

 Minutes of the Part 1 Corporation meeting held in the Evolution Centre, St Albans Campus, at 17:00 on 11 December 2023.

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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) |
|  | Luke Parker(Corporation Member) | Jamie Stevenson(Corporation Member) | Katy Henderson(Corporation Member) | Richard Whitehead(Corporation Member) |
|  | John O’Sullivan(Corporation Member) | Mia Barrell(Student Corporation Member) | Jamie Blee(Student 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)  | Joseph Maggs(Director of Governance) |
|  | Barbara Jones(Interim Vice Principal HR and OD) |  |  |  |
| **Apologies** | Mairi Watson(Corporation Member) |  |  |  |

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| **ITEM NO.** | **ITEM DISCUSSED** |
| **01/23** | **APOLOGIES FOR ABSENCE** |
| 01/23.1 | Apologies for absence were noted from Mairi Watson. |
| **02/23** | **CONFIRMATION OF ELIGIBILITY AND QUORUM** |
| 02/23.1 | No notice had been received of any member becoming ineligible to hold office (subject to the governor appointments detailed below) and the meeting was quorate. |
| **03/23** | **DECLARATIONS OF INTEREST** |
| 03/23.1 | There were no new declarations of interest. |
| **04/23** | **GOVERNOR TERMS AND APPOINTMENTS** |
| 04/23.1 | It was reported that Garod Barker had recently left the College and therefore had ceased to be a Staff Corporation Member and Jonny Doyle and Dragana Ramsden had stood down from their respective positions as Corporation members. The SGR Committee was considering the next steps in relation to recruitment to the vacancies.  |
| 04/23.2 | *Katy Henderson and Philip Fulton left the meeting at this point.*The SGR Chair reported that Katy Henderson’s first term had come to an end in September. Chair’s action had been taken to extend the term to this meeting. The SGR Committee recommended that Katy Henderson be reappointed for a further two-year term. |
| 04/23.3 | The SGR Chair also reported that Philip Fulton’s second term had now come to an end. The Committee was recommending the reappointment of Philip Fulton as a Corporation member for a further two-year term. |
| 04/23.4 | The Corporation approved the reappointment of Katy Henderson and Philip Fulton as per the recommendations referred to above. *Katy Henderson and Philip Fulton rejoined the meeting at this point.* |
| **05/23** | **STUDENT GOVERNORS** |
| 05/23.1 | The Chair welcomed the two new Student Corporation Members, Mia Barrell and Jamie Blee, to their first meeting.  |
| **06/23** | **MINUTES OF THE PREVIOUS MEETING** |
| 06/23.1 | The minutes of the previous meeting held on 3 July 2023 were approved as an accurate record of the meeting.  |
| **07/23** | **MATTERS ARISING FROM THE MINUTES AND ACTIONS** |
| 07/23.1 | The Corporation noted the updates regarding the actions arising from previous meetings, as presented in the report. |
| **08/23** | **PRINCIPAL’S REPORT:*** **GOOD NEWS STORIES AND ACTIVITY**
* **PROGRESS AGAINST THE ASPIRATIONAL GOALS**
* **STUDENT GOVERNOR PRIORITIES FOR 23/24**
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| 08/23.1 | The Principal and CEO’s report highlighted the latest good news stories and activities related to the College that were not covered elsewhere on the agenda. Items that were highlighted included: * The College was awarded a Grade 2 (Good) and Reasonable Contribution to meeting skills needs in its recent Ofsted inspection.
* The College had received a letter of gratitude from a local resident who was supported by two of the College’s students following a fall at a bus stop.
* An academy for equestrian vaulting was being developed.
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| 08/23.2 | The Chair thanked governors for their involvement in the Ofsted inspection. |
| 08/23.3 | The Principal & CEO also presented an initial analysis of the progress that had been made against the College’s aspirational goals and said that these would be reviewed further in light of the progress made to date, including the achievement of a ‘Good’ outcome from the recent Ofsted inspection and in respect of growing the College income and learner numbers. There would also need to be consideration of the future structure of the College, taking into account opportunities now available (e.g. the possibility of returning to the register of apprenticeship providers). It was discussed that more detail on the baseline and key milestones for the aspirational goals would be helpful. These matters would be discussed further at the next committees and Corporation meetings.  |
| 8/23.4 | The Corporation discussed with the Student Governors their priorities for the Student Union for the rest of the year. These included EDI, accessibility and student safety.  |
| 8/23.5 | The Corporation noted the report. |
| **09/23** | **NATIONAL POLICIES UPDATE** |
| 09/23.1 | The Committee noted the National Policies Update which included initial information relating to the Advanced British Standard and the devolution of the AEB budget. The key issues had been discussed at the relevant committee meetings. |
| **10/23** | **RISK REGISTER AND RISK MANAGEMENT POLICY** |
| 10/23.1 | The Corporation reviewed the risk register and risk management policy. The risks had been considered via the relevant committees and the Audit Committee had reviewed and endorsed the risk management policy.  |
| 10/23.2 | It was noted that it was the ambition to move towards a more condensed and high level version of the risk register for consideration by the Corporation in future. The Corporation supported this direction of travel. |
| 10/23.3 | The Corporation approved the risk management policy (ACTION). |
| **11/23** | **KPI DASHBOARD** |
| 11/23.1 | The Corporation received the latest version of the KPI dashboard. It was noted that a number of the metrics would have more data available following the submission of the R04 return last week and it remained the intention to move to an interactive version of the dashboard as the data warehouse was developed. |
| 11/23.2 | There was some discussion regarding the attendance figures and to what extent these were influenced by the action the College was taking. The Student Corporation members provided feedback from their personal experience which they felt was positive on the whole. |
| 11/23.3 | The Corporation noted the report. |
| **12/23** | **ANNUAL OPERATING PLAN** |
| 12/23.1 | The AOP had been updated for 23/24 with some objectives carried forward from the previous year and others newly added. The Corporation discussed progress made under each of the Strategic Aims. Highlights included:* Student enrolments had exceeded targets
* There was representation and active engagement on all local skills groups
* A Director of IT had been appointed
* A new staff induction programme was underway
* There had been good progress with bids won
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| 12/23.2 | In terms of key areas of focus, the following were highlighted:* The development of a new website and implementation of a new brand
* Employing students to form a ‘Student Crew’
* Securing employer sponsorship
* Relaunching the Oaklands app
* Ensuring there remains an ongoing focus on staff well-being
* Improving retention
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| 12/23.3 | Regarding the Student Crew, it was clarified that the intention was to recruit a total pool of around 100 students. They would be appointed following an interview process and there may be an opportunity to align their roles with the programmes of study.  |
| 12/23.4 | Governors asked about the College’s volunteer programme. There had not been many additional volunteers recruited at the recent recruitment event and it was felt that this was a resource that the College was not fully utilising. Governors also asked about safeguarding arrangements in relation to volunteers. The VP HR and OD provided assurance that appropriate safeguarding measures were in place.  |
| 12/23.5 | The Student Governors highlighted a potential issue with first aiders having access to the lift at WGC. The DP Finance, Resources and College Planning would investigate this issue (ACTION).  |
| **13/23** | **BRANDING UPDATE** |
| 13/23.1 | The Corporation received a presentation regarding the College rebranding exercise that was underway. An overarching brand had been developed which enabled sub-brands to be used for different aspects of the College business and its campuses. The work was on track to begin implementation in January in a phased approach to the end of the year. The new website was planned to be available around April 2024. |
| 13/23.2 | The Corporation discussed the structure of the College and how this would affect which sub-brands would be needed.  |
| 13/23.3 | It was agreed that a meeting with the branding agency and Corporation members would be arranged for early in the New Year to give governors a better understanding of the process that had been followed (ACTION). |
|  | **REPORTS FROM COMMITTEES** |
|  | **CURRICULUM AND QUALITY COMMITTEE** |
| **14/23** | **MINUTES** |
| 14/23.1 | The C&Q Chair informed the Corporation of key matters discussed at the two C&Q meetings that had taken place in the term (October and November). The new Deputy Principal Curriculum, Performance and Student Experience was now in post and had attended both meetings. |
| 14/23.2 | There had also been a SAR validation meeting prior to the November C&Q Committee meeting. The final draft SAR which was now presented to the Corporation for approval. The QIP would be produced for the next C&Q meeting in February.  |
| 14/23.3 | The Committee had reviewed the KPIs, Annual Operating Plan and risks at each meeting and discussed some changes, including the inclusion of KPIs to monitor SEND performance and the next steps in terms of AOP actions relating to sustainability and the curriculum. Detail regarding the measurement of value added would be provided for the next meeting. |
| 14/23.3 | The Committee had been pleased to discuss the positive outcome from the recent Ofsted inspection and would receive a plan on the steps required to move to outstanding at the next meeting. |
| 14/23.4 | The Committee also discussed:* Reapplying for the register of apprenticeship providers
* Digital transformation
* The areas in intensive support: Plumbing, electrical, maths and English, T levels
* Student voice and experience
* The Get Career Ready Strategy
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| 14/23.5 | Governors asked if there were any common themes from the areas that were in ‘intensive support’ (formerly ‘notice to improve’). The DP Curriculum, Performance and Student Experience said that the areas requiring support were in keeping with the position at other colleges. Ensuring good attendance would be a key driver for the improvements. It was also noted that the College may look to reduce the apprenticeship numbers subject to ESFA approval.  |
| 14/23.6 | The Student Governors commented that some students are not aware of the mental health support that is available and offered to work with the DP CPSE to improve that position.  |
| **15/23** | **C&Q COMMITTEE ANNUAL REVIEW** |
| 15/23.1 | The Corporation reviewed and approved the C&Q Committee Annual Review and Terms of Reference, which had been updated to include greater reference to its role in relation to student voice.  |
| **16/23** | **OFSTED REPORT** |
| 16/23.1 | The Corporation received and noted the findings of the Ofsted inspection that had taken place earlier this term. |
| **17/23** | **SAR APPROVAL** |
| 17/23.1 | The Deputy Principal CPSE presented a brief overview of the SAR and College achievement data. Overall achievement had reduced from the predicted achievement and this was being reviewed in detail.  |
| 17/23.2 | Following the SAR validation panel meeting, the final gradings proposed were:* Overall effectiveness: Good
* Quality of Education: Good
* Behaviours and attitudes: Good
* Personal development: Good
* Leadership and management: Good
* Education programmes for young people: Good
* Adult learning programme: Good
* Provision for learners with high needs: Outstanding
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| 17/23.3 | The SAR was approved, subject to minor formatting updates.  |
| **18/23** | **COMPLAINTS REPORT** |
| 18/23.1 | The Corporation noted the latest complaints report which had been reviewed by the C&Q Committee. |
|  | **FINANCE AND RESOURCES COMMITTEE** |
| **19/23** | **MINUTES** |
| 19/23.1 | The FRC Chair presented a summary of the items discussed at the most recent meeting of the Finance and Resources Committee.  |
| 19/23.2 | It was reported that the College’s financial health rating was likely to move to ‘Good’ from ‘Outstanding’ with the submission of the 22/23 end of year accounts. The Corporation had previously recognised that investment to improve quality may reduce the financial health in the short term.  |
| **20/23** | **2023/24 MANAGEMENT ACCOUNTS AND CASH FLOWS** |
| 20/23.1 | The Corporation noted the latest version of the Management Accounts and Cash Flows. Income and non-pay costs were broadly in line with the plan but payroll was adverse to budget due to flat phasing of savings. The Committee had also received an in year reforecast and would continue to receive these at each meeting if required.  |
| **21/23** | **FRC ANNUAL REVIEW** |
| 21/23.1 | The Committee had considered its annual review. The main recommendations arising from the review related to the Capital Advisory Group, a sub-committee of the FRC. Following the review and discussion with the FRC it was recommended that the sub-committee becomes a separate Committee that reports directly to the Corporation with a wider remit related to the whole College estate and the key associated strategies. A draft Terms of Reference had been drawn up and was presented to the Corporation for consideration.  |
| 21/23.2 | There was some discussion regarding the relatively wide remit of the new Committee and the possibility that the length of the meetings may ultimately need to be increased. It was noted that better scheduling of urgent business would also help to the Committee to use its meetings effectively. |
| 21/23.3 | Regarding the proposed terms of reference, the Corporation agreed the following amendments:* Frequency – change to: ‘The Committee shall meet as required but not less than twice each term unless the Chair in consultation with the Clerk agrees that there is insufficient business.’
* Estates maintenance – ensure that oversight of the maintenance plan is included (as was previously referenced in FRC Terms of Reference).
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| 21/23.4 | The proposed membership of the new Committee from a Corporation perspective would be expanded to include Jean Fawcett (Chair of the C&Q Committee).  |
| 21/23.5 | The Corporation approved the creation of the Estates and Infrastructure Committee based on the draft Terms of Reference presented (subject to the change referred to above) and the membership referred to above.  |
|  | **PEOPLE COMMITTEE** |
| **22/23** | **MINUTES** |
| 22/23.1 | The People Committee Chair provided a summary of the last meeting of the People Committee. The updates included: * The KPIs had been reviewed and time to hire had improved.
* Wellbeing and staff satisfaction remained an important focus.
* The People Strategy was in development and would be a key enabling strategy in helping the College to move to outstanding.
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| 22/23.2 | The Committee had spent some time reviewing the EDI report and considering how best to refine and prioritise actions to support positive improvement and a culture where EDI was a core part of business as usual. It had been agreed to review the possible EDI related kitemark schemes and supporting organisations on a case by case basis.  |
| 22/23.3 | The Committee had received an update regarding Health and Safety, following the appointment of a new manager earlier in the term. |
| 22/23.4 | The Committee had also received the summary of the meeting of the Partnerships and Business Development Committee and was reassured by the progress being made in this area. |
| **23/23** | **SAFEGUARDING REPORT (23/24 IN YEAR)** |
| 23/22.1 | The Corporation noted the report. The Corporation also noted that the Ofsted report had found safeguarding effective in the College.  |
| **24/23** | **SAFEGUARDING ANNUAL REPORT 22/23** |
| 24/23.1 | The Corporation approved the Safeguarding Annual Report 22/23. |
| **25/23** | **SAFEGUARDING POLICY** |
| 25/23.1 | The Corporation approved the Safeguarding which had previously been circulated by email and reviewed by the People Committee (ACTION).  |
| **26/23** | **EDI REPORT (23/24 IN YEAR)** |
| 26/23.1 | The Committee noted the report and discussion that had taken place at the People Committee regarding prioritising the actions (as detailed above). |
| **27/23** | **EDI POLICY** |
| 27/23.1 | The Corporation approved the EDI Policy which had previously been circulated by email and reviewed by the People Committee (ACTION).  |
| **28/23** | **EDI ANNUAL REPORT 22/23** |
| 28/23.1 | The Corporation noted the draft report and agreed that final approval be delegated to the People Committee (ACTION). |
| **29/23** | **COMMITTEE ANNUAL REVIEW** |
| 29/23.1 | The Corporation approved the annual review and Terms of Reference for both the People Committee and Partnerships & Business Development Working Group.  |
|  | **AUDIT COMMITTEE** |
| **30/23** | **AUDIT COMMITTEE MINUTES** |
| 30/23.1 | The AC Chair presented a summary of the two meetings of the Committee that had taken place in the term. The first had been a more routine meeting whilst the latter was predominantly focussed on the Oaklands College Annual Report and Accounts 2022/2023. |
| 30/23.2 | Across the two meetings the Committee had received the Head of Internal Audit’s Annual Opinion. It was noted that whilst the outcome was a positive assurance position, the internal auditors had highlighted that it was close to the lower category.  |
| 30/23.3 | At the November meeting the Committee had considered the post audit report and the detail of the financial statements and annual report 22-23. |
| 30/23.4 | The 22/23 financial statements showed:* A £1,592k (LY £5,068k) deficit for the year
* The actuarial gain in respect of pension schemes was £1,085k
* Total Comprehensive deficit of £507k
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| 30/23.5 | Excluding movements on the defined pension liability, and other non-recurring items, the “operational” deficit was £658k as forecast at the July Corporation meeting. |
| 30/23.6 | It was reported that the accounts included provision for impairment of the investment in Together Training. |
| 30/23.7 | The Audit Committee had discussed the (three ‘B’ rated) management actions arising from the external auditor’s review, some of which had already been remedied by the College.  |
| 30/23.8 | The Audit Committee had recommended the annual report and accounts for approval by the Corporation.  |
| 30/23.9 | Other key points discussed at the Audit Committee meetings are set out below. |
| **31/23** | **COUNTER FRAUD POLICY** |
| 31/23.1 | The Corporation approved the Counter Fraud Strategy which had been reviewed and recommended for approval by the Audit Committee. |
| **32/23** | **GDPR POLICY** |
| 32/23.1 | The GDPR Policy was reviewed and approved and had been updated to reflect the contact details for the new Data Protection Officer.  |
| **33/23** | **AUDIT COMMITTEE ANNUAL REPORT** |
| 33/23.1 | The Corporation received and approved the annual report of the Audit Committee. |
| **34/23** | **EXTERNAL AUDIT REPORT ON FINANCIAL STATEMENTS****POST AUDIT REPORT** **FINANCIAL STATEMENTS AND ANNUAL REPORT 2022-23** |
| 34/23.1 | The Corporation received and noted the external audit report on the financial statements and annual report 22-23, noting the key points as had been highlighted by the Chair of the Audit Committee.  |
| 34/23.2 | It was highlighted that the deficit figure on page 8 should in fact read ‘£1,592k’ and it was requested that the other figures on the page be checked for accuracy (ACTION).  |
| 34/23.3 | The Corporation approved the Financial Statements and Annual Report 2022-23 for signature and submission, subject to the amendment referred to above.  |
| **35/23** | **LETTER OF REPRESENTATION** |
| 35/23.1 | The Corporation noted and endorsed the letter of representation for signature. |
|  | **SGR REPORTS** |
| **36/23** | **COMMITTEE ANNUAL REVIEW AND TERMS OF REFERENCE** |
| 36/22.1 | The Corporation approved the SGR Committee’s annual review and Terms of Reference for 2023/24. |
| **37/23** | **PROPOSED ARRANGEMENTS FOR NEW ESTATES AND INFRASTRUCTURE COMMITTEE** |
| 37/22.1 | The Corporation approved the creation of the new Estates and Infrastructure Committee, as detailed under paragraphs 21/23 above. |
| **38/23** | **COMMITTEE VICE CHAIR POSITIONS** |
| 38/23.1 | The following Corporation members had expressed an interest in taking on the Committee vice chair positions: * Rob Payne - Audit Committee
* Neil Myerson - Finance and Resources Committee
* Jamie Stevenson - Curriculum and Quality Committee
* Philip Fulton - People Committee
* Kevin Ibeh - Search, Governance and Remuneration Committee
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| 38/23.2 | The Corporation approved the appointment of the Committee vice-chairs as detailed above.  |
| **39/23** | **EBR ACTION PLAN** |
| 39/23.1 | The Corporation noted the progress that had been made to date against the EBR action plan which had been developed following the presentation of the final report to the Corporation by the reviewer (Elton D’Souza) at a meeting in October. |
| **40/23** | **LINK GOVERNOR PROTOCOL** |
| 40/23.1 | The updated link governor visit protocol was noted. The next link governor meetings were in the process of being scheduled. The document would also be uploaded to the governor portal (ACTION). |
| **41/23** | **CORPORATION BUSINESS CYCLE 23/24** |
| 41/23.1 | The Corporation Business Cycle was noted and would be further updated to reflect the creation of the Estates and Infrastructure Committee (ACTION).  |

**The part one meeting closed at 19:38.**

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