

**Minutes of the Special Corporation Meeting  
held on Wednesday 18<sup>th</sup> January 2023 at 6.00pm**

**By Microsoft Teams**

**Birmingham Metropolitan College**

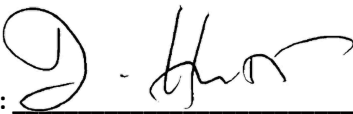
<b>Present</b>	<b>Apologies</b>
Sir Dexter Hutt (DH)	Prof. Prue Huddleston (PH)
Pat Carvalho (PC)	Helen Miles (HM)
Peter Croom (PCR)	Julie Willis (JW)
Hilary Smyth-Allen (HSA)	Afzal Hussain (AH)
Sharon Isaacs (SI)	Alaric Rae (AR)
Roy Priest (RP)	Angela Myers (AM)
Gobinder Gill (GG)	
Christine Tolley (CT)	
Ianthe Wassell (IW)	
<b>In attendance</b>	
Stephen Belling (SB)	
Simon Eaton (SE)	
Fiona Yardley (FY)	
Andrew Crowter (AC)	

<b>Reference</b>	<b>Agenda item</b>
	<b>Welcome</b>
	DH welcomed all present to the meeting.
	<b>Apologies</b>
	Apologies were received from HM, PH, JW, AH, AR and AM
	<b>Declarations of Interest</b>
	No other declarations were received in addition to those contained in the College's Register of Interests.
	<b>Transformation project</b>
	AC presented the report provided to Governors in respect of the proposed award of contracts to McCarthy Associates and Envirotech Building Services following a procurement exercise undertaken by Fellows Construction Consultants ("Fellows"). The proposed contracts related to a capital works programme on the James Watt, Matthew Boulton and Sutton Coldfield Campus enabled by the Further Education Capital Transformation Fund.  AC advised: -

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	<ul style="list-style-type: none"> <li>• Fellows had advised the capital works be divided into 3 separate contracts and what the scoring criteria for the contract awards should be.</li> <li>• The quality of the submissions was assessed by Fellows and then reviewed with the college in a verification meeting.</li> </ul> <p><b>Governor’s Questions and Observations.</b></p> <p><b>1. <i>Are we expecting any unusual, or unduly burdensome, contractual terms with any of the recommended providers? Or expecting them to sub-contract in any way different from what would be usual in a project of this nature/size etc? (HM)</i></b></p> <p>AC advised the JCT standard form of contract was to be used, with amendments recommended by Freeths, the college solicitors. Draft contract documents were included in the invitation-to-tender packs sent to all bidders, and no questions were raised on contract terms throughout the tender periods. Therefore, no unusual contract terms were anticipated. The proposed sub-contract arrangements are what would be expected for a project of this type.</p> <p><b>2. <i>Where works of this nature are carried out, does the College need to budget for ancillary actions/costs that might result and if so, can we do so? (HM)</i></b></p> <p>AC advised there will be costs and fees associated with the project, which will be paid for from the contract budget. The segmented nature of the scope of works means that most elements are not dependant on one another and can be omitted or included at will. This allows the college to decrease the scope as the project develops (e.g., omit areas) if unexpected costs occur elsewhere, and thereby manage the overall budget.</p> <p><b>3. <i>Do we have plans to cope with any disruption to learners and colleagues whilst works are underway? (HM)</i></b></p> <p>AC advised that projects of this size would inevitably lead to some disruption, however, Vice Principals and the Senior Leadership Team (SLT) had been advised that regular planning meetings will be required on each site to ensure planning is maximised and disturbance kept to a minimum. This would typically involve a senior member of the Estates team regularly joining a Vice Principal’s Director’s meeting. Weekly updates in the VP bulletins were a successful method of communication used when the front of MBC was redeveloped, and the intention is to replicate the process for this project.</p> <p><b>4. <i>Were references provided for the recommended contractors? (AR)</i></b></p> <p>AC advised with regards to references, both contractors had previously completed work for the college. Most recently McCarthy Associates completed the £2.7m Further Education Capital Allocation project, a pre-cursor to the contracts now proposed. They also completed the landscaping to the front of Matthew Boulton College last summer. The college’s experiences were positive, with good engagement, planning, consultation, and a high standard of work.</p> <p>Envirotech completed the replacement of the boilers at James Watt College around 2015/16 and the college Estates Site Manager reports a positive experience. More recently they have worked with TEP, the college’s mechanical and electrical consultants on a number of projects, including: the refurbishment of the Dining Hall and Kitchen at Cheltenham College worth £5m, fit out of various office accommodation projects for Gallagher Insurance at 67 Lombard Street, London £3m, AXA House in Ipswich £3.8m, and National Trust’s Packwood House. TEP advise that Envirotech have a wealth of experience in the education sector, working on school projects during term times, and experience of working for Coventry University, University of Worcester and Warwick University. TEP report positively and recommend them as being suitable for the college’s project.</p> <p>References will however be sought.</p>

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	<p><b>5. <i>What due diligence process was followed? (AR)</i></b></p> <p>AC advised financial due diligence was undertaken on both contractors, and whilst the recommended contract values are lower than the college intends to award, our mitigating actions to reduce risk include:</p> <ul style="list-style-type: none"> <li>• Unlike a traditional construction project, the majority of the proposed works do not have dependencies on one another, and therefore if a contractor were to fail at some point in the project, it is unlikely a new contractor would need to rely significantly upon work carried out by the failed firm.</li> <li>• All works will be valued and certified by independent cost consultants prior to contractors raising their invoice, and as part of this a retention is held.</li> <li>• Only works completed or goods delivered to a college site are included in the monthly valuations.</li> <li>• Pre-payment for goods or services is not included in the contract.</li> <li>• The college is committed to ensure prompt payment of invoices to prevent contractor cashflow issues</li> </ul> <p><b>6. <i>How will issues relating to subcontractors be resolved? (PH)</i></b></p> <p>AC advised the main contractor would be required to deal with any issues arising from subcontractors. College is liaising with McCarthy's about a 5-year insurance</p> <p><b>7. <i>Will there be any commercial gain to the college by a contractor being awarded to contracts? HSA</i></b></p> <p>AC confirmed the submissions were made with pricing based on being awarded two contracts. s</p> <p><b>8.</b> Due process and detailed consideration of contract values appears to have been done (HSA)</p> <p><b>9. <i>How confident are we in the prices submitted given the wide range of submissions ?(DH)</i></b></p> <p>AC advised that due diligence work had been undertaken in respect of all submissions and the college's advisers are as confident as is possible within the construction industry.</p> <p>SE advised that confidence was also being drawn from the previous work undertaken by McCarthy's, it being an established local company with a 50- year track record.</p> <p><b>10. <i>How will disruption during the exam period be managed? (GG)</i></b></p> <p>AC advised the order of works was being planned in collaboration with the Vice Principals and SLT. Historically McCarthy's provided weekly updates on planned work and are expected to do so in relation to this contract. Briefings will also be published on the Learners' Landing Page</p> <p>SB advised that AM, JW , PH and HM had reviewed the report, raised questions which had been answered satisfactorily by AC and were in support of the proposal to award contracts as recommended.</p> <p><b>IT WAS RESOLVED THAT</b></p> <p><b>22/23:39</b></p> <p>The Builders Work contract with a value of £3,074,110 be awarded to McCarthy Associates.</p>

Reference	Agenda item
	<p><b>22/23 :40</b></p> <p>The Window Replacement contract with a value of £3,145,228 be awarded to McCarthy Associates.</p> <p><b>22/23: 41</b></p> <p>The Mechanical and Electrical contract with a value of £3,362, 860 be awarded to Envirotech Building Services.</p>
Item 2	Any Other Business
	<p>PC advised Governors that: -</p> <ul style="list-style-type: none"> <li>• a serious incident between students had taken place at Sutton Coldfield on 17<sup>th</sup> June.</li> <li>• No physical injuries had been sustained.</li> <li>• CCTV recordings had enabled swift action to be taken</li> <li>• Police had made arrests and were of the view that this had been an isolated incident.</li> <li>• Students had been suspended</li> <li>• The College was able to respond in a clear and measured way which has been noted by the police.</li> <li>• Urgent measures have been taken to address concerns.</li> <li>• Updates would be provided to SI ( Link Governor) and DH to assure Governors that matters were in hand.</li> </ul>

Signed: 

Chair: Dexter Hutt