

Minutes of the Meeting of the Board of Corporation

Date:	Monday 31 March 2025	Room number	Via Teams
Present:	Andy Forbes (Chair) Charles Tennant (Vice-Chair) Natalie Davison (Principal/CEO) Akeel Ahmed (AA) David Baumslag (DB) Katharina De Vita (KDV) Carole Ditty (CD) Cllr Elizabeth Kangethe (CK) Alex Keay (AK) Molly Makota (MM) Bal Panesar (BP) Esther Thompson (ET)		
In attendance:	Jason Turton (Deputy Principal – Curriculum & Quality) Victoria Eastwood (Chief Governance Officer) Hiten Savla (Deputy Principal – Finance & Resources) Michelle Coleman (Safeguarding Coordinator) – Agenda Item 6 only		
Apologies	Forhad Altafi, Bim Osunsami, Nick Kavanagh, Paige Summers (Student Governor), Diana Olafsdottir (Director of HR)		

1.	Welcome and apologies for absence The Chair welcomed all present to the meeting. Apologies for absence were received from Forhad Altafi, Bim Osunsami, Nick Kavanagh, Paige Summers and Diana Olafsdottir. David Baumslag was welcomed to his first meeting of the Corporation.
2.	Declarations of Interest Governors were reminded of their responsibility to declare an interest in relation to specific items on the Agenda if appropriate. The Principal/CEO and College staff declared an interest in agenda item 7 – Remuneration Committee update. CK, as an elected Councillor and Cabinet Member of Education, declared an interest in agenda item 14 although it was noted that the item was for information only and no decisions were to be made.
3.	Minutes of the Previous Meeting of the Corporation – 16 December 2024, Additional Meeting held on 2 February 2025 and Notes from the January 2025 EDI Training The Minutes of the Previous Meeting of the Corporation – 16 December 2024, Additional Meeting held on 2 February 2025 and Notes from the January 2025 EDI Training were agreed as a true and accurate record. Approved: The Minutes of the Previous Meeting of the Corporation – 16 December 2024, Additional Meeting held on 2 February 2025 and Notes from the January 2025 EDI Training were approved.

4.

Matters arising

Agenda Item	Action	Responsibility	Timescale	Update
c/f	A comparison of starters and leavers and the number of staff who had remained at the College after starting this year to be provided.	EDHRS	ASAP	To be included in full HR Update to P&R – March 2025
c/f	Staff recruitment data targeting HE and number of HE applicants to be provided.	EDHRS	ASAP	To be included in full HR Update to P&R – June 2025
4.	EV project to be a standing agenda item for the Policy & Resources Committee	CGO	ASAP	Complete – added to business schedule.
4.	Governors to be immediately informed of cost increases and how these are managed for the EV project.	DPFR	Ongoing	On target at present – currently £13K of £30K provision.
4.	Updated contract and fixed costs to be circulated to the Board (EV contract).	DPFR	ASAP	Issued via email.
7.	Updated summary of Period 4 accounts to be provided to the Board.	DPFR	ASAP	Complete
9.	Areas for improvement to be clarified for RI areas and updated SAR (including Skills element to be shared).	DPCQ	ASAP	Complete
10.	Draft Financial Statements and finance report to be provided to the Board for review	DPFR	ASAP	Complete
10.	Teams Board meeting to be convened to formally approve the Financial Statements.	CGO	January 2025	Awaiting DfE approval
14.	Food school branding to be shared with Governors.	DPCQ	ASAP	Deferred until after business planning process
17.	Broadway Subsidiary Board to convene to discuss the position further.	CGO	ASAP	Discussions with the Council ongoing – included on the agenda.
19.	Suggested amendments to code compliance document	CGO	January 2025	Complete

	be made and revised version emailed to the Board.			
	<p>The CGO confirmed, for recording in the Minutes, that the Board had approved the increase in the current subcontracting provision from £960K to £1050K. In addition, it had also been approved that any variances to subcontracting within the 10%+/- range could be authorised without Governor approval as long as existing partners were being used.</p> <p>The CGO advised that two new Governors had joined the Corporation, David Baumslag who was in attendance at the meeting and Sarah Noble whose induction was scheduled for the following week.</p>			
5.	<p>Chair's Actions</p> <p>There were no Chair's actions to report.</p> <p>The Chair stated that the Governor appraisal process was nearly completed and a reminder would be issued to the few Governors whose appraisals were outstanding.</p> <p>Agreed: that the current position be noted.</p> <p><i>The Safeguarding Coordinator, Michelle Coleman(MC) joined the meeting.</i></p>			
6.	<p>Safeguarding Update</p> <p>MC provided the following highlights:</p> <ul style="list-style-type: none">- Resource and risk implications- Safeguarding management under review – deep dive into the CPOMS system to improve managing, reviewing cases and any outcomes- Work taking place with staff in the College to understand challenges in the system – changes to be launched at next Staff Learning & Development (SLD) day event- Support mentors – Support & Advice Mentors (SAMS) were now a full team allocated across curriculum areas- Discussion around safeguarding visibility – rolled out lots of posters to identify staff and be visible around the College. Attendance at tutorial sessions had taken place which had confirmed learners knew who to speak to if they had a concern. British Values and consistency of how this was embedded had also been explored. <p>KDV requested that future reports included the percentage of students for the whole area alongside the numbers of student cases as it was difficult to judge if these were small cohort numbers. This was agreed.</p> <p>KDV questioned the type of interventions in place in relation to wellbeing and mental health. MC replied that the counselling team accepted referrals for wellbeing and the College currently had two full-time Counsellors and a Placement Counsellor. In response to a query from KDV regarding the speed of referrals, MC confirmed that the waiting list was usually two weeks which could change depending on capacity – the Placement Counsellor role assisted in meeting capacity.</p> <p>CD stated that it was helpful to see that a lot of items from the monitoring visit and audit were being actioned but noted it would be useful for Governors to see the detail on low level concerns and monitoring online activity to see if there were any emerging trends. In addition, the Board needed to have an understanding of the quality assurance process that had been put in place as, although the Governor Safeguarding Links were reviewing this closely, all Governors needed to be informed.</p> <p>DB advised that it would be useful to draw out the detail of the numbers eg comparative information about the position in other colleges or how cases were resolved to be able to show improvement if required. DB noted that the waiting list for referrals was good but questioned what measures were in</p>			

	<p>place for acute issues that need immediate help. MC replied that the counsellor undertakes an initial assessment to gauge the position in terms of urgency and in urgent cases these would be prioritise as there is flexibility around the waiting list. The Chair added that the College had good links with the police and local authority who could be called upon in a crisis.</p> <p>In response to a query from BP, the Principal/CEO confirmed that low level concerns were captured by the HR Department in a separate record due to the confidential nature of the information.</p> <p>The Chair stated that there was lots of good work taking place but still work to be done. The Chair thanked MC for her attendance at the meeting.</p> <p>Action: future reports to include the percentage of students for the whole area alongside the numbers of student cases.</p> <p>Detail on low level concerns, monitoring online activity to see if there were any emerging trends and an understanding of the quality assurance process to also be included in future reports.</p> <p><i>MC left the meeting.</i></p>
7.	<p>Remuneration Committee Update including SPH Probationary Periods</p> <p>The CGO reported that the probationary periods for Senior Post Holders was unclear due to amendments that had been made during the covid pandemic. After consultation with the Director of HR and, to ensure parity with other colleges, the Remuneration Committee had agreed to recommend to the Board that probationary periods for all senior post holders revert to 9 months (with the option to extend to 12 months if required) other than the Principal/CEO where the period would remain at 12 months. Notice periods were also reviewed and confirmed as being in line with the sector.</p> <p>DB queried whether current senior postholders should have left the meeting whilst discussions were taking place in line with due process. The CGO confirmed that the discussion was to rectify an anomaly in the current process and the probationary period did not affect the current senior post holders. Senior postholders would always be asked to leave the discussion when it was focussed on their pay and/or conditions of service.</p> <p>Approved: the Corporation approved the Remuneration Committee's recommendation to reinstate the probationary period for senior postholders as 9 months (with the opportunity to extend for 12 months). The probationary period for the Principal/CEO would remain at 12 months.</p>
8.	<p>Curriculum & Quality Committee Update</p> <p>The Chair of C&Q, Alex Keay, (AK) provided the following update:</p> <ul style="list-style-type: none"> - Key areas for discussion: English and Maths and Apprenticeships - Strategic Risk Register - KPI Dashboard - Ofsted readiness - Careers Update <p>The Chair reminded Governors of the additional careers information circulated via the CGO, noting that the College was working hard to ensure the careers education offer was up to speed.</p> <p>Agreed: that the current position be noted.</p>

9.

Management Accounts

The DPFR highlighted the following key points from the January management accounts:

- Slight worsening from January - not significant in overall terms but a slight loss due to costs relating to sickness cover together with apprenticeship costs
- Received allocation and roughly 130 learners more than this year - slightly more than anticipated
- Update on T-level clawback at 60K not 90K as anticipated
- Next years allocation unknown other than 3.8% funding per learner
- Up to a potential 3.5% (per AoC) of allocation funding not shown within these accounts in relation to additional £50m allocated in current year – February accounts will show movement
- Insurance claim decreased to c300K as will not cover the work to the roof itself just the water damage
- Utilisation report - number of actual income lines rated as green or amber has changed due to the way income is recorded by department – in the areas that were red rag rated, the impact is not significant

The Chair asked when the potential income regarding the national insurance increase would be received to cover the additional costs. The DPFR replied that the Department for Education (DfE) would be confirming payment sometime in June/July but not releasing the funds until September – the impact on the College over the year would be c£450K. It was expected that the contribution would be for at least one year but this had not been confirmed.

KDV asked for clarification on the numbers relating to adult community learning specifically staff utilisation and budgeted income. The DPFR advised that in real terms overall income received is normally through tailored learning but the College had included some Adult Education Budget (AEB) income. The College had not had the same level of traction with adult community learning due to staff sickness therefore community delivery had not happened as it should. In addition, a number of staff were included in the utilisation figure even though they were on sick leave.

KDV queried whether there was room to codify knowledge as if the College was dependant on specific members of staff for delivery, this was impacting on income which was a concern. DB also questioned the importance of utilisation. The DPFR informed the Board that when the budget was set this was on the principle of c97% utilisation – all College teaching staff on full time hours should deliver 828 hours of teaching over a 36-week period, however, in reality, the College had a period of 35 weeks and 2 days. The Principal/CEO added that the weekly cap of 23 hours for teaching was lower than other colleges and made it difficult to achieve the 828 hours over the course of the teaching weeks.

The Chair asked if the budget process for next year had commenced. The DPFR advised that curriculum planning was currently taking place to identify delivery for next year in terms of hours which would create a clear budget plan for staffing needs. It was confirmed that the draft budget would be available to the Board at the May Corporation meeting.

In response to a query from DB, the Chair stated there were resources that could boost income e.g. adult programmes usually had scope to include extras or there was the option to increase subcontracting within the limitations. The DPFR added that 85-87% of income was grant funded and agreed in advance. Income generated outside of this was guided by the delivery being put forward. The opportunity to bring in income from other sources had reduced quite dramatically but it was key for the College to ensure that agency costs were tightly controlled.

AA stated that the Board had been asked in early February 2025 to approve an increase in subcontracting and asked if this was to compensate for a drop in adult learner numbers. The DPFR responded that the College tracked performance against adult budget allocation and had not previously tried to maintain the minimum 97% limit to achieve full grant funding.

	<p>The Chair noted that the February accounts were still to be issued, adding that the College still had a good chance of hitting targets for the end of the year but there was a lot taking place. The next stage for the Board was to get a much better understanding of the more profitable areas of delivery. The College was going to be in a difficult spending period for the foreseeable future - some colleges had developed genuinely commercial offerings which may need to be considered going forward.</p> <p>Agreed: that the current position be noted. Action: February management accounts to be issued asap.</p>
10.	<p>Financial Statements Update</p> <p>The DPFR reported that further clarification had been provided to the DfE regarding the bad debt provision and it was hoped that a resolution would be reached over the next week or so.</p> <p>The DPFR clarified that the College had identified the position and this did not affect the bottom line. BP added that the audited accounts of prior years had been accepted but the College was making the correction now. Once confirmation was received from the DfE, the financial statements could be signed off.</p> <p>Agreed: that the current position be noted.</p>
11.	<p>Capital Projects Update including Decarbonisation Project</p> <p>The DPFR advised the Board of the following update:</p> <ul style="list-style-type: none"> - Two key big projects were the Decarbonisation project and the EV workshop - Overall cost of EV project was slightly lower than the actual quotation - Decarbonisation – in the process of tendering for a Power Purchase Agreement (PPA) and Special Purchase Vehicle (SPV) to fund the overall project – Hydropower would present to the Board at the Strategy Day but no further changes would be made without Board approval. <p>The Chair asked if there would be an impact on depreciation and if there was any indication of potential impact on future energy bills. The DPFR responded that the gas bill should reduce to 60% less than the current position and the overall impact on electricity should be up to 20% - in overall terms the payback period was approximately 10 years. There would be some impact on depreciation but if the project was through an SPV this would be an asset owned by the company and a PPA would incur additional costs until paid off which would not impact on depreciation.</p> <p>The Chair recorded thanks to the DPFR for the work undertaken to date.</p> <p>Agreed: That the current position be noted.</p>
12.	<p>Policy & Resources Committee Update</p> <p>The Chair of the Policy & Resources Committee, Carole Ditty (CD) updated the Corporation on the following key items discussed at the Committee:</p> <ul style="list-style-type: none"> - Focus on items not otherwise dealt with in this meeting - Reviewed the strategic risk register relevant to P&R, noting it was good to see the positive direction of travel. The Committee discussed elements of stress testing in worse case scenarios and risks to be considered on a horizon scanning basis which would need to be incorporated into strategy days. - Useful EDI update – gaining momentum and support – need for a bottom up approach for initiatives. A refreshed EDI policy was approved. - Reflection on focus within HR – proactive approach re sickness absence and reflection made re high turnover of staff within the first year of service – tailored recruitment focus to ensure a clear understanding of staff required. - Capital projects– complex structure re SPV etc - the Committee requested that Governors were given good information in a timely manner to be able to make a meaningful decision

	<ul style="list-style-type: none"> - Encouraging health and Safety update – good to see the focus on apprenticeship and t-level risk assessments - Update on insurance renewal terms which had lower premium costs – requested that the summary of director insurance made available to all governors - Compliance against financial regulations – assurance re agency staff procurement and tighter controls <p>The Chair thanked CD for a comprehensive update.</p> <p>Agreed: that the current position be noted.</p>
13.	<p>HR Update – Gender Pay Gap</p> <p>The Principal/CEO updated the Board as follows:</p> <ul style="list-style-type: none"> - Mean and median pay gap – Mean gender pay gap was 8%; Median was 19.51% - noted this was not about differences in pay rates for staff who were doing the same job - Figures were drawn from 430 staff who qualified as ‘full pay relevant employees’ as at 31 March 2024. 253 staff were female and 177 were male - Far higher proportion of women undertaking lower paid roles <p>DB questioned what information could be tracked and if the College held data on applicants etc. The Principal/CEO replied that, at present, the College was not sophisticated in the way it interpreted and used data but positive action was being taken to ensure roles were advertised inclusively. It was noted that traditional male type roles offering market supplements may not have assisted in inclusivity. The Director of HR intended to also undertake analysis around ethnicity data but there was currently a significant proportion of staff who have not declared their ethnicity.</p> <p>In response to a query from AA in terms of the lower paid employees who were predominantly female, the Principal/CEO advised that one of the actions was to look at progression and how much the College was doing to facilitate women progressing with their careers.</p> <p>Approved: the Gender Pay Gap report was approved by the Board of Corporation to be published on the College website.</p>
14.	<p>Broadway Theatre Update</p> <p>The Principal/CEO provided background on previous discussions and updated the Board on the current position as follows:</p> <ul style="list-style-type: none"> - The College had been working to open up a conversation with officers of the council for over a year to work in partnership but this had not happened - The College had proposed the Council contribute £100K for two years to make the business viable with a view that there would be a sustainable business form the third year – this was rejected by the Council due to a lack of revenue funding. A second proposal was made around a shared capital investment – c£150-£250K from the College and the Council to diversify the offer and increase revenue – this proposal was not responded to but was the College’s preferred option. - DfE had previously offered funding to remedy the RAAC issues but had now withdrawn the funding as the College were no longer using the facility - Three discussions had taken place between the Principal/CEO and the Leader of the Council who had been very supportive - The Theatre was now on the open market to be leased – organisations, including the College, had been asked to put forward proposals by 11 April 2025 - The Broadway Subsidiary Board had agreed for the College to make a proposal but to include reference to the previous proposals made with a particular emphasis around the second proposal including shared capital investment. The Council would need to find capital to move the RAAC plus investment to diversify the income.

	<p>The Chair stated that the Subsidiary Board had spent a lot of time discussing the options and it was noted that the Theatre was losing the College money and had been doing so prior to the RAAC issue. The Council need to be an active partner for this to work. The Board were informed that alternative ways to continue and expand Performing Arts within the College were also being explored.</p> <p>Agreed: that the current position be noted.</p>
15.	<p>Institute of Technology (IoT) Update The DPCQ advised the Board on the following:</p> <ul style="list-style-type: none"> - The Government had initially planned to end IOT licences, however, the IOT Network Group had rallied with the DFE and received an extension (for the College this was 3 years) - A streamlined relicensing process is coming into effect at the same time as the Excellent Colleges have been announced - Deadline for the application process is 2 May 2025 – relaxed criteria around some of the KPI's one of which is that the College needs to achieve a Grade 2 at the next Ofsted inspection <p>In response to a query from the Chair, the DPCQ clarified the process for Excellence Colleges advising that these would focus on construction trades. The Chair stated that the College would need to take some decisions on this next term.</p> <p>Agreed: that the updated be received.</p>
16.	<p>ONS Update The CGO reported that there were no issues that the Board needed to be aware of. The Principal/CEO added that this was a standing agenda item to ensure the Board were regularly informed of any cases where settlement agreements were being proposed.</p> <p>Agreed: that the position be noted.</p>
17.	<p>Audit & Risk Committee Update Bal Panesar (BP), Vice-Chair of the Audit & Risk Committee, provided an update on the following from the meeting:</p> <ul style="list-style-type: none"> • External audit – bad debt outstanding • Reconfirmed responsibilities and scope of the Committee – David Baumslag welcomed as a new member • Internal audit recommendations • Fraud and bribery training – recommendation that the induction process included these issues • HR internal audit report presented – work in progress to improve the HR function which would be a standing agenda item going forward for the committee <p>Agreed: That the current position be noted.</p>
18.	<p>Risk Register The DPFR presented the risk register highlighting that this had already been discussed by each of the Committees.</p> <p>Agreed: That the update be received.</p>
19.	<p>AoB The DPFR asked for approval for one of the departments to use their budget to make a capital purchase which required a virement of £3.5K. In response to a query from DB asking for further clarification, the DPFR confirmed that this was for a laser tyre realignment tool.</p>

	<p>Approved: the Corporation approved the request for the capital purchase.</p> <p>The CGO advised the Board that Alex Keay would be resigning from his position as a Governor at the end of the academic year. It was noted that Alex would remain in the role until July but acknowledgement to Alex's commitment and thanks were recorded.</p>
20.	Self-assessment – to be issued after the meeting.
21.	<p>Date and time of next meeting – Monday 28 April 2025 – Corporation Strategy Event, 10.00am Monday 18 May 2025, - Board of Corporation Meeting, 5pm</p>

The Chair thanked all in attendance for their contributions. The meeting closed 18.57pm.

Agenda Item	Action	Responsibility	Timescale	Update
c/f	Staff recruitment data targeting HE and number of HE applicants to be provided.	EDHRS	ASAP	To be included in full HR Update to P&R – June 2025
6.	Future reports to include the percentage of students for the whole area alongside the numbers of student cases. Detail on low level concerns, monitoring online activity to see if there were any emerging trends and an understanding of the quality assurance process to also be included in future reports.	Director of Student Welfare & Support	Strategic Planning Event/June 2025	
9.	February management accounts to be issued asap.	DPFR	ASAP	

Signed.....
 Andy Forbes (Chair)

Date.....