

CORPORATION

Minutes of the hybrid meeting held on 13 December 2023 at 2.00pm

Present physically:	A Duffety (part) C Chua (part) E D'Souza, Chair J Wakelam (part)	K Chapman M Searcey N Savvas, CEO S Daley, Vice Chair
Present virtually:	C Higgins, Vice Chair H Colthorpe, Staff Governor	J Gazzard S Howard (part)
In Attendance:	A McGarel, CFO C Shaw, Principal Sixth Form Provision E Lees, Executive Dean HE (part) G Grainger, Chief Information Officer M Chatt, Interim CFO R Cannon, Committee Member R Hetherington, Committee Member (part) S Gales, Governance Professional S Graham, Chief People Officer	
Apologies:	J Drake J Leeder, Student Governor	

Absent:

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

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 Drake and J Leeder.

2. **Feedback from 'First Hand' activities**

Governors received and considered the feedback forms from the governance 'first hand' visits since July 2023 and the Executive's response to any concerns raised.

J Gazzard joined the meeting at 2.06pm and C Chua joined the meeting at 2.08pm

Governors summarised their experiences and the beneficial impact of visiting the sites to understand what the college does, meet the staff and students.

S Howard joined the meeting at 2.13pm

The Chair invited Governors to book further first hand visits via the Governance Professional.

3. **Minutes of the meetings on 12 July, 29 September, 31 October and 24 November 2023**

The minutes of the meetings held on 12 July, 29 September, 31 October and 24 November 2023 were **agreed** as an accurate record.

4. **Matters Arising from meetings from July to November 2023**

Of the nine matters arising from the meetings between July and November 2023, five were complete, three were accepted and noted, and one will be reported at future meeting.

5. **CEO's Briefing Update on EEG**

Governors received and considered the CEO's Briefing which provided a termly update on student activities, Group services and collaborations since July 2023; and provided the RAG

Action

rated KPIs for the sixth form provision, financial sustainability, HR, data compliance, and safety/operational efficiency.

A Duffety and J Wakelam joined the meeting at 2.23pm

The CEO summarised the student achievements and experiences this term and commended the staff for their outstanding work leading and supporting the students; and summarised the significant number of achievements of our staff. The CEO commended the work of the HR team to support staff and their wellbeing, and the finance and data teams which have implemented numerous innovations to improve our infrastructure operations. The CEO also noted that this term we have had several high profile events with the opening of the Extended Reality Lab and our NCTC centre; an institutional visit from the UEA, and experience visits from the FE Commissioner and from the Office for Students; with outstanding feedback from all stakeholders,

Governors discussed and commended the feedback from a parental figure of the outstanding support offered to students.

The Chair noted the new 'Reputation and Profile' section within the report, shows the breadth of civic and stakeholder engagement activities. Governors discussed feedback of the College's reputation in the community and noted that this remains very positive and strong.

The CEO noted the termly update on SENDAT is within the paper and summarised the growth opportunities being explored.

6. Committee Chair's Summary Reports

6.1. EEG Educational Excellence Committee Overview

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

The Committee considered the Terms of Reference and Skillset required by the Committee, the Risk Register Extract, progress against the 2022/23 Quality Improvement Plans and the proposed 2023/24 Quality Improvement Plans. The Committee considered key performance indicators to monitor student progress and experience so far in 2023/24 and received updates regarding student welfare and support, including information on safeguarding. The Committee also reviewed and recommends the 2022/23 Self-Assessment Report.

S Daley, as Committee Chair, summarised how the first joint meeting of the Committee went and of plans to distribute agenda items across the year to allow time for discussion, support and challenge. S Daley explained how the self-assessment gradings changed over time as a result of discussions with the Committee.

Governors and the Executive fed back that the first joint meeting was a success and allowed sufficient time for discussion, thanks to the quality of the papers and their executive summaries and to the chairing.

C Shaw and L Moody explained the rationale for the self-assessment gradings and the plans to address areas for improvement and summarised the key performance indicator metrics for the Autumn term.

Governors commended the staff for both the strength of the self-assessment, and for the care and commitment given to deliver the best possible experience and opportunities for our students.

The CEO noted that we expect to be inspected in 2024 and outlined how the college is preparing for this. Governors queried how Ofsted inspections differ for a FE College compared to a Sixth Form or school. The CEO, as a trained Ofsted inspector, answered this.

6.1.1 Self-Assessment Report 2022/23

Governors received and **approved** the Self-Assessment Report which was scrutinised by the EEG Educational Excellence Committee.

6.1.2 Safeguarding Termly Report

Governors received and **noted** the termly report which was scrutinised by the EEG Educational Excellence Committee.

J Wakelam, as Governor Lead for Safeguarding, fed back that safeguarding arrangements remain strong and truly benefit our students; and noted the rising trend of eating disorders and mental health.

6.2. **HE Educational Excellence Committee Overview**

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

The Committee considered the Terms of Reference and Skillset required by the Committee, the Risk Register Extract, student numbers for 2023/24 and applications for the year ahead, key performance indicators to monitor student progress and experience so far in 2023/24, and updates regarding student experience and student voice, and to the Access and Participation Plan. The Committee reviewed the intended 2024-25 curriculum offer and received assurance regarding continuing compliance with Office for Students requirements. The Committee also reviewed and recommends the 2022/23 Self-Evaluation Document.

C Higgins, as Committee Chair, noted that this term we had an immersion visit from Office for Students colleagues and an institutional visit from UEA (our HE validation partners) and E Lees summarised the feedback from these visits.

C Higgins commended the strength of the Self-Evaluation Document and the associated action plan; and the work of the University Studies team to continue to improve reporting and to further engage and embed student voice.

C Higgins noted that this year's recruitment has been below the budget assumption and noted this seems to be as a result of a significant drop in HNC and HND.

Governors queried how the Self-Evaluation Document fits within the regulatory requirements of the Office for Students. E Lees answered this.

6.2.1 Self-Evaluation Document 2022/23

Governors received and **approved** the Self-Evaluation Document which was scrutinised by the HE Educational Excellence Committee.

6.3. **EEG Resources Committee Overview**

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

The Committee considered the Terms of Reference and Skillset required by the Committee and the Risk Register Extract. The Committee also received updates on People (including key performance indicators for HR and wellbeing), Compliance (including the termly Health and Safety Report), Virtual Infrastructure (including a Data, Systems and Processes update and IT update) and Physical Infrastructure (including Estates and Property update and a Sustainability update).

Governors discussed the feedback that staff would like a greater onsite presence. The CPO explained how the HR and wellbeing team operate hybrid to maximise their availability for staff, and Governors commended the support offered.

C Higgins, as Committee Chair, summarised the key information discussed at the first joint meeting of the Committee and commended the progress of the Executive in leading continuous improvements and progressing our sustainability strategy.

J Wakelam, as Governor Lead for Sustainability, commended the update on the Group's approach to sustainability and noted the need for a sustainability strategy with milestones. The CEO confirmed this is in development. Governors asked for a report on how sustainability is influencing the curriculum and on how student voice is involved in sustainability, to come to the EEG Educational Excellence Committee.

The CEO commended the work on the virtual infrastructure which has increased our security and resilience to cyber-attacks.

6.3.1 Health and Safety Termly Report

Governors received and **noted** the termly report which was scrutinised by the EEG Resources Committee.

C Higgins, as Governor Lead for Health and Safety, summarised the key points within the health and safety report.

E Lees and S Howard left the meeting at 3.50pm

6.4. 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 considered the Terms of Reference and Skillset required by the Committee, the Risk Register Extract and the management accounts and key performance indicators to monitor financial performance so far in 2023/24, including student enrolments for 2023/24 compared to budgetary assumptions and reviewed student applications for 2024/25 against planned targets and the bid register. The Committee reviewed and recommends the 2022/23 Year End Outturn, the Going Concern Report, the Annual Report and Financial Statements for 2022/23 and the Annual Report of value for money of Group services (inc. cost of services to and from SAT).

A Duffety, as Committee Chair, summarised the discussions of the Committee and the key information. A Duffety commended the college for its outstanding ESFA Financial Health Grade and thanked the Executive for their excellent reporting. A Duffety summarised the key performance indicators and financial challenges for 2023/24.

6.4.1 2022/23 Year-end Outturn Report

Governors received, considered and **noted** the 2022/23 Year-End Outturn report which was reviewed and recommended by the Finance Committee.

Governors commended the outstanding year-end outturn.

6.4.2 Going Concern Report

Governors received, considered and **approved** the Going Concern report which was reviewed and recommended by the Finance Committee.

6.4.3 Annual Group services Value for Money Report

Governors received, considered and **approved** the annual Value for Money report which was reviewed and recommended by the Finance Committee.

6.4.4 Annual Report and Financial Statements

Governors received, considered and **approved** the 2022/23 Annual Accounts which was reviewed and recommended by the Finance Committee.

Governors **agreed to delegate authority to the Chair and CEO** to sign and submit the Annual Accounts.

A Duffety noted this year's external audit process has been more challenging than previous years so the Audit and Risk Management Committee with the Finance Committee and Executive will review the lessons learnt and decide next steps.

6.5. 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 considered the Terms of Reference and Skillset required by the Committee, reviewed the Regularity Self-Assessment report, the findings reports of the internal auditors so far in 2023/24, and 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. The Committee also considered and recommend the Audit Committee's Annual Report, the Audited Accounts for 2022/23, the External Auditors Audit Findings Report for 2022/23 and the Internal Auditor's Annual Report for 2022/23. The Committee also scrutinised and recommends the Risk Register to ensure that pertinent risks were identified and that appropriate and effective mitigations were in place to minimise risk.

K Chapman, as Chair of the Committee, summarised the discussions of the Committee and commended the Finance team for their work preparing the autumn term reports.

K Chapman noted the high-level of assurance found from the Internal Audits and summarised the External Audit Findings and the evolution of the Risk Register to create 'Group risks'.

Governors queried what happens if the Internal Auditors do not have experience to provide assurance on specific areas. The Governance Professional and J Wakelam, as the then Vice Chair of the Audit and Risk Management Committee, explained how the experience of Internal Auditors is considered within the tendering process and how the college can (and has in the past) commission additional audits by specialists to provide additional assurance to the Corporation. Governors asked the Audit and Risk Management Committee to consider how/when to commission additional specialist audits.

A&RMC

6.5.1 Annual Report of the Audit Committee

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

6.5.2 Regularity Self-Assessment (RSAQ) Report

Governors received, considered and **approved** the report which was reviewed and recommended by the Audit and Risk Management Committee.

Governors **agreed to delegate authority to the CEO** to sign and submit the RSAQ.

6.5.3 Annual Report of the Internal Auditors

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

6.5.4 External Auditor's findings report

Governors received, considered and **noted** the External Auditor's findings report which was reviewed and recommended by the Audit and Risk Management Committee.

6.5.5 Risk Register

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

6.6 Nominations and Governance Overview

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 Committee considered the Terms of Reference and Skillset required by the Committee, reviewed the Constitution inc. Committee membership for 2023/24 and their EDI metrics and

skillset, along with the 2022/23 attendance data and reviewed and recommend the Training and Development plan for 2023/24. The Committee also reviewed and recommend the proposal to formalise annual governance recruitment windows in October and February, the updated governance documentation, and that the Corporation adopt the AoC's Code of Governance for English Colleges.

6.6.1 Membership

Governors **noted** the updated membership and the appointment of Jasmine Leeder as Student Governor for a 2-year term and that Jasmine and Lisa (OSFC Parent Committee member) join the joint Educational Excellence.

S Daley did not participate in the vote regarding her re-appointment

Governors **approved** the appointment of Roger Hetherington as a Governor for a 4-year term serving on the Audit and Risk Management Committee, HE Educational Excellence Committee and Resources Committee; and the reappointment of Sue Daley as a Governor for a further 3-year term.

6.6.2 Updated Governance Documentation and Training and Development Plan for 2023/24

Governors received, considered and **approved** the Training and Development plan for 2023/24 which was reviewed and recommended by the Nominations and Governance Committee.

Governors received, considered and **approved** the proposal to implement annual recruitment windows which was reviewed and recommended by the Nominations and Governance Committee.

Governors received, considered and **approved** the Instruments and Articles of Government which was reviewed and recommended by the Nominations and Governance Committee.

Governors received, considered and **approved** the 2023/24 Governance paper template which was reviewed and recommended by the Nominations and Governance Committee.

Governors received, considered and **approved** the 2023/24 Governance Handbook which was reviewed and recommended by the Nominations and Governance Committee.

Governors received, considered and **approved** the 2023/24 Standing Orders (which included the Appointment and term of office policy, the role descriptions for Chair of the Corporation, Vice Chair(s) of the Corporation, Governor, Student Governor, Staff Governor and Committee members, the Terms of Reference and Committee Skillsets for each Committee, and the Code of Conduct) which has been reviewed and recommended by the Nominations and Governance Committee.

6.6.3 Governance Code for 2023/24

Governors **agreed** to adopt the AoC Code of Good Governance for English College for the 2023/24 academic year.

6.6.4 Letters from Department for Education and FE Commissioner

Governors received and noted an Annual Strategic Conversations Letter from Kirsty Evans (Director of Regions and Providers, Department for Education), an Advanced British Standard Letter from Rt Hon Robert Halfon MP (Minister for Skills, Apprenticeships and Higher Education, Department for Education) and an Advanced British Standard Stakeholder engagement pack from Department for Education; and the FE Commissioners Termly Newsletter from Shelagh Legrave CBE DL (FE Commissioner).

6.6 **EEG Chair's Advisory Group Overview**

Governors received and considered the report provided which summarised the discussions at and recommendations of the EEG Advisory Group meetings in the Autumn Term.

The Advisory Group reviewed the draft papers prior to discussion by the joint Boards on 24 November 2023 and reviewed and recommends the Due Diligence Scope.

E D'Souza, as Chair of the Advisory Group, explained that the EEG Advisory Group will review the stage 3 due diligence for SENDAT and Exning prior discussion by the joint Boards; and offered the option for all governance members to get involved.

6.6.1 Due Diligence Scope

Governors received, considered and **approved** the Due Diligence Scope which was reviewed and recommended by the Chair's Advisory Group; subject to the addition of a Stage 5 for lessons learned.

Gov. Prof.

7. Any Other Business

7.1 Review of the meeting

The Governance Professional welcomed feedback from Governors on the efficacy of the meeting and Governors fed back that the papers were concise and effective, and noted the benefit of the first-hand feedback.

7.2 Opening of NCTC on 29 November 2023

Governors commended the Executive for the successful grand opening of the NCTC centre.

7.3 Governance dinner on 22 November 2023

Governors thanked the CEO for the social dinner at Edmunds.

7.4 Christmas wishes

Governors wished each other a happy Christmas and New Year.

The meeting closed at 4.44pm