

**Minutes of the hybrid meeting held on 15 December 2021 at 2.00pm**

**Present physically:** E D'Souza, Chair N Savvas, CEO

**Present virtually:** C Higgins, Vice Chair S Clarke  
J Gazzard S Daley, Vice Chair  
J Wakelam

**In Attendance:** A Maltpress, Observer  
C Shaw, Principal Sixth Form Provision  
E Lees, Executive Dean University Studies (part)  
G Chittock Nash, Group Vice Principal Students  
J Raffel, CFO  
L Moody, Principal Strategic Growth and Partnerships  
R Bamford, Group Vice Principal Data and MI  
R Stevenson, Group Operations Director  
S Gales, Governance Professional  
S Graham, Group HR Director

**Apologies:** S Howard  
S Shaddock, FE Student Governor

**1 Declaration of Interests and Apologies for absence**

CHiggins, ED'Souza, JWakelam, NSavvas, SClarke and SDaley declared their roles as Trustees of Suffolk Academies Trust. No other conflicts of interest in relation to the items of the agenda were declared.

Apologies were received from S Howard and S Shaddock, FE Student Governor.

**2 Minutes of the meeting held on 9 July 2021**

The minutes of the meeting held on 9 July 2021 were **agreed** as an accurate record.

**3 Matters Arising from meeting on 9 July 2021**

The matters arising from the meeting were summarised in the report and all actions reported had either been completed or, where appropriate an update had been provided on progress elsewhere on the agenda.

MA5 SGales to arrange First Hand week and Link Governor events for 2022, Covid-19 restrictions permitting.

**4 CEO's Briefing**

Governors received and considered the CEO's Briefing summarising the performance and operational update of activities at the College; and at the two multi-academy trusts the College sponsors (SAT and SENDAT).

ED'Souza shared the feedback from Baroness Barran's visit on 10 December 2021; noting how impressed she was by what we do and has been raising the profile of the College with her colleagues in government.

NSavvas summarised the work of the Group functions including the: quality assurance and quality improvement teams, to continuously develop practices to improve student experience and outcome; the equality, diversity and inclusion team, who are working on multiple projects to increase inclusivity and remove barriers to learning and progression; and the admissions/careers education and all staff to create a whole-college culture which supports progression. NSavvas also summarised the work to provide wrap-around support to students and the work across the Group to share best practice to enrich curriculum and student experience, as well as share activities and opportunities to benefit all students in the Group.

**Action**

SGales

NSavvas gave an overview of the work of the support function teams; with HR creating more robust processes and supporting staff throughout the pandemic, Finance improving processes whilst under taking the year-end accounts and audits all under the leadership of a new CFO, Operations continuing to keep our campuses safe whilst improving physical and virtual resources and successfully winning bids to sustainably fund future developments of our estate to support our students and community.

NSavvas also noted the tremendous success of our students both 16-19 and 19+ across all curriculum areas; and commended all the staff.

Governors thanked the Executive and all the staff for their dedication and outstanding practice.

NSavvas informed that both ASFC and OSFC (part of SAT) are both self-assessing as Outstanding and noted that this self-assessment has been externally verified. NSavvas noted that the culture at SAT is changing rapidly to focus on students whilst continuously striving for improvement and embracing best practice sharing across the Group. NSavvas noted that the college continues to subsidise SAT, whilst it is in this growth phase of its life-cycle having just opened ASFC, as this helps the College achieve its vision for its community.

NSavvas informed that SENDAT continues to grow and is expanding into Norfolk; and is going from strength-to-strength.

ED'Souza shared feedback that, on the back of our success, our relationships with the Regional Schools Commissioner and ESFA continue to improve.

## **5 Committee Chair's Summary Reports:**

### **5.1 FE Educational Excellence Committee Overview**

Governors received and considered the report provided which summarised the discussions and recommendations of the Educational Excellence Committee meetings in the Autumn Term.

SDaley, as Committee Chair, noted that this has been the first term of this Committee and feedback that it has been really effective in not just reviewing the papers but also asking really probing questions to gain assurance.

The Committee reviewed the college's 2020/21 Self-Assessment Report and 2020/21 Quality Improvement Plan, considered KPIs to monitor student progress and experience so far in 2021/22, received updates in regard to student welfare and support, including information on safeguarding and the results of student induction perception surveys, reviewed the complaints and compliments log for 2020/21 to ascertain any themes or concerns, received executive summaries and the minutes of the Executive Board meetings (EDI, Progression and Safeguarding), reviewed the college's Child Protection and Safeguarding Policy including Adult at Risk policy, and received updates from the Executive as to how the Group is structured and plans to share best practice and align processes.

#### **5.1.1 College Self-Assessment Report 2020/21**

Governors considered the Self-Assessment Report which had been reviewed and recommended by the Educational Excellence Committee. Governors commended the outstanding practice and evidence provided, underpinning Grade 1 across all areas and overall.

Governors **approved** the Self-Assessment Report and the Quality Improvement Plan.

#### **5.1.2 Safeguarding Annual Report 2020/21**

Governors received the annual report which had been scrutinised by both the Safeguarding Board and the Educational Excellence Committee.

### **5.2 HE Educational Excellence Committee Overview**

Governors received and considered the report provided which summarised the discussions at and recommendations of the HE Educational Excellence Committee meetings in the Autumn Term.

CHiggins, as Committee Chair, noted that despite a change in Executive Dean during the term the University Studies team have made significant progress to move forward on the actions arising from the Committee meeting.

CHiggins noted that the College significantly under-recruited compared to budget so the Executive have worked up plans to mitigate the impact of this and to learn lessons for next year. CHiggins noted that the NSS results are a concern and noted that the Executive are working to implement a plan to implement strategies to improve student experience and satisfaction going forward.

ELees added that the University Studies team are working closely with the data and MI team to improve systems and reporting in order to be able to better understand student engagement and experience in real time.

Governors queried the College's progress against the APP and its impact on widening participation. CHiggins noted that the Office for Students have accepted the 2019/20 APP return; and we are reviewing our 2020-25 APP to maximise the impact of widening participation and supporting progression into HE.

*ELees left the meeting at 2.45pm*

### **5.3 Resources Committee Overview**

Governors received and considered the report provided which summarised the discussions and recommendations of the Resources Committee meeting in the Autumn Term.

CHiggins, as Committee Chair, noted that this has been the first term of this Committee and feedback that helpful to bring together the strategies of IT, Estates, HR, H&S, Learning Resources Centres etc. CHiggins noted that the Committee also reviewed the capital and revenue funding bids; having oversight of the projects and bids to ensure that these align to the College's strategy.

The Committee received an executive summary and the minutes of the Executive Board meeting (Health and Safety), considered key performance indicators for HR, received the operational and strategic updates for HR, Property, IT and Learning Resources, reviewed the college's Covid-19 mitigation plan and reviewed the college's major works and capital investment bids.

CHiggins noted that the College has been successful in an Office for Students grant for £2m with no match funding element to develop the University Studies campus.

CHiggins also noted that the Committee reviewed key performance indicators for HR and noted the very low instances of staff absences and low staff turnover, which evidence the strength of the College and the HR team in supporting staff throughout the pandemic.

#### **5.3.1 Health and Safety Annual Report 2020/21**

Governors received the annual report which had been scrutinised by both the Health and Safety Board.

CHiggins, as Governor Lead for H&S, feedback that the H&S Board was very effective and significant plans are in place to continue to mitigate the impact of Covid-19 to protect staff and students. CHiggins added that the H&S team have worked hard to ensure that our centres in the community are equally supported and protected.

ED'Souza noted feedback from DfE colleagues that the College is leading the way in the region in proactively mitigating Covid-19. CHiggins agreed that there is a real culture whereby everyone contributes and complies with Covid-19 mitigations.

#### **5.4 Finance Committee Overview**

Governors received and considered the report provided which summarised the discussions at and recommendations of the Finance Committee meetings in the Autumn Term. The Committee reviewed the college's Annual Report and Financial Statements for year ending 31 July 2021, considered key performance indicators to monitor financial performance so far in 2021/22 and reviewed the college's enrolments and applications compared to budgetary assumptions.

SClarke, as Committee Chair, noted the College achieved an operational surplus equivalent to 2% of turnover last year whilst continuing to invest in the estate and resources, give a pay award to staff and incur loss of AEB income due to impact of lockdown, which is a great result especially in a year of tremendous uncertainty.

SClarke noted that performance this year has been impacted by the under-recruitment of HE students; however significant work has been done to identify and make efficiencies and grow income to balance the budget. This continues to be proactively monitored and scrutinised by the Committee.

SClarke noted that the College has been successful in multiple bids to support development of the estate (both physical and virtual) to support provision and growth; and the Committee continue to closely monitor the match funding elements and procurement of these bids.

Governors queried how the College's success in these bids compares to other colleges locally/nationally. NSavvas noted that only a few Colleges nationally were successful in more than 1 T-Level bids; and that many Colleges simply do not have the capacity to respond to the short timescales of these funding opportunities. NSavvas noted that we have been so successful, is a testament to the efficiency of our structure to respond quickly to these funding opportunities. ED'Souza also feedback that, from his experience as a National Leader for Governance supporting other colleges nationally, other colleges have not been as successful.

##### **5.4.1 Annual Report and Financial Statements for year ending 31 July 2021**

Governors received and considered the Annual Report and Financial Statements which has been reviewed and recommended by the Finance Committee.

SClarke noted that the document provides a very strong narrative summarising the outstanding performance of the College last year, despite the pandemic.

Governors **approved** the Annual Report and Financial Statements.

#### **5.5 Audit and Risk Management Overview**

Governors received and considered the report provided which summarised the discussions at and recommendations of the Audit and Risk Management Committee meetings in the Autumn Term. The Committee reviewed the Annual Report of the Internal Auditors 2020/21, the Annual Report of the Audit Committee 2020/21, the Financial Auditor's Findings Report for the year ending 31 July 2021, the college's Risk Register to ensure the college had identified pertinent risks and put in place appropriate and effective mitigations in place to minimise risk, the internal audit schedule for 2021/22 and reviewed the findings reports of the internal auditors so far in 2021/22 and received updated in regard to GDPR, subject access requests, freedom of information and data breaches, to ensure proper process was followed and effective measures put in place to lessen the risk to the organisation.

JGazzard, as Committee Chair, noted that the College continues to be well managed through policies and procedures which has been verified by both our internal and external auditors.

JGazzard noted that IT infrastructure and security remain an area of consideration by the Committee as this is a nationally significant and rising risk affecting most public sectors. JGazzard reassured though that the Committee does not have any immediate concern.

JGazzard noted that appointing additional members to the Committee remains a concern. ED'Souza noted that the Nominations and Governance Committee are working to recruit additional members.

JGazzard, on behalf of the Committee, thanks RSM and Scrutton Bland for the high-calibre work and the professionalism of their staff.

#### **5.5.1 Annual Report of the Internal Auditors 2020/21**

Governors received, considered and **approved** the Annual Report of the Internal Auditors, which had been reviewed and recommended by the Audit and Risk Management Committee.

#### **5.5.2 Annual Report of the Audit Committee 2020/21**

Governors received, considered and **approved** the Annual Report of the Audit Committee, which had been reviewed and recommended by the Audit and Risk Management Committee.

#### **5.5.3 Financial Auditor's Findings Report for the year ending 31 July 2021**

Governors received, considered and **approved** the Financial Auditor's Findings Report, which had been reviewed and recommended by the Audit and Risk Management Committee

JRaffel noted that RSM identified two unadjusted misstatements however neither were considered material; however due to the increased scope of audit to cover income verification, the additional audit work highlighted a number of recommendations on controls which are specified in the Audit Findings Report, along with management responses which are being worked through.

#### **5.5.4 Financial Statements Letters of Representation**

Governors considered and **approved** the Letter of Representation. The Chair and Accounting Officer signed the Letters and asked the CFO to submit.

#### **5.5.5 Regularity Assurance Letter of Representation**

Governors considered and **approved** the Letter of Representation. The Chair and Accounting Officer signed the Letters and asked the CFO to submit.

#### **5.5.6 Risk Register**

Governors received and considered the risk register, as reviewed by the Audit and Risk Management Committee.

The register currently identifies **2 red**, **6 amber**, **19 yellow** and **13 green** status risks. Of which, 30 risks have had no change in post mitigation score, 3 risks have reduced in score and 6 risks have increased in score; with 1 new risk added (R113 relating to the increasing severity and occurrence of welfare and behavioural issues impacting on student outcomes) and 2 risks removed (R061 relating to the failure to comply with funding regulations; and R073 relating to the failure of SAT having an impact on the reputation of WSC) to the register.

JGazzard noted that whilst we continue to monitor risk, we need to continue to be live to the risks and assure ourselves that we have confidence that we do everything possible to mitigate the risks

Governors noted that whilst the Risk Register is a live document available to all Governors on GovernorHub, it would be beneficial for each Committee to review the relevant risks at their Committee meetings.

SGales  
JRaffel

## 6 Policies

### 6.1.1 **Child Protection and Safeguarding Policy inc. Adults at Risk**

Governors considered the policy which had been reviewed and recommended by both the Safeguarding Board and the Educational Excellence Committee. Governors **approved** the policy.

### 6.1.2 **Health and Safety Policy**

Governors considered the policy which had been reviewed and recommended by both the Health and Safety Board and Resources Committee. Governors **approved** the policy.

## 7 Governance

Governors received and considered the report provided which summarised the discussions at and recommendations of the Nominations and Governance Committee meetings in the Autumn Term. The report also provided an update on plans to recruit new Governors including a new Finance Committee Chair; and to undertake an internal review of governance.

The Committee reviewed the membership, EDI profile and attendance of Governors at both Corporation and Committee level to determine whether action may be needed, the skillset of Governors at both Corporation and Committee level to determine where additional training may be needed, considered the vacancies at both Corporation and Committee level and agreed the number of vacancies to attempt to fill along with the skillsets needed and the process for recruitment, and considered the updated governance documentation including code of conduct, role descriptions for student and staff governors, role descriptions for governor leads, updated standing orders and appointment and term of office policy.

Governors discussed the College's role as sponsor of SENDAT and SGales confirmed that she is working to source an appropriate replacement for Alan Maltpress as Trustee of SENDAT

### Code of Conduct for 2021/22

Governors reviewed and **approved** the Code of Conduct, as reviewed and recommended by the Nominations and Governance Committee.

### Governance Handbook for 2021/22

Governors reviewed and **approved** the Governance Handbook, as reviewed and recommended by the Nominations and Governance Committee.

### Standing Orders for 2021/22

Governors reviewed and **approved** the Standing Orders, as reviewed and recommended by the Nominations and Governance Committee.

### Appointment and Term of Office Policy

Governors reviewed and **approved** the Appointment and Term of Office Policy, as reviewed and recommended by the Nominations and Governance Committee.

### Governor role description

Governors reviewed and **approved** the role descriptor for Governor, as reviewed and recommended by the Nominations and Governance Committee.

### Student Governor role description

Governors reviewed and **approved** the role descriptor for Staff Governor, as reviewed and recommended by the Nominations and Governance Committee.

### Staff Governor role description

Governors reviewed and **approved** the role descriptor for FE Student Governor, as reviewed and recommended by the Nominations and Governance Committee.

### Governor Lead role descriptions

Governors reviewed the role descriptions for Governor Leads, as reviewed and recommended by the Nominations and Governance Committee and **approved** the role descriptors for:

- Governor lead for Safeguarding
- Governor lead for Careers Education and Guidance
- Governor lead for SEND
- Governor lead for Whistleblowing
- Governor lead for People including HR, Recruitment and Wellbeing
- Governor lead for Health and Safety and Estates Management
- Governor lead for Equality, Diversity and Inclusion

### Appointments

Governors considered and **approved** the recommendation of the Nominations and Governance Committee to **appoint** Elton D'Souza as Governor Lead for Whistleblowing and Chris Higgins as Governor Lead for People (inc. HR, Recruitment and Wellbeing).

Governors recognised the **appointment** of Savannah Shaddock as FE Student Governor for a term of 2 years ending on 31 August 2023.

Governors considered and **approved** the recommendation of the Nominations and Governance Committee to **appoint** Roger Hetherington as a Co-opted Governor on the HE Educational Excellence Committee, and **appoint** Affy Green and Lawrence Chapman to the FE Educational Excellence Committee.

Governors considered and **approved** the recommendation of the Nominations and Governance Committee to **appoint** Jim Gazzard as a WSC appointed Member of Suffolk Academies Trust.

Governors considered and **approved** recommendation of the Nominations and Governance Committee to change the term of office for new Governor appointments to **a 4-year term of office**, with an option for a second term of office. Noting that current Governors (re-appointments) continue with a 3-year term of office, with options for second and third terms of office (in keeping with the previous 9 year maximum term of office) and that, in recognition of the disruption caused by the pandemic to recruiting new Governors, all current Governors are eligible to serve an additional 3-year term (as an exceptional maximum term of 12 years).

### Recruitment

ED'Souza noted that we are actively recruiting new Governors and in particular a Finance Committee Chair,

- Using specialist governance recruitment agencies
- On social networks including Facebook and LinkedIn
- To the community including in adverts local papers and to employer
- As well as approaching people in our networks with the skills/experience

### Strategy

Governors considered and **approved** the recommendation to adopt the DfE's 4 strategic aims for Climate Change and Sustainability:

1. Excellence in education and skills for a changing world
2. Net zero
3. Resilient to climate change
4. A better environment for future generations

Governors discussed that the Strategic Conference scheduled for 20 January 2022 will be held in person (subject to Covid-19 guidance) and will be used to determine the College's strategic plan for the next three years. Governors supported the proposal to continue to run Briefing Strategy Seminars to further support strategic discussions and planning.

**Any Other Business**

- **Review of the meeting**

Governors feedback that the meeting and the method of presenting the papers (with concise executive summarises and hyperlinks to detailed reports) were highly effective. Governors asked for paper numbers to be referenced on the agenda.

- **Thanks to Governors**

The Executive thanked the Governing Body for their dedication and support.

- **Internal Review of Governance**

ED'Souza informed that in 2022 he will be meeting Governors individually to start the internal governance review process, to seek feedback, views and to aid with succession planning and future Board development.

- **Potential additional Corporation meeting**

SGales informed that the College's lawyers are working to update the College's Instruments and Articles of Government, Scheme of Delegation and Financial Regulations; and that we may look to call an additional Corporation meeting before the March 2022 meeting to review and approve these documents.

The meeting closed at 4.03pm