



## CORPORATION BOARD

Minutes of a meeting held on Tuesday 04 July 2023  
at Common Leys Farm Campus 2023 at 5pm

### **Present**

Gavin Maitland-Smith (Chair)  
Jacqui Canton (Principal)  
Howard Dodd  
Victoria Field  
Nick Handy  
Adam Mumford  
Nicolas Pages  
David Walker  
Alan Bark  
Ben Haxton  
Sam Wolfe  
Katheryn Schutterlin  
Robert Weavers

### **In attendance**

Jo Milsom, Deputy Principal  
Olivier Cognard, Vice Principal  
Jack Price, Vice Principal  
Mark Lay, Finance Director  
Howard Stamp, Clerk & Governance Advisor (Minutes)

Governor questions are represented with bullet points, and management responses are italicized.

### **1. Apologies and items to be raised under AOB**

The Chair opened the meeting. Apologies had been received from Lucy Butler, Astrid Schloerscheidt, Mackenzie Howe Nordal and Edward Collett.

The Chair began by recognising this meeting as the last meeting for Howard Dodd as a Governor. The Chair thanked Howard for his contributions and commitment to the role as Governor and to the college for the last 5 years.

The Chair also welcomed the Clerk to the college and their first Board meeting. The Clerk introduced themselves to the Board meeting and members present.

There were no items raised for AOB.

#### **1.2 Declarations of interest**

There were declarations made by Governors for item 9.6 Appointment of a new Chair and by the Principal for the item of Principal's Pay Award under item 9.6.

### **2. Minutes of the meeting held on 6 December 2022**

The minutes were approved by the Board for signature by the Chair.

### **3. Matters Arising, Written Resolutions & Action Points**

The Board noted the matters arising and progress being made against actions, recognising the new Clerk is now in post and would begin to pick up a number of these actions.

There had been one written resolution for the reappointment of Nicolas Pages, which was welcomed by the Board members.

#### 4. Principal's report

The Principal presented the report and highlighted the key points to note, including growth in 16-19 student numbers and the Net Zero Skills Hub. It was also highlighted that staffing and recruitment continued to be a challenge, and the HR team are working through different recruitment strategies to ensure a quality staffing profile for September.

- Does the Net Zero Skills Hub cover activity across all campuses? *Yes, we are using this as a brand across the college, rather than it being a reference to the physical Green Construction Skills centre.*
- How much funding do we receive for the Local Skills Improvement Fund (LSIF)? *These are varying amounts depending on the success of the bid, we are still awaiting the outcomes, however it is £1.2m over two years, to be shared across a number of Oxfordshire colleges.*
- Is there any pattern to the RIDDOR incidents? *No, these are unique events with no pattern or link between the three.*
- How many RIDDOR do we usually get? *Small numbers, for example last year we had a total of 6 and the year before 3. Therefore, this is in line with previous years.*

The Board noted the report.

#### 5. Enrolment Forecast for 2023/24

The Vice Principal provided a presentation to the Board on student numbers for this academic year and planned student numbers for the following academic year, with detail on 16-19, adults, apprenticeships, and Higher Education.

- When does enrolment to HE courses close for new students? *At the start of the academic year. It is very difficult to accept students late onto HE programmes due to the course structure.*
- Are there any challenges to student recruitment due to staffing challenges? *The Technology Faculty continues to be a challenge as outlined but the curriculum can be structured in September to ensure students have an engaging start to the year.*
- Why is the Gateway Faculty so varied in planned student numbers? *The type of provision in this area is difficult to predict due to the nature of reengagement.*
- Do you get more Gateway learners than other colleges? *We do not know their numbers, so difficult to know.*
- What is driving the increase in 16-19 numbers? *There is a mix. Some demographic increases but also increased numbers where we have new progression opportunities meaning retention year to year has increased such as in the Abingdon Construction Skills Centre.*
- Are we turning away any students? *No. Where we can we are expanding our facilities and diversifying spaces to ensure we can accommodate demand.*
- Have staffing issues been resolved for key areas of growth? *Yes, the previously mentioned recruitment challenges in Plumbing at Bicester have now been resolved.*
- Will HE continue to reduce over the years? *It is unclear at the moment and as qualification changes towards more HTQs & HNDs this may change again. It is part of the reason this has been added to the CQS Committee as a standing item to ensure Governors have sight of developments regularly.*
- How are Degree Apprenticeships looking nationally? *Very strong and there is good uptake nationally at higher and degree level apprenticeships.*

## 6. Curriculum, Quality and Students

### 6.1 CQS Committee update

The Chair of CQS provided a verbal update from the Committee, highlighting a number of topics that had been discussed as part of the recent meeting. This included an update on the Technology Faculty, the changing of government funding for level 3 qualifications and plans for level two, updates received on the Local Skills improvement fund and the Net Zero Skills Hub.

The committee had also heard the outcome of the first Higher Education review and recognised this is ongoing work which will be a standing item at the committee meetings.

There had been positive feedback on the quality health check and learning walks, combined with an update on retention and achievement rates, noting changing to national reporting, meaning the colleges final published output may vary this year.

It was also recognised there had recently been a Matrix reaccreditation for the Information Advice and Guidance (IAG) provided across the college. The feedback from the assessor had been very positive and a report was due imminently.

The committee also had the chance to vote for the Student of the Year of which would be announced at the upcoming event.

- Who leads and is involved in the Quality Health Checks? *They are led by the Head of Quality and Head of Faculty and are used to cross examine curriculum areas to then draft a joint report.*
- Are other staff members from junior grades included in these? *Not this year, but we would like to include these for future years.*

## 7. Finance & General Purposes

### 7.1 F&GP Committee update

The Chair of F&GP provided an update on the committee meeting held, outlining key items discussed a part of the meeting covering key areas of the colleges including but not limited to Health & Safety, Estates, HR with Heads of these areas providing key updates.

The updates to finance were also provided at the committee, including the draft budget, pay award, bank loans and Capital Grant plans. This included wide discussion around the draft budget and the proposed pay award that have all been recommended to Board and are on the agenda for this meeting.

The committee also received a number of policies for discussion and have recommended them all for approval at the Board meeting later on the agenda.

- What were the FOI requests received? *These are usually commercial - looking for service opportunities, unions, or journalists. They have all been responded to.*
- The notice period changes, are they in line with other colleges? *Yes, they are in line. The biggest change would be to roles such as teachers and learning support assistants. There would be no changes to the probation period.*
- With the change to Government providing loans, will they release the security held against current loans? *Some colleges have had the security released and as the rate is 2% lower than commercial loans, the advice received from our banks is to seek to move all loans where we are given permission.*

The Board noted the verbal update.

## 7.2 Management accounts at 30 April 2023

The Finance Director outlined the report that had been presented to the F&GP committee with good discussion, outlining key points of being on track to meet or exceed planned budget.

- Once we achieve a financial health grade of 'Good' are there any issues as we budgeted 'Requires Improvement'? *No, no issues from the change.*

The Board noted the report.

## 7.3 2023/24 Budget including Pay Award

The Finance Director outlined the budget for next academic year including the proposed pay award, highlighting confidence in the income growth majority due to the growth in 16-19 student numbers.

The pay award was also outlined including the update to recognise a one off, non-consolidated pay for lower paid staff with £250 paid in July and £250 at the end of January. The Board agreed and welcomed this.

- Why is the pay award second payment been decided as January? *Because it is seen as a challenging month financially for individuals and is an appropriate time from the initial award.*
- The pay award offers less risk by not consolidating into one payment. *Yes, agreed.*
- How will the pay award land with Unions? *We have received support, and they recognise the challenges we face but their members will vote and may choose to support industrial action*
- Will the national context be explained to staff? *Yes, where we are able to, we will provide context.*
- How do we address the challenges over the coming years? *It seems there are no national plans to change the funding rates, therefore this is likely to continue to be a challenge.*
- Is there a reward and recognition scheme at the college? *Yes, but performance related pay is not part of that as it is not common practice in the sector.*

The Board recognised the scrutiny that had been provided to this topic by the Finance and General Purposes (F&GP) Committee for the draft budget and had no further questions.

The Board approved the proposed pay award (recognising this is also a change to 2022/23 budget), approved the College to proceed to accept T Level Wave 5 ESFA (Education & Skills Funding Agency) capital grant offers, and approved the overall budget for 2023/24.

## 7.4 College Financial Forecast Return (CFFR)

The Finance Director presented the report on the CFFR, outlining how the college grade could change over the next 3 years and noting however this is not a cause for concern at this stage.

- How does 24/25 financial year compare to that within the strategy? *Both income and costs are higher, respectively.*

The Board approved the CFFR and provide the Finance Director with discretion for small amendments as required.

## **8. Audit**

### **8.1 Audit Committee update**

The Chair of the committee provided a verbal update of the previous committee meeting, highlighting some key areas including reasonable assurance from the TIAA audits and future schedule. The committee had discussed and recommended to Board the ongoing use of RSM for funding audits. There was also good discussion around the college risk register.

The Board noted the verbal update.

### **8.2 2023/24 & 2024/25 TIAA Audit Plan**

The Finance Director presented the report for the 2-year audit plan, highlighting this had been presented to the audit committee with TIAA present and good discussion had taken place.

There were observations from the Board members that the key emerging themes offers a helpful summary of the Further Education context.

The Board approved the 2-year audit plan.

### **8.3 RSM Audit Plan 2024/25-2026/27**

The Vice Principal outlined the report, also highlighting this had been discussed at the audit committee with discussion from the committee members.

- Do the RSM reports get sent to the ESFA? *No, it is just for our internal use to ensure compliance with funding rules and for readiness of external audits*

The Board approved the use of RSM for a further 3 years.

### **8.4 High Level risk register**

The Finance Director outlined the report and risk register. This had previously been discussed at the Audit committee and had been recommended to Board.

- Should there be more explanation of failure to grow student numbers rather than worded as the need to increase? *Agree, this can be amended*

The Board approved the report.

## **9. Nominations, Remuneration & Governance**

### **9.1 NRG Committee update**

The Chair provided a verbal update on the previous committee meeting, outlining some key items including succession planning of Board and Committee Chair positions given a number of terms due to end over the next academic year. Key items on the agenda were discussed in detail and recommended to the Board.

With the new Clerk now in post, it was highlighted a number of actions would now be picked up over the coming months with a review of the key governing documents and external governance review to be commissioned.

The Board noted the verbal update.

### **9.2 Link Governor Scheme Proposal**

The Chair outlined the proposed Link Governor scheme, setting out a proposal to help provide a meaningful and engaging link governor programme. Governors will shortly be contacted by the Clerk regards their preferred areas of interest.

- What are the Board's thoughts on mutuality in the proposal, is there benefit to having a mixture of both in the link governor areas? *Yes, agreed, there may be benefit from both, this could be identified in the submitted preferred areas of interest.*
- Can the 3 designated areas be shared? *Yes, these can be split between governors.*

The Board approved the proposed scheme and Link Governor Policy

Action	By Whom	Deadline
Link Governor preferred areas to be gathered	Clerk	August 2023

### 9.3 Student Engagement Proposal

The Chair outlined the proposal to support and enhance the Student Governor Scheme and to help gather wide engagement for Governors and students as part of the wider student voice policy with a view to raising the profile of student voice with Governors throughout the year.

- Is there any requirement for these skills such as communication, networking, or governance to be taught as part of any of the curriculum or particular modules? *Potentially, yes. We need to review this but there is potential for some modules on different courses to benefit in particular from this engagement.*

The Board approved the proposal.

### 9.4 External Governance Review

The Clerk outlined the requirement to undertake an external governance review and the proposed timeline for starting from September, now the new Clerk had taken up post. The timeline and discussion of the review had taken place at the relevant NRG meeting.

The Board agreed and approved the proposal.

### 9.5 Corporation Board self-assessment

The Clerk outlined the requirement for internal self-assessment process to change slightly to include the External Governance review, highlighting that an internal self-assessment would not take place during the year where an external review was required as to not duplicate processes.

Action	By Whom	Deadline
Review requirement for self-assessment for 2022/23	Clerk	July 2023

### 9.6 Recommendation on appointment of new Chair

Members of the Senior Management Team were asked to leave the meeting for the following item and discussion.

Following the recent NRG meeting, a discussion was held for the appointment of a new chair to corporation with the current post holder term ending in December 2023.

There had been one expression of interest from the current board members and this individual declared an interest and left the meeting at this point.

The Board members heard the proposal from the NRG committee for Nick Handy to become the next Chair of the Corporation.

The committee highlighted this could only be an 18-month term due to current term of office and proposed extension for the role of chair under the standing orders which led to discussion and an awareness for succession planning and/or Governor recruitment as an ongoing priority. It was also recognised, if agreed, a new Chair of F&GP committee would be required.

The Board supported the proposal and agreed for Nick Handy to be appointed as the next Chair of the Corporation from January 2024.

Nick was invited back into the meeting and advised of the outcome, thanking the Board for their support.

Action	By Whom	Deadline
Clerk to follow up on formal appointment	Clerk	August 2023

### 9.6.1 Principal Pay Award

The Principal was asked to leave the meeting for this item and discussion. Details of this item are noted as confidential minutes.

The NRG committee had discussed the Principal pay award and shared this proposal with the Board. The Board agreed with the proposal and approved the decision.

The Principal and SMT members were invited back into the meeting.

## 10. Policies

The Board discussed the 13 policies on the agenda that had all been reviewed and discussed in detail by the relevant committees.

Following discussion, the Board agreed to approve all policies that had been recommended.

## 11. Minutes

The Clerk presented the signed minutes of the previously held committee meetings and the Chair approved draft minutes of the most recent committee cycle.

The Board noted for information all sets of minutes as per the list below. Clerk to arrange formal signatures of all minutes as required.

- 11.1 Audit (13 March 2023)
  - 11.1.1 Audit - Chair Approved Draft (12 June 2023)
- 11.2 F&GP (14 March 2023)
  - 11.2.1 F&GP - Chair Approved Draft (20 June 2023)
- 11.3 CQS (16 March 2023)
  - 11.3.1 CQS- Chair Approved Draft (26 June 2023)
- 11.4 NRG (7 March 2023)
  - 11.4.1 NRG - Chair Approved Draft (15 June 2023)

Action	By Whom	Deadline
Formal signatures to be collected	Clerk	Aug 2023

**13. Any Other Business**

There was no AOB raised for discussion.

**14. Future Business and Reflection**

The Chair presented the draft cycle of business for the next academic year.

The Board approved the Cycle of Business.

The next Board meeting was scheduled for Tuesday 12<sup>th</sup> October 2023 at 5pm.

The meeting closed at 19:55.

October 12th 2023

*Approved for signature:* .....

G Maitland-Smith  
15/02/2024 14:29:22

Signature .....  
*Gravin Maitland-Smith*

Date ..... 15/02/2024 .....





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Envelope Created on	Tue, 23 Jan 2024 16:50:15
Envelope ID	5b3c3579-f83f-4a51-b5b0-9cffc431ecb2

## Document Details

Title	02.1 draft board minutes 04.07.23.pdf
Digital Fingerprint	71d31b61-2d11-4b5e-abe0-24d649fd1075

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Status	<b>SIGNED</b> at Thu, 15 Feb 2024 14:29:22 GMT(+0000)
Signature Fingerprint	930c03c3-8c4a-4d2c-92f1-6a69c31c6c37



## Document History

Thu, 15 Feb 2024 14:29:23	<b>Gavin Maitland-Smith</b> Signed the Document (IP: 92.40.213.191)
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