



**Minutes of the Meeting of the Corporation  
held on Tuesday 6 July 2023**

**Present: -** Alan Layng (Chair)  
Tony Bramley  
James Caird  
Julia Evans (Teams)  
Tony Ford  
Barry Hanford  
Laura Johnston  
Jeremy Nicholls  
Liz Quinn  
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 Krista Price.
- II. The Chair welcomed everyone to the last meeting of the academic year.
- III. There were no declarations of interest.

**2. Minutes of the last meeting**

- I. The Board agreed that the Chair should sign the minutes of the Board meeting held on 25 April 2023 as a true record.
- II. The majority of matters arising have been actioned.

The Board agreed: -

- To approve the minutes

**3. Principal's Report**

- I. The Principal outlined key items from his report. The application to join the Marches and Black Country Institute of Technology has been approved. The College has adopted a strategic approach to marketing. A brief overview about progress to rebrand each College campus. The College has a new website with significant work to implement indexing with regular reports on usage and searches. Additional information is being added for courses which are now listed logically and by level. The College can upload information onto the website without using the host company. Social media usage is another effective marketing tool.

Marketing campaigns will be designed specifically for each College campus with involvement from staff in campaigns. A Governor suggested using social media to promote equality and diversity which was accepted and is an area for development. The draft Marches Local Skills Improvement Plan (LSIP) was provided for Governors' information only; inaccuracies will be corrected before publication. Telford College will be the lead for the ERB LSIF bid with two projects for advanced engineering (automation and electronic controls) and advanced construction retrofit; the latter dovetails with the low carbon centre project at Holme Lacy College. HLNSC has worked closely with Telford College and Shrewsbury College to develop the bids collaboratively. There was a suggestion to consider holding joint events with the Board of Governors in future. The Principal responded that a 5-year agreement has been established which will enable the Boards to work together in the future. A question followed if there is funding to commission staff to administer the funding noting that as part of LSIF funding a consultant has been commissioned to facilitate the funding. The stage 2 bid for LSIF funding must be submitted by 15 September which may require sign off by the Board; this would be completed by special resolution if required.

The Principal reiterated discussion at the Q&S Committee regarding the significant increase in the number of students with EHCPs enrolling in September 2023 who will require additional support. The number of students with EHCPs who have named the College as their place of choice has increased to 211 (c90 in Shropshire and c120 in Herefordshire). The College will receive c£900k additional income to provide support; additional LSAs will need to be employed for September. A Governor asked about plans for to support students if insufficient LSAs are recruited. Plans to mitigate this are in place. The structure and management of the LSA team has been reviewed and events have been arranged to attract LSAs with interviews arranged during the summer. The CDP offer for LSAs is being evaluated to review offering the opportunity to complete a teacher training qualification. A Governor asked if adjustments will be required to buildings; these have not been required to date noting that the College has a duty to admit students where named and it can meet need. More than 10% of the mainstream cohort with EHCPs are predominantly in Foundation Studies. The Principal is a member of the SEND Assurance Board in Hereford which provides some coordination for SEND young people. A Governor asked if a strategy needed to be developed taking account of the increase in SEND young people, EHCP funding and additional pressures on the College. There was a suggestion to consider the option to explore a satellite post-16 studio in collaboration with other organisations with access to the College facilities. This could be an option for the future.

- II. Correspondence from Felicity Buchan MP and Minister from Housing and Homelessness was noted outlining the Government's plan to introduce the Economic Activity of Public Bodies (Overseas Matters) Bill.

The Board agreed: -

- To note the Principal's report
- To add a new risk to the risk register regarding the increase in students with EHCPs enrolling in September and ensure the College employs sufficient LSAs to support students
- To note the letter from Felicity Buchan MP

E Gwillim

**4. Quality and Standards Committee**

Jeremy Nicholls, who had chaired the last Committee meeting, referred Governors to the summary of key points highlighting the SAR scrutiny event arranged for 22 September, Governors had been invited to participate. This will follow a different format to previous scrutiny events with Governor working closely with Team Leaders. The Committee were also supportive of the recommendation from the Search and Governance Committee to expand its remit and change its name to the Curriculum and Quality Committee ensuring that it meets the requirements of the Post-16 Skills and Education Act.

**5. Finance and Employment Committee**

The Chair drew Governors' attention to the challenges to recruit and retain staff which is ever increasing. To mitigate this employee benefits are being highlighted to potential applicants; exit interviews are held to identify reasons for leaving which are frequently driven by salaries. Staffing, recruitment and retention is a key risk. A Governor asked about comparisons with other colleges noting that this appears to be a national issue. A Governor enquired if issues predominantly relate to specific campuses; Ludlow College teachers are employed on sixth form college contracts meaning that there is less staff turnover. The College is working to harmonise staff terms and conditions across campuses. The gender pay gap report had also been discussed by the Committee with evidence that the gap had decreased and is expected to decrease further subject to the staff pay award which will implement a higher increase to salaries for lower paid staff.

The current financial position is better than budget. The Committee recommend a proposed deficit budget for 2023/24; however, c£550k non-pay savings are also proposed. There is a healthy balance sheet and high number of cash days. The high-level budget was presented for approval.

The College has commenced £11.5m of capital projects since the pandemic which have made some savings to maintenance costs.

The Board are requested to approve the subcontracting policy totalling up to £750k subcontracting capacity from the Adult Education Budget (AEB) in 2023/24. The Director of Finance interjected that TIAA (internal auditors) are completing the subcontracting audit which may identify that the College will not be required to tender subcontracting provision next year which would be based on the quality of provision from one provider and not cost. Learner outcomes must be good which would remove the requirement to tender. The Board will continue to be updated on progress.

E Gwillim

The Board agreed: -

- To approve the budget 2023/24 and financial forecast
- To approve the subcontracting policy 2023/24

- A Governors' workshop will be dedicated to subcontracting next year

## 6. **Audit Committee**

The Chair highlighted the strategy and audit plan from the colleges' financial statements auditors and internal auditors respectively.

The risk register is a key focus for the Committee with a draft BAF developed. Key areas will need to be discussed by relevant committees in future. The Audit Committee will have a vacancy for a member next year which the Search and Governance Committee are addressing.

The Board agreed: -

- To approve Mazars Audit Strategy Memorandum to 31 July 2023
- To approve TIAA' Internal Audit Plan 2023/24

## 7. **Search and Governance Committee**

The Chair referred to several recommendations from the Committee and highlighted vacancies on the Board noting that there was detailed discussion about Governor recruitment which will be advertised.

He explained that in an attempt to improve attendance and contribution from Student Governors, students will be invited to submit expressions of interest before applying to become Student Governor so that they have an opportunity to find out more about the role.

The Committee recommend that the composition of the Board is revised to increase the number of Staff Governors from one to two aiming to attract Staff Governors from Shropshire and Herefordshire.

Terms of reference were presented for the external review of governance to commence the tendering process in December. The Clerk proposed that this is brought forward based on demand from colleges to ensure the review is completed by July 2024.

The following recommendations were presented for approval.

The Board agreed: -

- To increase the composition of the Board to include 2 Staff Governors from Shropshire and Herefordshire
- To appoint the Chair and Vice Chair as ex-officio members of committees as applicable
- To note that Alan Layng has been appointed as a Trustee of Ludlow Foundation by the Trust
- To approve the terms of reference for the External Review of Governance which would commence earlier than originally proposed
- To rename the Quality and Standards Committee the Curriculum and Quality Committee with its remit incorporating requirements of the Skills and Post-16 Education Act
- To appoint James Caird as a co-opted Member of the F&E Committee for 2023/24

## 8. **Governors' Reports**

Tony Bramley had attended Level 3 Business students' event which was part of their events management assessment. Several Governors had also attended the awards ceremonies across the campuses with confirmation that all events had been enjoyable.

**9. Other items for information from Committees**

- I. Quality and Standards Committee
  - a. Minutes 27 June 2023
  - b. KPIs
  - c. Annual Operating Plan (AOP)
  - d. Equality and Diversity Report
  - e. Safeguarding and Child Protection Report
  
- II. Finance and Employment Committee
  - a. Minutes 29 June 2023
  - b. AOP
  - c. Staff Report
  - d. Health and Safety Report
  - e. Management accounts to 31 May 2023
  - f. Accommodation Report
  - g. Gender Pay Gap Report
  
- III. Audit Committee
  - a. Minutes 12 June 2023
  - b. Risk Register
  - c. Board Assurance Framework (BAF)
  
- IV. Search and Governance Committee
  - a. Minutes 27 June 2023
  - b. Governors' Training and Development Report
  - c. Board and Committee Calendar of business items 2023/24
  - d. AoC Coe of Good Governance for English Colleges' compliance report

The Board agreed: -

- To note the above reports

**10. Any other business**

The Chair reminded everyone that this was the last meeting for two longstanding Governors James Caird, who had been Vice Chair in the past and Chair of the F&E Committee, and Tony Ford who chairs the Audit Committee and previously the S&G Committee. The Clerk would also be leaving following 24 years in post. Appreciation was recorded to each of them and reiterated from everyone.

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

Tuesday 17 October 2023: commencing at 2.30 pm at Ludlow College.

**Signed as a true record of proceedings**

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