

Approved Minutes of the Meeting of the Corporation held on 9 July 2021 at 15.00, in Meeting Room 1, Henley Campus.

Present:	Sue Noyes	(Chair)
	George Trow	(Vice-Chair)
	Carol Thomas	(Principal/CEO)
	Jas Atwal	(Staff Governor)
	Anne Brennan	(Independent Governor)
	David Busst	(Independent Governor)
	Di Crookes	(Staff Governor)
	Anthony Gribben-Lisle	(Independent Governor)
	Rebecca Keeves	(Independent Governor)
	Donna Kendall	(Independent Governor)
	Jemma McKenzie	(Independent Governor)
	Tony Minhas	(Independent Governor)
	Sarfraz Nawaz	(Independent Governor)
	George Trow	(Independent Governor)

In Attendance: Simon Crick (Vice-Principal, Finance & Resources-designate); Gemma Knott (Vice-Principal, Business Growth, Engagement & Partnerships) and Dr Lorna Pursglove (ESFA Observer)

Secretary: Michael Wood, Head of Governance

Apologies for Absence

Apologies for absence were **received** from Thomas Crane and Henry Seaton (Independent Governors).

Declarations of Interest

There were no Declarations of Interest.

Minutes

114.20 The Minutes of the meetings held on 18 May and 29 June 2021 were **confirmed** as an accurate record of the meetings.

Matters Arising & Action Log

115.20 It was **noted** that under **Action 01**, the Finance & Resources Committee had considered long-term loan options at its meeting on 29 June, to be discussed further under a confidential item at the end of the meeting. With regard to **Action 02**, it was reported that the process to recruit an Associate Governor

with Education experience would be considered in September. The other action items (03 and 04) were on the Board agenda.

Chair's Report

116.20 The Chair wished to record her sincere thanks to Governor and SLT colleagues for supporting her during her period as Chair which would end on 31 July. She wished the College all good fortune in the years ahead.

Principal's Report

117.20 The Principal presented her report to the Board, the following key points being highlighted:

- following Ofsted's third visit of the year, 'reasonable progress' had been achieved when measured against the three chosen themes. Positive comments were made in respect of the College's governance. It was envisaged that Ofsted would not return for at least 12-18 months. Once received, the Ofsted report would be circulated to Governors;

Action 1

- the post of Director of HR was currently being advertised externally and it was hoped to make an appointment soon;
- the policy harmonisation exercise had almost been concluded with the intention of having a full set of revised policies in place by September 2021;
- the Staff Awards event immediately prior to the meeting had been very well-attended by staff and Governors, and it was encouraging to be able to recognise the work and achievements of staff in person;
- the Covid-19 situation continued to be well-managed with few reported cases to date amongst students and staff, although the situation remained under close scrutiny;
- the re-zoning of City campus was now almost complete with the erection of a new internal fence;
- student applications for 2021/22 currently stood at 1600 which was encouraging and which would be built upon.

118.20 In respect of Governor observations, it was **noted** that Ofsted had posed questions to those Governors who had been selected to meet with the Inspectors, in particular, how did the Board know that students

were engaged, learning and progressing in the broadest sense whilst at the College (as opposed to the achievement of exam outcomes).

The Board held a wide-ranging discussion on this point, and was generally of the view that more direct involvement in the life and work of the College (ie through the Governor Champion Scheme) needed to be given a higher profile moving forward.

- 119.20** The Principal commented that it was intended to have a series of ‘learner walks’ next session and Governors would be advised of these events. The Vice-Chair further added that it was important to develop a mechanism to hear the student voice on committees, the development of a Student Board (with Independent Governor representation) being welcomed. It was **noted** that the Education & Standards Committee would provide feedback on the Learner Voice Strategy, which was agreed at the May Strategy Day, once presented.

Actions 2 (a&b)

Strategic Plan, 2021-24

- 120.20** The Board **approved** the Strategic Plan, 2021-24 which had been the subject of in-depth scrutiny and comment at the Board’s Strategy Day in May 2021. It was **noted** that the five-year Financial Strategy, as requested by the Board, would be considered by the Finance & Resources Committee in September.

Budget, 2021/22

- 121.20** The Vice-Principal (Finance & Resources) presented the Budget for 2021/22, as scrutinised at the Finance & Resources Committee on 29 June. Arising out of detailed discussion, the following key points were **noted**:
- i)** the projected surplus on the 2021/22 year was estimated at £612k, with an forecast surplus in 2022/23 of £1m as part of the College’s plan to generate surpluses year on year;
 - ii)** until the on-going uncertainty over long-term debt situation was resolved, the College financial health score would still remain inadequate;
 - iii)** the Chair of the Finance & Resources Committee assured the Board that the risk and sensitivity analysis had been subject to robust scrutiny by the Committee and that the budget presented was prudent;
 - iv)** in terms of sector benchmarking, it was commented that metrics were available in respect of surplus generation, 2-3% being a target figure set by ESFA.

122.20 The Board **approved** the Budget, 2021/22.

Henley Campus Transition Plan

123.20 The Board **considered** a progress report (including the draft Minutes of the Estates Programme Board) on the Henley Campus transition plan, it being **reported** that planning and land sale agents had now been appointed, together with legal advisers. It was **noted** that the first public consultation meeting was scheduled to take place on 14 July. Interest had been expressed in surplus assets (including Hospitality & Catering equipment), and discussions were still on-going with External Auditors over the treatment of the sale in the Accounts.

The Board **noted** the report.

Risk Register

124.20 The Vice-Principal (Finance & Resources) presented a report on Risk Management and a revised draft Risk Register for the Board's consideration, the result of an iterative exercise with Internal Audit and Governors (in the form of risk and strategic planning workshops) over the course of the past few months. It was **noted** that core risks were now clearly mapped against the College's strategic objectives and that all assurance committee agendas would have a standing item on risk moving forward.

125.20 The Board welcomed the enhanced risk management process, noting that the Audit Committee would consider the Risk Register in a finalised form at its next meeting. The Chair wished to record her thanks to all involved in reviewing the Risk Register.

Reports from Committee Chairs

126.20 The Chair of the Audit Committee presented a summary of business transacted at the Committee meeting held on 21 June at which a series of internal and external audit reports were presented, including the end of year process and timeline for the production of the Financial Statements, 2020/21. It was **noted** that a November 2021 deadline had been set by the Committee for the resolution of outstanding historic actions, as agreed by the SLT.

127.20 The Chair of the Finance & Resources Committee presented a summary of business transacted at the Committee meeting held on 29 June. Key points of note included the fact that the current year's budget had operated substantially to plan with staffing costs being controlled and income on schedule. As part of a broadening of the Committee's scope,

assurance reports had been received on HR and Estates, in accordance with an agreed cycle of business.

- 128.20** The Chair of the Education & Standards Committee presented a summary of business transacted at the Committee meeting held on 16 June. The Chair referred the Board's attention to the fact that item iv of the report should be deleted and that under item vii, were the College to achieve the national Apprenticeships completion target of 61.5% that would be regarded as progress, given the challenges of the past year. In respect of the Committee's revised Terms of Reference, it was **noted** that whilst there was no student representation, the Committee would receive updates from the Student Board as a member of the Committee had agreed to sit on the Board.

Induction Arrangements for New Chair

- 129.20** The Board **noted** the outline induction arrangements for the new Chair, including the intention for the Chair to meet on a one-to-one basis with all Governors over the course of the next two months, the dates for which had been circulated. It was **reported** that a media statement had now been agreed to be released following the Board meeting, and that ESFA had been formally advised of the change in Chair.

Education & Standards Committee Terms of Reference

- 130.20** The Board **approved** the revised Terms of Reference of the Education & Standards Committee.

Meetings Calendar, 2021/22

- 131.20** In **approving** the Board and Committee Calendar for 2021/22, Governors requested that the possibility of having hybrid meetings should be explored, whereby Governors could still attend remotely via video conferencing. The Head of Governance undertook to discuss such arrangements with the Principal and the Head of IT.

Action 3

Any Other Business

- 135.20** On behalf of the whole Board, the Vice-Chair warmly thanked Sue Noyes for her dedicated commitment to the College over the past three and a half years as Corporation Chair and wished her well for the future. The College had faced many challenges during this period but had come through them with calm and assured leadership at the helm. In response, the Chair warmly thanked the Board for their gifts at the staff awards session earlier in the day, and their kind words and best wishes.

136.20 There being no further business, the meeting closed at 15.15, the date of the next meeting being confirmed as **Tuesday 12 October 2021 at 4.00pm.**