MINUTES OF THE CORPORATION MEETING (no.187)

HELD ON 8 JULY 2025 AT 6.00 PM IN THE BROOKE AND BROADBELT MEETING ROOMS and VIA MICROSOFT TEAMS

Present:	J. Booker (Chair), M. Bagley, D. Clayton, S. Collinge, S. Gerrard, B. Godby, W. Johnson (Principal and Chief Executive), A. Jones (via Microsoft Teams), A. Massey, R. Morris, T. Narey, (via Microsoft Teams), R. Newton-Syms and R. Wallace.
In Attendance:	J. Sherrington (Vice Principal & Deputy Chief Executive)
	D. Stewart (Deputy Principal, Education)
	A. Roberts (Executive Director of People) (part of time)
	Anne-Marie Nixon (Interim Director of Governance)

37. <u>Chair's Welcome and Opening Remarks</u>

37.1 The Chair welcomed all present to the meeting and, in noting that this was the last meeting of the Board for the academic year, thanked all members and officers for their work during the academic year 2024-25.

37.2 The Chair sought and obtained the Corporation's permission to change the order of business and consider the Confidential Agenda first after the standing items on the public agenda.

38. <u>Attendance of College Management</u>

Submitted: Extract from Section 13 of the current Standing Orders (previously circulated and copy attached to Official Minutes)

38.1 The Corporation noted the contents of the extract, and it was:

<u>Resolved</u> – that: the College Management Staff be invited to attend the meeting.

39. <u>Apologies for Absence</u>

Apologies for absence were received and accepted from Ms. Townsley.

The Corporation noted that the student governors had finished for the academic year, and new student governors would be appointed as soon as possible in the Autumn term.

40. Declarations of Interest

40.1 **Ms. Booker and Mr. Wallace declared interests in agenda item 10 – appointment of Chair and Vice Chair of the Corporation for 2025-26. All other members and officers present declared that they had no interests, personal, fiduciary or otherwise in any of the business on the agenda for the public meeting.**

41. Minutes of the Corporation Meeting (no. 186) held on 10 June 2025

Submitted: Minutes of the Meeting held on 10 June 2025 (previously circulated and copy attached to Official Minutes).

41.1 During discussion a member reported that an amendment was needed to the spelling of a name and Ms. Nixon undertook to correct the record before the minutes were signed.

Resolved – that:

a) **the minutes of the meeting held on 10 June 2025 be approved as a correct record, subject to the identified spelling correction;**
b) **the amended minutes be signed by the Chair.**

The Corporation moved to the Confidential Agenda at 6.15 p.m. and returned to the main agenda at 7.59 p.m. Ms. Roberts left the confidential meeting at 7.51 p.m. and did not return to the public meeting.

53. Report from the Audit and Governance Committee held on 3 June 2025

Submitted Report from the Audit and Governance Committee held on 3 June 2025 (previously circulated and copy attached to Official Minutes).

53.1 Mr. Wallace guided the Board through the detailed account of the reports considered by the Committee, highlighting the following key points:

a) The Committee had received and noted the latest updates to guidance on the completion of the Final Accounts and audit protocols and that the latest good practice guidance relating to novel, contentious and repercussive transactions had been integrated into the College's Financial Regulations.

b) The Committee had reviewed the proposed Annual Plan for the Financial Statements Audit and Regularity Audit and recommended that the Corporation approve the Annual Plan for the Financial Statements and Regularity Audit and the fees of £44,525 as detailed in the report.

c) The Committee had noted that the Marketing Audit Report had been considered at the last meeting and had been revised and resubmitted in response to members' recommendations. The Committee was satisfied that the revisions had fulfilled the requests made at the previous meeting and that the recommendations were being closely monitored and progress would be reported through the regular report to the Committee.

d) The Committee had reviewed the Internal Audit Follow Up Report and had noted that of the 11 recommendations made in the previous year, 8 had been implemented and 3 were outstanding. The outstanding recommendations related to level 3 recommendations from the Safeguarding, Cyber Security and Estates Management Audits. The Committee sought and obtained assurance from senior managers that the revised timetable for the full implementation would be achieved. The safeguarding recommendation related to the internal working group's terms of reference and did not affect the daily operation of safeguarding management, nor did it increase the risk to safeguarding at the College. Members highlighted the importance of timely completion of agreed audit actions and noted that some additional audit and reporting-related training needs had been identified for new managers and would be addressed.

e) The Committee had reviewed the Estates Management, HR and Payroll, Subcontractor Controls and EDI Internal Audit Reports and had questioned the findings as detailed in the report. Reference was made to the need for all governors to complete the necessary EDI training as soon as possible.

f) With reference to the Internal Audit Annual report for 2024-25, the Committee had noted that thirty-two days of audit activity had been completed as planned. The Internal Auditors (Tiaa) was satisfied that, for the areas reviewed during the year, the College had reasonable and effective risk management processes in place. The Committee noted that of the 6 reviews, 3 had resulted in substantial assurance and 3 had resulted in reasonable assurance. There had been no reviews resulting in limited assurance.

g) During discussion of the Follow Up of Internal Audit Recommendations 2023/24 and 2024/25, the Committee noted the progress made, however it had highlighted the need to improve timeliness and had reiterated the need for closer monitoring of outstanding recommendations and evidence provided by managers responsible for implementing agreed recommendations.
h) The Committee had noted the detailed commentary attached to actions arising from the Funding Assurance Audit conducted by Wylie and Bisset and the number of completed actions.
i) The Committee was pleased to note that all data returns had been submitted on time, in accordance with the detailed schedule for the year.
j) During discussion of the Governance Update, the Committee had been advised that curriculum staff were arranging the recruitment process. The Committee agreed to the suggestion that in future both student governors should be appointed to the Quality and Standards Committee to inform discussion of the student voice. Members had highlighted the need to promote and improve student governor participation and engagement in meetings.
k) The Governance Quality Improvement Plan would be updated for 2025-26.
l) The Committee was recommending that the Corporation approve the schedule of Corporation and Committee meetings as prepared for 2025-26 and attached to this agenda and had agreed a detailed schedule of business for this Committee for 2025-26.

Resolved – that:

a) the report from Audit and Governance Committee be accepted:
b) the proposed Annual Plan for the Financial Statements Audit and Regularity Audit and the fees of £44,525 be approved as detailed in the report.

54. Report from the Quality and Standards Committee held on 17 June 2025

Submitted Report from the Quality and Standards Committee held on 17 June 2025 (previously circulated and copy attached to Official Minutes).

54.1 Ms. Jones drew attention to the detailed account of the meeting as provided in the report, highlighting the progress being made, as evidenced in detailed in-year data reports on FE, HE, Apprenticeships and Skills and Subcontracting and Adults. Ms. Jones reported that the senior managers had provided assurance about data accuracy.

54.2 With reference to the Quality Improvement Plan 2024-25, the Committee had supported the key recommendations in the report to enable the College Quality Improvement Plan to be re-written using the new 'Quality Risk Assessment' process which added urgency, focus and clarity to the quality issues the College was facing. The Committee accepted the QIPs as a 'current position' and authorised the Executive Director of Quality and Deputy Principal Education to write the QRA in line with this year's triangulated quality data: Observed Quality, Student Voice, and Collected Data.

54.3 In reviewing the detailed progress against targets, members noted that there had been some very ambitious targets and whilst these had not been fully achieved, significant progress had been made. Members acknowledged that the QIP had been designed as a post inspection action plan and highlighted the benefit of the new QRA process.

54.4 The Committee had conducted a detailed review of the Quality of Education as detailed in the report. With reference to key areas for improvement, Members noted the following points:

- A significant number of staff (35) still required follow-up learning walks to ensure that they were capable of meeting expectations for teaching and learning.
- There had been downturns in some key areas in the quality of education survey. Learners' positive responses had declined in feeling that they were being well prepared for their next steps (-7.3pp), enjoying being a student at the college (-6.77pp), feeling safe at the college (-2.88pp). This would be analysed further.
- Data surrounding the completion of CPD and the ongoing tracking and monitoring of CPD needed to improve to ensure that CPD represented good value for money and was effective in improving quality.

54.5 During discussion the Committee had questioned the timeliness of performance management and was advised that there was further work to do, including staff training, to ensure that the plans were clear, accessible and had SMART targets. The Committee had also noted senior managers' commitment to improving timeliness and the progress made to date.

54.6 With reference to the FREDIE Action Plan 2024-25, the Committee had received a detailed progress report on the equality strategy and outcomes, noting that this plan was for the calendar year, rather than the academic year. The Committee requested that the new FREDIE action plan, (which would align with the new Strategic Plan), be based on the academic year.

54.7 Reference was made to the progress in relation to the behaviour policy being embedded across the College and that curriculum CPD was delivered weekly, with trauma informed working included in this cycle.

54.8 The Committee had considered a detailed Child Protection and Safeguarding In-Year Report and had noted that the College met all statutory requirements, and the new staffing structure was working well. Ms. Jones confirmed that there had been a detailed account of the key strengths and areas for further development, which the Committee would continue to monitor.

54.9 Ms. Jones stated that the Committee's schedule of business had been approved for 2025-26.

<u>Resolved</u> – that the detailed report from Quality and Standards Committee on 24 June 2025 be accepted.

55. <u>Report from the Finance and Resources Committee held on 25 June 2025</u>

Submitted: Report from the Finance and Resources Committee meeting held on 25 June 2025 (previously circulated and copy attached to Official Minutes)

55.1 Ms. Collinge invited the Corporation to take the report as read, highlighting that the public meeting had been relatively short and had approved the FE Bursary Fund Policy as detailed in the report. There had also been scrutiny and challenge of the Health and Safety Report (which had been previously discussed by the Corporation as part of the confidential risk register review).

55.2 Ms. Collinge confirmed that the Committee had approved the detailed schedule of business for 2025-26, which included governor training and the opportunity to review reporting priorities at the start of the academic year.

<u>Resolved</u> – that the report from Finance and Resources Committee be accepted.

56. **<u>Appointment of Chair and Vice Chair of the Corporation for 2025-26</u>**

In accordance with the declarations made at the start of the meeting, Ms. Booker and Mr. Wallace withdrew from the meeting at 8.07 p.m.

56.1 Ms. Nixon reported that there had been no other nominations received for the positions of Chair and Vice Chair of the Corporation. On being put to a vote, it was unanimously

<u>Resolved</u> – that:

a) **Ms. Booker be reappointed as Chair of the Corporation for the 2025-26 academic year;**
b) **Mr. Wallace be reappointed as Vice Chair of the Corporation for the academic year 2025-26.**

Ms. Booker and Mr. Wallace returned to the meeting and accepted the positions of Chair and Vice Chair respectively.

57. **<u>Governance Update – Instrument and Articles Changes re Student Governors and Quorum</u>**

Submitted: Eversheds Briefing Note – Student Members and Quoracy Provision in the Instrument and Articles Of Government and Correspondence from the DfE dated 17 June 2025 (previously circulated and copy attached to Official Minutes).

57.1 Ms. Nixon introduced the report and correspondence, highlighting that the issue of student governors voting on financial matters had been debated for some time and there had been discussions with the Association of Colleges and legal advice before the outcome described in the letter from the DfE. Ms. Nixon advised the Corporation of the need to accept the position of the DfE and make the necessary changes to the Instrument and Articles. The Corporation supported this recommendation.

<u>Resolved</u> – that Ms. Nixon be authorised to make the necessary changes to the Instrument and Articles of Government.

58. **<u>Governance Administration and Planning</u>**

Submitted: Reports of the Director of Governance (previously circulated and copy attached to Official Minutes).

58.1 Ms. Nixon guided members through the proposed schedule of meetings for 2025-26 as reviewed by Audit and Governance Committee, with one amendment being made to include a Special Meeting of Audit and Governance Committee in September.

58.2 Members welcomed the proposed Training Schedule for 2025-26, including the provision for some student-led training.

Resolved – that:

a) **the 2025-26 schedule of meetings be approved, with the September date for the Special Meeting of Audit and Governance Committee to be confirmed with the Chair of the Committee;**
b) **any proposed amendments to the schedule of meetings must have approval in advance from the Chair and / or relevant Committee Chair;**
c) **the Training Schedule be approved, with any proposed amendments requiring the approval of the Chair and / or the relevant Committee Chair.**

The Corporation moved to the strictly confidential agenda at 8.10 p.m. Ms. Clayton and Mr. Massey left the meeting at 8.10 p.m.

Anne-Marie Nixon

Interim Director of Governance

22 July 2025