



WEST NOTTINGHAMSHIRE COLLEGE
FINANCE & ESTATES COMMITTEE

Minutes of the meeting of the Finance and Estates Committee held via MS Teams on Wednesday 2nd October 2025 at 17:00

GOVERNORS PRESENT: Edward Rawson, Chair
 Paul Wheeler, Vice Chair
 Andrew Cropley, Principal and Chief Executive Officer

ALSO IN ATTENDANCE: Jon Fearon, Finance Director
 Gavin Peake, Director: IT, Estates and Learning Resources
 Eloise Hopkinson, Head of Governance
 Sian Geeson, Director: Human Resources and Organisational Development (until 17:35)


- 1 **APPOINTMENT OF THE COMMITTEE CHAIR FOR 2025/26**
 The committee members were happy to nominate and appoint Edward Rawson as the committee chair for the academic year.

 AGREED: to approve Edward Rawson as the Finance and Estates Committee chair for 2025/26.
- 2 **DECLARATIONS OF INTEREST**
 The chair reminded everyone present to declare any interests that they may have on agenda items scheduled for discussion. Standing declarations were noted.
- 3 **WELCOME, INTRODUCTIONS AND APOLOGIES FOR ABSENCE**
 Apologies were received from Kudzai Muzangaza.
- 4 **MINUTES OF THE MEETING HELD ON 2ND JULY 2025**
 The minutes were reviewed and it was agreed that they were an accurate record of discussions.

 AGREED: to approve the minutes of the meeting held on 2nd July 2025.

 There were no matters arising.
- 5 **ACTION PROGRESS REPORT**
 Referring to the action concerning energy price forecasting, the finance director displayed the information within the meeting and also forwarded it to the head of governance to circulate to the committee. He explained

ACTION by whom	DATE by when

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that the current purchase and procured prices showing forward purchases for winter 2025 through to 2027 indicate that there should not be a large spike between one period and another, although he noted that there is always an increase to gas prices in winter. The document also shows how much of the college's energy is forward purchased and the prices secured for it, providing a fair amount of security in relation to electricity prices up to September 2026 and gas prices up to March 2027. This information is now being shared with the management accounting team to ensure that any potential significant price increases can be noted in advance. However, for now, this forecast provides confidence that any large increases are some distance away.

The committee members were happy to note the content of the update provided.

6 JULY 2025 MANAGEMENT ACCOUNTS (DRAFT)

The finance director presented the management accounts for July 2025, focusing on the following key points:

- A possible payroll allowance to cover a £150 bonus has been built into the 2024/25 accounts. The finance director has tried to make it clear that the recommendation to pay this bonus is reliant on the college hitting performance targets. The draft EBITDA for the year to 31st July 2025 is £1,974k, which is £22k favourable to the original budget of £1,951k and £373k favourable to the forecast outturn of £1,601k. This is subject to the audited financial statements.
- The college has achieved strong performance in apprenticeships and adult skills, so it has been possible to strengthen the forecast with extra revenue and in addition to other operational savings (such as the reduction in the energy bill). On this basis, the finance director asked the committee to recommend that the Corporation Board approve for all staff to receive a £150 bonus. One governor noted that the EBITDA figure within the scorecard was different to that at the top of the page. This was noted as an error, and the finance director indicated that it would be corrected within the version uploaded for October's board meeting.
- A fair cash position has been maintained throughout the year, and the college remains in good financial health.
- The college has been on top of bringing achievements in to ensure that the data looks as strong as possible, with substantial movements made in terms of apprenticeship data.
- Retention also improved by 5%-6%, generating more income.

Governors agreed that this presented a very good set of results.

The finance director indicated that the college had underspent on pay at the start of the year. He also believed that student numbers would result in a significant increase to funding in-year, but this could not yet be guaranteed. The college was 350 learners above the funded position.

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However, it was noted that it would be very difficult to grow student numbers without also increasing staff recruitment, which would create increased staff costs.

The HR director provided an update on staff pay, including correspondence from the union. UCU has declared a trade dispute, with WNC being one of 77 colleges which received the same letter. In respect of this, the support pay offer was accepted by Unison yesterday and will be applicable from 1st October 2025. UCU has been in communication with the HR director since sending the letter, and representatives and members were meeting during the afternoon of 2nd October. In order to meet the deadline for payroll processing, the union had been asked to respond to the college's final pay offer for teaching staff by 3rd October. Alongside the pay offer presented, the college has asked that the trade dispute be abandoned. The HR director was hopeful that the offer would be accepted. The Executives feel that the offer was fair – the majority of teachers are at the top of the scale and will receive over 4%. For those who are still receiving increments, this could be up to 16-19% in total.

One governor asked whether any part of this pay offer would go outside the budget, and it was explained that one compromise had been made. In the original structure, the college had tried to differentiate between teachers of 16-18s and teachers of adults. However, this was a huge bone of contention for the union and, when looking into this further, it was identified that only eight people would be excluded from the higher level of pay if this rule were applied. Therefore, it was decided that this condition should be removed. The impact of this will be around £18k a year, which was noted to be minimal when considering such large sums as the college's pay budget.

The finance director indicated that the college had desired to create a strategic differentiation to align with the fact that the benchmark for teachers of adult learners is against private providers, whereas the benchmark for teachers of 16-18-year-olds is against schools. However, this has been achieved in a different way by employing delivery staff within community-based provision through VBSS as tutors rather than through the college as teachers. Adults who are engaged in more complicated learning are often mixed with 16-18-year-olds, so those teachers would be eligible to access the increased funding intended to close the gaps between colleges and schools. In short, a small compromise has been made, but this will hopefully have a big impact and will help to avoid a trade dispute, which would definitely have happened if the college hadn't made this compromise.

In response to a question from one governor, the HR director indicated that the college does not know how many of its employees are members of UCU. This is not information which the union is willing to disclose. However, it is felt that this is a low number.

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Governors asked what the worst-case scenario would be following today's union meeting. The principal explained that union members could go on strike; however, a number of conditions have to be met for this to be the outcome (i.e. 50% members have to vote in the ballot, and at least 50% of these must vote in favour of strike action).

The letter from the unions also covers workload and the matter of a national pay review. The union conducted a survey of its members over the summer term, but details of the survey and outcomes have not been disclosed. The principal has spoken openly to staff via the weekly briefing to inform them why striking would not help and why the college cannot afford a 10% pay rise, so he was hopeful that members will have taken this on board and will feed this back to the trade union.

For support pay, the challenge is that it looked like inflation would be around 2.5% when the finance director was initially setting the college's budget, but this prediction has now risen. The inflation rate usually forms the benchmark for the National Minimum Wage, and the college will not know for sure how much the latter will increase by until the government has released the Budget. This inevitable increase will potentially cause issues with differentiation between bands. The lowest pay points have already moved to an April review date, but this may have to be repeated with a number of other pay points. Not only is erosion of pay differentiation often raised as an issue by staff as the National Minimum Wage increases, but, by April, there should also be more information about final student numbers and any potential in-year funding.

In relation to the pay position, the finance director indicated that actual to date was £5,435k, which was £600k higher than the previous year. However, the budget was £5,532k. The finance director had tried to front-end the savings, and two thirds of contingency saving were made within the first two months. There is capacity for increased pay costs in future months, so it is important that this remains on-track and does not go out of control.

One governor noted that temporary and sessional teaching appears to be accrued to budget. The finance director indicated that this allocation is high and presents a pessimistic view. He indicated that this would fluctuate over time but had probably been overstated. He assured governors that this was not a point concern at this time.

AGREED: to note the content of the update provided.

7 **2024/25 YEAREND ACCOUNTS (DRAFT)**

The finance director drew governors' attention to the following key messages:

- Final student numbers will be determined by R14. The college has been successful in securing strong student recruitment. Although there have been quite a few withdrawals, reasons for these have

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been identified.

- It remains clear that strategic decisions made in relation to resourcing growth have paid off.
- There will be an adjustment to in-year funding growth. The finance director has made an estimate, including an allowance for an element of repayment to the Department for Education.
- The EBITDA is in a positive position and represents a good outturn for the college considering that the growth was not fully funded.
- Apprenticeship income has been good.
- The annual accounts will aim to make the new facilities and investment a focal point. Good news stories and imagery will be included to promote the college's facilities and further drive the college's growth.
- Growth this year is anticipated to be around 350 students, carrying a prudent estimate of £1m additional revenue. The more accessible the college's offer becomes, the more former withdrawals might be attracted back in future years.
- There are no issues in relation to accounting judgments. However, a question may arise due to an issue within the actuary's pension report relating to how the movement in balances has been presented. The finance director was hopeful that the college's auditors will work through this with the actuary rather than this needing to be included as a comment within the accounts.
- No issues have been raised so far from the audit, and this is now in the testing phase and making good progress.
- A lot of effort is being made to capture the positivity in relation to growth and achievements.

The vice chair observed that the acquirement of the Old Brewery has been referenced a few times within the key messages, but this was also mentioned within the previous year's accounts. It was agreed that, instead, the message should be that the Old Brewery was now operational, and there should be more focus on the developments at Chesterfield Road. Governors agreed that it makes good sense to refer to these investments, and they asked that photographs be included. The finance director will organise these updates for the final version of the accounts.

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Nov 2025

Governors shared their support and a positive message of thanks to the team for a strong set of draft annual accounts.

A final point from the finance director was that growth will be supercharged over the next few years, and colleges need to be ready to react to funding and other opportunities as they arise.

AGREED: to note the content of the update provided.

8

NTU LEASE VARIATION

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The finance director provided a verbal update, explaining that the university originally rented two buildings from the college under one master lease. This was later split into two and then a third and fourth section of the estate were released to the university. At that point, no lease was put in place as the university wanted to consolidate all four areas into one document. However, the finance director has realised that a drafting error has made it into the sub-leases, and he is now in conversation with NTU to address this. The discrepancy includes a double discount which could be used to subsidise the rent review, with a £38k difference between the best- and worst-case scenarios.

The finance director explained that, technically, this drafting error could create a substantial saving for the university. However, this would only last until the new rent review. The lease states that the university would not pay the first 10% of any inflationary increase, and inflation has been quite high since this was signed. Therefore, the inflationary increase should be 17% but the second application of the term brings this down to 7%. It is quite clear that this was an error when comparing the later leases to the master lease. The finance director indicated that the tone of the conversation suggests that the university is willing to acknowledge that there is a blatant error.

The amended lease will be taken to the board for approval. The rent review is currently on hold until new lease and correct agreement are in place and the incorrect clauses have been dismissed.

Governors asked for the sum of the risk in the worst-case scenario, and this was confirmed to be £190k. However, the finance director and principal were both confident that the university will not push for this.

AGREED: to note the content of the update provided.

9 BALANCED SCORECARD ITEMS AND ANNUAL KPIS

The finance director indicated that he was not planning to change any of the finance KPIs for 2025/26, and the full scorecard with new targets would be taken to the Corporation Board on 16th October.

AGREED: to note the content of the verbal update provided.

10 RISK REPORT

The head of governance presented the committee-relevant closed risks for 2024/25 and the new risk register for 2025/26 for the committee to note and discuss. Key points highlighted were as follows:

- The risk register for 2024/25 was closed off by the Executive team at their final team meeting of the academic year.
- Five new risks under this committee's oversight have been added to the risk register for 2025/26.
- There are five relevant red risks. Two of these are new for this

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academic year, and one – cybersecurity – has been on the risk register for five years. The committee has discussed this risk in detail in the past, and justification has been provided for its longstanding position as a red risk.

- Five risks under this committee’s oversight were not rolled into 2025/26 from the previous academic year as they were deemed to have been mitigated or were absorbed into other risks.
- Two new risk appetite areas have been added, one of which – fraud – has relevance to this committee. This has been added as a particular focus following the introduction of the Economic Crime and Corporate Transparency Act 2023.
- Following feedback from governors in June 2025, an exercise is underway to make the risk register and, particularly, the covering reports more useful for governors in the future. The head of governance will work with governors and the Executive team to strengthen these documents. Two members of the committee have already offered their support in relation to this piece of work, and comments and suggestions have already been put forward for implementation in later reports.

One governor raised a query as to whether the gross risk score (16) and residual risk score (20) for the Portland Square capital risk should be the other way around, particularly as the direction of travel now indicated that the risk was stable. The director: IT, estates and learning resources clarified that the situation became worse than ever, which caused the residual risk score to increase above the gross. However, it has now stabilised and may be reduced once again at the next risk review.

The governor also raised a query in respect of the finance risk relating to growth, as the residual risk rating indicated that this should still be amber. The head of governance explained that this was a mistake and would be corrected within the master copy of the risk register.

The vice chair was pleased to note that fraud had been added as an area of risk and appetite, but he was concerned that it had been RAG-rated amber. He indicated that this suggested there was a problem. The finance director explained that the college is planning to go through its relevant processes, strategies, policies and procedures to be sure adequate protection is in place. Once this work has been completed, the risk rating will probably reduce. He confirmed that the Audit Committee, along with the auditor, had a very good discussion about this and all were assured by this approach. The critical thing is ensuring that robust procedures are in place to safeguard against fraud, as these are the best defence the college has.

The vice chair asked whether the college is insured in relation to instances of fraud. The finance director confirmed that it is, to an extent, and he agreed to speak to the insurers to seek clarity around where the liability ends and what the insurance does and does not cover – e.g. whether it

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would cover legal defence in the event of a claim. The effectiveness of the college's controls is the key issue, but the vice chair noted that insurance is not referenced in any of the mitigation, and he suggested that this should be added. The finance director will clarify this with the insurers and will then review whether this should then be mentioned in the risk register.

A reporting format was suggested to be taken forward, and the head of governance will incorporate this into her work on reviewing the risk register.

Head of
Gov.

Dec 2025

AGREED: to note the content of the update provided.

11 BAD DEBT/WRITE-OFFS

The finance director informed the committee that there have been no cases of bad debt or write-offs.

AGREED: to note the content of the verbal update provided.

12 EXPENSES POLICY (STAFF) ERROR: ELECTRIC CAR PAYMENTS

The finance director informed the committee of a processing error in respect of mileage paid to electric car owners. He advised that the policy does not describe a difference in the expenses value between electric cars and diesel/petrol. However, a number of staff have been underpaid their mileage claims, and it is proposed to put this right for the past three years' claims. He indicated that this only affects three or four staff members, but they have been paid 12p per mile rather than 45p.

He reiterated that the policy itself does not need correcting; therefore, he is seeking to inform the committee of the error and does not need approval of a policy change.

It was also clarified that the reimbursement of 12p per mile only applies when using a company car and is not to cover the use of employees' own vehicles. The college did not intend to disadvantage anyone: this was a genuine error which will now be rectified.

Governors were content to note this update.

AGREED: to note the content of the update provided.

13 SUBCONTRACTING UPDATE

The finance director presented an update in relation to subcontracting activity and proposals for 2025/26:

- The allocation to White Rose to be reduced to £100k to reflect last year's activity. The finance director informed the committee that there was some ongoing discussion about which legal entity the college should contract with, as this could be White Rose,

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Learning Curve, or London Hairdressing Academy. The finance director was seeking to obtain clarity on this prior to October's board meeting. It is important that the college uses the correct UKPRN for each learner, as this is related to Ofsted and is how the activity is tracked. He had noted that some learners were identified through Learning Curve's UKPRN. He indicated that he would clarify this to the board and seek approval for this contract as soon as possible.

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- The college was proposing to introduce Cidori as a provider. This company is a key local provider of DWP services, and working with Cidori aligns more of the college's allocation with supporting adults into work. He advised that this would operate as a recruitment model on a franchise basis, with the college delivering the learning and providing the certification. Cidori would be paid to filter the learners through the Jobcentre and into the college. The finance director indicated that the first action would be to run a very small pilot. If this proves to be successful, board approval will be sought in relation to a longer-term contract. He assured governors that Cidori has a really good track record of getting learners into work, and the company has good partnerships with employers and agencies. The college does not currently have the capability to manage this sort of arrangement itself, and so having a company like Cidori in place is the only way to access this. He reiterated that he was not currently seeking approval of the larger sum detailed within the report, as the aim would be to start off with the aforementioned smaller pilot.
- There was a recommendation to work with Nottingham Forest Community Trust to run a sports engagement pilot in the community. This was for a small pilot sum of £25k.

Governors were asked to comment on the proposals for 2025/26 and, if appropriate, to recommend them to the Corporation Board for approval.

In response to a challenge from the vice chair, the finance director confirmed that thorough due diligence would be carried out in relation to Cidori. It was noted to be beneficial that the college would provide the teaching, as this creates a much lower risk and gives the college a lot more control. The finance director indicated that the first activity would be a teaching assistant programme. There is a construction offer available, but the finance director explained that the college wanted to redesign this to ensure that it provides learners with hands-on experience of tools.

AGREED:

- to note the content of the update
- to approve the subcontracted values for 2025/26 as follows:
 - White Rose – £100k
 - Nottingham Forest in the Community – £25k.

14 **CAPITAL PROJECTS AND ESTATES REPORT**

Signed:  Chair

Date: 27/11/25

The director: IT, estates and learning resources presented the Property Strategy 2025-2030, followed by a detailed update in relation to ongoing capital projects and estates matters.

Property Strategy 2025-2030

- When the previous strategy was first drafted, the college had four sites. At the introduction of the 2025-2030 strategy, it has ten and is working on opening the eleventh in February 2026.
- The director explained that the freehold sites are those which the college is most likely to retain permanently, and the leasehold sites are those which are most likely to be disposed of as the demographic falls.
- There has been a focus on squeezing the capacity of all sites, in part by taking out poorly used and wasted space. Large, extended corridors have been removed and staff rooms merged to create more efficient teaching spaces. Classrooms now take at least 26 learners, with the most recent additions taking 32.
- This has not been easy to achieve, but the utilisation statistics show the level of success.
- The college's dining space has now filled, so there is no longer an aim to reduce this. Instead, additional canteens have been introduced to reduce queues.
- One aim which was not achieved relates to the sports hall. This was a vanity project designed for national competitions, and it is not right size for the college's curriculum. However, there is nothing to be done about this without spending a large amount of money. Therefore, this space is now hired to externals outside of college hours, meaning that the space generates revenue during evenings and weekends.
- The director will work on new utilisation numbers to present in November. He indicated that utilisation was good, but he would expect this to drop considering that the college has moved forward in acquiring additional space to take the expected demographic increases over the next few years.

The vice chair noted that the usage for Chesterfield Road was only 26%, and he asked whether this would increase. The director confirmed that it may do so slightly, but the site will hold a lot more students than it currently has. However, he indicated that some A-Level groups are already using the newly built Mansfield Ambition Exchange on the site. Numbers are growing and class sizes are being increased to increase teaching efficiency. The finance director indicated that the college has moved other curriculum areas into Chesterfield Road: e.g. some building services and business programmes have been placed there. Governors were assured by this, and the director: IT, estates and learning resources continued with his report.

- The estate is expanding to cope with increasing student numbers, but part of the challenge is accurately calculating – sometimes

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years in advance – how many students might be expected. The most accurate numbers come from the census data, but there is also anecdotal information from local primary schools, shared by the district council. This latter information suggests that primary school pupil numbers are supposed to be decreasing from 2025/26.

- The majority of new centres are now being acquired on a leasehold basis. The college is trying to tie leases and break clauses to when the demographic decline is anticipated, hopefully enabling decisions to be made at key points.
- However, the numbers provided through census data and anecdotally do not account for anything the near college's recent actual growth. Part of this could be that more students than before are choosing to enrol to the college rather than their local sixth form, and the college's retention has improved. Furthermore, a number of sixth forms have closed recently. Finally, there have been some significant housing developments locally which will have increased the number of local residents.
- In respect of the estates condition, 'A' is pristine, and this grading only lasts for five years. The target is to achieve condition B across the estate, and the majority of the college's buildings are in that condition. There are clear plans around how to move forward with those small parts that are below condition B.
- Given the levels of uncertainty and the fact that only 50% of the college's growth has been due to demographics, the challenge is deciding where space will be needed. The director was confident that provisions were in place to accommodate growth for 2026 and possibly 2027. After this, he was less certain.
- Many of the developments have been carried out using grant money, without which these changes would have been unaffordable (particularly the more expensive, specialised areas). Past 2027, the college may need to make difficult decisions on where the growth should be. Unless another source of funding emerges, the college may not be able to accommodate the level of growth across its whole existing provision.
- There was a strong strategy for sustainability with some very good opportunities coming forward. The director referred to the £1.8m Salix grant, and he advised that he would like to be able to focus on other sites if something similar became available. For example, the Old Brewery.
- He confirmed that the grant money received so far has been spent efficiently. The Mansfield Ambition Exchange came in on budget. Portland Square is proving more expensive to outfit than was originally anticipated, but money has been set aside in the DfE maintenance grant to cover this. The Gene Haas money has almost all been spent. Overall, the college has been efficient and has invested in its future.
- The IT infrastructure on all sites has been futureproofed for at least 10 years. The old wiring has been taken out old wiring and

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the new wiring should last for at least 20 years. Many buildings are now fit for purpose and should not need to be upgraded again for some time.

- The college has space for two years' growth across Derby Road, Station Park, the Gene Haas Centre, and Chesterfield Road. Pinch areas will be the Old Brewery and Portland Square. The director has been engaging with local firms, architects and engineers to put some plans and outline costs in place. Initial planning advice will be sought, possibly even via a full planning committee, so that the college has well-developed project outlines ready to go which can be put forward for any grants or other funding opportunities which may become available.
- By 2027, however, the college will need to consider where to spend its money to get the most value.

Governors agreed that this report and the updated strategy made sense, and they acknowledged the scope of the exercise.

In response to a question from the vice chair about the building in the Market Square, the director indicated that this was acquired on a three-year lease but with opportunity to extend. The reason for taking on a three-year lease was that the Beales building is anticipated to be ready by that point. It was confirmed that there could be an opportunity to have more space if the college chooses to retain both sites at that point.

Summer programme of works

- There is always too much to do to fit within the time available, and the team works very hard to do what it can.
- The director informed the committee of issues in relation to the windows at Chesterfield Road over the summer. The planners requested three extensions and then eventually presented a condition that every wooden window (all of which were rotten) must be independently tested to see whether they could be repaired using wood rather than replaced with aluminium. The director declined as this delay would have cost the college the grant money and the replacement of the windows would not have been possible. Fortunately, the planner removed the condition. The college is now installing visually identical windows which will last at least 25 years with no maintenance whatsoever.
- Spanish slate is being used for the new roof and will be visually identical to the old roof. There is a 25-year guarantee on both the slated and flat roofs. The company is working seven days per week, when possible, to have this completed for winter. Contractors are also working well with curriculum to move classes if necessary.
- An additional part of the Old Brewery has been brought into operation. The new car park will open in a couple of weeks' time, and wet trades EPA centres have been created in the old silo spaces. Some of the pathways and walls have also been extended

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to enable the college to make use of the very last pieces of the building if and when money becomes available.

- At Station Park, the large ramp and loading dock have been filled in and the ventilation moved. This will futureproof the site for when joinery is moved.
- A lot of work has been carried out at the Gene Haas Centre, and the director suggested that governors visit the campus if and when they can.
- At Derby Road, the car park has been improved, and work has taken place to expand curriculum spaces.
- Some provision was moved from Station Park to Pleasley Mill, and it has been possible to instal some new student spaces at Station Park, including for student welfare.
- The Community team has now moved into the Old Town Hall and staff are much happier there.
- The We Are Fulfilment contracts are expected on 3rd October, all being well. Contractors have been lined up ready to start the work straight away.

Governors were very impressed by the breadth of work completed.

AGREED:

- to note the content of the updates
- to note the Property Strategy 2025-2030.

15 DATA PROTECTION POLICY REVIEW

The director: IT, estates and learning resources presented this brief update. He informed governors that the Data Use and Access Act was being signed into law during October 2025 but that there would be no requirement to comply until September 2026. This legislation would result in some quite major changes and was being examined by professionals in order to enable them to understand the implications for businesses. The idea behind this Act is to simplify things, but there is concern that it may have a diluting effect. The director will present the committee with a more in-depth update at the appropriate time.

The director finally informed the committee that there had been only slight revisions to the policy for 2025-2027, and these were intended to improve readability and provide clarity around whom to contact in the case of queries.

AGREED:

- to note the content of the update provided
- to recommend that the Corporation Board approve the updated Data Protection Policy.

16 BIDS AND PROJECTS UPDATE

This item was not covered due to time constraints, and it was agreed that an update would be drafted by the finance director and/or the principal

FD /
Principal

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and emailed to the committee.

17 **ANNUAL REVIEW OF STANDING ORDERS**

The head of governance presented the draft Standing Orders for recommendation to the Corporation Board. In response to an action from the previous committee meeting, she explained that the number of student governors had been left at two for this academic year as there had only been two expressions of interest submitted. However, she agreed to keep this under review for future years and, if more interest could be attracted, consider increasing to three student governors at a later time.

Key changes made within the document were described as follows:

- Clause 14(2) has been removed to align with the Instrument and Articles of Government following the Department for Education's decision and announcement that student governors (even those under the age of 18) should no longer be omitted from voting on financial and contractual matters.
- It was proposed that letters of complaint against the head of governance should be addressed to the principal, rather than to the chair of the board. The principal can then discuss the matter with the chair confidentially. The rationale for this is that the principal is based on-site at the college, whereas the chair is not; furthermore, the head of governance is responsible for opening all post addressed to the chair care of the college, whereas the principal's letters are fielded by his personal assistant or passed directly to the principal (if marked as private and confidential).

Governors asked that the maximum sum covered in respect of the costs of independent professional advice (page 18) be increased to £5k in any given year. The head of governance agreed to amend this. In response to a further query from the vice chair, the finance director also confirmed that there is directors' liability insurance in place.

With the amendment as described above, the committee members confirmed that they would be happy to recommend the Standing Orders to the board for approval.

AGREED: to recommend that the Corporation Board approve the updated Standing Orders.

18 **EXPENSES 2024/25**

The head of governance presented the expenses claims from 2024/25 for the Executive team and members of the Corporation Board. She explained that costs had been broken down into those paid by individuals and claimed back and those booked and paid for directly by the college. The document also provided a total breakdown by individual, including for those individuals with zero claims.

Head of
Gov.

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One member of the Executive team had a zero claim across the year. Governors were assured that the claims from other Executive team members were within the bounds of the Expenses Policy and appropriate approval procedures had been followed for all.

The head of governance had claimed for one train journey in 2024/25. This related to a governance professionals' workshop and was agreed as part of her continuous professional development.

Of 16 external governors, only one had claimed any expenses. The head of governance explained that these were in line with what had been agreed upon this individual's appointment to the Corporation Board. These claims pertained to two events for which the only possible attendance method was in person.

The staff and student governors had not claimed any expenses during 2024/25, although the head of governance explained that the staff governors may have claimed expenses in their capacity as employees of the college but that these would be out of scope of this report.

Finally, the head of governance indicated that she would be implementing a separate Expenses Policy for governors later in 2025. Board members were currently referred to within the policy for staff, but much of this was not applicable to what would usually be expected of a board member, and it would be better practice to have a standalone policy which could then be referred to with more clarity.

AGREED: to note the content of the report.

19 **ANY OTHER BUSINESS**

There were no items of additional business.

20 **DATE AND TIME OF NEXT MEETING**

This was proposed as Thursday 27th November 2025 at 18:00, preceded at 17:00 by the joint meeting of the Finance & Estates and Audit Committees.

It was agreed that confidential matters would be covered separately.

The meeting closed at 18:50.

Signed:  Chair

Date: 27/11/25