

Minutes of the Board meeting 23.3 held on Tuesday 12 March 2024

Room A203, Long Road Sixth Form College, Cambridge

Present: Gerry Bolton (Corporation Chair), Yolanda Botham (Principal), Gary Bourton, Chris Cope, Alex Curnow, Abby Futter, Sophie Harrison, Rob Howes, Gemma Long, Hugo Macey, Lily-Kate McCormack, Jenny O'Hare, Alex Pryce, Gavin Sheffield and Alex Wong

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

Clerk: Anne-Marie Diaper

Ref	Actions:
23.3.1	Apologies for absence Apologies were received from Abby Futter and David Evans. Two Corporation members, Ishan Cader and Sebastian Rasinger, dialled in by video conference, for part of the meeting.
23.3.2	Declarations of Interest The senior post holders and Clerk to the Corporation declared an interest in the academisation matters on the agenda.
23.3.3	Request for any other business None.
23.3.4	Minutes of last Board meeting The minutes of the 23.2 Board meeting held on Tuesday 12 December 2023 were approved with no amendments as a true and accurate record of the meeting.
23.3.5	Matters arising
23.3.6	Board appointments and approvals <u>Governor re-appointment.</u> The GSC Chair reported, from recent meetings of the GSC, where the re-appointment of Gerry Bolton as Independent Governor had been discussed. The Corporation agreed that with the strategic project in progress, stability was welcomed in the membership of the Corporation at the present time, and unanimously agreed to support the GSC's recommendation for reappointment of the Governor for a further term. The Board noted that any strategic decision that might occur before the end of the academic year, about the College's strategic future, would override decisions taken at this meeting about any Corporation terms of office.

The Board approved Gerry Bolton, as Independent Governor (Corporation Chair) for a second term of office of 4 years, to May 2028.

Draft 2024/25 Corporation meeting dates. The Corporation noted the draft schedule of meeting dates for 2024/25, drafted by the Clerk; these were for the College in current legal form. It was noted that decisions during the year made as part of the current strategic project could influence meetings held during 2024/25.

23.3.7 Report from Finance & Resources committee meeting FRC23.2 held on Thursday 1 February 2024

The FRC Chair reported from the most recent meeting. She drew the Board's attention to the few standard items discussed by the committee. The draft FRC23.2 minutes provided a written report. There were no approval items.

It was noted that Alex Curnow had volunteered to become the deputy FRC Chair. The Finance Director at the meeting had provided an update on estate and property, including on health and safety, and the committee had had a discussion around CIF bids, including for new hot water system, the size of the jobs and the possible cost. The committee had scrutinised the usual set of management accounts (from December 2023). Other matters also discussed included financial contingency, maintaining the College's financial health rating, factors affecting the financial forecast, risks, and financial consolidation as part of the MAT application.

Staff survey and data had been presented to the committee which had led to a discussion about the staff element of strategic plans.

A member of the committee touched on funding rates and the prudent approach College was continuing to take. The Finance Director referred to the allocation increase in the national base rate of 1.9%, equivalent to the schools sector.

23.3.8 Report from the Governance & Search committee meeting GSC23.2 held on Wednesday 28 February 2024

The GSC Chair reported from the recent meeting. The draft GSC23.2 minutes provided a written report. There was one item recommended for Board approval, and a second for discussion. The GSC reported on some of the matters for information discussed by the committee.

Code of Conduct for Corporation members (18th edition) – for approval. The GSC had considered this and noting that some of the updates were minor and/or as a result of national policy changes, wished to recommend it for Board approval.

The Board approved the adoption of the 18th edition of the Code of Conduct for Corporation members.

External review of governance report 2023/24 – for discussion. The GSC Chair gave a comprehensive background leading to the resulting report on the external review of governance, the final report for which was circulated with the meeting papers. She reminded the Corporation about meetings that had been held with the reviewers, and questionnaires circulated, giving all Governors a chance to contribute. The committee had felt that the report was broadly positive, but contained a few rather ‘prescribed’ recommendations. The GSC had pondered in a high-level way the importance of some of the recommendations to the wider Corporation. A Governor commented that whilst the report was interesting, she found it hard to understand from the report what ‘good governance’ should look like. The Board discussed ways of comparing governance with other Colleges. One Governor found himself puzzled by the report with its main recommendation focussing on the student experience, and teaching and learning, as well as on the strategic.

The Corporation agreed that it would be helpful to consider the report’s recommendations in further detail. A Governor asked that the GSC might consider the recommendations and weight them, adding suggested outcomes, for a sixth form College, and for a MAT. **GSC Chair**

The Board noted that it was a minimum requirement to report which provider carried out the external review and when the work was carried out, in the Corporation’s annual report.

23.3.9 Report from the Standards committee meeting STC23.3 held on 29 February 2024

The STC Chair reported from the most recent meeting. The draft STC23.3 minutes had been made available as background. There were no approval items. The STC Chair updated the board that Alex Pryce had volunteered to become deputy STC Chair. The committee had considered a few annual reports, on EDI (inc student, staff and governor data), on Safeguarding, complaints, and progression. The committee had considered in-year progress, with an update on maths, and attendance was a particular focus. She reported this had been a positive meeting with progress in many areas.

Governors wished to discuss safeguarding matters, and touched on definitions, thresholds, categories of safeguarding concerns, links to Covid impact and exam anxiety. With a short discussion about a new

post advertised at a senior level, the Board thanked the STC Chair for a helpful insight.

23.3.10 Principal's report, including College operating plan 2023/24 and update on progress against KPIs

The Principal presented her written paper which included a summary against the College operating plan, including KPIs. Board level scrutiny of student progress was tricky to present, but a good proxy was student attendance. The College leadership team discussed this and other matters weekly, at a granular level.

The Principal touched on applications for the September 2024 entry which were tracked by school. She updated the Board on the fund secured for virtual reality (VR) sets (which had also been shown at the February Governor training/strategy day) useful in many ways to support students on their journey. Governors discussed other uses of VR, and then AI and its threats/opportunities.

There was a brief discussion about student numbers and ways to increase capacity through staffing and infrastructure (noting that funding is extremely constrained). The College was pleased with the benefit from the 8 additional classrooms provided through the new build which had alleviated some space pressure.

23.3.11 AWG report and strategic project discussion

- *MAT DfE outcome*
- *Project plan and update on formal deadlines*
- *Update from shadow MAT Board 23 February 2024*
- *Due diligence update*

The Board had received a written update. The Board was pleased to note that following the recent regional meeting, 'The Sixth Form College MAT' application had been approved by the Regional Director.

The Principal reported that the Regional Director's Advisory Board had considered the application an 'exciting proposal'. Academy Orders had now been signed by the regional director on behalf of the Secretary of State for Education (copies were circulated with the papers) but the language used in the correspondence received by the College, including a letter sent to the County Council (referring to 'schools') had been deemed inappropriate by lawyers who had suggested new documents and clarity would be required. DfE support had been allocated (a delivery officer) and the Colleges would now need to apply for conversion funding. Documentation from DfE showing critical timelines were out of date but it was hoped that forthcoming meetings with officials would provide further clarity.

The Corporation Chair reported that the shadow MAT Board had held its first meeting on 23 February 2024, which had resulted in the MAT 'Chair elect' and 'Vice Chair elect' appointments. These were 'independent' Trustee positions on the MAT Board, with those postholders not permitted to sit on the local governing bodies of the Colleges within the MAT. The Chair reported on the recruitment of the members, and HR processes for the key roles in the MAT (to be covered in more detail in the confidential session) around which legal advice had been secured. He reported that the next shadow Board meeting would be held on 18 March 2024.

The Corporation Vice Chair (HM) reported on the timeline for due diligence supported by the Finance Director who had been working on the process. Following a robust selection process overseen by the academisation working group, she reported that Mazars had been appointed to do the financial due diligence, and Stone King the legal due diligence. Both MAT partners had signed off those appointments, and the work had now commenced, with an indicative timeframe of about 8 weeks, after which both firms will present the outcome to the existing SFC boards. It was noted that LRSFC had an 8 May strategy day and a 14 May Board meeting already in its diary.

It was noted that the statutory notice of intended dissolution would need to be published 4 months before the establishment date (in this case 1 September 2024). Public consultation would need to be a minimum of 4 weeks. With the press notice planned for 17 April this would also signal the start of the period of public consultation. Both Colleges would need to resolve on a notice of dissolution at the right time, following the conclusion of due diligence. The Board briefly discussed the possible timeframe for this. The Board noted that the 14 May Board could receive an update on public consultation but not formally resolve to dissolve then, even if due diligence reports had been received, as the period of public consultation would not close until 17 May 2023. At the end of the statutory period of public consultation (ie. 17 May) a summary of the responses must be published, and this was to be done within two months of the dissolution date.

The meeting noted that it would be necessary to clarify with the DfE their timelines, because of rules around the timing for the issuing of the funding agreement. The high-level project plan and timetable would need to be updated.

The Board noted the interplay with the dates, workstreams and statutory requirements for creating a MAT and approved that the

notice of intended dissolution be published in the national and local press on the date agreed (17 April), ie. before due diligence was complete.

A date would need to be found for the LRSFC to make final decisions whether, or not, to dissolve, and co-create a MAT after public consultation and once formal due diligence had concluded.

A Governor, noting the tight timeframe, asked if it was sensible to identify a fall-back mid-year date for establishment (so perhaps 1 November). The Board agreed this was not optimal. The project partner had also committed to the date of 1 September 2024.

23.3.12 Any other business

None.

23.3.13 Date of next meeting

The meeting was reminded that there was a Governor strategy/training day on Wednesday 8 May 2024. **The next Board meeting 23.4 was scheduled for Tuesday 14 May 2024.** The meeting closed at 6.51pm. Staff Governors and students Governors left, and all senior management left, including the Clerk.