MINUTES OF THE CORPORATION BOARD MEETING
HELD ON FRIDAY 13 OCTOBER 2023 IN THE EXCHANGE BOARD ROOM / VIA MICROSOFT
TEAMS

PRESENT:

Lillian Croston	Chair
Dr Fazal Dad	Principal and Chief Executive
Fran Crossland	Member
Catherine Hill OBE	Member
Khadija Ibrahimova	FE Student Governor
Imaan Ijaz	HE Student Governor
Michael Lee	Business Support Staff Governor
Andrea Machell	Member
Mark Moren	Academic Staff Governor
Paul Morris	Member
Arif Patel	Member
Ridwaan Omar*	Member
Taiyab Sufi*	Member

IN ATTENDANCE:

Jennifer Eastham	Vice-Principal: Finance and Corporate Services
Rachel Tarplee	Vice-Principal: Curriculum and Quality
Nicola Clayton	Director of Business Development and External Engagement
Matthew Robinson	Director of Student Support and Experience
Sarah Horeesorun	Director of Governance

* indicates attendance via Microsoft Teams

The meeting started at 14:00 and was quorate.

The Chair welcomed everyone to the meeting and extended a special welcome to Matthew Robinson as this was his first full Corporation Board and, to the two Student Governors. There followed round-table introductions from all participants.

1. **APOLOGIES FOR ABSENCE**

    Apologies for absence were received from Governors Mark Allanson, Chris Johnson, Ram Gupta, Nathan Rogan and Steve Waggott, and Associate Member, Dr Zubair Iqbal.

2. **DECLARATION OF CONFLICTS OF INTEREST**

    The Chair advised those in attendance that should members of the Corporation Board become aware of any potential conflicts of interest, they should be disclosed at the earliest opportunity during the meeting.

3. **MINUTES OF THE CORPORATION BOARD MEETING HELD ON 7 JULY 2023**

The Board agreed that the minutes of the Corporation Board meeting held on 7 July 2023 be **APPROVED** as a true and accurate record. The meeting Minutes would be signed by the Chair.

4. **MATTERS ARISING**

There were no new matters arising, the Board having noted the status of actions from the previous meetings.

The Chair reminded Board members that a large number of items on the agenda for this meeting were for approval and had been discussed in detail at the various Committee meetings, as indicated.

5. **CHAIRS REPORT**

The Chair provided a verbal update and began by thanking all of the Governors who had participated in the Seminar that morning. For those who could not attend, the Chair shared that there had been an interesting and helpful session on KCSIE and Safeguarding from Matthew Robinson, the new Director of Student Support and Experience. Useful discussion of the draft HE Strategy and Action Plan followed, with Governors praising the bold approach, exploring the challenges, and acknowledging that activity had already commenced, but that there was more to do, and that the College was getting on with it. Progress would be reported back via the Learning and Quality Committee. The Seminar had included a tour of campus developments and the Governors were excited to see the health ward, cyber space and other projects in action and to speak to the staff and students. The Chair reminded all of the Governors that Learning Walks were an ideal opportunity to see learning and the student experience at the College first-hand. In summing up the morning's Seminar, the Chair said that it had been a positive and dynamic morning.

This was the first Board meeting of the Academic Year and it had been a busy summer with the campus developments and exam results. The Principal's Report would provide the details on exam performance and it was good to see in the Reports the destination information of those completing their A levels with most progressing to their University of choice, and though the aspiration was to see more students going to the top Universities, the Board accepted that it was a personal choice and more realistic for some students to remain closer to home.

The Chair mentioned that the College had been a finalist in the Annual BIBA awards, and though not a winner on this occasion, it was a good experience and would inform entry in the future.

The opening ceremony for the Industry Collaboration Zone (ICZ) was well attended and a success. The Chair shared that there had been a guest speaker talking on Defence and Cyber Intelligence, followed by a Panel Session taking questions on business and employment opportunities. The Chair extended her thanks to the staff who had organised and supported the event, to the Vice-Principal: Finance and Corporate Services and the Estates Team for delivering on the ambitious project and to the Principal for his vision of creating the space for education and employers to come together.

The Chair and Vice-Chair had visited the College on an enrolment day. It appeared to be a smoothly run operation and staff had praised the efficiency in dealing with the volumes of students, families, and enquiries. However, it was acknowledged that maybe the enrolment process could benefit from some refinement to ensure that students get the best first experience of the College.

This was the last full Corporation Board meeting for the Academic Staff Governor who was leaving the College, and also for the Student Governors who had come to the end of their term of office.

Board members joined the Chair in thanking the Governors for their contributions and wished them well.

Lastly, the Chair acknowledged the findings of the External Governance Review. The Final Report had complimented the Governors and remarked that Governance was strong at the College. The Chair thanked the Governors and added that it was a strong team with a positive outlook and that she very much enjoyed working with them all. The Chair was grateful for the Governors participation in the Review and for completing their self-assessment and Chair's appraisal activities. Praise and recognition were given for the valuable skills, expertise, wisdom, and time the Governors dedicate to supporting the Principal and Executive Team to change the culture and ethos of the College, and, through good leadership, deliver the best quality education and student experience.

6. PRINCIPAL AND CHIEF EXECUTIVES REPORT

The Principal and Chief Executive thanked the Chair for her Report and compliments and extended his gratitude to all of the Academic and Business Staff who helped students achieve last year.

The detailed performance information appeared in Annex A to the Principal's Report.

The Principal shared that the College had been awarded a Bronze in the Office for Student (OfS) Teaching Education Framework (TEF) and a Silver rating for student experience. This was a good outcome and the Board asked that the HE staff be congratulated.

In the update on Curriculum Developments the Principal said that uptake on the T levels had been small and that the Government had launched a transitional T level (level 2) qualification. The College would be planning to offer the transitional T level qualification from September 2024, alongside the existing T levels in digital, early years and health and social care, and T level pathways for
- Building Service Engineering for Construction
- Design Surveying and Planning in Construction
- Design and Development for Engineering and Manufacturing
- Engineering, Manufacturing, Process and Control
- Accounting
- Business Management and Administration.

The Financial Outturn for 2022/23 was positive and maintained the ESFAs 'outstanding' Financial Health rating, despite an unpredictable fiscal environment. The Principal thanked the Vice-Principal: Finance and Corporate Services.

The College and its campus had benefitted from many successful grants and funding bids. The Director of Business Development and Employer Engagement and the Team were working up a series of potential projects to be 'on the shelf' ready for when funding becomes available in the future.

The Principal thanked the Director of Business Development and Employer Engagement for her part in the successful bids and helping to deliver the Industry Collaboration Zone (ICZ) mentioned earlier. The purpose of the ICZ was to ensure that employers and community engaged with the College to support students and staff and help inform, shape and co-create the curriculum.

7. ITEMS PREVIOUSLY CONSIDERED BY THE AUDIT COMMITTEE

7(i) Risk Register 2023/24

The Risk Register, Appendix One, had been considered by the Audit Committee at its meeting on 14 September 2023. The Board noted that there were no new risks identified.

The Risk Register was **AGREED** by the Board.

7(ii) Risk Management Annual Report 2022/23

In discussion of the Report, Board members commented that the risks identified in the Report were similar to those of other institutions.

The Vice-Principal: Finance and Corporate Services informed members that the year commenced with the usual challenges regarding recruitment numbers and ensuring financial stability.

No new risks have been added to the risk register during the year.

The Board was reassured to know that a series of controls and monitoring arrangements had been put in place to minimise and mitigate against the impact of these risks.

The Board **APPROVED** the Risk Management Annual Report 2022/23 as recommended by the Audit Committee.

7(iii) Audit Committee Annual Report 2022/23

The Annual Report of the Audit Committee for 2022/23 was received and provided a summary of the activity that had taken place relating to the financial year under review, in line with the Post 16 Audit Code of Practice (ACoP), and included how the Audit Committee had performed against its Terms of Reference. The Report had previously been considered by Audit Committee at its meeting on 19 September 2023 and would be submitted to the ESFA with the final accounts.

It was confirmed that the Audit Committee had met its obligations during the year.

On the recommendation of Audit Committee, the Board **APPROVED** the Annual Report of the Audit Committee for 2022/23 and noted that it would now be signed by the Chair of Audit Committee.

7(iv) Regulatory Audit 2023 – Self-assessment Questionnaire

The Vice Principal: Finance and Corporate Services introduced the Report and talked the Board members through the requirement to make a statement on regularity, propriety, and compliance with the annual Financial Statements. The completed questionnaire attached to the Report had been considered by the Audit Committee at its meeting on 19 September 2023 and once approved by the Board would need to be signed by the College Accounting Officer and Chair of the Corporation Board before submission to the External Auditors as part of their year-end work.

The Board **APPROVED** the Regularity Audit 2023 - Self-Assessment Questionnaire and this was duly signed by the Chair of the Corporation.

8.   ITEMS PREVIOUSLY CONSIDERED BY THE POLICY AND RESOURCES COMMITTEE

8(i) Draft Management Accounts – Year end position 2022/23

The Vice-Principal: Finance and Corporate Services confirmed that the College remained at a breakeven position, cash balances remained healthy and the FE Commissioner metrics continued to be met. There followed some discussion on the complexity of managing fluctuations in pension adjustments. The Report had been considered by Policy and Resources Committee at its meeting on 25 September 2023.

The Board **APPROVED** the Management Accounts for the period ending 31 July 2023 (pre-finalisation), as recommended by Policy and Resources Committee.

The Chair thanked the Vice-Principal: Finance and Corporate Services and her Team for their work on managing the College finances effectively.

8(ii) Management Accounts – period ending 30 September 2023

The Vice-Principal: Finance and Corporate Services provide a verbal update to the Board.

8(iii) Human Resources Annual Report 2022/23

The Vice-Principal: Finance and Corporate Services presented the Report and talked through the headline information.

The Board **APPROVED** the Human Resources Annual Report 2022/23.

8(iv) Modern Slavery Act (re: Board Statement)

The Board **APPROVED** the use of the Slavery and Human Trafficking Statement as proposed in the Report and recommended by the Policy and Resources Committee in its meeting on 25 September 2023.

The Statement would be signed by the Principal and Chief Executive as Accounting officer and would be published on the College website to ensure continuing compliance with the Modern Slavery Act 2015. The statement was duly signed by the Principal and Chief Executive.

8(v) Going Concern Statement

The Vice Principal: Finance and Corporate Services presented the Report. Board members discussed and confirmed that there were no material uncertainties leading to significant doubt about going concern and confirmed that going concern be assumed when preparing the Financial Statements, with a statement to this effect included in the Financial Statements.

The Board **APPROVED** the Going Concern Statement as proposed in the Report and recommended by the Policy and Resources Committee in its meeting on 25 September 2023.

8(vi) Scheme of Delegation

The Director of Governance introduced this Report and highlighted the key changes proposed to the attached Scheme of Delegation and explained that the changes were identified in the annual review of each Committees Terms of Reference.

The Board **APPROVED** the proposed changes to the Scheme of Delegation as recommended by the Policy and Resources Committee in its meeting on 25 September 2023.

8(vii) Public Access to meetings/minutes Policy

The Director of Governance introduced this Item and informed members that the Policy was ready for timely review. The suggested changes were to the title of the Governance Professional only as highlighted in the Policy supplied and this was accepted by the Board.

The Board **APPROVED** the Corporation Policy on Public Access to Meetings and Publication of Minutes and Papers.

9. <u>ITEM PREVIOUSLY CONSIDERED BY THE GOVERNANCE PANEL</u>

(i)   Update on Succession Planning and appointment of Student Governors

The Director of Governance updated the Board on the discussions had at the Governance Panel meeting on 2 October 2023. Arrangements were in place to meet with three potential new Governors to fill the current vacancies and feedback would be provided, with any associated recommendations, to the next Board meeting on 8 December 2023.

Members were reminded that the Terms of Office for the Student Governors was coming to an end and the Board ratified the appointment of the two new Student Governors:
Nadia Begum as FE Student Governor 2023/24 and member of the Audit Committee
Rohan Quinn as HE Student Governor 2023/24 and member of the Learning and Quality Committee, for a period of one year commencing 13 October 2023.

The Director of Governance said that as the Academic Staff Governor would be leaving the College shortly and recruitment activity to enlist a new Academic Staff Governor would commence.

10. <u>STAFF GOVERNORS REPORT</u>

The Staff Governors presented their Report and highlighted that enrichment activities were going from strength to strength and were fully inclusive. The Chair enquired if the College had a Debating Society and it was confirmed that it did.

There was an update on the Enrolment process with Staff commenting that it was slicker and easier to follow, yet several Governors who had visited the College during enrolment thought that it could be improved.

An enquiry came up about progress made towards an agreed Agile Working approach and confirmation that this would be trialled.

The role of Academic Skills Coaches and Attendance and Progress Mentors was highlighted as having a positive impact.

The Board thanked the Staff Governors for their Report.

11. COLLEGE KEY PERFORMANCE INDICATORS

(i)   2022/23 – pre-finalised

The Board considered the Report, noting the performance against each of the KPIs.

The full list of KPIs had been reviewed in detail by Policy and Resources Committee in its meeting on 25 September 2023 and would be reviewed by the Learning and Quality Committee at its meeting on 9 November 2023 ahead of consideration by the Corporation Board at its meeting 8 December 2023.

(ii)   2023/24 – proposed targets

The Vice-Principal: Finance and Corporate Services reminded members that at the Corporation Board meeting on 7 July a new set of KPIs were agreed to measure and monitor progress on College priorities. These KPIs underpin and feed into the KPIs that form part of the Strategic Plan for 2022-25. The Annex to the Report listed the proposed KPIs and targets for 2023/24 with some identified by the Board for updates at their meetings and others would be monitored by the relevant Committee.

On the basis that the points raised would be addressed, the Board **APPROVED** the targets against the new College KPIs for 2023/24 and **AGREED** the shortened list for the Board to monitor.

12. STRATEGIC PLAN

The Vice-Principal: Finance and Corporate Services introduced the Report which covered a progress update on the Annual Operating Statement as at 31 July 2023 and the proposed targets and actions for 2023/24.

(i) 2022-2023 – ANNUAL OPERATING STATEMENT

In the penultimate update for 2022/23 nine measures were on target, ten were on target in part and two under target. The Report provided the Board with information on the two targets not being met.

The Board noted the content of Annex A the Annual Operating Statement - progress as at 31 July 2023 (pre-finalisation).

(ii) PROPOSED TARGETS 2023/24

There then followed some discussion of whether blue should be introduced to the RAG ratings (BRAG) to indicate progress made but target would not be met. This would be considered before introduction.

The Board noted the proposed targets for the Annual Operating Statement 2023/24.

13. RECRUITMENT UPDATE

The Vice-Principal: Finance and Corporate Services explained that the recruitment figures fluctuated and some were different from those within the Report. The latest recruitment figures were shared.

The Vice Principal said that numbers for FE adults and Commercial were still coming through and that the Sunday following the meeting was the crucial day 42 attrition date.

14. REGISTER OF INTERESTS

The Director of Governance thanked Board members for completing the Register of Interests declarations and informed the Board that the annual exercise to update the College Register of Interests 2023/24 was complete.

Members were reminded of their responsibility to declare any potential conflicts of interest at each meeting.

The Board noted the content of the Report.

15. GOVERNORS' PERFORMANCE ASSESSMENT INCLUDING:

(i)   Governance Self-Assessment Review (SAR)
(ii)   Appraisal of The Chair of the Corporation Board

The Chair thanked Board members for all that they do to support the Board and the College informing members that she appreciated the time taken to complete the SAR and Chairs appraisal and had carefully considered the valuable comments and feedback. The Director of Governance would take forward any training needs identified and would consider an alternative approach to collecting the SAR information next year.

The Board noted the content of the Reports and attachments.

16. EXTERNAL GOVERNANCE REVIEW (EGR) – NEXT STEPS

The Chair thanked the Director of Governance for the Report and the Board agreed with the next steps as detailed. The Board were keen to introduce more Managers/Heads to present Reports at Board/Committee meetings as recommended in the EGR. Members were mindful that their role was strategic not operational/management and that having the Managers/Leads to present would enable them to drill down into the detail of areas and provide them with the essential detail and assurance required for informed decision making.

17. MINUTES OF COMMITTEE MEETINGS

The Chair approved minutes from the following Committees were received for information:
i.   Audit – 19 September 2023
ii.   Governance Panel –2 October 2023
iii.   Policy and Resources – 25 September 2023

The Chair canvassed the members for any additional comments on the meeting Minutes supplied for information. No comments were made.

18. OVERSEAS VISITS ANNUAL REPORT 2022/23

The Report had previously been considered by the Policy and Resources Committee on 25 September 2023 and confirmed that no overseas business trips or, trips funded through the Research and Scholarship Committee/Staff Development had been made by staff, students, or Governors in 2022/23. There was one educational trip to Paris in May 2023 reported.

The Board received this Report for information.

19. NET CARBON ZERO

The Report provided Board members with information on progress against the 31-step FE Climate Change Road Map, a copy of progress against the Action Plan being included in the papers. The Report had been presented to the Policy and Resources Committee at its meeting on 25 September 2023, and highlights included a reduction in energy use.

The Board received this Report for information.

20. HEALTH AND SAFETY ANNUAL REPORT 2022/23

The Report provided information on the key health and safety activities during the academic year 2022/23. The full report was supplied and contained detailed information on incident statistics, legislative changes, audits, and inspections. The Report and attachments had been considered in depth by the Policy and Resources Committee at its meeting on 25 September 2023.

The Board received this Report for information.

21. VALUE FOR MONEY REPORT 2022/23

The Report was produced to update the Governors on purchasing activities for 2022/23, and provided the priorities and objectives for cross-College procurement in 2023/24 to ensure delivery of Value for Money. The Report was received for information having previously been considered by the Policy and Resources Committee on 25 September 2023.

22. FREEDOM OF INFORMATION (FOI) REQUESTS 2022/23

The Report was for information and had been considered by the Policy and Resources Committee on 25 September 2023. The Report provided the Board with analysis of the volumes and types of FOI requests received in 2022/23. The tables that supported the Report provided data on compliance with regulations and response. No data breaches had been reported to the Information Commissioner's office.

The Board received this Report for information.

23. ANY OTHER BUSINESS

The Chair canvassed members for any other business, of which there was none.

24. REVIEW OF MEETING

The Chair thanked all attendees in person and on MS Teams for their valuable contributions to the meeting.

25. DATE AND TIME OF NEXT MEETING

Friday 8 December 2023 at 2pm.