

CORPORATION

Minutes of the hybrid meeting held on 29 March 2023 at 2.00pm

Present physically:	E D'Souza, Chair (part) J Wakelam (part) K Chapman	N Savvas, CEO (part) S Daley, Vice Chair (part) S Howard (part)
Present virtually:	A Duffety C Chua	C Higgins, Vice Chair (part) H Colthorpe, Staff Governor (part)
In Attendance:	A Maltpress, Observer (part) A McGarel, CFO C Shaw, Group Sixth Form Principal (part) E Lees, Executive Dean of University Studies Provision (part) G Grainger, Chief Information Officer (part) L Moody, Group Principal Strategic Growth and Partnerships (part) M Chatt, Deputy CFO R Hetherington, Committee Member S Gales, Governance Professional S Graham, Chief People Officer (part) S Wilding, Group Financial Accountant (part)	
Apologies:	J Gazzard R Stevenson, Group Operations Director	
Absent:	S Shaddock, FE Student Governor	

Agenda item 6 was discussed after Agenda item 5.2.

1 Declaration of Interests and Apologies for absence

A Maltpress, C Higgins, E D'Souza, J Wakelam, N Savvas and S Daley 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 J Gazzard and R Stevenson, and the absence of S Shaddock was noted.

The Chair welcomed Rob Lawson who is observing the meeting as part of the External Governance Review, and everyone introduced themselves.

2 Minutes of the meeting held on 14 December 2022 and Strategic Conference on 27 January 2023

The minutes of the meeting held on 14 December 2022 and the Strategic Conference on 27 January 2023 were **agreed** as an accurate record.

It **was noted that**, in March 2023, in line with our Financial Regulations the Chair of the Corporation and the Chair of the Finance Committee reviewed and **approved** the College's 12-month electricity contract renewal. Governors commended the choice of supplier which aligns to our sustainability ambitions.

3 Matters Arising from meeting on 14 December 2022

There was one matters arising from the previous meeting relating to providing the Corporation with further updates on the implications of the ONS reclassification. The Chair and CFO provided a verbal update on key implications for the sector and the implications for the College specifically and noted that more information is expected in the summer term.

4 CEO's Briefing

4.1 Update on ECG and SENDAT

Action

Governors received and considered the CEO's Briefing which provided an update on how we are delivering the ECG Strategic Plan 2022-25, including a termly update on student activities, Group services and collaborations, and an update on SENDAT's activities since December 2022.

The CEO summarised the activities linked to our Students strand, and outlined the breadth of enrichment activities, international trips and progression supporting events offered to the students and the impact of these activities for our students.

The CEO summarised the activities linked to our People strand and outlined the breadth of activities offered to support staff at every level in the organisation to continuously develop their skills to enrich our teaching and learning and wider operations, and noted the impact of this on our culture.

The CEO summarised our engagement with our Communities and noted we are engaged in numerous projects with education partners, businesses, and third sector organisations to enrich our community.

The CEO summarised the activities linked to our Infrastructure strand, and outlined how we have strategically invested our finite resources to create greater efficiency long-term and to progress towards our sustainability goals.

Governors commended the progress this term.

Governors noted the local socio-economic challenges and queried the impact of the cost-of-living crisis on our students and whether this has created additional barriers to learning, and if so, what additional support could/should the College offer. The Principals summarised how we are canvassing students to understand their personal difficulties and personal circumstances pressures for our students, and outlined the ways we are working with employers and other partners to adapt our provision to reduce barriers to learning.

Governors noted national and local trends of students dropping out of their studies to undertake lower-paid work and commended these interventions to support students to progress into higher-paid work and to achieve their accreditations.

The CEO noted that, nationally, Looked After Children, Young Adult Carers and Care Leavers are high 'at risk' categories within the community and outlined how we are working to better monitor these 'at risk' cohorts academic progress to support them into positive destinations.

The CEO also noted that we are also working to identify and implement strategies to support students from disadvantaged and lower income backgrounds to make academic progress to support them into positive destinations.

The Executive informed that we are also working to inform students of their rights in the workforce to ensure they are not taken advantage of and have confidence to manage interactions.

Governors discussed the new provision at NCTC.

Governors commended the family learning (outreach) activities offered and noted this aligns to the discussions at the Strategic Conference; and queried how we will monitor the impact of these activities. L Moody outlined how we will track this.

Confidential items discussed

4.2 Key Performance Indicators dashboard

Governors received the RAG rated KPIs for sixth form provision, university and professional development provision, financial sustainability, HR, data compliance, and safety/operational efficiency.

4.3 Oversight of delivering the Strategic Plan

Governors received the report which acts as an assurance framework to map the oversight mechanism to monitor progress towards delivering our ECG Strategic Plan 2022-25, with KPIs and evidence linked to each strategic priority and outcome.

Governors commended the report.

Governors discussed how this could be scheduled and linked to the Committee agendas, as well as to the framework for the CEO's performance review as considered by the Remuneration Committee. Governors asked the Governance Professional to consider the implementation of this further and review each KPI to ensure they are SMART, and **agreed to delegate responsibility** to the Nominations and Governance Committee to review and recommend.

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 Spring Term.

The Committee reviewed the Risk Register Extract, progress on 2022/23 Quality Improvement Plan, considered key performance indicators to monitor student progress and experience so far in 2022/23, and received updates in regard to student welfare and support, including information on safeguarding.

S Daley, as Committee Chair, summarised the discussions of the Committee and fed back that the additional Joint Educational Excellence Committee meeting enabled much greater scrutiny and discussions at the Committee. The Committee Chair informed they attended a New Anglia Colleges Group event with Governors of other local FE colleges as part of the duty to review and accountability agreements linked to the LSIPs, and commended the range of our adult and apprenticeship provision which is growing and bucking all local trends.

S Daley commended our student services team who won the National Association of Managers of Social Services (NAMSS) award. Governors asked the Chair to extend the Corporations congratulations.

Chair

Governors noted the effectiveness of discussion of the Risk Register Extracts at the respective Committees.

5.1.1 Termly Safeguarding Report

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

C Shaw summarised the report and informed that the team are developing a Student Support strategy to outline how we will build on best practice to scale up our wrap-around support.

Governors noted the strong assurance received on safeguarding arrangements via the Ofsted inspection and internal audit of safeguarding arrangements last year.

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 Spring Term.

The Committee reviewed the Risk Register Extract, our compliance with Office for Students requirements, considered key performance indicators to monitor student progress and experience so far in 2022/23, and received updates in regard to student voice.

C Higgins, as Committee Chair, informed that the Committee discussed the roles of Student President and Student Governor, and noted these should be distinct as one is a student representative and one is not, and that the motivation for applying for each role is different.

H Colthorpe left the meeting at 3.15pm

The Committee Chair summarised the discussions of the Committee and noted that whilst historically we have not achieved the target HE student numbers and the Committee discussed the progress made to improve data analysis to better forecast enrolments and to analyse course contribution to inform financial viability and decision making.

Governors noted the 'world of work' events for students and queried the uptake by HE students. E Lees answered this and informed of other complementary events we offer across all the university and professional development provision and as part of the APP.

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 Spring Term.

The Committee reviewed the Risk Register Extract, received the termly Health and Safety Report (as scrutinised by the Health and Safety Board) and received updates linked to the ECG Strategic Plan: People (including key performance indicators for HR), Physical Infrastructure (including developments of the college's physical estate), Virtual Infrastructure (including developments of the college's virtual estate), and for Data, Systems and Processes update (including developments to improve efficiency via utilisation of technology).

C Higgins, as Committee Chair, summarised the discussions of the Committee and fed back that the Executive's reports into the Committee are highly effective and demonstrate strong strategic forward thinking as well as overview of day-to-day operations.

C Higgins noted that the Committee discussed the red risk relating to 'loss of access to key systems due to malicious attack, illegal activity or network failure' and felt assured the mitigations being implemented will reduce the risk in the near future; and informed that the Group is now a 'Disability Confident Committed Employer'.

S Howard left the meeting at 3.46pm

Governors commended the wellness programmes and 'feel good food' activities offered to staff, and discussed the recent cyber security news about TikTok.

J Wakelam, as Governor Lead for Sustainability, fed back that a milestone report which will come to the next Corporation meeting. The Executive noted we are investing in specialist sustainability training for our staff and are working to embed it as a central theme within the curriculum and as a topic of discussion in our student support offer to inform our students. Moreover, we are working with our community as part of the Green Skills project and others to promote sustainability and are strategically investing in our infrastructure to make the college more sustainable. The CEO noted we are aligning everything we do to a selection of the UN's sustainability goals. The Chair noted that our last Briefing Strategy Seminar focussed on sustainability and was led by the AoC and ETF's sustainability lead - Steve Frampton MBE, who commended our trailblazing approach and fed back that we are leading the way in the sector.

A Wheeler

5.3.1 Health and Safety Termly Report

Governors received and **noted** the termly report which had been scrutinised by the Health and Safety Board and the Resources Committee.

5.3.2 Gender Pay Gap Report

Governors received and **noted** the Gender Pay Gap report which had been scrutinised by the Senior Executive Team and the Resources Committee.

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 Spring Term.

The Committee reviewed the Risk Register Extract, the management accounts and key performance indicators to monitor financial performance so far in 2022/23, student enrolments (by provision type) for 2022/23 compared to budgetary assumptions and reviewed student applications for 2023/24 against planned targets, College's Effectiveness Plan to deliver the Challenge Budget, reviewed and recommend the Financial Regulations including the Treasury Management Policy, reviewed the Funding Allocations, reviewed the Bid Register update and reviewed the Contracts awarded (between £50k - £100k).

C Higgins, as Committee Chair, summarised the discussions of the Committee and noted that significant work has been undertaken to identify and achieve additional efficiencies and income to ensure a surplus year-end position despite rising costs.

Governors fed back that the effectiveness plan methodology has been highly effective. The CEO discussed the macro environmental factors (such as national pay negotiations, energy costs, etc.) which are adding additional strain to our finances and our ability to plan the budget for 2023/24. Governors noted the need to maintain salaries which are competitive with the broader education sector, and the CPO summarised how we are developing our pay structures to create greater parity with salaries in schools/Trusts whilst closing gaps between pay bands and maintaining pay above the minimum national living wage.

5.4.1 Financial Regulations inc. Treasury Management policy

Governors received, considered and **approved** the Financial Regulations inc. Treasury Management policy which had been reviewed and recommended by the Finance Committee.

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 Spring Term.

The Committee reviewed the college's Risk Register to ensure that the college had identified pertinent risks and put in place appropriate and effective mitigations to minimise risk. The Committee also reviewed the progress made with previous internal and external audit recommendations, the findings reports of the internal and external auditors and also received updates 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.

J Wakelam, as Committee Vice Chair, summarised the discussions of the Committee and commended the contributions of the CFO and FA Risk to the workings of the Committee and the Executive overall for their openness and transparency.

The internal audit of Health and Safety was discussed in detail and a progress update will be scrutinised further at the next meeting to receive additional assurance.

5.5.1 Risk Register

Governors received and **noted** the Risk Register.

C Higgins, E D'Souza, J Wakelam, N Savvas, and S Daley (as Governors involved in Suffolk Academies Trust's governance), S Graham and A Maltpress left the meeting and S Wilding joined the meeting at 3.26pm

S Howard (a Governor who is independent of Suffolk Academies Trust's governance) assumed the role of Chair for agenda item 6.

6 **Related Party Transactions**

Governors discussed the Related Party Transactions (RPT) and the proposed Board resolution.

Governors discussed how the RPTs differed compare to those approved last year and queried the rationale for a three-year RPT submission. The CFO answered this.

Governors were unable to ratify the Board resolution as they were not quorate and so a further meeting was convened on 5 April 2023.

C Higgins, E D'Souza, J Wakelam, N Savvas, and S Daley (as Governors involved in Suffolk Academies Trust's governance) and A Maltpress re-joined the meeting and S Wilding left the meeting at 3.35pm

7 **Governance**

Nominations and Governance Committee overview

Governors received and considered the report provided which summarised the discussions at and recommendations of the Nominations and Governance Committee meetings in the Spring Term.

The Committee reviewed the Constitution inc. Committee membership for 2022/23, reviewed progress on the 2021/22 Internal Governance Review Action Plan, received a summary of the annual 1:1 meetings with the Chair and of the 360 feedback on the performance of the Chair, CEO and Governance Professional, reviewed and recommend the updated governance documentation and discussed governor recruitment.

7.1.1 **Membership**

Governors **agreed the reappointment** of Jim Gazzard as a Governor for a 3-year term of office, and **agreed the reappointment** of Henry Nydam, Lawrence Chapman and Nick Roberts as Committee members for a 1-year term of office.

Governors **noted** the resignation of Louisa Blackaby as HE Student Governor and Daniel Lee Harvey as Governor.

7.1.2 **Updated Governance Documentation**

Governors received, considered and **approved** the Scheme of Delegation which has been reviewed and recommended by the Nominations and Governance Committee.

Governors received, considered and **approved** the Appointment and Term of Office policy which has been reviewed and recommended by the Nominations and Governance Committee.

8 **Any Other Business**

8.1 **AoC Code of Governance consultation**

Governors received, considered and **approved** the proposed response to the consultation which had been drafted by the Chair, CEO and Governance Professional.

8.2 **Review of the meeting**

The Chair welcomed feedback from Governors on the efficacy of the meeting and Governors fed back that the KPI report is helpful and agreed that, in future, discussion of any red-rated data to be discussed as part of the Committee Overviews.

8.3 **Feedback from 'First Hand' activities**

Governors fed back on their experiences as part of 'First Hand' activities and recommended all Governors devote a regular half-day to immerse themselves in these events.

A McGarel, E Lees, G Grainger, L Moody and M Chatt left the meeting at 4.37pm

Confidential items discussed

The meeting closed at 4.42pm