

## Minutes of the Corporation Meeting held on 5 July 2023 at Blossomfield Campus at 4.00pm.

**Present**

Christine Abbott  
Paul Assinder  
Scott Beasley  
Rebecca Gater [Principal and CEO]  
Sarah Horton-Walsh  
Barbara Hughes [Chair of Governors]  
Lucy Lee  
Tony Lucas  
Amirun Nehar  
Donna Poole [Staff Governor]  
Geraldine Swanton  
Harrison Thompson  
Sally Tomlinson

**In attendance**

Pete Haynes [VP HR and Student Services]  
Lee Jamieson [VP Curriculum and Quality]  
Heather Hunt [Deputy Principal]  
Sam Bromwich [Director of Corporate Governance, Risk & Compliance]  
  
Heather Cross [External Board review]  
Mehreen Mirza [Observer - New Governor with effect from September 2023]

The Chair welcomed Mehreen to the meeting.

### **Apologies for absence**

It was confirmed that ST, GS would join the meeting later than scheduled.  
Apologies were received from Vic Gwozdz and Tasleem Chaudary. Ravi Kumar sent his apologies for the meeting and attended the dinner.

### **Declarations of Interest in relation to this agenda**

There were no new declarations of interest.

### **Minutes of the previous Corporation Meeting held on 25<sup>th</sup> May 2023**

Paul Assinder was missing from the attendees list from the previous minutes.

The Minutes of the Corporation Meeting held on 25 May 2023 will be updated to reflect this and would be then agreed as a true record and signed by the Chair [application of e-signature].

## **.1 Matters Arising, Actions and Top Risks**

### **Matters Arising**

There were no matters arising.

## Feedback from Governors on Assuring Quality

### Quality Reporting

The new quality reporting will be implemented from September 2023. The VP Curriculum and Quality confirmed that the report will be built in September and will be brought to Corporation for the December meeting. The Principal and CEO confirmed that this will come with the first quality update, SAR and Gap Analysis. The VP Quality and Curriculum clarified that in October, clarification on expectations from Governors e.g., learning visits and how to triangulate the report will be established. Governors have proposed a new way of gathering feedback from students as part of learning visits which will be resolved when the new quality report is produced.

### Actions.

Summer Works summary report has now been uploaded to BoardEffect. Also, an all-staff email was issued today showing all the summer work scheduled.

The presentations from the last Corporation meeting were uploaded to BoardEffect. The Chair noted the amount of work in the Creative area and has confirmed that this would be linked to the Accountability Statement.

7.4 Careers and Guidance – The Chair confirmed that Governors will have a briefing from the Careers Service Manager in the next cycle of meetings.

10. The Chair confirmed that the typing mistake has been updated.

Director of Corporate Governance, Risk and Compliance advised that the session delivered to staff by Scott Beasley will be held during the Governor development session.

The Chair would also like to thank Scott for hosting the sessions. Feedback from Director of IT is that it was very positively received.

Director of Corporate Governance, Risk and Compliance confirmed that the Director of IT is compiling further information on cyber incidents and has just reported to SLT on cyber-attacks in Education. Principal and CEO confirmed there had been 6 this term, but none of the Colleges had Multi Factor Authentication, which we have (alongside our Manage Threat response). The Chair confirmed that it would be good to receive this information added to the list that was to be sent. **ACTION**

Director of Corporate Governance, Risk and Compliance confirmed that the Head of Sustainability is planning to send through a list of appropriate links to courses/training shortly. **ACTION**

14. Director of Corporate Governance, Risk and Compliance advised that a second remuneration committee date has now been confirmed as 7<sup>th</sup> May 2024.

15. The Chair confirmed that the action related to the Ofsted Special Interest Group will be determined following the feedback review from Heather Cross.

### Top Risks

The Chair reminded Governors of the purpose of the Top Risks and that it is important to note that the Director of IT has some additional information to share relating to the Top Risk and that it is obviously at the forefront of importance for the College.

There was a discussion regarding the confidential people risks and whether these can be

closed off at the end of this academic year.

It was agreed these would be closed following satisfactory final reviews with the intention of removing them at the end of August.

#### **4. Strategic Plan 2022-2025 Progress Update**

The Principal and CEO presented her report which is the first 6-month review of the 3-year plan for the Strategic Ambitions. There will be 6 updates by the end of 2025, broken down into 6 bi-annual reports.

Governors asked a range of questions summarised as follows:

- The amount of consultation with staff and students on the Strategic Plan.

The strategic plan will be shared with the new Student Voice Executive Committee and course reps in September and to ask them to use the feedback channels (on behalf of the students). **ACTION**

The strategic plan will be placed on the website under the Governance section and will have an on-going library of all progress every six months. **ACTION**

Style and format of the report including use of acronyms.

The Principal and CEO confirmed the style will be consistent throughout the document and she will add a glossary for acronyms. **ACTION**

The wording of Strategic Priority 4 to ensure the student numbers of targets are met which impacts on budgets.

Consider the wording of strategic priority 4 correctly reflects its intentions **ACTION**

The amount of information we are presenting externally to competitors.

The update document was agreed in principle and will be uploaded to the website.

#### **STRATEGIC AMBITION 2 – Secure the future of our organisation in a fast-changing sector through careful and appropriate income diversification and growth**

##### **Tuition Fee policies for 2024/25 for approval**

The Deputy Principal presented her report.

The Tuition Fee policies for 2024/25 were approved by Governors.

#### **STRATEGIC AMBITION 3 – Create a high-performing culture that attracts and retains the best people, is fully inclusive, and has a happy and proud workforce**

##### **Safeguarding Update Report (Director of Student Services joined for this item only)**

The VP HR & Student Services presented his report. He advised that with the focus on Safeguarding and the importance to the Governing Body and following conversations with Ian Smith about the type of information that would be useful to see.

A detailed discussion took place in relation to the level of information needed in the reports and Governor involvement in audits, whilst ensuring there is an appropriate level of Governor curiosity.

The report format, suggested by the College, was **approved**.

- **STRATEGIC AMBITION 4 – Deliver a considered but ambitious programme of investment underpinned by financial stability**

### **Financial Planning 2023/24**

The Deputy Principal delivered her presentation which included the Budget 2023-2024 and Financial Plan 2023-2025, plus the ESFA Dashboard. She confirmed that there had been a Financial Oversight meeting, but the ESFA require Governors to approve the budget, approve the College Financial forecast and return and confirm that it supports our strategic objectives and approve and understand our financial health. There was recognition of the changes in KPI's whilst maintaining 'Good' financial health. It was highlighted that the current ratio and EBITDA have reduced as the College has no debt.

### **7.1 Presentation**

### **7.2 Budget 2023-24 and Financial Plan 2023-2025**

### **7.3 ESFA Dashboard**

#### **7.4 Contribution Analysis (Summary)**

The Deputy Principal updated Corporation on the outturn contributions and budget contributions for 2023/24.

### **7.5 Notes from Financial Oversight Group (FoG) meeting held on 21 June 2023**

Governors tested out some of the sensitivities in the meeting, which is important as some of the KPI set margins are very thin. e.g., pay percentage has been very stretched.

Governors queried the impact of the timescales and the sale of Stratford residencies on the budget, and the TCH overage payment.

**Approved - Recommendation from Executive Team/FOG:** The Corporation approved the budget for the Financial Year 2023/24. The Corporation approved the College Financial Forecasting Return (CFFR) and confirmed it supported the College's strategic objectives. The Corporation agreed it would self-assess and approve the financial health grade for all years of the CFFR.

#### **7.5.1 App 1 Confidential: Chairs Action**

Principal and CEO reported that the Chairs action had been taken in relation to the pay award, which has been communicated to staff.

- **Update to Bank Mandate**

There was a requirement to update the mandate following a name change. **AGREED**

- **Review of the Financial Regulations and Treasury Management Policy**

The Deputy Principal confirmed the changes were taken to Audit Committee and feedback had been received from both Internal and External Auditors. The changes were then discussed at the Financial Oversight Group.

**Approved**

## GOVERNANCE.

### □ External Board Review feedback – Heather Cross, EBR Assessor (item taken after 3 and Heather Cross left after this item)

Heather Cross delivered her presentation based on her feedback. She passed on her thanks to those involved in the process. A copy of the document has been made available to Governors.

Heather confirmed that this was not an inspection and there are no nationally set, judgement criteria. It is up to the board if they agree to take up the recommendations.

She highlighted some of the key areas to consider and what is now required. It is a requirement to publish on the website that an External Board Review has taken place. **ACTION**

It also needs to be included in the Members Report and Financial Statements. **ACTION**

Group discussions took place to consider the findings of the review and to consider what each group felt in terms of looking at the recommendations to identify what should be looked at in more details (and therefore what were quick wins and important to do quickly), those that require longer term consideration and those recommendations that 'not for us'.

An action plan will need to be considered and time will be provided to enable this to happen and will form part of the one to one discussions this Summer. Any thoughts in the interim should be emailed to the Chair.

Heather thanked Corporation for being open and wanting to work on this process. The Chair thanked Heather for her involvement and for her recommendations which have provided lots to consider.

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### □ Membership

#### .1 Election of Chair and Vice Chair for 2023-24

Chair and Vice Chairs were re-elected by Governors. It was also noted that having joint Vice Chairs has been very useful.

#### .2 Committee Membership

Director of Corporate Governance, Risk and Compliance confirmed that when Governor Self-Assessment meetings take place during July/August and there will be an opportunity for Governors to discuss the committees they are in, whether they are any roles that they are interested in plus there are the link roles. This includes Safeguarding role as Geraldine leaves in December. It was confirmed that Sally Tomlinson was appointed as the SEND link Governor.

#### .3 New Governor appointments

4 new Governor appointments were confirmed. 2 new Board members, plus 1 FE Governor and 1 HE Governor which were appointed after successful recruitment process. Their first induction takes place 18<sup>th</sup> July 2023.

## □ **Governance Self-Assessment process**

Director of Corporate Governance, Risk and Compliance confirmed the process will again involve a questionnaire that will be loaded onto BoardEffect, and the meetings will take place during July/August and will follow a similar format to last year. The results will feedback into the College SAR and contribute to the Governor's action plan.

Questions will take account of feedback from Governors throughout the past year and recommendations from the External Board Review..

The Chair reiterated that if anyone had any thoughts, following the External Board Review feedback and discussion, to send that through to the Chair/Director of Corporate Governance, Risk and Compliance as it would be welcomed.

She also thanked Sally, who attended the latest SEND meeting and provided feedback. Sally emphasised the importance of the linked roles as it highlighted aspects of student support of which she was unaware. It was invaluable to get behind the data to better understand the issues.

The Chair also thanked Scott for his involvement with Staff Development by hosting a couple of sessions relating to Cyber Awareness. He confirmed what happened and the intention is for this to be brought to a Governor Development session.

The Chair confirmed the linked roles required are Special Educational Needs, Skills, Safeguarding and Careers (new requirement).

## □ **Draft Minutes of the Audit Committee Meeting held on 13 June 2023 and associated reports [Deputy Chair of Audit Committee]**

Deputy Chair of Audit Committee provided feedback from the Audit Committee meeting.

### .1 Strategic Risk Register and BAF

Audit Committee discussed this and looked at other types of assurance they wished to see. We are aware of Cyber Security, which is currently being done, EDI and Sustainability.

### .2 Internal Audit Plan 2023/24

Information on value for money was requested and the individual reports were discussed. Assurance was given by RSM that there were no gaps, however this is always subject to change throughout the year.

### .3 KPMG Financial Statements Audit Plan

Questioned whether we were doing enough to mitigate against fraud. No concerns were raised.

### .4 Health and Safety Report

Number of incidents have dropped and there was concern whether this was due to things not being reported rather than an improvement. The Deputy Principal confirmed at the time that a lot of work has been done in areas like Animal Care where incidents are usually higher due to bites etc, when handling animals. Thematic review of incidents has been requested once a year to go to Audit

Committee to see if there are any trends.

#### .5 Terms of Reference of Audit Committee

The Terms of Reference were updated, and the title of the committee has been agreed to change to Audit and Risk Committee, in line with industry practice.

Q: Can Internal Audit reports be available to all Governors on BoardEffect?

A: Director of Corporate Governance, Risk and Compliance confirmed they can be. They are already made available to Audit Committee. **ACTION**

**APPROVED** the Internal Audit Plan, External Audit Plan, Strategic Risk Register and Terms of Reference for 2023-2024.

#### **Verbal Update on EDI SiG Meeting held on 26 June 2023**

Sally provided feedback from the meeting. Progress against the action plan was reviewed. Discussion points included recruitment and gender/ethnicity balance in SLT versus the student profile, the College WM group work, anti-racism training, and Future Leaders/ The SIG will review its terms of reference and progress against objectives in September with the aim of closing the group if appropriate.

There was also a discussion on how long the group should continue. It was decided that it should continue into the Autumn Term, with a decision made then about timescales and when it would become Business as Usual.

RK joined the meeting.

**For information items** – the following reports were presented to the meeting and received for information:

#### **Bids and Projects Report**

The Chair asked for confirmation that there were 34 bids this year, 18 of which were successful, but we are waiting for 23. The Deputy Principal confirmed and clarified that timescales for bid approval can take a while.

The LSIP bid will need approving by 14<sup>th</sup> September 2023, so the timing will need to be worked out, but the Deputy Principal clarified that Corporation will not need to approve it.

#### **Property Update**

There was a discussion about the timescales of the Heat Network project and its impact on the Sustainability targets.

#### **Procurement Termly Report**

#### **Institute of Technology Report**

Principal and CEO confirmed that the DfE have just agreed a 10-year re-licensing which is positive and provides more security to achieve the strategy.

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Q: It mentions under Digital SLA that Aston will be taking a paper in July. Has that meeting happened?

A: Principal and CEO confirmed this has not yet happened and all partners are keen to ensure its finalised then in the board meeting.

**Freedom of Information Report 2022-23**

Q: The Chair asked if there are any areas of regular requests.

A: Principal and CEO confirmed that requests are varied but if anything, specific is a recurring theme that Governors would be informed.

**PMR**

**Tender Update Report**

**Gifts and Hospitality Report**

**Use of the College Seal and E-signatures**

**Register of Interests for Governors, EMT and the Director of Corporate Governance, Risk & Compliance**

**Any other Business**

Q: EV Charging infrastructure. Do we charge people to use it?

A: The Deputy Principal confirmed the charging points are currently for college vehicles only.

We're installing points at all Colleges during the Summer works. Staff would have to pay for it, if they were to use it.

**Date of next meeting and future dates:**

*The meeting ended at 18.45.*



**Signed**

**Date** 10.10.2023