

***Minutes of the Corporation Board meeting held on Thursday 14<sup>th</sup> July 2022 at 5pm***

**GOVERNORS**

**PRESENT:**

Kate Truscott, meeting chair  
Neil McDonald  
Andrew Cropley, Principal/CEO  
Andrew Spencer  
Rebecca Joyce  
Sardip Sandhu  
Jane Peacock  
Charles Heaton  
David Gillies  
Tony Westwater  
Steve Sutton  
Keith Spiers

**ALSO IN**

**ATTENDANCE:**

Maxine Bagshaw, Director of Governance  
Louise Knott, Vice Principal: Communications, Engagement & Student Experience  
John Fearon, Finance Director  
Matt Vaughan, Vice Principal: Curriculum and Quality  
Gavin Peake, Director: IT, Estates & Learning Resources  
Shane Gunstone, external observer

|          |                                                                                                                                                                                                       | <b>ACTION<br/>by whom</b> | <b>DATE<br/>by when</b> |
|----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|-------------------------|
| <b>1</b> | <b><u>APPOINTMENT OF THE MEETING CHAIR</u></b>                                                                                                                                                        |                           |                         |
|          | In the absence of Sean Lyons, it was agreed to appoint Kate Truscott, the vice chair, as the meeting chair.                                                                                           |                           |                         |
| <b>2</b> | <b><u>DECLARATIONS OF INTEREST</u></b>                                                                                                                                                                |                           |                         |
|          | The meeting chair reminded everyone present to declare any interests that they may have on matters to be discussed. No specific declarations were made and standing declarations were noted.          |                           |                         |
| <b>3</b> | <b><u>WELCOME, INTRODUCTIONS AND APOLOGIES FOR ABSENCE</u></b>                                                                                                                                        |                           |                         |
|          | Apologies for absence were received from Sean Lyons, Angela Newton-Soanes, Ben Owen, John Winfield, Joshua Charles, Sian Geeson, William Burton and Spencer Moore. Shane Gunstone was welcomed to the |                           |                         |

Signed : Kate Truscott Chair

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meeting and round-table introductions were made.

**4 MINUTES OF THE MEETING HELD ON 19<sup>TH</sup> MAY 2022**

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 19<sup>th</sup> May 2022.

There were no matters arising.

**5 ACTION PROGRESS REPORT**

The board were happy to note the content of the comprehensive updates provided.

**6 BALANCED SCORECARD AND ANNUAL KPIS – 2021/22**

The CEO introduced this item and reminded the board that the balanced scorecard has now been in place for two academic years and that, at each meeting, there is an exceptions report specifically focusing on the red RAG-rated items. At this meeting these are:

- English and maths
- Attendance
- Apprenticeship provision earnings

In relation to apprenticeship earnings, the CEO advised that, whilst the college did not hit target this year, the numbers for next year are looking good.

The board were advised that there is a new red RAG-rated item, which relates to staff resignations. He described this as currently being impacted by 'the way of the world' in what is a very competitive market. He indicated that analysis shows that the college is losing too many staff early in their tenures and that this is, in part, because some are 'thrown in at the deep end'. He confirmed that a lot of time was dedicated to this during discussions at the recent leadership conference, with options to try to address this being a focus. One key element agreed is that it is really important to look after new members of staff during their induction period.

The CEO then provided an update on the impact of the TEL/digital strategy. He advised that the college had learnt a lot of lessons this year and that it has become clear that there is a significant variance in the digital skills for both staff and students. The intention is to build on the lessons learned this year and, as a consequence, the offer to students will be more informed. He advised that there is a real focus for staff to provide a great experience on Microsoft Teams, with lots of opportunities to develop and ensure that the platform is used to best

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effect.

He confirmed that the college has been working closely with Grimsby College, who he described as being three or four years ahead of WNC in terms of using enhanced technology.

Governors discussed the recruitment and retention challenges and asked if any specific actions had been agreed to give new appointees more support when they start. The CEO indicated that a number of actions have been agreed in terms of what will specifically be done, including during the period between offer and start. HR managers will work to develop the induction plan so that staff are not put before students too early and from 'day one'. He advised that the pay structure in place also gives opportunities for additional responsibility payments, and the college is looking to secure volunteers to become induction mentors.

Having considered the minutes of the most recent meetings of the Workforce Development Committee and VBSS, a question and challenge from the board was what more can be done to reduce turnover, as a high proportion of this appears to be in support staff roles. In relation to VBSS staff, the CEO advised that they have been offered an additional day's leave and the sickness absence terms and conditions have been improved. In addition to this, the pay award proposed will be skewed in the favour of those on the lowest pay bands.

One governor raised a process point in terms of RAG ratings on the risk register and, in particular, the fact that the score for recruitment and retention challenges was decreased recently. A challenge from the board was that there is a need for them to be able to discuss RAG rating changes at the earliest opportunity so that there is a way of checking that governors agree with executive proposals.

The board then discussed risks relating to 'people more generally', including training and the churn in the workforce, and they asked how the organisation triangulates to ensure that any proposals regarding 2022/23 measures and targets are the right ones (i.e. suitably stretching but attainable). The CEO made the observation that there are currently only two strategic objectives which relate to people and that the executive may need to reflect on this. He described recruitment and retention as the most dynamic risk and explained that there were peaks at various points in the year in a number of areas. He expressed the view that risk is now definitely lower than it has been; however, he provided assurance that the executive team is very alive to the fact that it can change quickly. The college has recently had some real recruitment successes, but he acknowledged that this would need to be monitored carefully when other pay awards in other colleges start to be communicated within the region.

AGREED: to note the content of the update provided.

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The detailed minutes of the meeting held on 29<sup>th</sup> June 2022 and the chair's summary report were noted. When considering the minutes, an observation was made in relation to page 2 paragraph 1 and the fifth bullet point. The vice principal stressed that the reference to the 'department thinking about...' was not strong enough and, instead, the college is doing far more than thinking and is taking significant action.

The board's attention was then drawn to the deep dive report on teaching, learning and assessment, and there were a number of key matters highlighted:

- The QIAP document is included in its entirety so that all governors have sight. This is frequently updated and any changes are highlighted for ease.
- Senior staff continue to target, coach and mentor, and provide support at all levels within the organisation
- The organisation is committed to Teaching First and is able to access some excellent CPD through this.
- The recent CPD week was exceptional, with both internal and external training provided. This included almost three quarters of staff going out into industry. The college has worked with employers very successfully in relation to this and has assessed the impact.
- Teaching and learning coaches continue to be in place.
- There are 13 members of staff who are in the first year of their teaching qualification, with eight in their second year.
- Paragraph 3 confirms that the percentage of teaching, learning and assessment at good or better is 61% and, whilst an improving picture, this is still not where the college wants it to be. There are still a number of areas showing signs of improvement but which are not quite 'over the line' yet.
- Focus remains on the 'big five'.
- The college has to be aware of proportionality, and it was explained that, within the 61%, there are some large areas. An example given was A Levels. Governors acknowledged that what was provided was a relatively crude weighting.

A challenge from one governor was that this report did not get uploaded to the portal until the day before, and the suggestion made was that the process needs to improve. It was agreed that, going forward, the deep dive report to the board would simply be the same as that previously presented to the Standards Committee, with no rewrite required.

The vice principal drew governors' attention to the QIAP document and confirmed that there are five key weaknesses highlighted, with the sixth being leadership and management. Governors, when considering the document, all agreed that it was comprehensive and is able to give them assurance. A challenge from the board was that, in future reports, it

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would be helpful to 'strip it down' and archive the 2020/21 comments in next year's version. All agreed that great progress had been made in one year and acknowledged that the ripples were still being felt from COVID, which cannot be underestimated. Governors commented that they found the use of the turquoise highlights really helpful.

The vice principal then drew governors' attention to the update provided in relation to the community engagement strategy, and key matters highlighted were:

- There was some really good debate and discussion at the Standards Committee.
- The college has made more progress against the first aim than some others, i.e. becoming an anchor institution. There is more that needs to be done in relation to the aim to raise aspirations.
- The internal EDI group will oversee progress against the strategy targets set in the next academic year.
- There was an excellent Rising Stars presentation yesterday in relation to the work being done with residents on the Bellamy estate. This highlighted what more can be done to support mobility and aspirations.

Governors' attention was then drawn to the EDI update provided in relation to students, and key matters highlighted were:

- This is a standing agenda item at the Standards Committee meeting, and reports have been given on various incidents throughout the year
- There are now some key KPIs in place, with the college being on track to close the gap in BAME achievement. The college is unsure whether it will succeed in closing the male/female achievement gap as data is not yet finalised.
- Learner voice and exit survey results link to the KPIs. The college has unfortunately seen a decline, particularly in relation to 'overall satisfaction'; however, there are improvements in relation to core business. There are improvements required in relation to tutorials, and this is now a focus.
- Intended destinations look positive; however, the caveat to this is that the college needs to wait to see what the actual position is.

The board asked for an update on aspects which may have influenced the decline in overall satisfaction. Staff advised that the decline was impacted by two specific curriculum areas, the most significant of which is A-Level provision, with only 66% of students saying that they would recommend to others. Staff confirmed that the reasons for this are known and have previously been reported, including a challenging start to the year; the buildings at Chesterfield Road; and some staffing challenges.

The board were advised that a supportive intern has done an excellent

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piece of research and survey focusing on accessibility, and the board asked that their thanks be passed on to him for this.

The board were provided with a summary of the SEND green paper and the vice principal commented that there were some interesting recommendations, particularly regarding the inclusion of alternative provision. She expressed a view that there were some really positive opportunities for the college as it has an excellent reputation locally, with the potential to become a centre of excellence. She confirmed that the college would be formally responding to the consultation, and it was agreed that a copy of this would be circulated to governors.

The vice principal confirmed that there is a group now established who have a focus on transition, and they are looking to pilot some specific approaches (i.e. a year-long transition programme in construction).

Governors' attention was drawn to the safeguarding and Prevent report and the vice principal was able to update on a number of areas, including:

- Recommendations made in the independent review and, specifically, the suggestion that organisations take on the role of 'corporate parent'.
- New procedures have been finalised in line with KCSiE 2022, with a new online safety policy being developed. It was agreed that the vice principal would circulate these for governor feedback before 1<sup>st</sup> September, which is when they have to be published.

The board noted that the Standards Committee had, at its last meeting, undertaken a self-assessment exercise with recommendations made for amendments to the terms of reference. The director of governance highlighted these on the document, particularly the red text. The board were happy to approve the amendments as proposed.

AGREED to:

- a) Note the content of the committee chair's summary report
- b) Note the content of the detailed minutes of the Standards Committee meeting held on 29<sup>th</sup> June 2022
- c) Note the content of the QIAP
- d) Note the content of the community engagement strategy update
- e) Note the content of the safeguarding/Prevent report
- f) Note the equality and diversity (students) action plan progress update
- g) Approve the amendments to Standards Committee terms of reference as presented.

## 8 **WORKFORCE DEVELOPMENT**

The committee chair introduced her summary report and the detailed minutes of the meeting held on 26<sup>th</sup> May 2022. She confirmed that discussions reiterate the challenges previously discussed regarding

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recruitment and retention, with it still being a volatile market.

Governors' attention was drawn to the EDI update provided in relation to staff, and the key highlights were noted. Governors' attention was drawn to the key KPIs, two of which are linked to staff survey results. The vice principal confirmed that, whilst the survey outcomes were good, they were not as good as the year before. As a consequence, targets have not been hit. Governors were asked to specifically note the outstanding piece of work done by Sara Arnold in the organisational development department, which has led to a significant improvement in the level of compliance with mandatory training.

The board were advised that the HR team has also undertaken a piece of work to look at reasons for absence, given that absence rates for females are higher than for males. A menopause policy has now been created, and the college has signed up as a carer-friendly organisation. When considering equality, diversity and inclusion, governors all commended the really balanced approach that is now in place with a focus on both staff and students.

A question from one member of the board was whether or not, when recruiting new employees, the college does enough to promote the 'package', i.e. what is provided over and above salary (e.g. the quality of the estate, etc.). The CEO confirmed that this is very much promoted at the point of recruitment; however, he acknowledged that there may be more that can be done to remind existing staff. He confirmed that the organisation does really try to celebrate what it does at every opportunity. An observation made by the CEO was that the two-tier pay system does sometimes make it difficult to promote and broadcast the package; an example given was in relation to pension, with VBSS employees not accessing LGPS. He confirmed the view that VBSS salaries are competitive in the local area and that the package they get is good. Governors all acknowledged the reason for establishing VBSS, and they agreed that it was not in the organisation's best interest to stop using the company as a vehicle to employ staff and that it is important not to internally compare VBSS and WNC terms and conditions.

The committee chair confirmed that the annual self-assessment had also been undertaken at the last meeting and the recommendation is that committee membership and terms of reference roll forward into next academic year unchanged.

AGREED to:

- a) Note the content of the summary report
- b) Note the content of the detailed minutes of the meeting held on 26<sup>th</sup> May 2022
- c) Note the content of the EDI (staff) action plan update
- d) Approve the recommendation that committee membership and terms of reference roll forward into 2022/23 unchanged.

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**SENIOR POSTHOLDER AND GOVERNANCE COMMITTEE**

The meeting chair provided a summary note and drew the board's attention to the detailed minutes of the meeting held on 13<sup>th</sup> June 2022. He summarised matters discussed, which included:

- 360-degree appraisal
- Developing the concept of 'friends of the college', which will increase the pipeline and engagement with the organisation
- Governor recruitment
- Code of Good Governance compliance check – this was a very positive exercise with just one action agreed.

The meeting chair confirmed that the recommendation from the SPaG Committee was that committee membership and terms of reference roll forward into 2022/23 unchanged.

AGREED:

- a) To note the content of the summary report
- b) To note the detailed minutes of the meeting held on 13<sup>th</sup> June 2022
- c) To approve the recommendation that committee membership and terms of reference roll forward in to 2022/23 unchanged.

**FINANCE AND ESTATES**

The committee chair introduced this item and drew the board's attention to the summary report and the detailed minutes of the meeting held on 30<sup>th</sup> June 2022. Key highlights flagged were:

- Plans regarding the Chesterfield Road development are progressing well, with the college having early engagement with planners.
- Risks are static.
- The position in relation to apprenticeship provision is improving, and this shows in the management accounts.
- Pay and reward is a focus.
- Staff recruitment challenges.
- A detailed health and safety report was provided, with a particular update given in relation to non-epileptic seizures.
- In relation to the management accounts, underlying performance is important. There are two exceptional items in the month which have impacted upon the position.
- Financially, the college is in a good position.
- The contribution analysis is a really useful tool for both the executive and governors.
- A detailed report was provided in relation to subcontracting, including proposals for the 2022/23 academic year and the policy to support and underpin this. Of particular note is the ESFA restriction that subcontracting cannot go above 25%.
- Mileage allowance increase to 45 pence.

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The board considered the health and safety annual report for 2021/22 in detail, and one governor expressed a concern regarding the high number of incidents/accidents, i.e.:

- 130 incidents of contact with moving machinery
- 111 digital incidents
- Accidents involving individuals moving into objects
- 385 non-college incidents.

In relation to the latter point, it was explained that this includes any incidents that involve a first aider and, therefore, does include very, very minor issues. It was explained that the digital incidents specifically involve IT when students are starting to build machines, as all of the parts are very sharp. Staff advised that health and safety reports are collated three times a year and there are usually more incidents in the first term.

In terms of the 'other' category, these generally tend to be the least significant issues. Examples given were blisters, bandages, plasters, etc. A challenge from one governor was whether or not induction for staff and students is good enough. Staff confirmed that this is regularly reflected upon. It was agreed to invite Neil McDonald to the next meeting of the Health and Safety Committee.

The health and safety link governor provided feedback and confirmed that the college was now almost back to normal life after changes required as a result of COVID, with staff having caught up on all of the health and safety actions required. She confirmed that health and safety had been reviewed by the college's internal auditors and that the organisation was very pleased with the outcome. The way that the college has addressed non-epileptic seizures was particularly noted, and all agreed that the really quick response by staff had made a difference.

The committee chair indicated that there were a number of matters requiring board approval today. These were flagged in detail, including:

- Subcontract allocations proposed for 2022/23
- Subcontracting Fees and Charges Policy 2022/23
- Increased mileage allowance
- Amendments to the committee terms of reference
- The 2022/23 student fees and privacy notice

AGREED to:

- a) Note the content of the summary report
- b) Note the detailed minutes of the meeting held on 30<sup>th</sup> June 2022
- c) Note the content of the May 2022 management accounts
- d) Approve the subcontract allocations proposed for 2022/23 as presented
- e) Approve the Subcontracting Fees and Charges Policy 2022/23 as presented
- f) Note the content of the 2021/22 Health and Safety Annual

Director IT  
& Estates

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- Report
- g) Note and endorse the increased mileage allowance
  - h) Approve the updated committee terms of reference as presented
  - i) Approve the 2022/23 student fees and privacy notice as presented.

## 11 **CAPITAL PROJECTS UPDATE (STANDING ITEM)**

The director: IT, estates and learning resources provided a verbal update, and a number of matters were highlighted.

- 1) Chesterfield Road
  - The team are now well progressed into RIBA stage 3.
  - The team are working to review plans on a room-by-room and corridor-by-corridor basis. This exercise is due to end by 26<sup>th</sup> August and then there will be two weeks where cost calculations are completed.
  - There are minor final changes to the design.
  - The team have met with Severn Trent Water to look at drainage solutions, and the hope is that they may provide financial support to run a pilot.
  - The team are now at the point of completing final on-site destructive testing.
  - The pre-planning application has been submitted, and there is a meeting on site scheduled for Monday.
  - The team have met with the ESFA to discuss space utilisation.
  - The contract has now been issued, which means that the college has both parts of funding confirmed.
  - The local authority has confirmed that the college can now draw down funding, and the first tranche expected is £225k.
  - Funds are now starting to be received by the college, which helps to mitigate risk and support cash flow.
- 2) ADMC site – potential engineering centre
  - This would potentially be a new facility which would sit alongside one of the college sites.
  - The challenge now is securing a price for the site and, as a consequence, the team are looking at other options and/or contingencies.
  - The locality cannot afford to lose the planned £26 million investment in the area.
- 3) Green technology centre
  - The team are in discussion with Bolsover regarding the location and, at all costs, there is a need to protect the project. It may be possible to utilise a building at a peppercorn rent, which will give the college access to space which would then give more assessment space.

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- £500k funding is from the LEP.

AGREED: to note the content of the update provided.

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## **22/23 BUDGET AND TWO-YEAR FINANCIAL FORECAST**

The finance director introduced this item and confirmed that it had been reviewed in detail by the Finance & Estates Committee, which met on 30<sup>th</sup> June 2022, and they are happy to support board approval. Key matters highlighted were:

- The budget proposed is below earlier expectations.
- It is realistic.
- 16-18 allocation is static.
- There has been an 8% increase to the 16-18 funding rate but only on the basis that there is also an increase in delivery hours. This was 540 hours in 2021/22 and will be 580 hours in 2022/23. WNC's core delivery is 637 hours and, therefore, the organisation is way ahead of the requirements. There is increased flexibility regarding what can be counted as 'contact time'.
- There is a lagged funding grant.
- Maths and English funding – the amount is impacted by those who are below a grade 4. There is a £250k reduction in 2022/23. Typically, 50% of students do not achieve grade 4 in the locality.
- The college is expecting a little bit less in relation to AEB as there is no funding in South Yorkshire. The college could, however, be funded for over-delivery in 2021/22.
- There is potential for an increased allocation/growth case.
- In relation to subcontracted activity, this was 85% in 2018/19, which included AEB and a national offer. In 2021/22, 100% of delivery will be in the Midlands, and the college has also been able to significantly increase direct delivery.
- The college is expecting growth in relation to apprenticeship income. There has been really good recruitment and, when the current profile of activity is tracked, there is £2.9 million 'in the bank'. There may be some economic turbulence in next academic year, but the college is not envisaging COVID turbulence. The college was impacted by COVID in 2021/22, particularly in relation to rollover attrition. That said, there is still a risk given the economy and likely recession. Recruiting to business administration roles is currently the most challenging.
- The college won't have condition funding next year.
- Pay and other costs will be the challenge for the college.
- Income is flat but costs are not.
- In relation to covenants, the college needs to generate more cash to avoid a negative situation.

Governors then went on to discuss pay in more detail, and it was agreed that discussions in relation to this would be recorded on a confidential

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basis.

- In 2023/24, the college is anticipating growth but really has to wait to see what the 2022/23 position is.
- The college lost a number of applicants this year for a number of reasons, including:
  - inability to meet with students face-to-face and give them a tour of the sites because of COVID
  - a buoyant employment market
  - the college is not quite sure that there are as many employment vacancies this year as last, particularly in the hospitality sector.
- Profit expectation is £1.8 million with the priority being pay.
- The college has to have the right staff in place to maintain the quality of provision
- Proposals will strengthen cash marginally and will mean 'good' financial health. The budget proposed will allow the organisation to make the planned pay award and invest.

In considering the information provided, there were a number of questions from governors, including:

- 16-18 revenue and the requirements for more hours' delivery. Staff confirmed that all activity, including the wider aspects, will need to be fully recorded on the ILR to ensure compliance.
- Pay increase – within the context of needing to make the budget balance, governors asked what a 10% increase to the minimum wage in April would mean. The finance director confirmed that it would be an additional cost to the organisation of between £30k and £40k.
- 16-18 learner number increases. This is identified as one of the three key risks and the need to increase numbers by 250. This is not included within the sensitivities. Staff reminded that the impact would be in 2023/24 because of lagged funding.
- In relation to staffing expenditure, the budget proposes a £571k drop in administration and central services, and governors asked how this is to be achieved. The finance director explained that it was to do with the classification of income and expenditure and where it sits within the budget. This has been taken out of 'teaching support' and reflects the fact that the organisation considers teaching support as classroom rather than administration.
- NTU agreement – it was explained that the rent received is pure revenue/profit, whereas services are an operational cost. These have been separated out so that the position is clear.
- Proposal to amend the personal authority limits to pay invoices – it was explained that this is entirely for practical reasons and not because of any concerns.

Having reviewed the documents in detail, the board were happy to

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approve the 2022/23 budget and two-year financial forecast as presented.

AGREED to approve the 22/23 budget and two-year financial forecast as presented.

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### **AUDIT AND RISK**

The committee chair introduced this item and drew the board's attention to the summary report and detailed minutes of the meeting held on 5<sup>th</sup> July 2022. He summarised matters discussed, including:

- Six internal audit reports with three providing substantial assurance and two adequate. This completes the plan for this academic year and a positive outcome overall.
- The September meeting will look at the internal audit plan for 2022/23.
- The college has been able to bring forward the start date of two pieces of fieldwork.
- The external audit plan was approved.
- Changes to the Post-16 Audit Code of Practice were discussed, including a greater focus on fraud.
- The counter-fraud strategy is to be reviewed and updated then presented to the September meeting.
- No changes are proposed to the committee's terms of reference.
- Membership risks were highlighted.
- The committee received the first risk register for one of the capital projects and was able to review it in detail.
- Cybersecurity was discussed.

AGREED to:

- a) Note the content of the summary report
- b) Note the content of the detailed minutes of the meeting held on 5<sup>th</sup> July 2022
- c) Note the content of the 2021/22 risk register
- d) Note the content of the external audit planning memorandum for 2021/22
- e) Approve the continuation of committee terms of reference unchanged into 2022/23.

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### **PRINCIPAL'S REPORT**

The principal presented his detailed written report and then provided an update on a number of aspects, including:

- The college has appointed Bev Lightfoot as the head of the sixth form centre. The college will now have to look to recruit a teaching and learning coach.
- The college has been unsuccessful in relation to its T-Level bid (£470k).
- The former HR director has now secured a new role, which is

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really positive.

- There has been the devastating death of two students in a road traffic accident. The response from the college was fully supportive.
- In relation to devolution, staff have met with government officials, which was described as quite frustrating. The area will have to just wait and see what happens next.
- The principal drew governors' attention to the contribution matrix and invited any suggested amendments to be provided by email.
- Proposals were made regarding the topics for talking heads videos in the next academic year, and these were approved.
- Governors were invited to put forward any suggested additions to the list drafted for the first round of 'friends of the college'. A challenge from the board was that the list is currently quite short, and they asked whether there are more local employers to add. The principal confirmed that this is the case and that this is very much an early start to the development of this initiative. Tomorrow is the first meeting of the engineering advisory board, which does include a number of employers. A challenge from the board was to look at the diversity of the list. All agreed that this was an excellent initiative that could be expanded, with it providing an opportunity for the college to get out and meet the community more. They acknowledged that it was important to get the principles in place first.

Governors

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2022

AGREED: to note the update provided.

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## **GOVERNANCE**

The director of governance introduced her detailed report. A number of matters were particularly considered, including:

- 1) Student governors for 2022/23 – the board were advised that, following an incredibly successful recruitment campaign and interviews, the proposal is that there be three student governors next year rather than two. Governors' attention was drawn to the bios provided for Kia Shaw, Sheik Rayhan and Elizabeth Whitehead. She advised that it would require a very minor amendment to the instrument and articles and standing orders to facilitate this, but that would be entirely a practical matter for board decision. The board were supportive of the proposal and agreed to run it as a pilot.

AGREED to:

- a) Amend the instrument and articles and standing orders to allow for up to three student governors
- b) Approve the appointment of Kia Shaw, Sheik Rayhan and Elizabeth Whitehead as student governors for 2022/23.

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- 2) Meetings for 2022/23 – governors were asked to note the most up to date schedule, which was provided, and it was confirmed that meeting invites have been sent out separately.
- 3) Governor link meeting feedback – the director of governance confirmed that:
  - A separate folder has been created in ShareFile, where all feedback notes will be stored. All external governors and members of the executive have access to these.
  - Once feedback forms are sent in by governors, they will be stored in the folder and the relevant member of the executive will also be provided with a copy so that they can respond, agree actions, etc.
  - Governors will be encouraged to make comments at board/committee meetings on any relevant reports scheduled for discussion.
  - Periodically, time will be set aside to focus on the link feedback given and process to ensure impact.
- 4) Independent governor appointments – the board were advised that, following targeted recruitment efforts and interviews conducted by members of the board, the proposal is the appointment of two new independent governors. These are Paul Wheeler and Alison Barker. The board were happy to support the proposals made, and all agreed that they would be excellent additions given the content of their CVs, which were shared. It was confirmed that both have agreed to join the Audit Committee, which would go some way to mitigating the membership risks highlighted at the last meeting.

AGREED:

- a) To appoint Paul Wheeler as an independent governor from 26<sup>th</sup> October 2022 until 26<sup>th</sup> October 2026
- b) To appoint Alison Barker as an independent governor from 14<sup>th</sup> July 2022 until 14<sup>th</sup> July 2026.

The board were happy to approve their appointment as members on the Audit Committee.

5) Committee membership for 2022/23

The director of governance presented proposals as agreed at each of the relevant committee meetings. These were approved alongside the early agreement that Paul Wheeler and Alison Barker join the Audit Committee.

- 6) Internal validation of position statements – governors' attention was drawn to the schedule of planned validation meetings, and she confirmed that she would contact governors separately to

Signed : Kate Trcott \_\_\_\_\_ Chair

Date: 20/10/2022

try to ensure that one governor is available at each of the sessions.

One additional matter discussed was the proposal to have a celebratory farewell dinner after the October board meeting. Governors were supportive of this and agreed to an alternative venue being sourced, given the fact that in-college dining facilities are not available.

**16      AOB**

As a matter of additional business, the board discussed the scheduling of Corporation Board meetings, and the suggestion was that they be diarised for three hours rather than two. The challenge was to be realistic regarding how long it takes to get through the discussions required.

**17      DATE AND TIME OF NEXT MEETING**

This was confirmed as 20<sup>th</sup> October 2022. Apologies were noted from Keith Spiers.

**18      CONFIDENTIAL ITEMS**

It was agreed that confidential items would be recorded on a separate basis.

(Staff and Shane Gunstone left the meeting at 7.35pm)

Meeting closed at 7.40pm.

Signed : Kate Trcott \_\_\_\_\_ Chair

Date: 20/10/2022