

Minutes of the Corporation video-conference 22.2 held on Tuesday 13 December 2022
Meeting taken online and conducted by MS Teams due to inclement weather

Present: Gerry Bolton (interim Corporation Chair), Paul Andrew, Yolanda Botham (Principal), Alex Curnow, David Evans, Karen Everitt, Abby Futter, Rob Howes, Gemma Long, Hugo Macey, Lily-Kate McCormack, Jenny O’Hare, Alex Pryce, Sebastian Rasinger, and Ian Wilson

In attendance: Steve Dann (Vice Principal), and Charlotte Hemmins (Finance Director)

Clerk: Anne-Marie Diaper

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22.1.1 **Apologies for absence**
Apologies for absence were received from Sophie Harrison, Carole Moss and Alex Wong

22.1.2 **Declarations of Interest**
Gerry Bolton declared an interest in agenda item 6 and would be leaving the meeting at an appropriate point. Staff Governors, Karen Everitt and Abby Futter, declared an interest in agenda item 8.

22.1.3 **Request for any other business**
None

22.1.4 **Minutes of Board meeting 22.1 held on Tuesday 12 October 2022**
The minutes of the last meeting were approved by the Board as a true and accurate record of the meeting.

22.1.5 **Matters arising**
None

22.1.6 **Report from the Governance & Search committee, GSC22.1 15**
November 2022

Gerry Bolton left the room at 5.19pm and handed over the chair to the Vice Chair, Sebastian Rasinger

The GSC Chair led, and the minutes of the GSC22.1 meeting provided the written report. There were 5 items for approval and the GSC Chair also wished to update Corporation members on a number of other matters.

Corporation Chair appointment. The GSC Chair reported that Independent Governors had been invited to apply for this substantive role, following the resignation of Tony Humphrey, and the appointment of Gerry Bolton as interim Corporation Chair. Only one self-nomination

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had been received by the deadline, and the GSC had discussed the matter in full, and wished to recommend Gerry Bolton, as substantive Corporation Chair.

The Board unanimously confirmed its approval to appoint Gerry Bolton as Corporation Chair. In line with existing appointment procedures, the arrangement would be reviewed in 12 months' time in the first instance.

Gerry Bolton returned to the meeting at 5.22pm, and he was informed of the Board's decision

The GSC Chair went onto brief the meeting about other matters discussed at the recent GSC meeting including governor training (including SFCA webinars and other resources) and the recent skills audit, the Governor review and development scheme, and the external governance review to be completed before July 2024. In connection with Governor recruitment, the committee had commented about the excellent skills on the Board. EDI statistics had improved greatly but there were still some areas upon which the committee and Clerk were focussing affirmative action.

Corporation Vice Chair appointment. The Board noted the period of nomination for the second Corporation Vice Chair role, set by the Clerk. By the deadline set, Independent Governor Hugo Macey had expressed his interest in being appointed to the role. The GSC had discussed this and wished to recommend his appointment.

The Board approved Independent Governor Hugo Macey as Corporation Vice Chair. In line with normal procedures, this would be reviewed in 12 months' time in the first instance.

Governor re-appointment. The GSC had discussed the re-appointment of Independent Governor, Jenny O'Hare, whose role on the Standards committee was key; she was coming to the end of her first term of office. The committee wished to recommend Board approval of a second term of office for this valued Corporation member.

The Board approved the appointment of Independent Governor, Jenny O'Hare for a second term of office of 4 years, until 18 March 2027.

Remuneration committee (RC) Chair role. The GSC drew the Board's attention to the detailed discussion and decisions made about RC membership set out in the GSC22.1 minutes. In line with the standing orders, the Board was asked to approve the appointment of the RC Chair.

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Independent Governor, Hugo Macey, was already an RC member. The committee asked the Board to note the suggested membership of the RC and approve his appointment as RC Chair with immediate effect.

The Board confirmed that it was content to follow the GSC's advice and agreed the appointment of Hugo Macey as Remuneration committee Chair.

Governor visits protocol/policy. The Board was asked to consider the annual review of this policy. **With only minor amendments shown as tracked changes, the Board approved the policy.**

Governors who had undertaken visits had found them valuable and they encouraged others to undertake visits this year as part of their development.

22.1.7 Report from the Audit committee, AC22.1 9 November 2022

The AC Chair presented his report supported by the formal minutes. There were 3 items for approval, including the annual financial statements recommended by both the AC and the FRC.

Annual report of the AC for year ended July 2022. He reminded the Board of the key role for the AC to scrutinise assurance arrangements and frameworks of governance. The annual report for the AC covered the entirety of the work covered during the year.

With no comments or queries, the Board was content to approve the Audit committee annual report for the year ended July 2022.

Re-appointment of the Financial Statements Auditor (FSA). The AC and the senior management team had been content with the annual external/financial statements audit and wished to recommend Buzzacott as FSA for a further year within their existing 5-year contract.

The Board approved the appointment of Buzzacott as financial statements auditor for a further year.

Draft financial statements for 2021/22. The AC Chair advised that the financial statements audit had gone well and drew the Board's attention to the audit completion report that had been included in the Board papers. The AC role was to recommend approval of the statements based on the narrative set out, with the FRC recommending approval of the numbers. The annual external audit had found no significant regularity or control issues and the FSA had confirmed a clean audit.

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The Finance Director drew the Board's attention to a new post balance sheet disclosure shown in the financial statements about the ONS review to reclassify GFE and sixth form Colleges as public sector organisations. This had taken immediate effect.

22.1.8 Report from the Finance & Resources committee, FRC22.1 16 November 2022

Another Governor reported on behalf of the FRC Chair who was absent. It was reported that there were 5 items for Board approval and these were set out in the written FRC report.

Draft financial statements for 2021/22. The FRC was also pleased to see a clean audit completion report and having scrutinised the figures in the statements wished to recommend Board approval.

On Audit committee and Finance & Resources committee recommendation, the Board unanimously approved the College financial statements for 2021/22.

Support staff pay award. Articulated by the Finance Director but included in the written paper was the detail of the pay recommendation for support staff as agreed by the Unions nationally. The Board's attention was drawn to a reopening clause that meant if teachers agree a higher pay settlement nationally, it is possible that the matter would need to be reopened for further discussion at College. The College had budgeted for a 3% pay award for this year but it was possible to cover up to 5% from contingency funds. Should pay need to be discussed again under the reopening clause, then the Board would be asked to consider the matter again. Subject to that the Board was asked to consider approval.

The Board approved the support staff pay award as follows:

"With effect from 1st September 2022:

- **An increase of between 5% and 7.7% on the NJC pay spine (see joint circular and pay spine)**
- **This provides at least a 5% across the board increase for all support staff on the NJC pay spine**
- **Support Staff Standards Payment (SSSP) to increase to £390 per annum**

This agreement includes the cost of additional increases to the lowest pay points to take account of the Low Pay Commission's projected

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increase to £10.32 to the statutory minimum wage from April 2023. The total cost of this agreement will vary within colleges, depending on the distribution of support staff, but should be no more than 5.48% on the support staff pay bill.”

Grievance policy. The FRC had carefully considered this policy which provided clearer guidance and structure. **With no discussion the Board approved the Grievance policy.**

Pay policy. The Board’s attention was drawn to a small change of revised text in section 3.4 of the policy from that shown on the portal (amended due to a grammatical point). A Governor asked about a clause to do with industrial action and if it was included in another policy, as it was not shown in this one. The Principal commented that that clause may be in the SFCA terms and conditions or handbook, but she would raise it with the HR Manager.

Subject to the points raised, the Board approved the Pay policy.

Tuition Fees policy. The main changes to the policy shown as tracked changes were outlined. **With no further discussion, the Board approved the Tuition Fees policy for a further year.**

The FRC report also touched on property and the new build (with handover now timed for the summer), the HR audit that had occurred, the College’s financial health letter, management accounts and energy costs.

22.1.9 Report from Standards committee, STC22.2 1 December 2022

The STC Chair verbally reported from the meeting held on 1 December 2022. She ran through other matters discussed at the committee meeting other than the approval items: Safeguarding report, Complaints, Summary data, and in-year progress from internal assessments, learning reviews and walks. KA5 was reviewed and as expected, and concern teams had now been renamed ‘review teams’.

Safeguarding and Child Protection policy. The STC Chair presented this for Board approval. The policy showed changes to terminology suggested, included changes in the safeguarding team, and some Covid specific guidance had been removed.

Without further discussion, the Board approved the Safeguarding and Child Protection policy.

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College SAR and KPIs for Quality Improvement Plan (QIP). This was presented for approval. The STC Chair outlined that the various uses and purposes of the SAR, to include Ofsted. The document presented strengths and areas for improvement feeding into the QIP, and set out an overall judgement (in Ofsted terms) of 'good'. The committee had spent much time reviewing the documents and felt that the evidence set out in the SAR adequately supported the judgements. The SAR had included positive changes from last year's SAR, including an increase in focus on progression and more strategic analysis of destinations. The committee had considered, discussed and was supportive of the targets, and changes to the proposed KPIs. She paused for comments and questions.

A Governor wished to congratulate the authors of this year's SAR which was significantly improved. Governors commented that the outcomes analysis was sophisticated and was very well aligned with the College performance reported in the October 2022 Board meeting. The QIP outlined reassuring actions against the areas for improvement identified in the SAR.

The Board approved the SAR for 2021/22 and the KPIs for the QIP.

22.1.10

Strategic Plan 2022/25

The Principal reported that a number of colleagues had fed back on the draft plan, and operational plan, and which was now presented for Board approval. It had continued to be updated with more detail on planning assumptions and enhanced pedagogy, since the last iteration and changes were marked with yellow highlighter. Carbon literacy was included across all strategic objectives, and there were amplified references to governance in places. She paused for comments. A Governor commented that he appreciated the amendments to the strategic plan and it was helpful to see the operational plan setting out the actions supporting the strategic plan.

The 8 February strategy and training day would be an opportunity to touch on some of the strategic matters affecting the College. The Corporation Chair commented that there were many unknowns facing the College over the forthcoming years and the plan would remain dynamic and would be revised and updated accordingly.

The Board confirmed its wish to approve the College Strategic plan for 2022/25.

22.1.11

Principal's update

The Principal spoke to her written update. It included enrolment numbers for 2022/23, something on the Chancellors statement (words

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about skills but with money allocated to schools), a visit from DfE officials, industrial action, environmental issues/benefits to/on site, and the increased number of Oxbridge applications/interviews from LRSFC.

She touched on the February Governors' strategy/training day where there would be an opportunity to focus on how various policies, such as the outcome of the ONS review/reclassification of Colleges, would impact on LRSFC's strategic future. The detailed implications of the ONS review were not clear at this stage, and the outcome of other local strategic developments would likely transpire during the coming weeks.

There were many external developments but Governors and senior managers agreed that the success story of LRSFC meant that College need not feel threatened.

22.1.12 **Governance self-assessment 2021/22 and improvement planning for 2022/23**

The Chair advised that the work done by committees to produce a SAR had just been concluded and this would lead not simply to a governance improvement plan but would feed into the planning for the external review of governance to be taken forward (led by the GSC) later in the academic year.

22.1.13 **Any other business**

None.

22.1.14 **Date of next meetings**

Governors' strategy/training day: Wednesday 8 February 2023, 12noon at the Moller Institute, part of Churchill College.

Board 22.3 Tuesday 14 March 2023, 5pm