

Minutes of the Corporation Meeting held remotely on Monday 13 December 2021

Present: - Mervyn Jones (Chair)
Abigail Appleton (Principal)
Jennette Arnold OBE
Professor Robin Baker OBE
Stevie Callender
Oliver Cameron-Swan
Peta Darnley
Dr Mia Gordon
Joe Hedges
Hannah Jones
Kate Murrie
Tim Newsholme
John Nicol
Kay Sandford-Beal

In attendance: - Xaviere Hughes (Head of FE)
Justin Gregory (Head of HE)
Linda Watkins (Clerk to the Governors)
Tim Williams (Finance Director)

The meeting was quorate as a minimum of fourteen Governors were present during the meeting.

1. Process of the Meeting

- I. Apologies for absence were received from Victor Barratt, Clive Hodgeman and Katie Seekings. Andrew Jones did not attend.
- II. The Chair welcomed everyone to the meeting reiterating that this was a large agenda. He reminded Governors that the committees had previously discussed a number of items with recommendations for approval, which were indicated on the agenda. The Chair, Clerk and Principal had discussed planning to create a more even distribution of items to Board meetings throughout the year where possible.
- III. There were no new declarations of interests.

2. Minutes of the Last Meetings

- I. The Board agreed the Chair should sign the minutes, including the confidential minute, of the meeting held on 18 October 2021 as true records.
- II. There were no matters arising which were not covered on the agenda.
- III. The action list was noted evidencing that all actions were in progress.

The Board agreed: -

- To approve the minutes

3. Principal's Report

- I. The Principal specifically drew Governors' attention to the revision to unconditional offers in the Admissions Policy which had been approved by the AQ&S Committee. There are robust measures for applicants including submission of their portfolio, interview or audition before the College makes offers. Details of FE and HE academic updates were provided in the report. HE programmes are being re-organised into 'schools', namely: School of Making and Design, School of Fine Art and MA Development and School of Digital and Communications. A Governor asked if there would be resource implications; the Heads of Schools will manage their own budgets and staff teams allowing more flexibility and innovation bringing positive benefits to courses. SLT will monitor spend of individual budgets.

There had been significant work to embed safeguarding, prevent and equality, diversity and inclusion which will be communicated to students and staff predominantly via Student Councils, Student Union and staff development. SLT are tracking the impact of changes. Staff and student wellbeing will be reported to the Board as part of the February Board meeting focusing on people strategies. A Governor enquired if the student mental health first aid training would be accessible to FE and HE students which was confirmed. This will provide additional support to students as opposed to replacing existing systems and training which is embedded throughout the College. The Principal is liaising with a local charitable organisation which works with schools to deliver this specific training.

The Incident Management Group continues to meet regularly to manage the impact of Covid-19 and government requirements.

The Principal has been appointed Chair of the Stronger Towns Bid Group for Herefordshire. A full business case will be prepared for the proposal to enhance digital facilities at College Road Campus. In tandem, the College is appointing consultants to prepare an Estates Strategy for the College which will include professional advice on renegotiating the lease for CRC which is due for renewal in 2022. Environmental sustainability continues to be a priority including SLT accepting a proposal from the Student Union to install Ecosia.org search engine, a charity who use revenue from advertising searches to plant trees. A Governor asked if this is registered so that statistics can be obtained regarding the number of trees planted. **ACTION: PRINCIPAL**

Station Approach snagging has been addressed during its first term of opening. There were some security issues which have been addressed with CityHeart.

A summary of the external context with recent changes to government education policy was provided including the delay on the introduction

of T Levels. A Governor commented about the possible impact regarding the potential requirement of pass grades in GCSE English and maths as a requirement for HE entry.

The College supports FE students to complete GCSE English and maths with good levels of achievement. HE data shows students have different profiles of previous GCSE achievement. A further response to the Augar Report is anticipated expecting seismic changes to the HE landscape; these are expected to include HE funding and reducing student debt. The College will be flexible in its delivery and development of Level 4 and 5 programmes. Course revalidation has focused on curriculum and the culture to maintain a strong student experience.

- II. College objectives and KPI's were reported showing progress against objectives agreed in December 2020, an update against the five key strategic themes and new KPIs to progress the strategy. These included numerical data and a RAG rating.

Targets covering recruitment, quality, achievement and outcomes were discussed. Key activities to increase student recruitment were provided. FE data reflected the recent removal of Level 4 FE provision and growth of Digital Futures. There is a new KPI with a target of 25% internal progression from FE to HE.

The HE graduate outcomes survey provides critical data which is used to judge HE provision; data will be analysed and put into context for future reporting. The NSS score had dipped marginally last year during the pandemic but remained good. Two years of students have experienced teaching and learning during the pandemic with the target set realistically to reflect this.

Student and staff wellbeing are being measured using several sources of data which will continue to be reported to the Board.

- III. There were no significant changes to the October 2021 management accounts since the report dated September 2021. The Finance Director explained that some budgets are being spent at the start of the year, including capital and the marketing budget, the latter had been front loaded this year and the budget may need to be increased if applications do not increase. This year HE enrolments exceeded the cautious recruitment target allocated in the budget. Utilities contracts are anticipated to increase in the Spring.
- IV. The risk register had been discussed by the Audit Committee with changes to reduce scores and additional risks to include major utility outage and a major health and safety incident added.

The Board agreed: -

- To note the Principal's report, October 2021 management accounts and risk register

- To note progress towards achieving 2020/21 KPIs and to adopt the revised objectives and KPIs for 2021/22 which are broadly the Principal's objectives

4. Assurance Reports

- I. The Head of FE presented the Safeguarding Annual Report 2020/21 which evidenced practices embedded for safeguarding and students' welfare in accordance with KCSIE 2021. The Designated Safeguarding Governor confirmed that safeguarding arrangements are robust and embedded; this was also evidenced by recent completion of Herefordshire Council's safeguarding audit.
- II. The Remuneration Committee's Annual Report 2020/21 was presented as a requirement to the AoC's Colleges' Senior Staff Remuneration Code which the Board has adopted. This requires the Remuneration Committee to prepare an annual report to the Board which is made available to the public.
- III. The Audit Committee Annual Report 2020/21 outlined the role and work of the Audit Committee providing an overall opinion on the effectiveness of the Corporation's audit assurance arrangements. This took account of RSM's audit opinion which had expressed concern that several recommendations remained outstanding which had been identified as a risk. Assurance was given that plans have been agreed to address outstanding recommendations. The Chair recorded appreciation to Mike Rookes the outgoing Chair, the Committee, officers, RSM and Mazars during another challenging year. This year a new requirement had been introduced in the Audit Code of Practice requiring the financial statements auditors to present the financial statements to Governors. This had been fulfilled with a meeting between the partner at Mazars, Chair of Corporation and Chair of Audit Committee with no issues identified. The Committee considered that the Corporation is in good health with actions identified to address outstanding issues.
- IV. The Equality, Diversity and Inclusion Report had been discussed by the AQ&S Committee. A Governor asked if the College provided support for students who did not have access to devices or WIFI to work remotely, particularly in the event that there was another lockdown. FE had recently held a remote learning day so that any issues could be addressed. HE have some online delivery each week. The College has loaned equipment to some students.

The Board agreed to accept the following reports: -

- Safeguarding Annual Report 2020/21
- Remuneration Committee's Annual Report 2020/21 which would be published
- Audit Committee's Annual Report 2021/21 which would be submitted to ESFA with the Financial Statements
- RSM Internal Audit Service's Annual Report 2020/21
- Value for Money Annual Report 2020/21
- Health and Safety Annual Report 2020/21
- Treasury Management Annual Report 2020/21
- Personnel Annual Report 2020/21

- Equality, Diversity and Inclusion Annual Report 2020/21

5. Report and Financial Statements for the year ended 31 July 2021

- I. The ACOP regularity self assessment questionnaire had been discussed by the Audit Committee with a recommendation that the Chair and Principal sign the questionnaire which was a requirement in order for Mazars to recommend the financial statements for approval.
- II. The F&GP Committee had discussed financial aspects of the report and the Audit Committee had discussed the report making a recommendation to the Board to approve the Members' Report and Financial Statements for the year ended 31 July 2021. As previously mentioned, the Chair and Chair of Audit Committee had also met with the partner from Mazars to provide additional assurance to the Board. There was a minor correction to the operating lease costs which had been corrected in the copy for the Chair and Principal to sign. The Chair highlighted that Mazars have tested if the College is a going concern for the next 12 months and will remain a solvent entity which was confirmed.

The Board agreed: -

- To authorise the Chair and Principal to sign the ACOP regulatory self assessment questionnaire
- To endorse the Members' Report and Financial Statements for the year ended 31 July 2021 and authorise the Chair and Principal to sign the Letters of Representation for the financial statements and regulatory
- To thank the Finance Director and team for preparing the financial statements

6. Quality documents for approval

- I. The Head of FE informed Governors that the SAR comprised of input from all curriculum areas with external moderation in addition to scrutiny by the AQ&S (FE) Committee. The SAR will be uploaded for access by Ofsted. The Head of FE presented the key strengths and areas for improvement, the latter will be incorporated in the development plan which will be closely monitored by Governors throughout the year.

The Chair of AQ&S (FE) Committee reiterated that the Committee had detailed discussion about the SAR which provided an accurate assessment of the College. She commended the Head of FE and team for their hard work.

- II. The Head of HE summarised UWTSD's programme monitoring and annual review collaborative partnership overview report which had been discussed by the AQ&S (HE) Committee. This report is prepared for the validating body to test provision and partnership arrangements. The process was outlined which had commenced with a partnership review meeting evidencing improvement including the quality of student engagement and the College's relationship with UWTSD.

A Governor requested details of the background research for validation of a BA (Hons) Product Design for delivery in 2023 to gain reassurance that the course would be relevant and reflect changes in the landscape. The Head of HE would discuss this with Professor Baker with a summary provided to the AQ&S (HE) Committee. **ACTION: HEAD OF HE**

The Board agreed: -

- To approve College FE Self Assessment Report (SAR) 2020/21 and UWTSD's programme monitoring and annual review collaborative partnership overview report
- To thank the Head of FE, Teaching, Learning and Quality Improvement Lead and Head of HE for preparing the detailed and informative documents

7. **Policies and Strategies**

The Board approved the following policies at the recommendation of committees: -

- The Safeguarding Policy which had been amended to incorporate requirements in KCSIE. The Safeguarding Designated Governor reinforced that this was a thorough policy evidencing top down support from SLT who work closely with Safeguarding and Wellbeing Lead to ensure safeguarding practices are robust.
- Peer on Peer Abuse Policy
- Bullying, Harassment and Sexual Misconduct Policy
- The Quality Assurance Strategy was agreed as the Quality Assurance Policy. It was noted that quality assurance underpins everything and minimizes risk, an overall strategy will be revisited in the future including further alignment of FE and HE.
- Freedom of Information Policy
- Data Protection Policy

8. **Tendering for financial statements auditors (2021/22) and internal auditors (2022/23)**

The Audit Committee recommended that the Board tender for auditors as a joint tendering process with Herefordshire and Ludlow College (HLC). This was in accordance with the Audit Code of Practice (ACOP) and the requirement to tender for the financial statements' auditors at least every five years. The College's current financial statements and internal auditors were appointed over five years ago.

The Board agreed: -

- To conduct a joint tendering process with HLC for the financial statements' auditors and internal auditors in the Spring

9. **Governance**

- I. The revised AoC Code of Governance for English Colleges was presented with a recommendation from the Search and Governance Committee for adoption.
- II. The Board's strategic oversight timetable 2021-23 had been prepared following discussion by the Chair, Principal and Clerk. The timetable proposed a focus on different elements of strategy at each meeting during the year. This would ensure the Board focused on high-level

strategic themes aligned to key regulatory requirements and objectives during the year. This would not prevent additional key issues from being addressed.

The Board agreed: -

- To adopt the revised AoC Code of Governance for English Colleges
- To adopt the strategic oversight timetable 2021-23

10. Committee minutes

The Board noted minutes from the following Committees with no specific points raised by Chairs as relevant issues had been covered during the meeting: -

- I. Audit Committee: 29 November 2021
- II. Search and Governance Committee: 22 November 2021
- III. Finance and General Purposes Committee: 22 November 2021
- IV. Academic Quality and Standards Committee: 23 November 2021

11. Any Other Business

- I. The Chair informed Governors this was Kay Sandford-Beal's last meeting as a Governor who had agreed to continue as a Co-opted Member of the Audit Committee. The Chair commented that Kay Sandford-Beal would be missed on the Board and thanked her for her valuable contributions; this was echoed.
- II. The Chair wished everyone a Happy Christmas and 2022 thanking them for their contribution during the year.

12. Date and Time of Next Meeting

The next meeting would be the strategy meeting on Monday 7 February 2022 commencing at 12.30 pm.

[A confidential item followed regarding senior postholders' appraisals]