

CORPORATION BOARD



Minutes of a meeting held on Thursday 23rd October 2025
Abingdon Campus at 5.45pm

Present

Alan Bark
Helen Brown
Jacqui Canton (Principal)
Edward Collett
Ben Haxton
Amanda Tilley
David Walker
Jessie Weavers-Medina
Clare Forder

In attendance

Jo Milsom, Deputy Principal
Olivier Cognard, Vice Principal
Mark Lay, Finance Director
Jude Brown, Clerk & Governance Advisor (Minutes)

Governor questions are shown in bold italics in bullets.

1. Opening Comments

Prior to the meeting officially commencing, the Clerk explained that both the Chair and Vice-Chair of the Board were unavailable. In accordance with the Instrument and Articles of Government, if both the Chair and the Vice-Chair are absent from any meeting of the Corporation, the members present shall choose someone from among themselves to act as Chair for that meeting.

External governor David Walker offered to chair the meeting. The members present agreed that he should act as Chair for the meeting, and the meeting officially commenced. He is referred to as the Chair in the minutes below with the Chairs of the Corporation Board and any committees being referred to by their full title for clarity.

1.1 Apologies and items to be raised under AOB

The Chair opened the meeting by welcoming all attendees and noting the apologies received. Apologies were received from Nicolas Pagès, Adam Mumford and Astrid Schloerscheidt. Ben Haxton joined via Teams. Sam Wolfe had notified the Clerk that he would be late due to another meeting but was not ultimately able to join. The new student governor was absent. SMT members Kash Barlow and Scott Gray also had sent their apologies.

The Chair welcomed Jessie Weavers-Medina who had returned as an external governor, having previously been a student governor at the College during her apprenticeship.

The meeting was quorate.

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

1.2 Declarations of interest

The Principal made a declaration of interest in relation to agenda items 8.6, 9.1 and 9.2. No other declarations were made.

2. Minutes of the meeting held on 3rd July 2025

2.1 Public Minutes

The minutes from the previous meeting were approved with a note to correct the numbering and title at 1.1.

3. Matters Arising, Written Resolutions & Action Points

The Clerk updated that there had been four written resolutions since the last meeting, to appoint the new co-opted member of Audit, to appoint Clare Forder as Designated Safeguarding Governor, to appoint Amanda Tilley as Chair of Audit, and to appoint Jessie Weavers-Medina as an external governor.

In terms of actions, the Clerk had progressed the schedule of Compliance with the new Code of Good Governance, and this had been reviewed by NRG. The action regarding the AOC EDI Charter was complete and the paper presented in item 6.4. The Clerk had written to the governor who had been removed from office to inform her of the Board's decision.

The Board noted the report.

4. Funding Update and Training

The Vice Principal, Funding, Planning and Systems Improvement, gave a detailed presentation explaining the College's funding streams for the academic year 2025-26. The dominant funding stream is 16-19 followed by SEN/High Needs, Adult Skills Fund and Apprenticeships.

The Vice Principal illustrated how the funding for 16-19 in particular was broken down into elements based on student numbers, retention factors, programme weightings, English and Maths funding, disadvantage funding as well as area cost allowance. The detailed calculations and ratios applied were explained. It was noted that the calculations use last year's student numbers which then provides this year's income. The closeness of the budget prediction for student numbers and the actual numbers was discussed. Retention factors and programme costs were also explained. The location-based weighting was also discussed.

- **How do you manage the fluctuations in weightings?** The rates do change occasionally for example in engineering or land-based courses. The methodology remains the same, but the weightings are adjusted. In reality, the weightings do not decrease, and the adjustments are used to promote areas of focus by the Government. Changes are notified to colleges in March which allows time to take them into account in budgets. The changes are also lagged so the College can be confident in the funding it will receive.
- **How do the weightings compare with your expectations of the actual costs of delivering the courses?** The Finance Director explained that this is not an exact science as the needs of the courses can vary to a high degree. For example, land-based courses may have higher margins but require a higher degree of capital investment. Classroom-based courses may have a lot of students. Courses like engineering may need engineering technicians as well as lecturers. The College aims to reflect the weighting in appropriate course provision.
- **How many students come with no English and Maths?** The numbers relate to students who may not have got a four or above so must sit the exam again but may have a grade 3 for example.

The Vice Principal explained the funding for Special Needs which has three parts. Element three funding can vary, and it was stated that this was the first year the College had got what it had asked for in terms of number of students (385) for Element two. It was discussed whether this funding (Element two) needs to be returned if fewer students were to come to

the College, but in effect the Council usually offer less to begin with in case of dropouts. The process of negotiation with local authorities for the payment of Element three can take some time, and frequently the College has to accept the students and then review and properly assess their needs. This element also requires the most chasing to receive as the administrative load on the council is high.

An overview of Adult Skills Fund including Tailored Learning and Core was provided including how this funding is broken down and criteria relating to it. The Vice Principal also covered Higher Education and Apprenticeships explaining how the fees are set or funding is received. A summary of the key influences on funding streams was also provided. The Vice Principal reassured governors that funding streams were monitored very closely against plan and evidence collected to support the various claims.

Governors noted that the presentation was very helpful.

The Board noted the report.

5. Principal's Report

The Principal gave an overview of the report highlighting recent progress in students number increases for 16-18 which is a positive trend. Achievement rates had improved which she felt was gratifying to see as CQS Committee had been concerned about this last year and there was a clear link with the management action that had been taken to address this.

The Principal had given an overview of recent developments in the report, but the Post-16 Education and Skills White Paper had been published on the Monday prior to the Board meeting so the discussion centred on highlights from this paper. The Board was already aware of the creation of Technical Excellence Colleges (TECs) which had previously been announced but the White Paper announced the creation of new V-level qualifications with the intent to simplify the qualifications system and to replace BTecs and other level 3 vocational qualifications. It was assumed that the V stood for vocational. There is not yet clarity on the exact detail or size of the qualifications and the Principal expects that more detail will follow.

Governors queried how schools could ensure a destination for every school leaver, as set out in the White Paper, as there are many destination organisations that are separate entities. The Principal felt that the Government is keen to join up the educational landscape and foster closer working relationships between schools, colleges, and universities, among others, but the detail would need to be reviewed as to how this will operate.

Changing demographics were also discussed by governors and the Principal explained that, while nationally there was a demographic downturn in the College age group, the College itself had seen growth in numbers. She also noted that the White Paper is very positive about the Further Education Sector and is clear about increasing funding for 16-18. It is, however, less clear on adult funding and we are also waiting to see what devolution will mean for this area.

- **What is the timescale for implementation?** The Principal explained that TECs were being announced now, V-levels were due to be implemented in 2027-28 which is an ambitious timescale. T-levels as a comparison had a five to six year introduction timescale. It was noted that most Colleges are structured around faculty areas but there is an implication that V-levels could be offered against different areas so cross-faculty delivery could be challenging in the timeframe.
- **Is the name just a heading change or is it a whole new design of qualification? How much work is there to do for the College to implement this?** The leadership

team felt that there was a lot for the curriculum teams to understand but the extent of the change will not be clear until the qualification specifications are published.

- ***In section 9.4 for English and Maths, Colleges should offer one hundred hours face to face. How different is that to what you do now?*** This is similar to what the College does now so not a material change. The White Paper mentions 'stepping stone' qualifications but it is not yet clear what this will mean.

The Board noted the report.

6 Finance & General Purposes

6.1 F&GP Committee Update

The F&GP Committee Chair provided an update following the recent meeting highlighting key points, including that the Committee had reviewed its own self-assessment outcomes and felt that its decision making and impact remained effective. One area of development had been to review IT including cyber security annually which had been implemented.

The F&GP Committee Chair gave an overview of the annual reports received from People Services, Health and Safety, Estates and Capital Development, IT and business continuity, focussing on People Services, Estates, and IT. The Committee had questioned the People Services' report in considerable depth and discussed the performance against KPIs. When discussing the Estates report it was explained that the DfE building classification showed the College's score reducing over time as buildings aged, which needed to be built into the estate's strategy. The IT report had reassured the Committee that the College remained well protected with cyber accreditation and insurance in place, and a focus on staff training including simulated phishing. This update had been welcomed.

The year end management accounts had also been reviewed by the Committee with no significant changes and were recommended for approval by the Board, and enrolments had also been reviewed.

The Committee had also reviewed some policies which are included under item 9 of this agenda, and itself approved one minor change to Relationships at Work policy.

The Board noted the verbal update.

6.2 Annual F&GP Committee Report to the Board

The Chair of F&GP Committee explained that this report summarized accurately the key areas reviewed by F&GP over the course of the last academic year and was recommended to the Board to note.

The Board noted the report.

6.3 Management Accounts and Draft Outturn 2024/25

The Finance Director presented an update on the management accounts to the end of Period 12 2025 noting that the surplus was in line with the budget. The year end external audit was nearing completion and had found no amendments so this set of figures will form the basis of the Financial Statements.

The Finance Director explained that cash holdings were down on forecast due to the timing of payments for the Element 3 funding that had been discussed earlier. The monies had all

been received by early September, but the delay meant the cash holdings looked lower than expected.

In addition, the grant for Capital Projects had had its treatment amended in the College Financial Handbook and so was now required to be treated as 'restricted funds' and so cannot be included in working capital. This had had the effect of reducing the College's financial health score by ten points which meant that the College was now 'Requires Improvement' for this grade, having previously been 'Good.' There are no sanctions for this, and the Finance Director does not see any real impact from this to the College's financial standing.

The Finance Director also covered bank covenants and the debt service score where he was due to receive a confirmation email from the bank that they were satisfied with the score. The External Auditors will note this in their statement. The twelve-month cash flow forecast was also included in the overview.

- ***Is 50k bus passes regular income?*** The Finance Director explained that this was provided to cover the costs of the College in providing bus passes to students. It had not been budgeted for.

The Board approved the management accounts.

6.4 AOC EDI Charter – Chair's Public signature

The Clerk presented this updated paper including the answers to the queries raised to the AOC by the Board in July. The queries had related to the definition of equity and clarification on which objectives the public statement referred to. The Board were satisfied that the questions had been answered.

It was raised that the list of protected characteristics in the pledge could be improved.

The Board approved the Chair of the Corporation Board to sign the Public Statement in relation to the EDI Charter on behalf of the Board.

7 Audit

7.1 High Level Risk Register

The Finance Director presented the High-Level Risk Register which had been reviewed by SMT over the summer. There were no new risks and some amended scoring which had been presented in the paper.

- ***Should the references to the pandemic be broadened to national events as the pandemic might be deemed to be a past event now?*** The Principal felt that 6.4 referred to wider national crises but it was agreed to remove mentions of the pandemic now.

Action	By Whom	Deadline
To review risks specifically relating to the pandemic at 1.3 and 6.9 and remove if appropriate	Finance Director	November 2025

The Board approved the risk register.

8 Nominations, Remuneration & Governance

8.1 NRG Committee Update

The Chair of the F&GP Committee, who had also been present at the meeting, provided an update on the recent NRG meeting in the absence of the Vice Chair. The NRG Committee had reviewed its own self-assessment outcomes and felt that the Committee remained effective having acted on vacancies, succession planning and removals during the year. The Committee also reviewed its annual report to the Board (presented at 8.2) which accurately represented the activity of the Committee during the past year.

The Committee reviewed the Board Self-Assessment outcomes in depth noting increases for most statements with 'strongly agree'. In terms of areas of minor disagreement, on sustainability the College has hired a new Sustainability advisor so expect to hear more about developments on this. On stakeholder engagement, it was agreed that a stakeholder map would be created and reviewed at the Annual Strategy Day to consider this further. It was suggested that CQS have a standing item on Safeguarding on their agenda. The Self-Assessment outcomes are presented to the Board for information at 8.3.

The Committee reviewed its report on the effectiveness of governance by the Board which goes to Audit Committee and considered that the Board's governance arrangements remain effective. The schedule of compliance with the new AOC FE Code of Good Governance (an action from March board on the clerk) had been reviewed felt it gave assurance that the Board was operating in line with the Code.

The Committee agreed a brought forward outline timeline for the next External Governance Review which the clerk will now work on so that we are in a position for the External Governance Review to begin right the start of 2026-27 academic year.

The Committee had reviewed the paper from the Principal about the development of the new strategic plan which is discussed at 8.4.

The Committee had reviewed the slight amends to the Instrument and Articles of Government recommended by the DfE and Charity Commission and recommended this to the Board. The Principal's Pay Award had been discussed and is to be covered under 8.6.

In terms of appointments, the Committee had agreed to recommend Amanda Tilley for the Chair of Audit which has been approved by written resolution and had nominated Clare Forder as Designated Safeguarding governor which has been approved by written resolution. The Committee were pleased to see that we have a student governor nominee and had nominated Jessie Weavers-Medina for the role of external governor which had also been approved by written resolution.

In terms of recruitment, the Committee has progressed three promising applicants for the three external governor vacancies and interviews will take place at the end of October. It was also noted that succession planning will begin for the position of Vice-Chair of the Corporation Board as Adam Mumford will complete his second term as a governor next July.

The Board noted the verbal update.

8.2 Annual NRG Report to the Board

The Chair of F&GP had covered this report in his update above.

The Board noted the report.

8.3 Annual Board Self-Assessment Outcome

The Chair of F&GP had covered this review in his update above. The outcomes were attached for the Board to note. There were no further questions on this.

The Board noted the report.

8.4 Development of the New Strategic Plan

The Principal explained that the proposal was that the Board discussed the approach to taking forward the new strategic plan at its next Annual Strategy Day in April. The paper highlighted the proposed process to be followed and requested the Board's approval.

One governor requested that future papers give consideration to including visuals to make processes clearer or to break down the text and support different learning styles.

The Board approved the approach to the development of the new strategic plan set out in the paper.

8.5 Governance Documents

The Clerk gave a brief outline of the changes to the Instrument and Articles of Government which had been recommended by the DfE and Charity Commission but received too late for the last review cycle in the summer.

The Board approved the reviewed Instrument and Articles of Government document.

8.6 Principal's Pay Award

The Principal, SMT and staff governors left the room for this item. The meeting remained quorate.

In the absence of the Chair of the Corporation Board who had authored the paper, the paper was explained by the Clerk and the Clerk's account of the discussions at NRG verified by the Chair of F&GP who had also been present. The Committee had followed the Senior Post Holder Remuneration Policy in considering relevant benchmarking from AOC in relation to the salary, where the salary sat in relation to Colleges of similar size, had discussed value for money and how the salary uplift sat in relation to the staff pay award. The Principal's appraisal process was also briefly covered and it was confirmed that there was nothing arising from this that would indicate that the proposed salary uplift should not be applied.

In the light of failings at Weston College, the paper set out the explicit amounts of the salary and proposed percentage increase clearly. The recent updates to Senior Pay Controls by HM Treasury had also been considered and it was explained that the Board was within its powers to award the proposed amount without reference to any external agencies. The Head of People Services had also attended NRG Committee to advise the Committee.

The Chair of F&P confirmed that the NRG Committee had reviewed the material in detail as outlined by the Clerk, and that it recommended the proposed pay award to the Board.

The Board approved the Principal's Pay Award.

The Principal, SMT and staff governors returned to the meeting.

9 Policies

9.0 Policies Cover Sheet

The Clerk presented the policies for approval, explaining that each had been reviewed by the relevant committee in each case and recommended to the Board for approval.

The Board approved all policies presented.

10. Future Business

The Chair highlighted that the December meeting would cover safeguarding training, the SAR and approval of the Financial Statements and would be followed by a Christmas dinner.

11 Any Other Business

The members present thanked David Walker for acting as Chair for the meeting.

The next Board meeting was scheduled for Monday 15th December at 5pm and will take place at the Abingdon Campus.

N Pages

Nicolas Pages

Signature

07/01/2026



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