

Minutes of the Corporation meeting 22.5 held on Tuesday 11 July 2023

Room A203, Long Road SFC, Cambridge

Present: Gerry Bolton (Corporation Chair), Paul Andrew, Gary Bourton, Yolanda Botham (Principal), Ishan Cader, Chris Cope, Alex Curnow, Abby Futter, Sophie Harrison, Rob Howes, Gemma Long, Hugo Macey, Lily-Kate McCormack, Jenny O'Hare, Sebastian Rasinger, and Ian Wilson

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

Clerk: Anne-Marie Diaper

Ref	Actions:
22.5.1	Apologies for absence Apologies for absence were received from David Evans, Carole Moss, Alex Pryce, and Alex Wong.
22.5.2	Declarations of Interest None
22.5.3	Minutes of the Board meeting 22.4 held on Tuesday 16 May 2023 With no amendments, the minutes of the last meeting were approved by the Board as a true and accurate record of the meeting.
22.5.4	Matters arising from the minutes not covered elsewhere on the agenda None.
22.5.5	Report from the Finance & Resources committee <i>FRC22.4 Monday 12 June 2023.</i> The FRC Chair spoke to her written report. There were a number of approval items.

Lily-Kate McCormack joined the meeting at 5.12pm

She reported from the recent FRC meeting focussing on the property update, including the new build, strategic property plans, health and safety, and then capital works planned during the summer. The HR report heard by the committee had focussed on staff development and recruitment and retention, overall supporting College strategy.

The committee had reviewed its allocated risks, had approved its Terms of Reference for 2023/24, and had reviewed the governance improvement plan as usual.

A Governor asked a question about vacancies and the impact on students. The Principal advised that College was not carrying teaching vacancies, mainly those of support staff. Another Governor recognised

Ref**Actions:**

the recruitment and retention challenges and would report to the SFCA council on these matters. The College offered benefits to staff through flexible/home working and other measures, but Governors noted the Cambridge labour market remained very competitive.

Annual budget for 2023/24 including capital budget allocation. The FRC Chair gave an overview of the month 9 accounts. With a 5% inflation assumption and a pay award assumption (not yet finalised) but no contingency, next year would present a financial challenge. Overall the FRC felt the budget for 2023/24 presented a reflective balanced plan achievable with close monitoring.

The Finance Director responded to Governors' queries on individual budget lines.

With no further queries, the Corporation approved the annual budget for 2023/24 including capital allocation as presented.

Three-year financial forecast. The FRC Chair reported that the financial forecast, mirroring the annual budget, would require an amount of savings in years 2 and 3 to deliver the budget, with no contingency. There were a number of external inflation factors and mitigations, and the financial forecast did not take account of any strategic change. She reported that the FRC would continue to monitor the financial situation. A Governor raised a question about the pay award allocation. It was noted that inflation would be likely to affect affordability of large pay awards going forward. With constant horizon scanning, and close monitoring, discussions would be brought back to Board, if necessary. The Principal commented that without strategic change or without increased government funding then both large pay awards and high inflation will be likely to impact on College finances.

With no further discussion the Corporation approved the three-year financial forecast.

Health & Safety policy. The FRC had considered the updated policy during its meeting and wished to recommend Board approval.

With no comments, the Board approved the Health & Safety policy as presented.

Financial support policy. The FRC had considered the updated policy. The FRC Chair spoke to the updates and benefits of the policy and wished to recommend Board approval.

Ref

Actions:

With no further discussion, the Board approved the financial support policy for 2023/24.

22.5.6 Report from Governance & Search committee

GSC22.4 Tuesday 13 June 2023. The GSC Chair reported. She advised that there was one approval item. The committee had reflected on Board composition at the time of the meeting and had discussed the possibility of some Governors serving on more than one committee to cover all committee vacancies, and to support quoracy. Governors should contact the Clerk in the first instance with expressions of interest.

**Independent
Governors**

Appointment of external governance review provider for 2023/24. The GSC Chair reported that the committee had over a number of months discussed/planned the impending requirement for an external review of governance. The committee had considered a number of firms' expertise and offer in the area of governance reviews, and the possible cost. The committee wished to recommend the appointment of Stone King for the review to be carried out in 2023/24. Stone King's detailed proposal was included with the papers for all Corporation members to read.

The Board touched on the strategic MAT project in hand and the benefits of the review to the project, discussed the relevance and reputation of the firm suggested (as opposed to offers from other providers), the framework that this particular firm would work within, costs/value for money likely to be gleaned, and the likely timeframe for the review. Stone King was well known in the sector and the College itself had made use of that firm's services for other purposes.

On committee recommendation, the Board approved the appointment of Stone King as provider for the external review of governance, to take place in 2023/24.

22.5.7 Report from Audit committee

AC22.3 Wednesday 13 June 2023. The AC Chair reported. He reminded the Board of the AC's statutory role. He touched on matters covered in the meeting (the minutes were provided as background) including existing risks, and new risks including AI. The AC had approved the financial regulations. The recent meeting had taken the external audit plan for next year. He reported that the AC had found this useful and that the usual resulting report this would come back in the autumn term. Touched on the matters covered by the meeting including risk and AI.

GDPR/Data Protection policy. The AC had reviewed the policy that included no material amendments, and wished to recommend it for Board approval.

With no further questions, the Board approved the GDPR/DP policy.

22.5.8 Report from Standards committee

STC22.5 Thursday 7 July 2022. The update from the STC Chair was verbal as the meeting had only occurred less than a week before the Board meeting. She reported that exams seemed to have gone well, with good attendance, despite a natural level of exam anxiety. Access arrangements had been well communicated to students. The STC had received reports that there was now greater capacity in the student welfare team. Internal assessments were reviewed by the committee and the data was cut in different ways including gender, students with EHCPs, and by subjects. The committee had reviewed data retention and attendance, wellbeing and safeguarding including the helpline, and student voice feedback on the helpline.

Governors asked questions about:

- How the College was raising awareness about the helpline, about how the helpline worked, and about approaches to encourage male students to ask for help where needed
- Attendance, and the VP spoke about the Six Dimensions report
- Progression in students from different socio-economic backgrounds
- Refugees and asylum seekers, and the resettlement scheme.

Complaints policy. The committee had reviewed this and had suggested a few small amendments. The policy now contained the new mission vision and values, and other minor changes. The committee wished to recommend the policy for Board approval.

Without any further discussion, the Board approved the updated Complaints Policy.

22.5.9 Board annual activities

The Clerk presented her written papers.

Instrument & Articles of Government. The draft updated I&As contained a small amendment, shown by track changes, that had arisen from a recent instruction from the Department for Education.

With no questions, the Board approved the Instrument & Articles of Government for 2023/24.

Standing Orders, to include committees' Terms of Reference. The annual review of the Standing Orders (SOs) had taken place and amendments

Ref**Actions:**

were shown by track changes. Terms of Reference had been reviewed by the respective committees.

With no questions, the Corporation approved the Standing Orders for 2023/24.

Final Corporation meeting schedule of 2023/24. The Clerk reported that the meeting schedule had not been amended since the Board had reviewed a draft in March 2023. Governors were asked to put the dates in their diaries and notify the Clerk as soon as possible if they were unable to attend any meeting. It was possible that an additional Board meeting would be required in November 2023 to consider the matter of academisation. The Clerk would be in touch at a later date about this.

The Board approved its meeting schedule for 2023/24.

Corporation Cycle of Business 2023/24. For information only. Pre-meetings would continue to plan/drive the work plan for individual committees and the Board and the business plan would need to remain dynamic to national and local conditions throughout the year. The Board noted this.

22.5.10 Strategic update from AWG

The Vice Chair updated the Board on progress with the academisation process. He advised that matters were looking positive and were at a formative stage. Meetings between the Corporation Chair, Vice Chair and Principal were ongoing, but the wider Academisation Working Group (AWG) would be meeting at the appropriate time. Key messages included:

- 1 College employees had now been informed. The staff meeting had gone well, and questions had been put forward as expected
- 2 The academisation project would take up some management time, and Governors needed to be mindful of this distraction to the College leaders
- 3 The AWG would establish a dedicated risk register
- 4 The Principal's paper had included options of co-founding a Post-16 MAT or joining another MAT
- 5 When the substantive AWG work starts, other members of Corporation may be asked as needed to join discussions to develop particular workstreams, such as the scheme of delegation
- 6 All partners in the MAT project would be likely to be announced publicly later in the first term of 2023/24.

Governors were encouraged to speak to Corporation Vice Chair, Hugo Macey, with any burning question or concern about the project.

Ref**Actions:**

The Principal added that there was no pressing decision required at the time of this meeting. The MAT application would need to be approved later in the calendar year for submission in December 2023. This was a year-long project, with strategic partners with a similar inclusive sixth form provision, likely to conclude in September 2024. The Principal outlined the necessary steps in the process, including due diligence and data sharing. One law firm had been approached and asked to provide early advice and project management.

A Governor asked a question about failing MATs. The Principal responded that it was important that the mission and vision was clear for a new MAT and that enquiries from stakeholders are handled openly and honestly. Another Governor asked about the other partners' status and general consensus about the project, which the Principal added was similar to that of LRSFC. The Vice Chair added that most important was culture, and alignment, and the MAT scheme of delegation would give some assurance to the governance arrangements.

In terms of communicating with or to staff, a Governor suggested a short written communication might be appropriate. The Principal commented that a written briefing for all stakeholders would indeed be appropriate at the right time. It was important that discussions about the project should include philosophy vs reality of the new vision of the MAT and how it would operate. Governors agreed that viewing any MAT project through the lens of a failing MAT would be a flawed approach.

Meetings in October and November will support a collective agreement to the model so that Governors can help communicate effectively to stakeholders. In terms of managing risks, it was important to keep the momentum, and the autumn term will be crucial period for this.

22.5.11 Principal's report

The Principal presented her written paper. She touched on pay and the recent related government reports. Unions were balloting for further industrial action and the College was unlikely to know the impact of the industrial action on the September 2023 student intake until the early part of the next academic year.

Open evenings had attracted over 300 more prospective students this year than last year with an overall 70% attendance. September 2024 would reveal the conversion rate. Her report covered the successful Turing trip to Denmark, and she reported that further funding had been secured for a trip to Singapore. On careers/employability, it was planned for the College lead to engage with the Board in December 2023.

Ref**Actions:****22.5.12 Corporation final governance improvement plan (GIP) update of 2022/23**

The Clerk presented an end of year update on the procedural actions set out in the governance improvement plan. She reminded Governors that the committee Chairs would turn those actions into impacts for the governance self-assessment in the summer.

22.5.13 Any other business

None

22.5.14 Date of next meeting (2023/24)

23.1 Tuesday 10 October 2023. The meeting closed at 7.07pm.