

## Corporation Meeting (joint Annual Audit & Risk Committee)

Minutes of the meeting held on Tuesday 28<sup>th</sup> November 2023

5.00pm -8.15pm Blossomfield Campus

<b>Present</b>	Barbara Hughes – Chair of Corporation Tony Lucas – Joint Vice Chair of Corporation Paul Assinder – Joint Vice Chair of Corporation Christine Abbott Mehak Farooque – FE Student Governor Rebecca Gater – Principal and Chief Executive Ravi Kumar Lucy Lee – Chair of A&R committee Mehreen Mirza Amirun Nehar Cheryl Pidler FIN Donna Poole – Staff Governor Harrison Thompson Sally Tomlinson
<b>In Attendance</b>	Heather Hunt – Deputy Principal and CFO, Pete Haynes – Vice Principal HR & Student Services, Lee Jamieson – Vice Principal Quality & Curriculum, Nancy Buckley - Vice Principal Business Growth, Skills & Partnerships, Sam Bromwich – Director of Corporate Governance, Risk & Compliance. Tina Taylor – Senior Governance Officer (minute taker)
<b>Apologies</b>	Tasleem Chaudary, Geraldine Swanton, Sarah Horton-Walsh, Jo Moorcroft (HE Student Governor)

### 1. Welcome and Apologies

The Chair welcomed everyone to the meeting. Apologies were received and accepted from Tasleem Chaudary, Geraldine Swanton, Sarah Horton-Walsh and Jo Moorcroft.

### 2. Declarations of Interest

There were no items declared.

### 3. Minutes of the previous Corporation meeting held on 10<sup>th</sup> October 2023

The previous minutes of the Corporation meeting held on 10<sup>th</sup> October July 2023 were circulated. A recommendation was received to amend paragraph 2, page 5 to read “Governors approved the bid for the LSIF for West Midlands and Warwickshire with a total budget of £10.2m” so that it was consistent with the approval request within the report. **ACTION**

With there being no further comments, the minutes were **APPROVED** and confirmed as a true record.

The confidential minutes of the Corporation meeting held on 10<sup>th</sup> October 2023 were circulated prior to the meeting and were not circulated to the Staff and Student Governors due to confidentiality of the items discussed. The minutes were **APPROVED** and confirmed as a true record.

The actions were reviewed, and an update was provided.

The Top Key Risks report was received, and an update was provided.

**Following a question from a governor**, the Deputy Principal and CFO confirmed the college were identifying ways to reduce the cyber-attack risk level score.

**A governor enquired about collaboration between other colleges to review cyber-attacks.** The Deputy Principal and CFO provided an explanation regarding the Incident Management Plans which are in place, and how the college took steps to mitigate the risks.

The top risks were **NOTED**.

#### **4. Committee Minutes for Information**

The following minutes were circulated for information and **NOTED**:

- Financial Oversight Group (FoG) 21.06.2023
- Ofsted Special Interest Group (SiG) 27.09.2023
- Search & Governance Committee 03.10.2023
- Audit & Risk Committee 17.10.2023

#### **5. Chairs Action & Updates**

It was confirmed that a chair's action was used to approve the pay award increase following the feedback received from the joint unions since the last Corporation meeting. An explanation was given regarding the reasons for the increase; with there being no comments or questions, the chair's action was **RATIFIED** by the Corporation.

The use of the College Seal and Chair's E-Signature shared document was shared for information and **NOTED**.

#### **6. Principals Update Report**

The Principal and CEO's report provided governors with a mid-term update on key areas of the College in relation to the strategic ambitions.

##### **Strategic ambition 1**

###### Animal Care T Level Capital Project

The Corporation was asked to approve the Animal Care T Level Capital Project detailed within Appendix 1 of the report.

**The Chair commented** that it was positive to see the College were responding to the project and were also in receipt of matched funding from the Department of Education (DfE).

**Following a governor's question regarding whether the project would be completed in time**, the Deputy Principal and CFO advised the project is scheduled to take place during the summer break and that it would be closely monitored to ensure it was completed within the timescales. The Principal and CEO confirmed the work would not disadvantage students in any way.

With there being no further comments or questions, the Corporation **APPROVED** the Animal Care T Level Centre with a total budget of £592,653.60 which included £296,327 (50%) contribution from the DfE.

##### **Strategic ambition 2**

## RMF Subcontract

The Principal and CEO noted the college would like to tender for the RMF subcontract and discussions were underway with the West Midlands Combined Authority to agree a longer-term plan. An update was given regarding the request to approve the increase in the contract value by £600k and assurance was given noting the plan was high quality assured.

With there being no comments or questions, the Corporation **APPROVED** the increased contract value of £600k.

An update was given regarding the LSIF, and the new Director of Business Quality would join the team in January 2024.

### **Strategic ambition 3**

An update was given regarding the revised pay award, all staff were informed by way of an update at the College Development Day, and positive feedback was received. The College won an award for “Excellence in Education, Training and Development in People” at the Solihull Chamber of Commerce Awards; governors were informed an English Lecturer Rachel Arnold at the college won the “Solihull’s Rising Star and Future Leader” at the same awards.

### **Strategic ambition 4**

Following an inspection completed by contractors, it was confirmed there were no signs of Reinforced Autoclaved Aerated Concrete (RAAC) at the College.

### **Strategic ambition 5**

An update was provided regarding the key points. **A governor asked whether “reputation and profile” should be included as an agenda item at the Corporation meetings.** The Principal and CEO confirmed that it was included in the Strategic Plan and reported twice per year and would be included in future reports to ensure the Corporation could monitor it. **ACTION**

The Chair reported the launch of the refurbished Stratford Upon Avon campus was complete and encouraged all governors to attend the launch evening.

**A governor commented on previous discussions regarding the investment strategy and asked if the item would be discussed at Corporation.** The Deputy Principal and CFO confirmed the team were working through it and expected to present it at the Corporation meeting in July 2024. **ACTION**

## **7. Bids and Projects**

The Vice Principal Business Growth, Skills and Partnerships provided an update on bids and projects, and a copy of the Bids and Projects Report was shared for information.

Approval was sought to approve the Innovate UK FEIF and WMCA 5 Bootcamps bids. Governors were advised that the approval for the JLR bid would be submitted at the next meeting. **ACTION**

### **Approval 1 - Innovate UK FEIF**

The bid approval report was shared, and a detailed explanation was provided. **Following a question from a governor** the Vice Principal Business Growth, Skills and Partnerships confirmed revenue expenditure would be used to maximise the LSIF win.

With there being no further comments or questions, the Corporation **APPROVED** the Innovate UK project with a total value of £315,20 revenue funding,

### **Approval 2 – WMCA 5 Bootcamps bids**

The bid approval report was shared, and a detailed explanation was provided.

**Following a governor's question about whether all employers have been recruited,** the Vice Principal Business Growth, Skills and Partnerships provided an update on the number of Procurement Managers in the area.

Detailed discussions took place regarding bootcamps.

The Corporation **APPROVED** the Wave 5 Bootcamps delivery plan and funding proposal to WMCA of £677,000.

## **8. Annual HR Presentation**

The Vice Principal HR and Student Services provided an annual update on HR matters and a presentation on the following items:

- Sickness levels – an explanation on long-term and short-term absence was provided on how it compared to other colleges in interim of sickness.
- Salary comparisons for qualified Lecturing posts
- Make up of FE Workforce Comparison with National Picture 21/22
- Student and Staff Profile Comparisons 21/22
- Ethnicity Profile 21/22
- Gender Profile 21/22
- Staff declaring a disability 21/22

The HR Annual Report was circulated and provided an update to Governors on HR matters. The Vice Principal HR and Student Services drew governors' attention to the grievance and capability cases and gave an explanation to the high numbers.

**Following a governor question,** the Vice Principal HR and Student Services confirmed the changes to the national minimum wage was a concern. It required an overall review in terms of addressing pay and actions to be taken into consideration.

The following policies were reviewed by Unison at Solihull and circulated for approval:

1. Joint Agreement on Guidelines and Procedure for Dealing with Complaints of Harassment or Bullying.
2. Joint Agreement on Guidance for dealing with short term sickness absence.
3. Sickness Absence Management Policy and Procedure.
4. Joint Agreement on Guidance on supporting staff to improve performance.
5. Capability Policy and procedure
6. Joint Agreement on Adoption Leave

**Following a governor question,** the Vice Principal HR and Student Services confirmed a separate Capability policy for Senior Post Holders was in place and was linked to the Governance Handbook.

With there being no further comments or questions, the policies were **APPROVED**.

## **9. Governance Reports**

The Director of Corporate Governance, Risk and Compliance provided an update on the composition and membership, any vacancies of the Corporation and its committees, and advised the Corporation on recent appointments.

The Corporation **APPROVED** the following changes to the Membership:

- Paul Assinder completes his first term of office in December 2023 and has agreed to continue for a full term. His membership was extended for a further 4 years to December 2027.
- Ravi Kumar successfully completed his first-year term of office which ends November 2023. His membership was extended for a further 3 years to December 2026 to fulfil his term of office.

- A poll was submitted to Corporation approving the appointment of Michael Burnett as an External Member to the Audit & Risk Committee with effect from 1<sup>st</sup> November 2023 for 1 year.
- Tony Worth completed his first term of office in July 2023 and has agreed to continue for another full term until July 2027. A poll was submitted to Corporation approving the extension.

Governors were advised that Geraldine Swanton's term of office would end on 31<sup>st</sup> December 2023 and was not being extended. The Chair gave thanks for her commitment and support to the Corporation during her appointment.

The Search and Governance Annual Assurance report was circulated for information providing assurance to governors on the conduct and impact of the Search and Governance committee that it met the Terms of Reference and Instruments and Articles of Governance.

The report was **NOTED**.

## **10. Governance Items**

The Director of Corporate Governance, Risk and Compliance gave a verbal update regarding the feedback received from governors following the Governors Development morning on 11<sup>th</sup> November 2023.

The Chair advised of a recommendation to appoint a Skills Link Governor to pick up on the current issues nationally and act as a representative and champion in that area. Governors were asked to consider themselves for the role and to confirm their interest to the Chair directly. A guidance note for information regarding the role will be provided upon request.

The Chair provided feedback following recent governor learning visits. There were no Focus Groups to be advised and an update would be provided at the next Corporation meeting.

The following deferred items from Search & Governance committee meeting held on 3<sup>rd</sup> October 2023 were circulated prior to the meeting:

The Governors Annual Self-Assessment provided an annual update on governors' feedback for 2022/23 which is used to inform the College's Annual self-assessment report and set governors' action plan for 2023/24.

External Board Review Action Plan was received and **APPROVED** by the Corporation.

A link to the college website detailing the updated Register of Interests for Governors, EMT and the Director of Corporate Governance, Risk & Compliance was provided on the agenda.

The Director of Corporate Governance, Risk and Compliance confirmed that the Skills Audit was still under review and will be circulated in the next term for governors to complete.

*The FE Student Governor left the meeting.*

## **11. Confidential**

There were no items discussed.

## **12. Approval of the Health & Safety policy**

The Deputy Principal and CFO confirmed that the A&R committee held on 10<sup>th</sup> October reviewed the H&S policy and recommended to Corporation for approval. With there being no comments or questions, the policy was **APPROVED**.

## **13. Items for Information**

The following items were circulated for information:

- H&S Annual Report
- Strategic Risk Register & Board Assurance Plan
- July PMR
- Letter from ESFA on Financial Health

#### **14. Any Other Business**

There were no items discussed.

#### **15. Future Dates**

- Thursday 14/12/2023 5pm (7.30pm Xmas Dinner) – Stratford Campus
- Wednesday 31/01/2024 5pm – IoT Birmingham
- Wednesday 20/03/2024 5pm – Blossomfield Campus
- Thursday 23/05/2024 5pm – Stratford Campus
- June 26/06/2023 4pm (4 hours) - Corporation and Dinner - Blossomfield Campus

*The Chair thanked everyone for their time and the meeting ended at 8.15pm*



**Signed:**

**Dated:**

**28/11/2023**