



## **Minutes of the Corporation Meeting held on Monday 11 July 2022**

**Present: -** Mervyn Jones (Chair)  
Abigail Appleton (Principal)  
Professor Robin Baker OBE  
Oliver Cameron-Swan  
Dr Mia Gordon  
Clive Hodgeman  
Hannah Jones  
Kate Murrie  
Tim Newsholme

**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 nine Governors were present during the meeting.

### **1. Process of the Meeting**

- I. Apologies for absence were received from Jennette Arnold OBE, Victor Barratt, Peta Darnley, Joe Hedges and John Nicol. Andrew Jones did not attend.
- II. The Chair welcomed everyone to the meeting. John Nicol's term in office would finish this term who has been an immense asset to the Board bringing professional high-level knowledge about teaching and safeguarding, the latter as the designated safeguarding Governor. The Student Governors would also be leaving. The Chair thanked all the retiring Governors for their commitment and input to the Board which was reiterated by Governors.
- III. The Chair and Vice Chair declared interests regarding appointment of Chair and Vice Chair.

### **2. Minutes of the Last Meetings**

- I. The Board agreed the Chair should sign the minutes of the meeting held on 11 May 2022 as a true record.
- II. There were no matters arising which were not covered on the agenda.
- III. The action list evidenced that actions are in progress. Actions regarding sustainability and the environment will be reported as progress updates in October, with additional time scheduled in April 2023.

**The Board agreed: -**

- To approve the minutes

### 3. Principal's Report

- I. The Principal specifically drew Governors' attention to the number of HE firm acceptances received to date which was marginally below target at 117. It is anticipated that applications will increase as the College continues to receive applications up to October. The Head of Textiles has been appointed and the Head of Photography post advertised with strong fields of applicants. FE applications compare similarly to last year despite the withdrawal of Level 1 and Level 4 programmes. There will be a focus on academic quality enhancement and assurance at the next Board meeting. There was discussion about HE attendance data noting that this is tracked which showed a decrease over four years; this had been accelerated by the pandemic. Attendance requirements are being introduced to encourage students to attend which enhances their experience by being part of the College community developing crucial skills and resilience.

The Teaching Excellence Framework (TEF) was introduced in 2016, subsequently it was suspended and relaunched following consultation. The Board will need to make a decision whether to make a TEF application when the framework is launched. NSS data is a significant part of the application. If necessary an additional Board meeting will be arranged to ensure the College meets the timescale to submit its TEF application. **ACTION: PRINCIPAL/CLERK**

DfE have issued Keeping Children Safe in Education (KCSIE) for implementation in September. The Safeguarding Policy and Procedures will be amended for Board approval and implementation to reflect KCSIE. **ACTION: HEAD OF FE**

The first face to face staff festival was held following the pandemic encompassing staff development and social activities. Staff feedback was positive.

The Head of HE presented a brief summary of the NSS survey results 2022. Overall the score had decreased with issues identified being addressed. Courses are being encouraged to work collaboratively with some shared modules introduced; this will not detract from course specialisms. HCA community catch up was introduced during lockdown when students were encouraged to share their work with their peers; the College community remains a crucial focus. The Student Governor commented about the timing to complete the survey in February which can be a stressful time for students meeting course demands. The timing of issuing the survey could not be adjusted majorly which had 83% response from HCA compared to 69% nationally.

- II. The risk register had been discussed by the Audit Committee. Applications for HE and FE have subsequently increased. The College failed a Cyber Essentials review in June. Reasons were outlined which included reliance on some aged equipment. Use of

own devices on site (computers, mobile phones, iPads) require devices to have the latest software. An action plan will be put in place to ensure that the College meets Cyber Essentials. There was a question about Station Approach accommodation regarding the clause for void rooms enquiring if this would be all rooms from September 2023. The Finance Director confirmed that an additional risk for the void room clause at Station Approach would be added to cover 178 rooms from September 2023. F&GP Committee have already had discussion about plans to mitigate void rooms.

The Board agreed: -

- To note the Principal's report and risk register

#### **4. Strategy**

- I. A written report outlined strategic implementation 2021/22 with RAG rating progress against the targets. Course revalidation has implemented some changes to HE programmes. New course development is being progressed which is a fundamental piece of work. Cohesive working between FE and HE is being addressed to increase internal progression. Progress to improve employer engagement and cross-College professional development for students is progressing slowly. There was a question if the Employer Engagement and Professional Development Strategy will be reported to Governors with implementation tracked. This will be reported to the AQ&S Committee. Development of an estates strategy is a long-term project which will position the College to apply for future capital funding. This has been reported to the F&GP Committee.
- II. The Principal summarised strategic priorities for 2022/23: -
  - Increase recruitment (applications, conversion, APP, internal progression)
  - Overhaul HE quality (assurance and enhancement)
  - Ensure HCA is Ofsted-ready and campaigning for 'outstanding'
  - Deliver employment engagement strategy and introduce cross-College professional development strategy
  - Introduce a robust and agile process for new course development
  - Commission estates strategy to support financial and environmental sustainability
  - Focus on staff development and wellbeing

It was agreed that strategic planning is crucial for operational implementation. Governors were invited to feedback comments following their reflection.

#### **5. School of Digital Futures grant update**

The Principal had prepared a summary paper following discussion of the detailed report and appendices presented to the F&GP Committee. This outlined the timescale for submission of the full business case, which was submitted at the end of June, a response on the Government's decision is anticipated in the autumn. This was not a binding commitment to the College which would be provided when funding is available.

A summary of the business case was provided which would develop a School of Digital Futures as part of a cluster of skills development proposals under the Skills Foundry bid; this had been reported to the Board previously. The bid dovetailed to the College's development of the Access and Participation Plan and the College's ethos to be diverse. Carbon neutral and sustainability are being taken into account, particularly in Area A which is being developed as a flagship and evidences the College's commitment to the environment.

A risk register has been developed with the bid which includes cost escalation, particularly developing an old building which could potentially incur unknown costs. Reassurance was given that a contingency has been built into the bid. The F&GP Committee had received details of the capital spend and expected growth of student numbers which would be sent to Governors. **ACTION: FINANCE DIRECTOR**

Questions were invited. A Governor asked the life cycle of the project and how this would link to the leaseholds at CRC. The lease is due for renewal in August 2023 with mitigation that the College has tenancy rights. Herefordshire Council have confirmed that they want to secure a long-term lease of the premises with the College.

A Governor commented that it was useful to define the School of Digital Futures and its projected student numbers; however, they proposed an additional report regarding hardware and software requirements. This linked to new course development which would be reported from both the academic aspect of provision (AQ&S Committee) and resources (F&GP Committee). A paper would be prepared for the Board in October outlining the approach, provision and resources. **ACTION: PRINCIPAL**

The Board agreed: -

- To approve the full business case retrospectively, as agreed by the F&GP Committee using its delegated powers

## 6. Finance Report

- I. The Finance Director presented the budget 2022/23 and financial forecast 2023/24 explaining that the College is required to submit a budget and financial forecast to ESFA by 31 July 2022. The College is required to submit a College Financial Forecasting Return (CFFR) spreadsheet to ESFA on a monthly basis. The F&GP Committee had discussed the budget in detail proposing some adjustments which revised the cashflow by £270K and had been incorporated. The College's financial health is calculated as 'requires improvement' for the following two years. This took account of student numbers, increases to utility costs (contracts are due for renewal in September) and allocation of a pay award next year. The budget assumes 120 Level 4 enrolments in 2022/23 increasing to 140 next year which does not include students enrolling on Digital Futures programmes being launched in 2023/24. Significant risks are student recruitment, 16-18 funding and the TPS pension grant. Costs for the CRC lease, the Hive and Chapel are included which are subject to discussion with Herefordshire Council regarding the rent review in August 2023. The impact of the Stronger Towns bid is included in the budget.

The EBITDA (education specific) is forecast to be £47k negative which means cash balances will decrease to £1.5M net cashflow from operating activities, particularly in March 2023 which will be monitored extremely closely. A deficit of £753K is forecasted with payroll as a percentage of income forecast to be 67%. Income and costs for delivery of FE, HE and Masters programmes will need to be monitored closely and will be reported regularly to the F&GP Committee and Board. A Governor asked if NMiTE will share Station Approach student accommodation which was confirmed but was subject to their student recruitment and alternative accommodation contracts.

- II. 31 May 2022 Management Accounts were noted.

The Board agreed: -

- To approve the budget 2022/23 and financial forecasts 2023/24
- To request the Finance Director to prepare a 5-year financial forecast to enable the Board to identify risks, measure income and expenditure. **ACTION: FINANCE DIRECTOR**
- To note the management accounts to 31 May 2022

## 7. Policies and Strategies

- I. The Student Charter was recommended for approval by the AQ&S Committee who had requested an additional descriptor and link to other documents which had been incorporated.
- II. The Access and Participation Plan (APP) had been discussed by the AQ&S HE Committee. In summary, the OfS have simplified the APP and the monitoring process. The College had added some additional targets.
- III. The AQ&S Committee recommended amendments to the Safeguarding Policy to include an additional paragraph regarding low level concerns. A single policy will be developed for next year and changes from Keeping Children Safe in Education (KCSIE) added to the policy.
- IV. The Health and Safety Policy Statement was recommended by the F&GP Committee with no changes proposed.

The Board agreed: -

- To approve the Student Charter, Safeguarding Policy, Health and Safety Policy Statement which will be published on the website  
**ACTION: CLERK**
- To approve the APP which will be submitted to OfS **ACTION: HEAD OF HE**

## 8. Governance

The Board agreed the following at the recommendation of the Audit Committee or Search and Governance Committee: -

- I. To adopt the financial statements auditors (Mazars) Audit Strategy and Memorandum to 31 July 2022
- II. To appoint TIAA Internal Auditors from 2022/23 on a 3-year contract with the option to extend for a further 2 years
- III. To approve an ongoing sabbatical for Katie Seekings for 2021/22 and 2022/23 which would break her term in office
- IV. To appoint Jennette Arnold designated SEND Governor

- V. To appoint Mervyn Jones and Tim Newsholme as Chair and Vice Chair respectively for 2022/23
- VI. To agree the Board's self assessment particularly the area for development to address the vacancies on the Board. The Search and Governance Committee are addressing this acknowledging that vacancies create pressure on committee membership. Appreciation was recorded to Governors for their commitment.
- VII. No changes were proposed to the terms of reference
- VIII. To note the Board and Committees' business timetable 2022/23 which is a live document

**9. 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. AQ&S Committee: 28 June 2022
- II. Audit Committee: 13 June 2022
- III. Finance and General Purposes Committee: 27 June 2022
- IV. Search and Governance Committee: 27 June 2022

**10. Any Other Business**

The Chair wished everyone an enjoyable and relaxing summer, particularly the staff. On behalf of Governors, he also thanked Hannah Jones who had served as both the FE and HE Student Governor for four years. Hannah Jones responded that she had thoroughly enjoyed being part of the Board.

**11. Date and Time of Next Meeting**

The next meeting would be held on Monday 17 October 2022 commencing at 4.30 pm, with a Governors' Workshop at 3pm. The Graduation Ceremony would be during the afternoon of Friday 9 September. If necessary, an additional meeting would be arranged to discuss if a TEF application should be made.

[A confidential item followed regarding the staff pay award]

**Signed as a true record of proceedings**

**Chair:** ..... **Date:** .....