, following Chair's Action on 12 September 2022.</p> <p>4.3. It was confirmed that the College's Attendance Working Group was now progressing and Governors were invited to let the Clerk know if they would be interested in becoming a member.</p>	
<p>5. Report of the Clerk (Decision)</p> <p><u>Timetable of meetings 2022-23</u></p> <p>Resolved to</p> <p>5.1. Adopt the updated timetable of meetings for 2022-23.</p> <p><u>Lorna Fitzjohn</u></p> <p>5.2. A potential new Governor applied for the position of Governor, via the website advertisement, on 7 July 2022.</p> <p>5.3. Lorna has recently retired from a Further Education background and including working as an Ofsted Inspector. Lorna also has skills in Corporate Governance, teaching psychology and recent experience with the agricultural sector.</p> <p>5.4. A meeting was held by Zoom on 12 September with the Chair and Vice Chair of Governors, the Principal and Clerk. As a result of meeting the candidate, it was unanimously agreed to recommend their appointment. The remaining member of the SG&R Committee also confirmed their agreement on 15 September.</p> <p>5.5. Governors agreed with the recommendation and the Chairs of the Academic Committee and Finance and Resources Committee confirmed that they would welcome Lorna becoming a member.</p> <p>5.6. As the Academic Committee is currently full, Lorna will be added as an observer until the membership can be increased at the next round of meetings.</p> <p>Resolved to</p> <p>5.7. Appoint Lorna Fitzjohn as a member of the Governing Body for a full term of office from 28 September 2022.</p> <p><u>Chair's Action</u></p> <p>5.8. Chair's Action was taken on 12 September 2022 to progress the Mottingham development to RIBA Stage 4.</p> <p><u>College Seal</u></p> <p>5.9. The College seal had not been applied since the previous Governing Body meeting on 30 March 2022.</p> <p><u>Audit Committee</u></p>	

<p>5.10. It was confirmed that membership of the Audit Committee had now increased to 6 members.</p> <p>5.11. Governors discussed the importance of how information can be triangulated between SLT and Governors for stronger validation.</p> <p>5.12. It had already been discussed with the internal auditors that more independent checks on the systems that they were appraising should be carried out prior to their opinions being given.</p> <p>5.13. In addition to this, the Chair of Audit proposed that Chairs of specific Committees could join the Audit Committee for meetings when there were clear issues relating to their Committee to resolve. This would likely facilitate a more informed conversation.</p> <p>5.14. Internal audit planning would also be strengthened through more clarity on what will be included in each audit and that this will involve more comprehensive reporting.</p> <p>5.15. The Audit Committee minutes had demonstrated that the Internal Auditors had been suitably challenged to ensure that further internal validation checks would be made going forwards.</p>	
<p>6. Report of the Principal (Decision)</p> <p>6.1. The Principal provided an update to the Governing Body on the start of the new academic year, student enrolment numbers against targets, and strategies for closer working between management and Governors.</p> <p><u>Update on Student Enrolment 2022-23</u></p> <p>6.2. The College had currently enrolled 952 16 to 19 year-old students for the academic year 2022-23 and 1,001 funded learners in total, equating to 23 short of its Education and Skills Funding Agency (ESFA) 16 to 19 allocation of 1,024.</p> <p>6.3. The College continued to enrol late start 16 to 19 year-olds until October half term, and the Vice Principal was planning additional late start courses to attract additional student numbers. However, as the usual attrition rate was 64 students (2021-22) withdrawn before the final allocation numbers are counted (42 days from the start of their course), the Vice Principal was strongly focusing on student retention as a priority.</p> <p>6.4. The College had so far enrolled 1,208 adult students, 15 below the September start curriculum plan target of 1,223. More adult applications were expected in-year, including for HE courses which were currently lagging on recruitment.</p> <p>6.5. Governors requested that the more detailed information, that would usually be found in the termly Academic Committee minutes on recruitment numbers, was expanded on in the September Governing Body meeting reports. This would provide more clarification to Governors on where their focus was currently needed.</p> <p>6.6. A staff utilisation exercise and detailed review of student recruitment against budgets is planned for October 2022, combined with training and support for key managers as the culture continues to shift to devolved integrated budget management.</p>	<p>Principal / Academic (Sep 2023)</p>

<p><u>Student outcomes</u></p> <p>6.7. Student outcomes from the previous year could not be included in the report due to the lack of data. 673 results were still being processed. The Principal acknowledged that serious focus was needed to accelerate the recording of student outcomes to ensure that planning was not impeded.</p> <p>6.8. The pass rate at the College was estimated to be between 81% and 84%.</p> <p><u>Closer Working with Governors</u></p> <p>6.9. At the Full Governing Body meeting on 13th July 2022, Governors discussed the College's position, challenges and areas of elevated risk, and agreed the importance of ensuring, going forwards, that the Board is better informed to support and challenge management.</p> <p>6.10. Details on progress against challenges and areas of elevated risk will be discussed in the Autumn round of Committee meetings and a full update provided at the next Full Board Meeting.</p> <p>6.11. Improvements for regularity, consistency and transparency explored at the Full Governing Body meeting in July include triangulation from the new Governor learning walks and in-person Full Governing Body meetings, as well as more support and scrutiny between Governors and SLT, through Chairs, Vice Chairs and Link Governors.</p> <p><u>Governor Learning Walks</u></p> <p>6.12. Six Governors attended their first Learning Walk, prior to the Governing Body meeting on 28 September. Early feedback was that it was a constructive exercise and staff had particularly enjoyed the process of collaborating with Governors.</p> <p>6.13. It was agreed that feedback to teaching staff should be supportive without being judgemental, given the unfamiliar environment for most Governors. Governors were invited to write a short report of their Learning Walks which the Clerk will forward to the Staff Governor.</p> <p>6.14. As this was a new process for Governors, more guidance would be provided for future Learning Walks, which would take place during Full Governing Body meeting days and, for Link Governors, on other suitable occasions.</p> <p>6.15. Governor, Beryl de Souza, agreed to forward the professional standards guidance, that is used for medical students, to the Vice Principal.</p> <p><u>Link Governors</u></p> <p>6.16. Governors were thanked for their expressions of interest and support with the Link Governors initiative. SLT were exploring how to best utilise the role before further information is shared with Governors.</p> <p><u>SAR Validation Panels</u></p> <p>6.17. As part of the annual College Self-Assessment process, each Head of School collates their own initial Self-Assessment Report (SAR) for the previous academic year (2021-22) which feeds into the final</p>	<p>Completed</p>
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<p>College SAR 2021-22. As part of a review of processes, the College is introducing SAR validation panels, where Heads of School will present their School SAR for discussion and supportive challenge.</p> <p>6.18. In further aiding transparency with the Board, Governors were welcomed to join the SAR Validation Panels planned for 10, 12 and 13 of October, by informing the Clerk, should they wish to gain further insights from Schools.</p>	
<p>7. Twelve Month Management Accounts (Information)</p> <p>7.1. At the year-end, Period 12 (P12), subject to final audit, the College outturn above forecast was £24k, with an operating surplus of £120k against the Flex 3 forecast of £96k.</p> <p>7.2. Cash and short-term investments at the end of July 2022 stood at £5,613k, which equates to 108 cash days.</p> <p>7.3. The College's Financial Health remains 'Good' in line with the Flex 3 forecast.</p> <p><u>Non-Pay expenditure</u></p> <p>7.4. Non-pay expenditure as a percentage of income was 31.4%.</p> <p>7.5. It was explained that, the £60k provision for costs, relating to the sale of the covenant at The Ridgeway (land held by the College), had been provided for in the 2021-22 accounts and will be carried forward in the current 2022-23 financial year</p> <p>7.6. Premises costs had increased by £80k. Negotiations for the 25 years lease at Gunnersbury Park are in its final stages and due to be finalised imminently. However, no rental payment has been made for the past 2 years.</p> <p><u>Mottingham / Crystal Palace</u></p> <p>7.7. Assets under construction for the Mottingham/Crystal Palace project was currently reporting at £676k as at P12, an increase of £29k from the previous month.</p> <p>7.8. These costs are largely made up of project management and planning application fees. Should the project not materialise, all associated costs will have to be written off to the income and expenditure account.</p> <p><u>Debt recovery</u></p> <p>7.9. As at P12, over 90 days' debts had decreased from £604k from the previous month to £311k.</p> <p>7.10. At the beginning of July 2022, a university that the College partners with for HE provision, had paid £311k with a credit note raised for £61k.</p> <p>7.11. A further £66k potential bad debt had been provided to increase the total bad debt provision for the year to £216k.</p> <p><u>Catering</u></p> <p>7.12. As footfall returns to the College, coupled with some small increases in prices, income in this area had increased. During July, there had</p>	

<p>been £12k of income earned. Catering income currently reports at £232k, some £17k above the end of year forecast of £215k. However, expenditure was also ahead by approximately the same amount due to inflationary price increases from suppliers.</p> <p>7.13. Governors suggested that the College made more use of its catering facilities. SLT confirmed that plans were in place to extend its use.</p> <p>7.14. Governor, Beryl de Souza, suggested the use of a local charity food project to provide food provision to students of low-income families. The College already has a bursary system in place; however, the charity information was passed on as this could also provide additional support.</p> <p><u>Adult Education Budget (ESFA and GLA)</u></p> <p>7.15. The College was still planning to outturn within 97% of its ESFA and GLA allocations, including achievements yet to come, and excluding the ring-fenced National Skills Fund. This was based on the assumption of 75% achievement rate and full achievement of the learner support element, including a £1k clawback from the ESFA funding audit.</p> <p>7.16. The College had only been able to deliver £31k from £202k of the National Skills Fund allocation from the GLA due to it requiring very specific provision that the College was unable to deliver within the time frame.</p> <p>7.17. Schedule 1 to be amended to clarify that column 3 is July 2022, rather than 2021.</p> <p>7.18. The Finance Team were thanked for all of the work that they had completed to get the College into this much stronger position.</p>	<p>Completed</p>
<p>8. Update on Nottingham Project (Decision)</p> <p><u>Project Nottingham - Key points of Current Position</u></p> <p>8.1. All queries that arose from the public and statutory consultations have been fully responded to, including ancillary questions.</p> <p>8.2. A significant issue that Transport for London (TfL) had raised was the possibility of a new pedestrian crossing on Nottingham Lane, as it would need to be secured by section 278, which would have time and cost implications.</p> <p>8.3. The College's professional team pushed back hard on this requirement and TfL agreed as:</p> <ul style="list-style-type: none"> a) The accident data did not justify the need for a pedestrian crossing; and b) The incremental increase in learner numbers had been misunderstood by TfL, thus treating the development as a completely new development. <p>8.4. The College had now instructed for RIBA Stage 4 design to proceed.</p> <p>8.5. The full costs of the project will be confirmed to the Estates Committee on 24 November but are expected to within the total</p>	

<p>combined cost of Mottingham/Crystal Palace £8,785,145, which is in line with the original budget approval of £8,890,007.</p> <p>8.6. Governors requested that Fusion clarifies what the contingency costs are. It was agreed that risks will be included in the report to the Estates Committee.</p> <p>8.7. The GLA Development Committee were due to meet on 8 November and final planning decision was expected to be given then, or at an earlier sub-committee.</p> <p>8.8. Depending on when the preferred contractor is confirmed, completion is expected between August and September 2023.</p> <p>8.9. It was clarified that the removal of the glasshouse was already being prepared as its necessity was not project-dependent.</p> <p><u>Proposal for Governance of Project ‘Mottingham’</u></p> <p>8.10. A monthly project update report by Project Sponsor, with input from Fusion, the Project Manager, will be shared with all Governors.</p> <p>8.11. Final planning approval (which may come with additional costs and programme implications), along with the letter of intent and the Issue of Contract, may require Board approval.</p> <p>8.12. The Chair of Governors, with agreement by the Governing Body, agreed to take Chair’s Action based on the Chair of Estates and the Executive Director of Finance’s advice.</p> <p>8.13. Governors expressed their thanks to the Estates Committee and SLT for the good progress that had been made on the project.</p> <p>Resolved to</p> <p>8.14. Agree that the Chair of Governors seeks to take Chair’s Action on any Board decisions relating to Project Mottingham, as required.</p>	<p>Estates (24 Nov 2022)</p>
<p>9. AOB</p> <p>9.1. Governors stressed the current, significant, challenges that the College faces in the pace of change following the pandemic and a change in Principal.</p> <p>9.2. It was acknowledged that the College’s staffing, curriculum, budgeting and systems all required a strong focus.</p> <p>9.3. In terms of staffing, which is a national challenge, a new People Strategy would provide for a root and branch transformation to reflect the current economic and political climate.</p> <p>9.4. Committee papers should clearly reflect that the College has identified and is, therefore, seeking to deal with all known issues.</p> <p>Staff and Student Governors left the meeting.</p>	
<p>10. Brooks Farm (Decision)</p> <p><u>Background to Capel management of Brooks Farm</u></p> <p>10.1. In 2015, the London Borough of Waltham Forest (LBWF) asked for Expressions of Interest for taking on the management of Brooks</p>	<p>Declassified Dec 2022</p>

<p>Farm, Waltham Forest which was at the time under the management of Forest Young Men's Christian Association (FYMCA).</p> <p>10.2. The College's Academic Strategy 2015-2020 included plans to expand the Animal Management and Horticulture provision into east London due to evidence-based predicted demand. At the time, the College was also exploring potential partnerships with Newham College and West Ham Park.</p> <p>10.3. The College felt at the time that Brooks Farm was well situated for penetrating the east London market being in a highly residential area with many local schools and sixth form colleges, and as such represented an opportunity for Capel Manor to bring education and training to an undeveloped market in London at marginal cost.</p> <p>10.4. The College took over management of the farm in April 2016, with courses commencing from September 2016, and holds a 25-year lease and management agreement with the London Borough of Waltham Forest (LBWF) on peppercorn rent.</p> <p>10.5. In 2018 the College renovated additional classroom space at Brooks Farm ('the archway') at a cost of £9,176, and subsequently commenced an additional 3-year lease from Transport for London (TFL) at a current rent of £17k per annum. The current lease commenced October 2021 for 3 years.</p> <p>10.6. There are currently 29 students at Brooks Farm who started in September 2022, 25 of whom are 16-18 year olds and 4 adults (including 2 high needs students). There are 12 staff (7.5 full time equivalent, FTE) inputting to operations at Brooks Farm.</p> <p>10.7. Brooks Farm has a very limited academic offer of Animal Management Level 1 and Level 2. The campus can accommodate 2 groups of students, with a history of recruiting a maximum student number over the last 5 years of 44 FTE.</p> <p>10.8. The limited academic offer results in a poor service to our students which limits opportunities for academic progression and pathways to higher levels of study, with those wishing to progress to a Level 3 course required to attend another campus.</p> <p>10.9. Of the 44 students at Brooks Farm in the academic year 2021-22, 19 of the Level 2 students (61%) progressed to a Level 3 course at Enfield.</p> <p>10.10. Transport links to the Enfield campus are not unreasonable, with the train from Leyton Midland to Turkey Street taking 45 minutes.</p> <p>10.11. Students have in the past travelled to the Enfield campus for their maths and English lessons, and the fact that 19 students travel to Enfield for their Level 3 course in 2022-23, suggests that the Brooks Farm intake is willing to travel to Enfield.</p> <p><u>Current Appraisal of Brooks Farm</u></p> <p>10.12. The Brooks Farm campus can accommodate a maximum of 2 groups of students (44 FTE) in relatively poor teaching facilities, has minimal library or IT facilities, poor access to additional learning support or counselling and mentoring, and poor / lacking recreational or comfort facilities.</p>	
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<p>10.13. There are numerous operational difficulties in running a campus with low student numbers including challenges with exams where students have to travel to Enfield, difficulties in staff cover, split teaching across campuses and diversion of management time.</p> <p>10.14. The original 5-year Financial Forecast from the Business Case was overly optimistic with low staff costs and ambitiously inflated income, including an unrealistic student headcount target of 80 as well as unattainable additional non-curriculum income from a café, gift shop and bookings, and as such still only resulted in a small surplus of £13,257.</p> <p>10.15. The strategy assumed in the original financial appraisal was unattainable and never actively pursued by the College.</p> <p>10.16. The College opens the farm to the public for 15 hours a week, with no charge for entry as stipulated by the lease, no café or gift shop and limited income from bookings (£1,813 per annum). In comparison, Hackney City Farm (less than 5 miles away) opens for 39 hours a week, has a café, manages volunteers and runs workshops.</p> <p>10.17. The College runs the farm at an operating loss, amounting to - £135,695 in the 2021-22 academic year (when maximum student numbers were achieved) and a budgeted operating loss of - £138,053 for 2022-23.</p> <p>10.18. The College needs to save the deficit at Brooks Farm in order to fund our core business, particularly as we face significant challenges including rising utility costs, and staff pay awards.</p> <p>10.19. Brooks Farm has little strategic value as a campus, provides a poor academic experience for students, accounts for less than 1% of student recruitment and is close to the Enfield campus and as such does not represent a significant strategic location in the east of London. It is, therefore, proposed that the Senior team commence conversations with the London Borough of Waltham Forest regarding the challenges we face at Brooks Farm, form an operational group to identify and map out consultations with key stakeholders, and move towards closing the Brooks Farm campus.</p> <p>10.20. If the College closes the Brooks Farm campus at the end of the current academic year (2022-23), in year 1 of closure (academic year 2023-24) the College will retain £230,628 in lagged funding from the Education and Skills Funding Agency (ESFA) for the 16 to 18 year-old Brooks Farm students. The College will also save the majority of the costs, although some closure costs will be incurred including redundancy payments, decant costs and leases. Therefore, in year 1 of closure the College will remove the deficit and likely make a surplus.</p> <p>10.21. In year 2 of closure (academic year 2024-25) the College will face the challenge of retaining the student numbers and associated ESFA funding represented by Brooks Farm recruitment, and its small contribution to meeting the overall College's 16 to 18 recruitment targets.</p> <p><u>Termination of Leases</u></p>	
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<p>10.22. The College's lease and management agreement with LBWF are co-terminus (the termination of the lease immediately terminates the management agreement and vice versa). Neither the lease nor the management agreement make reference to a break clause or notice period.</p> <p>10.23. The LBWF lease states that, 'the Tenant will transfer back to the Landlord free of charge all animals within the Premises'. The College would look to keep the current animals and relocate them to other campuses, or would need to agree, and be satisfied with, arrangements for the ongoing care and welfare of any animals should it be agreed that they return to LBWF on termination of the lease.</p> <p>10.24. The College's lease with TFL for 'the archway' classroom has no break clause and the College will be liable for the remaining lease (<£34,000) with a notice period of 6 months.</p>	
<p><u>Governing Body discussion</u></p> <p>10.25. It was confirmed that the consideration to close Brooks Farm is part of the budgeting strategy, where the Farm is not deemed of strategic value to the College, and where the student experience is not good.</p> <p>10.26. It was recognised that an agreed closure needed to be handled carefully due to the external stakeholders involved and the public's attachment to the Farm.</p> <p>10.27. Although there would be less financial risk if Waltham Forest did contribute financially, the quality issue for students would still remain.</p> <p>10.28. Governors queried whether the Brooks Farm staff (or their hours, for those who split their teaching between campuses) could also be absorbed at the Enfield campus. The animal carer roles already existed at Enfield and the current need to have two groups of staff was one of the financial risks in retaining the Farm. However, the College would endeavour to absorb staff back into Enfield where this was viable. It was also noted that some of Brooks Farm staff were transferred to the College in 2016, so there may be an option for them to be transferred back to Waltham Forest.</p> <p>10.29. In terms of funding income, this was not expected to be impacted until 2024-25 and would depend on whether the students could travel to Enfield, for which a reasonable proportion would be expected to. Further analysis could also include student numbers that derive from the Borough of Waltham Forest, as some students may have already been travelling to get to Brooks Farm.</p> <p>10.30. The staff resource costs for having a higher cohort at Enfield would be absorbed up to the point that class sizes needed to be split.</p> <p>10.31. It had become clear to Governors that, for all its good intent, the College were effectively subsidising the local authority, which it is not funded to do. However, they understood that any negotiations needed to be managed sensitively.</p> <p>10.32. Governors and SLT agreed that it was imperative that any communication with staff and students clarified that the situation at Brooks Farm was not comparable with any of Capel's other</p>	

<p>campuses, whose strategic importance was not in question. The contribution analysis of each campus, as part of the Estates Strategy, would serve to demonstrate this.</p> <p>Paulina Balogun left the meeting.</p> <p>10.33. It was equally important to manage the timing of how staff at the Farm are informed, to ensure that they remain committed to their students until the delivery ends.</p> <p>10.34. Governors discussed how Waltham Forest were likely to welcome back the farm land. Although some felt it was not of value to them, another Governor, who is a counsellor, believed that priorities with local authorities had recently changed and that it may also be in their interests.</p> <p>10.35. The Board felt that this analysis had provided a further lesson learned in adopting more robust feasibility assessments of new sites prior to, and during, the first few years of delivery.</p> <p>10.36. Following a full and broad discussion, the Governing Body agreed that it made sense to remove Brooks Farm as part of Capel's academic delivery, on economic and quality grounds, so that the students would get a better experience at the Enfield campus.</p> <p>Resolved to</p> <p>10.37. Approve the proposal to close the Brooks Farm campus at the end of the 2022-23 academic year.</p>	
<p>11. Date of Next Meeting</p> <p>11.1. The next Full Governing Body and Training will take place on Wednesday 14 December, 2022 from 1600 at the Enfield campus.</p>	

APPROVED MINUTES			
CHAIR:	Roger McClure	DATE:	14 December 2022
APPROVAL:	Remote confirmation: Approved		
	Or signed:		