CORPORATION BOARD

Minutes of a meeting held on Thursday 26th March 2026
Witney Campus at 5 pm

Present	In attendance
Nicolas Pagès (Chair of the Board)	Jo Milsom, Deputy Principal
Adam Mumford	Olivier Cognard, Vice Principal
Alan Bark	Mark Lay, Finance Director
Astrid Schloerschedit	Paul Starkey, Vice Principal
Helen Brown	Liz Williams, Environmental and Sustainability Advisor (item 4)
Jacqui Canton (Principal)	Jude Brown, Clerk & Governance Advisor (Minutes)
Edward Collett	
Amanda Tilley	
David Walker	
Jessie Weavers-Medina	
Sam Wolfe	
Graham Caleb	
Neil Edwards	

Governor questions are shown in bold italics in bullets.

1. Opening Comments

1.1 Apologies and items to be raised under AOB

The Clerk explained that as the Chair of the Board Nicolas Pagès would be joining the meeting later and remotely due to a work commitment, the Vice Chair would chair the meeting. In the minutes below the Chair refers to the chair of the meeting.

The Chair opened the meeting by welcoming all attendees and noting the apologies received. Apologies had been received from Ben Haxton, Clare Forder, and Amelia Badger. Scott Gray was unable to join as he was at a conference.

The meeting was quorate.

No items were raised under AOB at the start of the meeting.

1.2 Declarations of Interest

External governor Professor Sam Wolfe declared an interest in item 9.2 of the agenda and external governor Alan Bark declared an interest in item 9.3.

2. Minutes of the meeting held on 15th December 2025

2.1 Public Minutes

The minutes from the previous meeting were approved.

3. Matters Arising, Written Resolutions & Action Points

The Chair covered the report briefly noting the written resolution that had been approved to re-appoint the new external governor David Walker for a second term.

The Board noted the report.

4. Presentation – Sustainability Strategy

The Environmental and Sustainability Adviser attended the meeting to present the new Sustainability Strategy to the Board. She outlined the key principles of the strategy which were built around the framework **A GIFT**, guiding the college's long-term sustainability goals and actions.

The college aims to halve Scopes 1 and 2 emissions by 2035 and fully map Scope 3 emissions by 2030. Key areas of focus include improving data accuracy and systematically tracking environmental impacts across energy, water, waste, procurement, construction, food, and travel. It is anticipated that better data quality will drive targeted carbon-reduction initiatives

Sustainability will be embedded across relevant study programmes, preparing students for future green careers. Staff and students will receive support to better understand climate-related challenges, reducing eco-anxiety through empowerment. The Net Zero Skills Hub will expand training in renewables, carbon accounting, and CSR, positioning the college as a nationally recognised provider

The College commits to sending no waste to landfill, mapping supplier tiers to support circular economy principles, and increasing campus biodiversity by 20%. Community involvement will be strengthened through local biodiversity projects and accessible sustainability courses. International engagement will be explored through initiatives such as 'toilet twinning'.

Targets include transitioning to 90–100% renewable energy, generating 5% of electricity through on-site solar, improving water efficiency through reduction and reuse technologies, and ensuring buildings and digital infrastructure are resilient and net-zero-ready.
Planned actions include expanding EV charging capacity, reducing business mileage emissions by 25% by 2030, encouraging sustainable student travel options (e-bikes, public transport), and embedding a digital-first culture to reduce unnecessary travel.

The college uses Enistic, the Farm Carbon Toolkit, and HESCET to calculate emissions across Scopes 1–3. The combined 2024/25 carbon footprint is estimated at 6,676.7 tCO_2e, with Scope 3 representing the largest share due to purchased goods and services.

Early implementation will focus on high-impact curriculum and business support areas, increasing staff and student engagement, improving biodiversity, and embedding sustainability into teaching. Ongoing projects include waste mapping, reducing farm-related emissions, developing biodiversity spaces, enhancing catering emissions data, and delivering staff upskilling programmes.

- ***What are you doing to help students communicate these ideas to their parents or combat the idea that small measures don't make a difference?*** The Environmental and Sustainability Adviser explained that students learn what they can control through the work on eco-anxiety and how sustainability can impact their career choices and other ways in which they can have a positive impact. The College can equip young people with tools and information so that they can make their own choices but cannot influence parents directly. The Principal noted that the College does offer courses for adults around net zero.
- ***Alongside the reduction of carbon dioxide, the costs and ROI need to be considered so governors can see the value of various initiatives.*** The Environmental and Sustainability Adviser agreed and explained how some of the projects can assist with lowering costs. The Principal also added that the College

needs to balance people, planet and profit in its work, as outlined in the Sustainability Strategy.

- ***Can you group purchase from green suppliers to help reduce costs?*** The Finance Director explained that the team are capturing data to identify the best opportunities to reduce waste or improve efficiencies but are not at the stage of group purchasing yet.
- ***Noting that you are aiming to reduce business mileage and encourage students to travel by the most sustainable method, why not extend this to staff travelling into work?*** The Environmental and Sustainability Adviser agreed in principle but also noted that staff may face challenges in greener travel through not being able to afford an electric vehicle or not living on a public transport route. Most students are not yet drivers so the approach with staff needs to be more nuanced. The Principal added that the key priority was to get staff on board with the sustainability strategy first and then the team could look to see how to incentivize staff or promote active travel. Travel between campuses could be reduced by working with the digital strategy.
- ***Do you anticipate any opportunities for governors to be involved?*** Involvement by governors was welcomed and the plans for Earth Day in April were explained. The Finance Director added that there would be an annual sustainability report brought to Board via F&GP Committee in future to monitor progress against the strategy.

The Board thanked the Environmental and Sustainability Adviser for her presentation and noted the report.

5. Strategic Overview
5.1 Principal's Report

The Principal gave an overview of the report noting the delay to the recent bid process that had been discussed with governors and the timelines for a number of other projects that had been discussed. It was noted that there have been lots of reforms from government and it remains to be seen if the proposed V Levels will work for further education colleges that do not offer A Levels (such as ours) as the qualifications appear designed to sit alongside A levels. There was a risk that this would prevent some students from choosing college over school although this was deemed low. Changes to apprenticeships and withdrawal of funding for some leadership and management qualifications were covered. The team are working through the impacts of these changes but are confident that there will be other opportunities. The 16-18 funding increase being significantly less than expected at 0.5% was also highlighted which represents a cut in funding.

- ***How do you get represented in discussions with government [about these funding cuts]?*** The Principal explained that the Association of Colleges (AOC) represents further education colleges and they lobby hard on behalf of the sector. They are also in conversation with the DfE and DWP regarding cuts to the various funding streams. The College can lobby local MPs but they have more limited influence not being the party of government.
- ***Is it just money reduced overall or is it being diverted elsewhere?*** The AOC has said this puts FE in fourth place behind schools and universities for example. It was thought that the DfE could do other things to help the situation for example allowing VAT reclamation which FE colleges cannot currently do but schools can.
- ***What figure were you hoping for?*** The Principal and Finance Director would have liked inflation at least to keep up with costs.
- ***Does this unpick the longer-term budget?*** The Finance Director explained that the reduced funding increase changes the shape of the forecasts slightly, He has done an outline calculation which shows that the College will still have growth in 16-19

funding, especially due to Construction courses which carry a higher weighting. The College therefore still expects to receive increases year on year so should be able to afford a pay award, but not as much as the team might like to have offered. The financial year 2026-27 looks ok but the key will be that the College must grow year on year as that helps to cover the costs that are increasing due to inflation.

- ***What was 25-26 uplift?*** The Finance Director felt that the uplift was of the order of 3% but there were a lot of variables last year. The year before was 6.5% comparable to the school teachers increase. It was noted that the school teachers' rise is funded by government, but FE pay rises are not.

The Principal explained that the College is more stable than a lot of other colleges due to its diversified funding streams and tight financial control, so it has a stable base, but this below inflation rise has not been welcomed by the sector.

- ***How is investment for buildings affected by these low increases?*** The Finance Director explained that it makes growing student numbers even more important, and creating additional capacity to get more students in helps the College do this.

The Principal further highlighted the DfE funding assurance review happening, which had been discussed at Audit, to make the whole Board aware. This is a formal external audit that happens periodically and colleges are chosen based on various criteria. Student numbers and funding are annually audited and Internal Audit have not found systemic issues, so the Principal has confidence that the audit outcomes will be satisfactory, but it is in the nature of these audits that some issues may be found and some clawback applied.

- ***Are we still comfortable with the clawback estimate discussed at F&GP?*** It was explained that the auditors are not far enough through to audit to know yet. There have been no internal audit reports of systemic issues so the team are as comfortable as they can be at this stage. Some colleges have had millions in clawback. The report is expected by the end of April.
- Who sees the auditor's report? The Principal has never seen these reports published in the public domain. The final report due is due to be submitted to the DfE at the end of April.
- ***On the meeting with Thames Valley college principals [referred to in the Principal's Report] did anything interesting come out of that?*** The Principal said that it was a positive meeting and the group is commissioning piece of research to show the value of what the Thames Valley colleges do and how they contribute to the region.
- ***On the union piece – when does ballot take place?*** The Principal believes this has happened but has the joint consultative committee on Monday so will find out then definitively.
  What is the level of risk around V levels? The Principal felt that the risk is quite small as schools will probably only offer them where they have similar provision already, for example in business or sports but she felt that if student wants to do a full-time sport programme, then they would probably still choose college.

The Board noted the report.

6. Curriculum, Quality and Students
6.1 CQS Committee Update

The CQS Committee Chair had not been able to attend the meeting, so CQS committee member Neil Edwards gave a summary of the meeting. The Committee had had a good discussion of the curriculum reforms, V levels, devolution, and students report. The most discussion had been around safeguarding which will be covered further under 6.3 of the agenda but the Committee had discussed the trend data. The Committee had also reviewed and approved or recommended a number of policies, some of which appear under item 10 of the Board agenda.

The Board noted the verbal update.

6.2 Student Engagement Feedback – 26th February 2026

External governor Graham Caleb had attended the recent student engagement feedback session at Common Leys campus. He felt that the students had been very good, quite quiet to start with, but he had explained how serious governors were about understanding their experience and got helpful feedback. The students seemed to appreciate that governors were interested. The work of the Student Voice Coordinator was recognised.

The Deputy Principal explained that she received list of actions from the meeting and actions were underway to address any issues. She also highlighted that students were getting quite engaged with health and safety.

The Board noted the verbal update.

6.3 Annual Safeguarding and Prevent Report

The Deputy Principal gave a brief overview of this report which showed the data for the last academic year . The report was submitted to LADO in December so comes to the March Board meeting. The Deputy Principal highlighted the trend of data with much higher numbers coming in, some of which can be attributed growth in student numbers, but the overall growth in is greater than that, albeit some students fall into multiple categories. There were no surprises regarding mental health being the biggest category.

- ***Looking at the numbers, almost doubling, even though we have more students, are we better at recording incidents or is the situation genuinely getting worse?*** The Deputy Principal felt that it was bit of both. The team feel there is more partly because of students having phones twenty-four seven which is a problem with age group and phones have not been regulated. It was agreed that this is a big problem.
- ***Are some multiple cases with the same person?*** Yes, some students may be responsible for multiple cases.
- ***And ones triggered by MASH, can they be double counted***? A lot can go into MASH from a range of referring organisations such as the police, ambulance, schools, etc. MASH then look at each case and it is possible for cases to be open for some time. The Deputy Principal felt that a lot of safeguarding issues relate to families not coping e.g. due to a lack of money, drug, or alcohol usage, or arrange of other reasons.
- ***In future reports would it be useful to highlight the relevant staff numbers to help with context? Has the size of the safeguarding team increased to match demand?*** The Deputy Principal explained that a safeguarding manager role had been added to the team two years ago to assist but the College does have quite high turnover in safeguarding advisers as the work can be quite intense. When the College recruits, they do get good candidates which is positive. The College has not actually increased headcount yet.
- ***Do you or college have view of KCSiE section 6?*** The Deputy Principal felt that there are some concerns regarding how gender questioning is set out in the

guidance for children in younger settings, but in the way it is worded for colleges she is not too concerned.

The Board noted the Safeguarding report.

7. Finance and General Purposes
7.1 F&GP Committee update

The Chair of F&GP Committee gave an overview of the meeting held on 12th March where the Committee heard from the Estates team about recent developments, in particular the RAAC project was continuing and had had some scope changes. However, the DfE was covering the cost of all the scope changes so far, so the project was not a cause for financial concern, and the delays were not expected to cause operational issues

The Chair of the Board joined the meeting at 18:09. The Vice Chair continued to chair the meeting as the Board Chair was remote.

The F&GP Committee had also reviewed the capital grants as well as the ODS project which would be presented to the Board in items 7.4 and 7.5.

The new Director of People Services had joined the recent F&GP meeting, and it was noted that vacancies were at their lowest level in the last six months and the Recruitment team continued to look for further improvements. The Committee had discussed the importance of understanding why people left and how exit interviews might gather this information more effectively.

The Committee had reviewed the management accounts and the mid-year budget review, and the Chair of F&GP summarised the Committee's thoughts on the ODS lease. The Committee had reviewed six policies of which three were approved and three were recommended to the Board under item 10.

The Board noted the verbal update.

7.2 Management Accounts to 31 January 2026

The Finance Director gave an overview of items 7.2 and 7.3 together as the narrative is very similar. He highlighted that for the full year; turnover was expected to be £1.5M up on budget. The College was tracking well on apprenticeships. The budget is based on what the College has currently but has more students with high needs each year so the Finance Director expects to be £850k up on this income. The provision of £200k for possible clawback was explained which is 1% of income so a small provision. This is partially offset by some clawback relating to last year's adult funding that has not materialised.

The increased income was offset by £800-900k increase in payroll due to a number of reasons, for example the use of agency staff, the College getting better at recruiting which reduces time of vacancy as recruitment time speeding up, and the LGPS payment rate is going down for employers which will create a saving. Non-pay spend was on track and expected to be on budget for full year.

- ***Where is it where the College is short of staff skills?*** It was explained that Construction trades and English and Maths were where the College more often had to use agency staff.

Overall, it was explained that EBITDA would be higher which helps support the Financial Health grade. Cash was projected to be strong for the year, £600k up compared to budget, partly due to delay in the ODS project.

The Finance Director explained a number of areas of prudence which were not yet in the budget, for example the College is waiting on a new capital grant of approx. £1M, which is expected, but not yet included in the forecast and will be restricted in its application. The main risks and opportunities included the NI grant which was not in the budget but has now been announced through to March 2027. Some contingency was added to the budget in High Needs due to last year years phasing issues and the DfE audit provision was reiterated.

- ***Does the College provide anything set up to retrain people being made redundant due to AI, for example on adults' side? What do we offer?*** The Vice Principal, Curriculum (Adults and Apprenticeships) explained that adult funding includes tailored learning, and the College is slowly adjusting the scope of adult delivery to be more skills based, trying to prepare for devolution and to make sure the strategy on curriculum planning is aligned to meet relevant needs. He also explained that there is lots of work to do and the challenge with AI is to know what skills in adults will be required in 3-5 years' time, as these skills may not even have been invented so the team need to consult with the right partners and develop transferable skills. It was agreed that being first mover in this space will be an attractive opportunity.

The Board approved the management accounts to end January 2026.

7.3 Mid-Year Budget Review

The Finance Director covered the Mid-Year Budget Review alongside the management accounts summarised above.

The Board approved the mid-year budget review.

7.4 Confidential

A confidential minute was taken of this item 7.4 which was presented by the Finance Director.

The Board approved the proposal.

7.5 Confidential

A confidential minute was taken of this item 7.5 which was presented by the Finance Director.

The Board approved the proposal.

8. Audit

8.1 Audit Committee Update

The Chair of Audit gave an overview of the recent Audit Committee meeting which had taken place on Monday 16th March. The Committee had reviewed Internal Audit and External Audit. Internal Audit was on track with no major concerns, mainly some documentation recommendations relating to the new procurement act and treasury management. The Risk Register and bootcamp audit would be dealt with further down the agenda but were reviewed at Audit. In terms of External Audit there is not much happening due to the point in the business cycle. Regarding the external audit contract, the College will look at retender for 2027 year-end so 2026 will be completed under the current tender.

The Committee had received an update on the use of the seal and high value contracts where regular and irregular contracts were now identified separately to allow better scrutiny. The Finance Director had been asked to review the level of large contracts as the criteria had been set at £50k since 2014 but this level will be maintained as it was not onerous to identify such contracts. Additionally, the Committee looked at fraud risk.

The Board noted the verbal update.

8.2 High Level Risk Register

The Finance Director gave a brief update about the high-level risk register where there were few changes and a small number of new risks. There had been no significant changes to risk scores.

- ***If the College were to merge, would you review the risk register for a combined college?*** The Principal explained that risks would be examined as part of any due diligence process.

The Board approved the risk register.

8.3 Confidential

A confidential minute was taken of this item 8.3 which was presented by the Principal.

The Board approved the audit findings and the actions to remedy.

9. Nominations, Remuneration & Governance
9.1 NRG Committee Update

The Chair of the NRG Committee gave a brief update about the NRG meeting held on 2nd March. The Committee had reviewed terms of office and nominations and discussed plans for the annual appraisal of the Chair of the Board. As he was new in post, it was agreed to undertake this after July board but this academic year so in July.

In terms of the Vice Chair role, this would be dealt with under 9.2 of the agenda but NRG had agreed that the current Vice Chair should chair NRG for the June meeting so as to synchronise the terms of office of the Vice Chair and Chair of NRG position.

The Committee had discussed the Link governor scheme which was seen as a good idea but needs to brought more to life. The committee has asked the Clerk to review and to add to board agenda moving forward.

Regarding remuneration, the Committee had discussed the Principal’s objectives which had been reviewed and agreed no significant changes were required.

In terms of governance the Committee had heard from the Principal regarding strategic plan updates with the majority of KPIs on track, and financial performance remaining strong. The Committee had also reviewed the proposal for the board strategy day and made one addition to proactively explore the Board’s risk appetite for growth around mergers. The Principal had also updated the Committee regarding updates to the accountability statement requirements from DfE and the Committee had no fears that colleges approach would not remain compliant.

The Committee had also reviewed the proposed tender for the External Governance Review which the Committee were happy to recommend under 9.4. The last action from the previous review was reviewed which was the recent Board EDI survey. The Committee's conclusion was that the Board could be more reflective of staff and students, and the Clerk was tasked to look at more diverse candidates. The Committee had also reviewed and recommended the three governance policies under item 10.

The Board noted the verbal update.

9.2 Vice-Chair Election

External governor Professor Sam Wolfe left the meeting for this item. The meeting remained quorate.

The Chair of the Board explained that the governor had said he would be willing to stand for the role of Vice Chair and that NRG had reviewed the nomination and were happy to support taking account of the governor's contributions to the Board.

The Board agreed unanimously to elect Professor Sam Wolfe as Vice Chair, his term of office to take effect in early July after the expiry of the current Vice Chair's term.

Professor Sam Wolfe returned to the meeting.

9.3 Re-appointment of External Governor

External governor Alan Bark left the meeting for this item. The meeting remained quorate.

The Vice Chair explained that external governor Alan Bark's first term of office as an external governor was due to expire. The NRG Committee were content to recommend his appointment for a further four-year term noting his contributions to the Board as Chair of F&GP.

The Board agreed unanimously to agreed to re-appoint Alan Bark as an external governor for a second term of four years.

Alan Bark returned to the meeting.

9.4 External Governance Review Timeline

The Clerk gave the background to the paper which was the proposed tender documents and list of potential suppliers for the next External Governance Review.

- ***How many days do these reviews take for the reviewer?*** The Clerk felt that it was likely between five and ten days.

The governors discussed what value the previous review had added and how much the supplier or the process itself contributed to that.

The Board approved the tender documents and list of potential suppliers for the next External Governance Review.

10. Policies

The Chair explained that the policies were taken as read and asked if anyone had any queries. There was a discussion as to how policies were summarised for staff. It was agreed that summaries in plain English and links to follow to the policies themselves could be done better. It was discussed that whether the College complies with the policies is reviewed by Internal Audit.

The Board approved all the policies presented.

11. Any Other Business

There were no AOB raised.

12. Future Business

12.1 2026-27 Calendar
The Board reviewed and approved the proposed dates for the 2026-27 academic year.

The Chair of the Board reminded governors that the new date for the Annual Strategy Day would be 11th May.

The next Board meeting is scheduled for 5pm on Thursday 2nd July 2026 at Common Leys campus.

The meeting closed at 19:17pm.

N Pages

Signature Nicolas Pages ……………………………………………………
Chair of the Board

08/07/2026

Envelope Details

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Author	Jude Brown (jude.brown@abingdon-witney.ac.uk)
Envelope Created on	Wed, 08 Jul 2026 09:37:27
Envelope ID	ec4ebc4d-d612-41a0-b899-a9e850edd27a

Document Details

Title	Approved_Board_Public_Minutes__V1_26.03.26.pdf
Digital Fingerprint	8dddb43b-9e3c-4457-ad4e-bedb549bf46e

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Status	**SIGNED** at Wed, 08 Jul 2026 10:02:38 BST(+0100)
Signature Fingerprint	5606f4c0-8421-43ff-8aef-f607bb9ef3de

Document History

Wed, 08 Jul 2026 10:02:39	**Nicolas Pages** Signed the Document (IP: 82.132.228.43)