

Governing Board Minutes

Tuesday 8th July 2025

16:00-18:00

Holme Lacy Campus

Present		Attending
Alan Layng (Chair)	Gillian Herbert (Governor)	Helen Trembeth (Clerk to the Corporation)
Tony Bramley (Vice Chair)	Toby Kinnaird (Governor)	Jo Ricketts (Deputy Principal)
Laura Johnston (Governor)	Joe Davey (Governor)	Clare Perez (Director of Finance)
Jeremy Nicholl (Governor)	Peter Houghton (Governor)	Vicki Bushell (Director of HR)
Julia Evans (Governor)	Ian Scott-Bell (Governor)	Lynn Forrester-Walker (Prospective governor)
David Williams (Principal)	Ben Greenwood (Staff governor)	
Quoracy: Meeting was quorate.		

1. Apologies

Mark Roberts, Zachary Owen and Wioletta Sewry.

The Board and staff members welcomed Lynn Forrester-Walker, and the Board approved her appointment as governor following recommendation from the Search & Governance Committee.

2. Declarations of interest

The Principal has a place on the Institute of Technology Board, but intends to resign his position shortly.

3. Minutes of last meeting

a. Approval of minutes of meeting held 8th April 2025.

Minutes were approved as a true and accurate record.

b. Matters arising

Outstanding actions:

- Discussion around housing in Holme Lacy. No further progress. Remains an outstanding action.
- Debbie Lambert has agreed to continue as a co-opted member of the Curriculum & Quality Committee.

4. Report from the Principal

Of particular interest:

- The College has joined the Sixth Form Colleges Association. Provides networking and information sharing. There will be an opportunity to use some of the tools they offer.
- LSIF projects completed – funding has been spent.
- Marches Education Project – proving successful and will continue relationship for foreseeable future.

Technical Excellence Colleges (TECs)

Funding for 10 will be focussed on construction. The College does not qualify as previous financial rating required improvement. Also, the achievement rate for construction is a fraction under the required amount. No other colleges in the Marches are eligible either. The College has however been asked to support and endorse other colleges' bids; the Principal has endorsed all and it is hoped the College will still have some involvement. The Principal has asked the Director of Finance to draw up plans for increased provision in Hereford and Oswestry for construction in anticipation of any future funding.

A governor asked if this may have any impact on construction students coming to HLNSC. The Principal thinks not as there may be some regional movement in terms of other college offerings. One aspect is HLNSC's low carbon standing which may add weight to any bids.

A governor asked if construction is operating at capacity. The Principal confirmed it is and advised that the Faculty of Technology Studies as a whole has increased from ca 500 to ca 900 students over 5 years. There is an increased number of bricklayers. Some changes to classrooms and workshops are being made to allow for growth (full-time and apprenticeships).

A governor asked if this might be the first phases of TECs becoming popular. The Principal agreed, although the longer-term view should be considered when funding is being spent. A governor suggested that industrial strategy should also be looked at.

Institute of Technology (IoT) Project

The IoT project was not going to be re-licenced, however, the government has changed this now to continue for the time being. However, the direction of travel is likely to be TECs. Re-licencing comes with a new set of targets. The College is contractually obliged for a further year, but the Principal proposed the College withdraw and he will resign from the IoT Board.

DECISION: The Board approved the College's withdrawal from the IoT Project.

5. Curriculum and Quality Committee - Report and recommendations

- The Deputy Principal outlined how curriculum resourcing is broken down and the number of hours required. Resourcing and spend is now looked at via required teaching hours. This approach is more responsive as it eliminates budget lag.
- Business Development Officer progress in attracting grants. Includes trips to Thailand and Nepal.
- Behaviour and retention. The Deputy Principal said that retention has improved through the year.
- The Committee noted the improvement in student survey results.
- The Committee noted that 50% of full-time students are supported by the Safeguarding team.
- The Committee recommends the Single Equality Scheme. The previous scheme has closed. The new scheme is complete, other than the action plan which is currently being drafted.
- Member recommendations:
 - Chair: Jeremy Nicholls
 - Vice Chair: Joe Davey

DECISION: Member recommendations approved.

DECISION: Single Equality Scheme approved.

6. Finance and Employment Committee - Report and recommendations

- Employee Assistance Programme (EAP) take-up is not as high as the College would like. To promote the service, for any performance management, absence management or stress-related concerns, EAP details will be sent to the employee.
- HR policies are currently being reviewed. Support will be provided for middle management to apply policies and to have the confidence to resolve situations. This should also help to move towards cross-college

consistency. The Deputy Principal noted the number of new middle managers in place since the previous Ofsted inspection.

- Supreme Court ruling re equality act and gender - care and sensitivity will be applied.
- The budget for 2025/26 has been set and would result in an accounting deficit which generates some cash. This will be a slightly higher deficit than expected due to staff costs.
- The Further Education Commission has tightened hurdles for: how many cash days a college has; staff cost percentage targets; operating profit (now 6%). Based on these, the budget has been drawn up on what income and expenditure will be in 2025/26. Income will rise by £2.5m, but expenditure will also rise. The result is an accounting breakeven and cash generation of just under £1m. Operating profit is therefore around 4%. A governor asked if 6% is now a target for the College. There followed general discussion around the viability of this target; the ambition to work toward 6% is, however, desirable. The Chair suggested it would be helpful if the College is in a position to explain and justify why it may not be able to achieve 6%. It was agreed that a session on finance for the Board would be helpful.
- There are some ongoing capital projects, but most are now complete.
- Business Continuity Plan – a governor asked if internal auditors are reviewing. The Director of Finance confirmed that they are.
- Member recommendations:
 - Chair: Alan Layng

DECISION: Member recommendation approved.

DECISION: The Board approved the 2025/2026 budget.

DECISION: The Board approved the changes to the College Financial Handbook.

DECISION: The Board approved the Revised Fees Policy.

DECISION: The Board approved the revised Subcontract Policy.

7. Search and Governance Committee - Report and recommendations

- Governor terms and recruitment updated.
- The Committee Chair will be stepping away during the 2025/26 academic year.
- The ETF Framework is to be trialled.
- Governor induction Plan survey to be held in the autumn.
- The Committee was tasked by the Audit Committee to look at the FE Commissioner's letter. The aim will be to consider how well the College is governed as a strategic objective.
- Scheme of Delegation: committees to review and report back to Search & Governance.
- Committee Self-Assessment reviewed and updated.
- Member recommendations:
 - Chair of Governors: Alan Layng
 - Governor: Joe Davey
 - Chair of Search & Governance: Tony Bramley
 - Vice Chair of Search & Governance: Julia Evans

DECISION: Member recommendations approved.

DECISION: The Committee will review and update the Instrument & Articles as per the Department for Education Letter regarding student voting rights and quorum.

8. Audit Committee - Report and recommendations

- External Audit Memorandum – no matters of concern raised.
- On track regarding internal controls.

- The trend is better ratings and performance on picking up on recommendations. At the Committee meeting, members asked the Director of Finance if there is a risk of complacency. She advised audit reports and recommendations will be sense-checked and challenged as appropriate.
- New fraud obligations come in from September 2025. The fraud strategy has not been reviewed since 2020, so will need to be reviewed to ensure it is compliant with new obligations.
- Stakeholder Engagement Review – the Committee felt this is a matter for the Board.
- A governor asked about the contract for the external auditors. This is the penultimate year. The Committee Chair suggested the two tenders are staggered to avoid them falling in the same year.
- A governor asked about student progression – where does an external audit team look at this. This is addressed in the Indicative Audit Strategy 2025/28 and Annual Plan 2025/26.
- Member recommendations:
 - Chair of Audit Committee: Tony Bramley.

DECISION: Member recommendation approved.

9. Remuneration Committee - Report and recommendations

- The Committee feels that it would be more practical to hold the annual Remuneration Committee meeting in the autumn, ahead of the October Board meeting, and for this to become the permanent date.
- The Committee met in July as scheduled and discussed the rationale for the change which is summarised in the paper provided. The Committee now seeks the approval of the Board to change the date and amend the Annual Business Cycle.

DECISION: The Board agreed for the Remuneration Committee to be held each September/October.

10. Any other business

- The Board Annual Self-Assessment will be drafted by the Chair and the Clerk over the summer.
- The Clerk will send a communication to the Governing Board regarding communication initiatives and related support.
- Multi-factor authentication is currently being rolled out across the College but will be rolled out to the independent governors separately in September – Clerk to provide further information.
- The Principal asked the Board to approve the Annual Accountability Statement which requires some minor changes (correction of dates and a new set of targets). The Principal suggested the Statement be reviewed and refreshed in the next academic year in terms of regionalizing it.

DECISION: The Board approved the review of the Annual Accountability Statement to be reviewed in the next academic year.

- A governor recommended the Board reads the Child Poverty Report.

11. Date of next meeting

Tuesday 14th October 2025 at 14:00 in Oswestry.

Following the meeting, the Board and guests are invited for a meal at the refurbished Scholars Restaurant.

Signed:



Date: 15/01/2026