

Minutes of the Part 1 Corporation meeting held in the Evolution Centre, St Albans Campus, at 17:00 hours on

1 July 2024.

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| **Present** | Peter Thompson  (Chair) | Andrew Slade  (Principal & CEO) | Rob Payne  (Corporation Member) | Simon Caunce  (Corporation Member) |
|  | Neil Myerson  (Corporation Member) | Jean Fawcett  (Corporation Member) | Phillip Fulton  (Corporation Member) | Kevin Ibeh  (Corporation Member) |
|  | John O’Sullivan  (Corporation Member) | Richard Whitehead  (Corporation Member) | Katy Henderson  (Corporation Member) | Sarah Furley  (Staff Corporation Member) |
|  | Jamie Blee  (Student Corporation Member) | Deborah Caviel  (Staff Corporation Member) |  |  |
| **In Attendance** | Jackie Page  (Deputy Principal Curriculum, Performance and Student Experience) | Mark Sellis  (Deputy Principal Finance, Resource and College Planning) | Claire Dolan  (Deputy Principal Strategy, Partnerships and Business Development) | Barbara Jones  (Interim Vice Principal HR and OD) |
|  | Sam Brown  (Minutes) |  |  |  |
| **Apologies** | Luke Parker  (Corporation Member) | Mairi Watson  (Corporation Member) | Jamie Stevenson  (Corporation Member) | Joseph Maggs  (Director of Governance) |
|  | Mia Barrell  (Student Corporation Member) |  |  |  |

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| **ITEM NO.** | **ITEM DISCUSSED** |
| **74/23** | **APOLOGIES FOR ABSENCE** |
|  | Apologies for absence were **received** and **noted** from:   * Luke Parker (Corporation) * Mairi Watson (Corporation) * Jamie Stevenson (Corporation) * Mia Barrell (Corporation – Student Governor) * Joseph Maggs (Director of Governance) |
| **75/23** | **CONFIRMATION OF ELIGIBILITY AND QUORUM** |
|  | No notice had been received of any member becoming ineligible to hold office and the meeting was quorate. |
| **76/23** | **DECLARATIONS OF INTEREST** |
|  | There were no new declarations of interest. |
| **77/23** | **MINUTES OF THE PREVIOUS MEETING** |
|  | The minutes of the previous meeting held on 25 March 2024 were approved as an accurate record of the meeting. |
| **78/23** | **MATTERS ARISING FROM THE MINUTES** |
|  | There were no matters arising from the minutes. |

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| **79/23** | **ACTIONS FROM THE MINUTES** |
| 79/23.1 | The Chair revisited the topic of the Student Governor model and whether Student Governors could run for a two-year term. It was noted that neither Jamie Blee nor Mia Barrell would be enrolling as students next year and in recognition of their valuable contribution and services to the Corporation, both Mia and Jamie were presented with certificates of appreciation from the Corporation. |
| 79/23.2 | The Chair informed the meeting that he had met with Rob Metcalfe, Vice Principal for Quality, Student Experience, and Progression, concerning nominations for Student Governors for the upcoming academic year. The Chair, along with the Director of Governance, will schedule a meeting with the new Student Governors early in the year to introduce them to their roles and responsibilities. |
| 79/23.3 | In relation to the KPI measure for behaviour, the Chair **advised** that it would be considered in relation to the KPIs for the next year. However, this matter would be discussed further at the Governor Conference in September. (ACTION) |
| **80/23** | **PRINCIPAL’S REPORT:**   * **GOOD NEWS STORIES AND ACTIVITY UPDATE** |
| 80/23.1 | The Principal and CEO’s report highlighted the latest good news stories and activities related to the College. The Committee **noted** that the College recently hosted the High Sheriff's Garden Party, which received very favourable feedback and generated significant interest in sponsorship opportunities. Derek Redmond, the renowned sprinter, expressed an interest in collaborating with the College to spearhead the World Skills for Sport initiative. Additionally, Rick Willmott from Willmott Dixon expressed interest in building a relationship with the College. |
| 80/23.2 | The Deputy Principal for Strategy, Partnerships, and Business Development reported on Oakfest, which attracted approximately 2,500 attendees, including many from the local community. An entry fee of £12 per person was charged; however, residents in the immediate vicinity were granted free admission. The event was highly successful, with no complaints received. |
| **81/23** | **NATIONAL POLICIES UPDATE** |
|  | The Corporation reviewed the National Policies Update. .The Deputy Principal for Strategy, Partnerships, and Business Development confirmed that feedback had been submitted to the Department for Education regarding the apprenticeship rules. |
| **82/23** | **STRATEGIC GOALS** |
|  | The Corporation reviewed the current strategic goals and sought clarification regarding the training provision goal. The DP SPBD reported that the College could not confidently confirm a 50% growth in the training provision at this time. However, the new strategic goals would be refined to target more mature objectives. These goals would be discussed further later in the meeting. |
| **83/23** | **KPI DASHBOARD** |
| 83/23.1 | The Corporation reviewed the latest edition of the KPI dashboard and noted the key points. It was noted that the KPIs would be revised and refined to align more strategically and focus less on operational details. |
| 83/23.2 | Governors requested that future reports include a brief evaluative summary to accompany the KPIs. (ACTION) |
| **84/23** | **FEEDBACK PRESENTATION ON STRATEGY DAY** |
|  | The Corporation received a presentation from the Principal and CEO on key items arising from the Strategy Day, in particular:   * Multi Academy Trust (MAT). The Corporation had been supportive of exploring the options for a MAT further, noting the three schools planned in the local area. The Corporation Chair and the Principal and CEO would arrange a meeting with the Chair of a local MAT, who had expressed interest in collaboration. * International Opportunities. This initiative would primarily focus on sport and internationalisation within the curriculum, providing students with opportunities to study abroad. |
| **85/23** | **STRATEGIC GOALS** |
| 85/23.1 | The Corporation received a presentation on the proposed new strategic goals, as follows: |
| 85/23.2 | **Income Streams:**  The Principal and CEO reported that significant work had been undertaken regarding income streams. However, due to uncertainties surrounding new government policies, careful consideration was being given to setting achievable targets. These targets would be reviewed annually. |
| 85/23.3 | **Financial Health:**  Regarding financial health, it was reported that the College will be on the boundary of good and outstanding this year, with high expectations of achieving outstanding by the end of the strategy. However, careful consideration would need to be made concerning allocation of funds. |
| 85/23.4 | **Employer of Choice:**  In relation to ongoing measurement of the employer of choice goal, the Corporation noted that an additional pulse survey would be carried out at Christmas, which would be based on feedback received from team meetings. |
| 85/23.5 | **Achievement Rates:**  The Corporation noted that the achievement rate target was set to increase by 2%. |
| 85/23.6 | **Student Satisfaction:**  A 1% increase in Student Satisfaction is targeted for next year. It was noted that additional efforts are underway across departments to promote greater student engagement. |
| 85/23.7 | The Corporation Chair requested that this subject be revisited in the September Governor meeting. (ACTION). |
| 85/23.8 | **SAR:**  The projected SAR for next year is expected to be ‘good’, with outstanding features. The goal for the end of the strategy is an ‘outstanding’ SAR. |
| 85/23.9 | **Carbon Neutral Estate:**  In relation to achieving a carbon neutral estate by 2050, the DP FRCP acknowledged the challenges of establishing a baseline due to the impact of Covid. Nonetheless, he indicated ongoing efforts to compile data for 2022-2023, expressing confidence in achieving a 15% reduction through the construction of the new buildings. The Corporation Chair questioned whether the target was ambitious enough, relative to the scale of the buildings. The Deputy Principal would reassess the figures and provide an update at the Governor Conference in September. (ACTION) |
| 85/23.10 | **Multi Academy Trust**:  The Principal and CEO highlighted the risks of not developing a MAT, such as the possibility of schools affiliating with other organisations. The Corporation noted that a significant piece of College land had been allocated to a new secondary school in the local plan. |
| 85/23.11 | **Ratio of A/B/C:D rated buildings:**  The DP FRCP advised that a building condition survey for St Albans Campus had been carried out, with the report expected within the next two weeks. A survey would also be scheduled for the Welwyn Garden City Campus and the results from both surveys would be combined into a single metric. |
| 85/23.12 | **Employer Satisfaction:**  The DP SPBD advised that the baseline figure for 2021 was relatively low. However, goal would be to achieve a 2% increase in 2024/2025. |
| 85/23.13 | **Capital Development:**  The DP FRCP advised that further work was required to determine the composition of this goal. (ACTION).  The Corporation endorsed the new strategic goals. The associated KPIS and AOP would be developed over the summer for review and approval at the September Governor’s Conference. |
| **86/23** | **ANNUAL OPERATING PLAN** |
| 86/23.1 | The DP SPBD presented the latest version of the Annual Operating Plan, highlighting key areas of progress for each aim, including:   * Good progress being had been made this year in relation to surveys, with the apprenticeship survey ready to be launched. * Sponsorship through partnerships, including £20,000 already secured, with a number of further additional applications in progress. * The Construction Centre was progressing well, with the SMART campus integration ensuring the building would be ‘future proof’. * Rob Metcalfe, VP for Quality, Student Experience & Progression would lead on Student Union and student enrichment next year. * Good progress in relation to curriculum planning, with class sizes and numbers of groups being scrutinised, with an anticipated growth of 200 learners this year. |
| 86/23.2 | The Committee noted the presentation and requested that a copy be circulated to all Corporation Members. (ACTION) |
| **87/23** | **RISK REGISTER** |
| 87/23.1 | The DP FRCP presented the summative risk report, highlighting key areas, including:   * The risk in relation to Health and Safety had been increased following the Health and Safety Audit. * The risk in relation to the Phase 3 development funds had been reduced. |
| 87/23.2 | Governors suggested that the College might be overly cautious with its RAG rating and should consider adjusting it more confidently. The Chair requested clarification on which risks were externally imposed or internally generated by the College. It was proposed that an additional column be added to the risk register to distinguish between externally imposed risks and those identified by the College. (ACTION) |
| 87/23.3 | The DP FRCP informed the Corporation that the detailed risk register would undergo a review to determine which risks should be carried forward and to assess their ongoing relevance. This would be reviewed at the Governor Strategy Day in September. (ACTION) |
| 87/23.4 | The Committee noted the report. |
| **88/23** | **BUDGET 24/25** |
| 88/23.1 | The DP FRCP presented the recommended budget for 2024/2025. |
| 88/23.2 | The Committee was informed that an extraordinary meeting of the Finance and Resources Committee was held on 25 June to review the budget. The budget underwent thorough scrutiny and received the Committee’s endorsement. |

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| 88/23.3 | Highlights included:   * Good progress towards 69% income ratio * Income would exceed £40m in 2024/2025 – currently around £39m for 2023/2024. * Financial Health would be refined in more detail during the course of next year through the Finance Resources Committee. * Aimed for capital will be no more than cash flow earnings. * Capital grants for T-Levels or HTQ of £1,186,000, a large proportion of which will be for T-Level equipment. * Estates will receive in excess of £1m next year to spend. |
| 88/23.4 | The DP FRCP also highlighted two negative scenarios: ‘Limited Growth’ and ‘No Growth’. The College had planned for 200 learner growth. However, if all growth were to disappear it would take the financial health to ‘requires improvement’. |
| 88/23.5 | The Corporation Chair challenged the ambition in terms of College reserves. However, the DP FRCP advised that this budget would leave us with £5.2m cash by the end of next year, which is significantly above our reserve policy of £4m. This figure did not account for the estates redevelopment. |
| 88/23.6 | The DP FRCP advised that the budget included a provisional 3% pay rise from January next year. Additionally, curriculum efficiency would decrease the reliance on bank staff, which had been factored in. |
|  | *Jean Fawcett left the meeting at 18:43 hours* |
| 88/23.7 | The DP FRCP assured the Committee that the budget and capital expenditure would be monitored rigorously, with monthly management accounts being made available on the portal for review. |
| 88/23.8 | The Chair of Finance and Resources Committee, Philip Fulton, confirmed to the Corporation that FRC were happy to support the budget and the capital expenditure, subject to the EBITDA being maintained to meet the level agreed in the budget. The DP FRCP confirmed capital spend would be reviewed in November. (ACTION) |
| 88/23.9 | The Corporation **approved** the budget and the three-year plan. |
|  | **REPORTS FROM COMMITTEES** |
| **89/23** | **FINANCE AND RESOURCES COMMITTEE (FRC)** |
| **90/23** | **MINUTES** |
|  | The FRC Chair informed the Corporation of key matters discussed at the previous meeting. The Committee had:   * Reviewed and endorsed for approval by the Corporation the Fees Policy. * Reviewed and endorsed for approval by the Corporation the Subcontracting Strategy, including Supply Chain Fees and Charges policy. * Reviewed and endorsed for approval by the Corporation the Financial Regulations. * Reviewed and endorsed for approval by the Corporation the Reserves Policy. * Reviewed and endorsed for approval by the Corporation the FRC Annual Review. |
| **91/23** | **MANAGEMENT ACCOUNTS AND CASH FLOWS** |
|  | The Corporation received the College Management Accounts, forecast and cash flows for the 9 months to April 2024 as previously discussed at the FRC. Current forecast EBITDA for the full year was expected to be £2,110k, with the overall deficit in line with the November forecast at £1,259k. |
| **92/23** | **FEES POLICY** |
|  | The Corporation reviewed Fees Policy, as considered by the FRC at its recent meeting. The Corporation noted that there were no substantive changes to the Fees Policy from last year, except for updating the 'next review date' to March 2025. (ACTION). The policy was recommended for approval by the Corporation. |
|  | Subject to the point above, the Corporation **approved** the Fees Policy. |
| **93/23** | **SUBCONTRACTING STRATEGY, INCLUDING SUPPLY CHAIN FEES AND CHARGES POLICY** |
| 93/23.1 | The Corporation reviewed Subcontracting Strategy, including Supply Chain Fees Policy, as considered by FRC at its recent meeting. The Corporation noted that there were no substantive changes. The Policy was recommended for approval by the Corporation. |
| 93/23.2 | The Corporation **approved** the Subcontracting Strategy, including Supply Chain Fees and Charges Policy. |
| **94/23** | **FINANCIAL REGULATIONS** |
| 94/23.1 | The Corporation reviewed the Financial Regulations as considered by FRC at its recent meeting. The Corporation noted that there were no substantive changes, and with the exception of amending the date on the bottom of page 8 of the Financial Regulations to ‘1 July 2024’, the Financial Regulations were recommended for approval by the Corporation. (ACTION) |
| 94/23.2 | Subject to the point above, the Corporation **approved** the Financial Regulations. |
| **95/23** | **RESERVES POLICY** |
| 95/23.1 | The Corporation reviewed the Reserves Policy as considered by FRC at its recent meeting. With the addition of a policy number, the Reserves Policy was recommended for approval by the Corporation. (ACTION) |
| 95/23.2 | Subject to the point above, the Corporation **approved** the Reserves Policy. |
| **96/23** | **FRC ANNUAL REVIEW AND TOR** |
| 96/23.1 | The Corporation reviewed the Annual Review and Terms of Reference as considered by FRC at its recent meeting. It was noted that measures would be taken to improve submission of late papers, including reviewing the timing of meetings. The Annual Review and Terms of Reference were recommended for approval by the Corporation. |
| 96/23.2 | Subject to the above, the Corporation **approved** the FRC Annual Review and Terms of Reference. |
| **97/23** | **CURRICULUM AND QUALITY COMMITTEE (C&Q)** |
| **98/23** | **MINUTES** |
|  | In the absence of the Curriculum and Quality Committee Chair, the Chair of the Corporation read from the notes provided on key items:   * The C&Q Committee had met once since the last Corporation meeting. * There were 6 meetings held last year, but the number of meetings would be scaled back for 2024/2025. * The DP CPSE would be working on a proposal for a quality assurance model. * Under the new structure, the HE Strategy now sits with Andy Moore, the VP of Safeguarding, Behaviour, HE and Academies, who would be working closely with the University of Hertfordshire. * The College’s position in national achievement rates for 16-18 had reduced due to the drop in achievement in 2022/2023. * Value added target of 2% * Intensive support had been given to Maths and English, Motor Vehicle and Plumbing and Gas, which had resulted in huge improvement. * The Corporation Chair and Committee Chair attended the Student Conference and received positive feedback regarding the quality of teaching. * Adult provision requires further work. * Year on year improved enrolment process. * Funding progression could be a potential issue. |
| **99/23** | **QUALITY REPORT** |
|  | The Corporation received the Quality Report, which had previously been considered by C&Q Committee at the June meeting. The Corporation noted the report. |
| **100/23** | **C&Q ANNUAL REVIEW AND TOR** |
|  | The Corporation Reviewed the Annual Review and Terms of Reference as considered by C&Q Committee. The Corporation Chair noted that the reporting structure had improved with an ongoing theme to improve quality. There were no substantive changes, other than to the frequency of meetings. The Annual Review and Terms of Reference were recommended for approval by the Corporation.  The Corporation **approved** the Curriculum and Quality Committee Annual Review and Terms of Reference. |
| **101/23** | **PEOPLE COMMITTEE** |
| **102/23** | **MINUTES** |
|  | The People Committee Chair, John O’Sullivan, updated the Corporation noting that the Committee had convened once since the last Corporation meeting. Andy Moore, VP of Safeguarding, Behaviour, HE and Academies, had attended his first meeting and made a valuable contribution to the Committee. |
| **103/23** | **SAFEGUARDING REPORT** |
|  | The Corporation reviewed the Safeguarding and Prevent Update Report and acknowledged the addition of a full-time safeguarding officer, ensuring that the team is now adequately staffed. |
| **104/23** | **EDI REPORT** |
| 104/23.1 | The People Committee Chair briefed the Corporation on three significant topics arising from discussions with Student Governors Mia and Jamie at a recent meeting:  1. Community Engagement  2. Accessibility  3. Academic Excellence and Strategies for Inclusive Achievement  These points will be incorporated into the EDI plan for the upcoming year. |
| 104/23.2 | The Corporation noted that the VP of Safeguarding, Behaviour, HE and Academies would chair the EDI group going forward, providing more focus on EDI reporting and leadership development. |
| 104/23.3 | The People Committee Chair remarked that the staff survey results had established a benchmark for setting more strategic KPIs and goals, facilitating a shift away from operational KPIs. |
| 104/23.4 | The Corporation noted that the Business Partnership Development Working Group had reviewed enrolment planning. The College seen a rise in registration numbers by 600 students compared to the same period last year. |
| **105/23** | **PEOPLE COMMITTEE ANNUAL REVIEW AND TOR** |
| 105/23.1 | The Corporation Reviewed the Annual Review and Terms of Reference as considered by the People Committee. There were no substantive changes, other than to note that Health and Safety reporting had now moved to the Estates and Infrastructure Committee. |
| 105/23.2 | The Corporation **approved** the People Committee Annual Review and Terms of Reference. |
| **106/23** | **AUDIT COMMITTEE** |
| **107/23** | **MINUTES** |
| 107/23.1 | In the absence of the Audit Committee Chair, Rob Payne provided a summary of key items, including:   * A full Health and Safety re-audit would be taking place on 5 July, the results of which would be available at the next Audit Committee meeting. * The Capital Programme and Risk Management Audits had commenced. * Dates had been agreed for Cyber and IT Controls audits. * The programme for next year had been discussed with internal auditors and a basic programme had been provided. * Preparations for the Funding Audit were underway |
| 107/23.2 | The Corporation acknowledged that a review of the Audit Committee Terms of Reference had been completed, and these would be presented at the Governor Strategy Day in September. (ACTION) |
| **108/23** | **ESTATES AND INFRASTRUCTURE COMMITTEE (EIC)** |
| **109/23** | **MINUTES** |
| 109/23.1 | The EIC Chair, Philip Fulton, reported to the Corporation that the Committee had convened five times. In response, the Corporation Chair requested that the minutes from the April and May meetings be distributed to all members of the Corporation. (ACTION) |
| 10923.2 | The Corporation noted that the Health and Safety re-audit would commence in July, and that the Estates Compliance list would be regularly presented to the EIC. |
| **110/23** | **FIRE SAFETY POLICY** |
| 110/23.1 | The Corporation reviewed the Fire Safety Policy as considered by the EIC at its recent meeting. The Corporation noted that the policy had been substantially re-written, and that approval had been sought and given at SLT and EIC. With the addition of a policy number, the Fire Safety Policy was recommended for approval by the Corporation. (ACTION) |
| 111023.2 | Subject to the point above, the Corporation **approved** the Fire Safety Policy. |
| **111/23** | **SEARCH, GOVERNANCE AND REMUNERATION COMMITTEE (SGR)** |
| **112/23** | **SGR ANNUAL REVIEW AND TERMS OF REFERENCE** |
|  | The Corporation noted that there were no changes made to the SGR Annual Review and Terms of Reference. |
| **113/23** | **STANDING ORDERS AND INSTRUMENT AND ARTICLES OF GOVERNMENT** |
|  | The Corporation Chair informed the Corporation that he had conferred with the Director of Governance and had proposed that written resolutions via email be used as an approval method. The Director of Governance will address this matter at the next meeting. (ACTION) |
| **114/23** | **GOVERNOR TERMS AND APPOINTMENTS** |
| 114/23.1 | **Existing Governor Terms:**  The SGR Chair, Neil Myerson, informed the Committee that Luke Parker would be resigning from his position as Chair of the Audit Committee in July 2024, and his term of office (due to end on 10 July 2024) would not be renewed. However, it was proposed that Luke Parker continue to serve on the Committee as an Associate Corporation Member (Co-optee). Amendments to the relevant governing documents reflecting this change would be prepared and presented at the Governor Strategy Day in September. (ACTION) |
| 114/23.2 | *Note: Rob Payne did not take part in this decision other than to confirm his willingness to be reappointed for a further one-year term*  The Corporation acknowledged that Rob Payne's current term of office would conclude in September, at which point he would have served the recommended maximum term (8 years). However, in order to address Audit Committee Chair vacancy, it was agreed that Rob Payne would be reappointed for an additional year by exception and assume the position of Chair of Audit for a one-year term. |
| 114/23.3 | The Corporation **approved** the recommendation. |

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| 114/23.4 | **New Appointments**: |
|  | The SGR Chair informed the Corporation of the appointment of three new Governors, effective 1 September 2024 for the standard term of office, as follows:   * Vince Glover – experience in delivery of curriculum and quality development and quality improvement. * Rob Birkett – IT transformation delivery specialist and a qualified accountant. * Chris Ford – former CFO in health service with strong finance/audit expertise. |
| **115/23** | **CORPORATION BUSINESS CYCLE** |
|  | The Corporation Chair requested the inclusion of a section on Key Returns (e.g., accountability statement, etc) in the business cycle and requested that these dates be added to the Corporation members' calendars. This matter will be reviewed at the Governor Strategy Day in September. (ACTION) |
| **116/23** | **CORPORATION DATES 2024/2025** |
|  | The Corporation Chair confirmed with Committee Chairs that approval had been sought and given for the calendar of meetings for 2024/2025. Diary invitations would be issued shortly. |

**The Part One meeting closed at 19:37**

**The Corporation then considered the Part 2 agenda.**