


**Minutes of the Meeting of the Corporation
held on Tuesday 25 April 2023**

Present: - Alan Layng (Chair)
Tony Bramley
James Caird
Julia Evans
Tony Ford (Teams)
Barry Hansford
Laura Johnston
Jeremy Nicholls
Krista Price
David Williams (Principal)

In attendance: - Jo Ricketts (Deputy Principal)
Edward Gwillim (Director of Finance)
Debra Baldwin (Director of Personnel)
Linda Watkins (Clerk to the Corporation)

The meeting was quorate as ten Governors were present at the meeting.

Action
1. Meeting process

- I. Apologies for absence were received from Liz Quinn and Ella Williams. Ben Whiteley did not attend the meeting.
- II. The Chair welcomed everyone to the meeting.
- III. There were declarations of interest from Tony Bramley, Julia Evans, Barry Hansford and Tony Ford regarding their reappointments to the Board.

2. Minutes of the last meeting

- I. The Board agreed that the Chair should sign the minutes of the Board meeting held on 13 December 2022, 7 February 2023 and the strategy meeting on 7 February 2023 as true records.
- II. The majority of matters arising have been actioned. The Deputy Principal and Staff Governor will discuss options to provide short courses for BHS.

The Board agreed: -

- To approve the minutes

3. Principal's Report

- I. The Principal had prepared a written report with the following specific points discussed. The all-campus staff development day at Ludlow College had been positive bringing staff together for the first time as a whole College. This enabled staff to network and build relationships with their peers. Measures are in place to

resolve student car parking Hereford College. CRG, (company facilitating site security), will ensure that only the College's students have access to the car park. Landex had undertaken a peer review and visit in January focusing on the quality of landbased provision at Holme Lacy and Walford Colleges with a positive report. The Principal also reported on progress of discussions with Cardiff and the Vale College regarding a subcontracting agreement to enable the College to deliver apprenticeships to a small number of apprentices living near the England/Welsh border with at least 51% of their work duties undertaken in Wales. This would ensure that the College obtains permission from the Welsh Assembly to deliver apprenticeships. Delivery would be subject to the subcontractor's quality provision and Estyn's education inspection framework. The significant task to establish these arrangements was acknowledged.

The Principal had met the new Principal of HSFC and the CEO of the Heart of Mercia MAT.

Herefordshire Council has developed an economic plan to 2050 in consultation with a board of which the Principal was a member. The plan includes delivery of skills-based provision in low energy and carbon, specifically the College's SDF project. The College is also part of a SEND Board which has been established in Herefordshire to review SEND provision.

The government is consulting on the future of 38 LEPs in England as part of the Levelling Up White Paper. This will affect the Marches LEP. A Governor asked about the implications on LEP funded contracts noting that these will continue to be delivered, which are anticipated to revert to central government. The Marches LEP has £1.2m funding which will need to be allocated to capital projects in the Marches area before April 2024. A Governor enquired if the College has any shovel ready capital projects; inflation has already increased the cost of some of the current capital projects. In addition, the DfE's FE capital transformation programme has awarded additional funding to c150 colleges nationally with just over £4m awarded to HLNCS for allocation across its six sites for capital projects by 2025/26. Some areas for investment are likely to include the low carbon centre at Holme Lacy College and improvements to the student experience at Oswestry College. CMT will identify priority areas across the estate.

- II. The College has met with the Employer Representative Body (ERB), led by Shropshire Chamber of Commerce, to work on developing an LSIP for the Marches region. There has been participation from c450 businesses across Shropshire and Herefordshire. The colleges in Herefordshire and Shropshire are working together to input into the LSIP. Colleges' accountability statements will be linked to the LSIP, albeit that the requirement to submit statements to the DfE is 31 May 2023 and in advance of the LSIP. The statement must also be published on the College's website. The College prepared a first draft of its accountability statement in December 2022 evidencing how it meets local skills needs which was circulated to the ERB and presented to the Board.

The Principal outlined the accountability statement which has synergy to the collaboration in the Marches region. The statement covered background about the College, aims and the strategic approach to develop the curriculum as a community-based college. The accountability statement evidences how the College meets employer needs whilst working with stakeholders and partners. Priority curriculum areas include developing low carbon technology, provision to the NHS and health care sectors, developing T-Level provision, reviewing high-level technical provision, increasing students and apprentices studying construction trades in Shropshire, continuing to develop collaborative provision through the Marches Education partnership and support employers and apprentices on the Welsh borders. CMT will confirm the current position and targets in consultation with individual teams.

Ofsted will focus discussion on the accountability statement in future. It will also provide targets to support bids for capital funding. A Governor asked about the potential implications of a Labour government in future regarding the Skills Act; it was anticipated that the act would remain.

A Governor asked if reference to NMiTE should be incorporated within the statement; NMiTE are part of partnerships.

The Board will monitor progress towards achieving targets in future with detailed reporting and scrutiny by the Quality and Standards Committee and within the AOP. The Committee's remit will be expanded with a greater focus on the curriculum offer and monitoring. Revised terms of reference will be discussed by the Search and Governance Committee for approval by the Board effective from September.

L Watkins

The Board agreed: -

- To approve the accountability statement delegating final approval, including SMART targets added to the action plan, to the Chair, Vice Chair and Chair of Quality and Standards Committee.
- The remit of the Q&S Committee will be expanded next year

4. **Quality and Standards Committee**

The Chair drew Governors' attention to the key issues which were summarised in the minutes. Student and apprenticeship voice survey results were very positive. Apprenticeships overall performance was above the national achievement rates. FE data had only been published for 19+ students with no national comparators for 16-18 students. In addition to expanding the Q&S Committee's remit to incorporate the curriculum offer, the financial contribution of small-scale provision which is delivered based on the College's responsibility to the community, could be reported to the F&E Committee.

The Board agreed: -

- To support the proposal to amend the name and remit of the

Committee

- A Governors' Workshop will focus on curriculum planning early next year

5. **Finance and Employment Committee**

The Chair referred to the summary of key points highlighting appreciation to the personnel team who had smoothly migrated the payroll to a new enhanced system. Management accounts to February 2023 forecast the year-end to be £455k better than budget with some caution based on pay costs. CMT planning has commenced to manage the budget integrating the significant increase in costs next year. Major capital projects are running to time albeit over budget. A Governor asked about the SDF2 overspend at Holme Lacy College; the LEP energy project has been incorporated into the project along with some additional elements compared to the original specification. The Committee recommended the Board approve the tuition fees policy 2023/24 with changes in line with funding.

The Board agreed: -

- To approve the tuition fees policy

6. **Audit Committee**

This was the first meeting with TIAA the new internal auditors who had given substantial assurance on their audit of performance management. An informative update had been provided about fraud which had been circulated to Governors and CMT for information. The Committee discussed and supported developing a Board Assurance Framework (BAF) for implementation next year.

The Committee had proposed the College tender for its subcontracting provision for 2023/24 whilst acknowledging the tight timescale. The Director of Finance confirmed that there was insufficient time this year. The Board requested assurance that the College is compliant to the subcontracting standard ensuring that the subcontractor meets due diligence standards. A checklist has been developed to ensure that the subcontractor meet these. A process needed to be embedded to ensure compliance with a report to the next Audit Committee.

The Board agreed: -

- Tendering for subcontracting provision 2023/24 was deferred; however, the Board requested assurance to be reported to the Audit Committee evidencing that the College is compliant to the subcontracting standard which could be confirmed against the checklist

7. **Search and Governance Committee**

The Committee made several recommendations of Governor re-appointments for approval. Brief guidance on the purpose of learning walks for Governors will be drafted and available on Teams. Governors were requested to complete any outstanding training on Smartlog which will be reported to the Committee. Governors' Workshops will include more involvement from Assistant Principals and OMT which had commenced today. The Committee had submitted comments regarding AoC's draft Code of Good Governance proposing this is adopted once finalised. Governor assessments of

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Board effectiveness will be arranged with the Chair and Clerk. In addition, there was a suggestion from a Governor to consider conducting 360° reviews on the Chair and Committee Chairs. The Clerk responded that these have been completed previously. The Chair and Clerk have agreed that the Clerk will have informal conversations with Governors inviting comments on the effectiveness of the Chair of the Corporation following his first year in the role. An external review of governance will be commissioned next year with planning commencing in June 2023.

The Board agreed: -

- To re-appoint Debbie Lambert as a co-opted member of the Q&S Committee for another year in office
- To appoint Tony Ford as a co-opted member of the Audit Committee from 1 September 2023
- To re-appointment of Governors: Tony Bramley, Julia Evans, Barry Hansford and Liz Quinn, terms in office to be determined by the Committee
- To request Governors to complete mandatory training on Smartlog
- Individual Governor assessments regarding Board effectiveness will be arranged with the Chair and Clerk

Governors

L Watkins

8. Governors' Reports

There were no additional reports from Governors.

9. Other items for attention (if applicable)

There were no items agreeing to remove this item with any items to be reported as part of AOB in future.

10. Other items for information from Committees

- I. Quality and Standards Committee
 - a. Minutes 18 April 2023
 - b. KPIs
 - c. Learner Voice Survey Results 2022/23
 - d. Curriculum Review Meeting January 2023
 - e. Annual Operating Plan (AOP)
 - f. Equality and Diversity Report
 - g. Safeguarding and Child Protection Report

- II. Finance and Employment Committee
 - a. Minutes 22 March 2023
 - b. AOP
 - c. Staff Report
 - d. Health and Safety Report
 - e. Management accounts to 31 March 2023
 - f. Learner Numbers Report
 - g. Accommodation Report

- III. Audit Committee
 - a. Minutes 27 March 2023
 - b. Risk Register

- IV. Search and Governance Committee
 - a. Minutes 22 March 2023
 - b. Governors' Training and Development Report

The Board agreed: -

- To note the above with questions invited

A Governor referred to the monthly accounts which are better than budget this year asking about challenges to next year's budget. The Director of Finance explained that the College is in a strong financial position with no long-term borrowing, good cash reserves and a history of using capital grants to substitute some essential capital expenditure. A Governor suggested using capital investment to make the College as energy efficient as possible. Staff pay as a percentage of income remains at 60% with challenges to recruit and retain staff. Affordability of staffing is crucial which is carefully managed. Student numbers affect income levels which is paid using a lagged funding methodology affecting the following year's funding. There is an increase in student applications to date for 2023/24.

11. Any other business and comments on effectiveness of new agenda structure

Appreciation was recorded to staff at Oswestry College who had hosted the Board meeting and to staff for meeting and engaging in conversation with Governors.

The Clerk proposed that the BAF is reported to the Board as an independent item next year and not with Committee reports.

12. Date and Time of Next Meeting

Thursday 6 July 2023: commencing at 2.30 pm at Holme Lacy College which will include a brief tour of the low carbon centre.

[Staff and Student Governors left the meeting]

L Watkins

Signed as a true record of proceedings

Chair: **Date:**