

MINUTES OF CORPORATION MEETING
HELD ON 26TH SEPTEMBER 2022
(Combination of In-Person and On-line Attendance)

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| PRESENT: | <p>Lesley Davies Simon Alsop Alistair Brookes John Duncan Debra Gray Joey Greenwood David Flatters Joanne Gibbons Rob Lawson Rachel Storr</p> | <p>Former Chair of the Corporation External Governor External Governor External Governor Principal/CEO External Governor External Governor External Governor External Governor (Chair) External Governor</p> |
| IN ATTENDANCE: | <p>Lynette Leith Ranjit Singh Gino Tommasi Nicola Dimond Paul Johnson Lesley Venables</p> | <p>VP Curriculum VP Quality and Learner Experience VP Finance & Commercial Services VP HR&OD ESFA Observer Interim Director of Governance</p> |
| Min. No. | | |
| 1 | <i>The newly-appointed Chair welcomed governors and senior staff to the first meeting of the academic year.</i> | |
| 2 | <p>Apologies For Absence Apologies for absence were received from David Flatters (External Governor) and Kay Moffitt (External Governor).</p> | |
| 3 | <p>Declarations Of Interest Relevant To The Agenda There were no declarations relevant to the agenda.</p> | |
| 4 | <p>Minutes of the Previous Meeting Resolved - The minutes of the meeting held on 28th June 2022 were approved as a correct record, subject to one minor amendment.</p> <p>Matters Arising Governors received for information a progress report on the actions identified at the previous meeting and noted that these were either in progress or had been completed.</p> | |
| 5 | <p>Principal's Update</p> <p>This matter is the subject of a separate and confidential minute.</p> | |
| 6 | <p>AUDIT COMMITTEE</p> <p>Meetings held on 3rd August and 21st September 2022 The Chair of the Audit Committee presented for information the minutes of the meeting held on 3rd August and a verbal report of the meeting held on 21st September 2022.</p> <p>It was noted that the Funding Compliance Audit undertaken by the ESFA had identified a number of recommendations that had been raised previously and were mainly 'housekeeping' issues. Internal</p> | |

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| | <p>audit reports on sub-contracting and safeguarding/SCR had assessed these areas as providing 'substantial' and 'good' levels of assurance respectively.</p> <p>Internal Audit Plan 2022/2023</p> <p>Governors were informed that the Plan had been based on the 3 Year Internal Audit Strategy and that audits of areas such as Additional Learning Support/SEND, safeguarding and funding compliance had been brought forward to 2022/2023. It was felt that this would provide a high level of assurance for the Corporation and would be supplemented by other audits in-year.</p> <p>A governor commented that greater link activities by board members would also add value and enable triangulation of the content of internal audit reports.</p> <p>Draft Risk Management Strategy & Policy</p> <p>The VP Finance & Resources reported that the Strategy and Policy were still being prepared and would be submitted for approval at the December Corporation meeting. It was noted that the current risk management software (Monday) did not fully meet the College's needs. Any new system would require time to become embedded within the current processes and would need to be more cost effective. Work was underway to link the risks to the operational plan.</p> <p>Terms of Reference</p> <p>The Director of Governance presented revised Terms of Reference for the Audit Committee. A number of amendments had been made to ensure that these complied with the ESFA's Post-16 Audit Code of Practice and the Good Practice Guide for Audit Committees.</p> <p>ESFA Regularity Self-Assessment Questionnaire</p> <p>Governors received the draft SARQ which was required by the ESFA as part of the process for preparing the financial statements for 2021/2022.</p> <p>Resolved – That the following items be approved:</p> <ol style="list-style-type: none"> 1. Internal Audit Plan for 2022/2023 2. Revised Terms of Reference for the Audit Committee 3. ESFA Self-Assessment Regularity Questionnaire for 2021/2022 |
| 7 | <p>GOVERNANCE ISSUES</p> <p>Governor Recruitment</p> <p>The Director of Governance reported on recent recruitment activities to fill current and future vacancies on the Corporation. The College had secured some support in searching for new governors through the FE Commissioner's Team and a meeting had taken place with the managing consultants, Peridot Partners. The College's requirements were discussed for 2 governors and identified the areas of finance, HE (quality & standards), local business and legal services as a focus for the search. Further updates will be provided when available.</p> <p>The Chair reminded governors that Tom Dannatt had been appointed to the Corporation in March 2022, but had then had to step down due to a family bereavement. Tom had now indicated that he was ready to resume his role as a governor and it had been agreed that, subject to Corporation approval, this would commence as soon as possible.</p> <p>A number of other contacts were suggested to recruit new governors, such as the Local Enterprise Partnership and the local authority. Governors also considered that Board's skills profile needed to include digital experience/background and transformational skills. Diversity and the attraction of younger entrepreneurs should also be a major focus for any recruitment activity.</p> |

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| | <p>Committee Memberships Governors received an updated version of the Committee Memberships. The Director of Governance explained that this was an interim structure and would be reviewed again once new governors were appointed. The Remuneration and Search & Governance Committee had been combined and would be attended by all committee chairs and the Chair of the Corporation.</p> <p>Remuneration, Search & Governance Committee The Director of Governance presented draft terms of reference for the above committee.</p> <p>Resolved –</p> <ol style="list-style-type: none"> 1. Tom Dannatt be appointed as an independent governor for a 3 year term of office, commencing on 26th September 2022 2. Schedule of Committee Memberships be approved 3. Terms of reference for the Remuneration, Search & Governance Committee be approved. |
| 8 | <p>ANY OTHER BUSINESS In response to a member’s question regarding the Chamber of Commerce’s education provision the Principal confirmed that College had a positive relationship with the Chamber , however not in a position currently to assist the organisation and support the learners who were already on programme. It was noted that the relationship with the chamber remains important to the College as the responsible body for the Local Skills Improvement Plans; additionally, the Principal is currently the FE representative on the LSIP board.</p> <p>RETIREMENT OF GOVERNOR As this was the last meeting to be attended by Lesley Davies, the Chair thanked her on behalf of the Corporation for the outstanding contribution she had made to the College’s recovery process.</p> |
| | <p><u>DATE AND TIME OF NEXT MEETING</u> 14th December 2022, 4.00 p.m.</p> |

Approved by the Corporation at the meeting held on 14th December 2022.