

## DRAFT



### BOARD OF GOVERNORS

#### MINUTES OF THE MEETING OF GOVERNORS HELD ON THURSDAY 20 JUNE 2024

**MEETING COMMENCED:** 5.00 pm  
**MEETING ENDED:** 6.40 pm

**PRESENT:** Derek Randall (Chair), Andy Berry (AB), Helen Stapleton (HS), Nick Skyrme (NS), Beverley Hawkins (BH), Sam Harris-Roberts (SHR), Jayne Woodland (JW), Denys Rayner (DRa), Alan Hunt (AH), Mike Westlake (MW) (from 5.23 pm) (via Teams), John Jenkins (JJ) (via Teams), (HE Student Governor), Lyndon Brett (LB), (from 5.29 pm), David Taylor (DT), Mark Cox (MC), Leanne Mills (LM)

**IN ATTENDANCE:** Marcus Holder (MH), Louise Rowley (LR) and Katy Hockings (note taker)

#### **G.04.53.24 WELCOME AND APOLOGIES FOR ABSENCE**

DR welcomed everyone to the meeting.

DR formally acknowledged that AB had received a CBE in the King's Birthday Honours. The Board congratulated AB on this, and AB gave recognition to all of those within the College and within FE who support the worthwhile work in the education sector.

Apologies were received from Adam Collett, Ros Wyke, Mark Nettle and Aaron Greenwood.

#### **G.04.54.24 MINUTES OF THE MEETING HELD ON 21 MARCH 2024**

The minutes of the meeting held on 21 March 2024 were reviewed and agreed as a true and correct record of the meeting.

#### **G.04.55.24 DECLARATIONS OF INTERESTS**

There were no declarations of interest in respect of the meeting.

#### **G.04.56.24 MATTERS ARISING**

Accountability Agreement – LR presented the final draft of the 2024/25 document. This will be published to the College website by the end of June. LR reminded the Board that this is a statutory requirement to update and publish.

LR highlighted key changes to the document from the 2023/24 document, and asked for Board approval and invited questions and comments.

The Board approved the Accountability Agreement for 2024/25 subject to any feedback from the Board and that it be published as required.

Strode College Merger – AB confirmed that an initial expression of interest in merging with Strode College had been submitted by the College, in agreement with the Chair and Vice Chair on behalf of the Board.

Full support from the Board was sought to submit a full and detailed proposal for merging with Strode College. The Board approved this submission, which is due to be completed by 14 July. AB highlighted that it is likely if this moved forward this would form a group structure with Strode College retaining its own identity.

AB invited questions from the Board. DRa asked which other organisations would be submitting expressions of interest.

Once a full proposal is drafted, the Board will be reconvened in order to approve this prior to submission.

**ACTION: Board to convene to approve final submission before submission by 14 July 2024**

#### G.04.57.24

#### **BOARD AND COMMITTEE MEMBERSHIP INCLUDING CAMPUS BOARD UPDATE**

DR noted that DRa had put himself forward to succeed DR as Chair of the Board from 1 August 2024. The Board unanimously approved DRa appointment as Chair.

MH highlighted vacancies and Governors whose terms were coming up for renewal.

Vacancy for Vice-Chair will be appointed at the first meeting of the new academic year.

Governors are initially appointed on a four-year term, with a two-term maximum, unless special circumstances. A number of re-appointments are due, and approval from the Board was requested and given as follows:

MW appointment for a second term was approved by the Board.

LB appointment for a further term, due to specialist knowledge in estates and the property sector.

AH appointment for a further term, due to specialised knowledge in HE.

Link Governor for H&S and one for Climate Action vacancies to fill. MC volunteered for Climate Action. Request from other Board members to self nominate to the H&S vacancy.

**ACTION: Nominations required for H&S Link Governor vacancy**

Safeguarding Governor vacancy needing to be filled. LM will be taking on this role going forward. Board unanimously approved this appointment.

DT is retiring as a Governor, and thanks were given to his service to this Board and prior to that to the Board of Somerset College, and his particular work as Safeguarding Governor.

Thanks were officially recorded to DR for his service as a Governor and as Chair of the Board, and his retirement at the end of July 2024 were noted.

Committee Vacancies were reviewed and highlighted

FP&GP Chair and member vacancy – DRa to take over this role. Unanimously approved by the Board

Q&S member vacancy – LM expressed an interest in joining this Committee.

Audit Committee now has two vacancies with the move of DRa to Chair FP&GP Committee. Nominations invited.

**ACTION: Nominations to fill vacancies x 2 on Audit Committee**

DRa transfer to Chair of FP&GP to the Audit Committee to maintain independence and effective oversight of monitoring the financial statements, reviewing internal controls and managing risk.

SHR will continue as Staff Governor, despite moving from Bridgwater campus to Cannington as her main base. Articles were reviewed and no specific clause to prevent this, so unanimous agreement that SHR will complete the current term as Staff Governor.

JJ re-elected as SU President and so will continue as the HE Student Governor, and Sarah Shaw will join in the autumn as the FE Student Governor.

Campus Boards update – AB provided an update on plans for these. Further detailed information will be provided at the Self-Assessment meeting in the autumn term. The Board noted this.

**G.04.58.24**

**REGISTER OF INTERESTS**

Governors were requested to complete and return their annual register of interests declaration.

**ACTION: Complete and return register of interests forms**

**G.04.59.24**

**PRINCIPAL'S UPDATE**

AB noted the recent Star Awards event for staff which had been a huge success.

Pride of Somerset Youth Awards held in May at the McMillan Theatre, sponsored by the College. A wonderful event and thanks to all staff who supported the arrangements for this.

AB attended the College Alliance event in Cork in June; the College is part of Project Simplification, one of 8 colleges in the country selected to work on simplifying the funding of FE.

Nikki Sendell, SMT responsible for People, HE and Quality, will retire at the end of July. The Board officially recorded its thanks to NS for her contribution to the College.

Ofsted update provided; inspection likely early in the new academic year.

Curriculum Planning Residential event in early July for SMT, Heads of Department and Deputy Heads of Department to do further Ofsted planning.

Great South West meeting with regional Principals last week.  
College hosted a community event regarding the Agratas/Gravity Project.

AB going to China in July as part of the Agratas project work.  
MC asked whether any modelling has been done in light of the possibility of VAT on school fees. AB confirmed that with the lagged funding model, this would not have an impact in the next year, but is something which is being considered.

Likely that Petroc and Strode colleges will be looking at potential merger options (see item in matters arising).

The Board noted the Principal's Update.

#### **G.04.60.24**

#### **2023/24 UPDATE**

Curriculum Update – The update had been reviewed in detail by the Quality and Standards Committee and has been scrutinised.

No significant changes to curriculum planned for 2024/25 academic year. Removal of BTECs as planned and introduction of further T Levels. English and maths model being developed further, new platform Century is being developed further as part of this.

Noted that the International Baccalaureate programme has been withdrawn for new students from 2024/25. Second year students will continue for 2024/25. This is due to falling numbers of enrolments on this programme. Will continue to monitor whether it can be reintroduced in future academic years.

LR invited questions. HS asked for clarification on the format of teaching for English and maths. LM asked whether there is an option to link in with schools to look at predicting enrolments and resits on GCSE English and maths. Agreed to look into this further outside of the meeting. LR/JW/LM to take this forward.

The Board noted the update.

**ACTION: LM/LR to discuss further working with local schools as stated above**

Operating Plan 2023/24 Update – The operating plan for the current year had been updated by senior managers and submitted for review by the Board. LR highlighted key points within the document. There will be a final update to the Board in the new academic year once the current year is complete and results have been published later in the summer. The Board noted the update and current position.

Management Accounts to 30 April 2024 – The management accounts for the period to 30 April 2024 had been circulated prior to the meeting and MH provided an overview of key information and points within the document. MH highlighted that the FP&GP Committee had scrutinised these in detail at its recent meeting.

MH invited questions and comments.

The Board noted the management accounts as presented.

#### **G.04.61.24**

#### **2024/25 PLANNING**

Operating Plan 2024/25 – The draft operating plan for 2024/25 had been submitted by the senior management team for consideration by the Board, based on the current Strategic Plan for 2022-27. LR highlighted key points within the document and invited questions and comments. A final draft of the operating plan 2024/25 will be brought

to the first Board meeting of the new academic year. LR invited questions and comments. There were none.

Three year financial plan including Budget 2024/25 – MH highlighted key changes to the revised budget for 2024/25 and requested approval from the Board for this revised budget. MH invited questions and comments on the revised budget. NS highlighted the scrutiny by the FP&GP Committee on the plan and the budget for the next year, particularly relating to pay, pension contributions and possible pay increases during the coming year. AB gave a more detailed summary of the provisions within the budget with regard to these elements. CP highlighted income streams relating to the Gravity Project and the opportunities to bid in for funding for the current elements of this project. Agreed that MH, MT, SB and CP would take this forward. The Board approved the budget.

#### **G.04.62.24**

#### **POLICIES**

Financial Regulations – MH presented the changes to the financial regulations. These have been scrutinised in detail by FP&GP Committee and recommend their adoption. MH invited questions. There were none. The Board approved the updated Financial Regulations.

Procurement Standing Orders – MH presented the document which had not changed from last year. FP&GP Committee had reviewed these in detail and recommend their adoption. The Board approved these.

UCS Safeguarding Policy – It was noted that the UCS Safeguarding Policy had been reviewed by the Policy Review Group and the Office for Students require Board approval for this policy. There will be a further update to this policy in relation to Keeping Children Safe in Education, which has just been released by the Government.

DT highlighted that the new KCSIE does not provide as much detailed explanation of the key information on safeguarding and it was noted that there will be a safeguarding update for Governors provided early in the new academic year.

**ACTION: Safeguarding Update for Governors to be provided in the autumn term 2024.**

Sub-Contracting Policy – The policy had been scrutinised by the Policy Review Group and also the Quality and Standards Committee and AB highlighted key changes to the policy. AB requested questions and comments. AH highlighted that there was assurance that due diligence checks are undertaken as a standard practice. The Board approved the policy.

#### **G.04.63.24**

#### **SUBCONTRACTING**

Proposed 2024-25 Subcontractor List – The updated list had been reviewed and scrutinised by the Quality and Standards Committee and proposal to the Board to approve this list. Questions were invited from

the Board. The Board were given reassurance on the processes followed to appoint subcontractors. NS highlighted the percentage of subcontracting income against activity of the whole College activity and income is relatively low. This was noted by the Board. The subcontractor list was noted and approved subject to indicative budgets, the business case and the educational rationale aligned with the College's strategic outcomes that link to the 2024-25 Subcontract Partnership Policy being reviewed prior to approval.

ESFA Subcontracting Audit – The Board had received the audit for subcontracting which had been reviewed by the Quality and Standards Committee in detail. The Board noted the audit as presented.

**G.04.64.24**

**REPORT ON SUBSIDIARY AND ASSOCIATED COMPANIES**

BTC Corporate Services Limited Management Accounts to April 2024 – The management accounts had been scrutinised by the FP&GP Committee. There were no questions and the accounts were noted by the Board.

BTC Corporate Services Limited Budget 2024-25 – The Board noted the budget for BTC Corporate Services Ltd.

The Colleges' Partnership – The CEO of the Colleges' Partnership had provided a written report update on activity within the company. This report had been received and scrutinised by the FP&GP Committee at its recent meeting. The Board noted the update. AB noted that MH has been appointed to the Board of TCP and finance and payroll functions for TCP are now being managed by BTC. DRa asked about risk levels in relation to income given falling numbers of recruitment within the army. AB confirmed that there are still a high number of applicants within the army but there is a lag in the time to interview and make offers to applicants, which is currently being addressed so it is likely and possible that there may be an increase in apprentice numbers on TCP contracts. The Board noted the position.

**G.04.65.24**

**EXTERNAL BOARD REVIEW**

AB provided an update on the external board review which had been completed earlier in the year. There will be a full discussion and action plan presented to the September meeting of the Board. The Board noted the position.

**G.04.66.24**

**CAPITAL PROGRAMME AND ESTATES UPDATE**

MH highlighted the update which had been scrutinised by the Buildings Projects Committee in detail, and highlighted key points within the update. The Board noted the update.

**G.04.67.24**

**MEETING CALENDAR FOR 2024/25**

The calendar of meetings for 2024/25 had been circulated prior to the meeting and were noted.

**G.04.68.24**

**REPORTS OF THE FOLLOWING SUBCOMMITTEE MEETINGS**

Search Committee 24.04.2024 – The minutes had been circulated prior to the meeting and were ratified by the Board.

Buildings Projects Committee 14.05.2024 – The minutes had been circulated prior to the meeting and were ratified by the Board.

Health and Safety Committee 23.05.2024 – The minutes had been circulated prior to the meeting and were ratified by the Board.

Quality and Standards Committee 04.06.2024 – DT noted that he had been omitted from attending the meeting. This would be corrected. The minutes had been circulated prior to the meeting and were ratified by the Board.

Audit Committee 11.06.2024 – The minutes had been circulated prior to the meeting and were ratified by the Board.

Corporate Services Limited 12.06.2024 – The minutes had been circulated prior to the meeting and were ratified by the Board.

Finance, Personnel and General Purposes Committee 12.06.2024 - The minutes had been circulated prior to the meeting and were ratified by the Board.

**The meeting finished at 6.40 pm**

**ACTIONS**

<b>Item</b>	<b>Action by Whom and When</b>	<b>Update</b>	<b>Status</b>
Strode College possible merger	Board to meet for EGM to approve the EOI for merger	Meeting held on 10 July 2024	Complete
Nominations required for link Governors for Health and Safety and Equality, Diversity and Inclusion	Search and Governance Committee September 2024	On agenda 3 October	Complete
Nominations for 2 x vacancies on Audit Committee	Search and Governance Committee September 2024	On agenda 3 October	Complete
Complete and return Register of Interests	ALL		Completed
Discussion on further working with local schools	LR/LM	Meeting taken place and follow up being completed	Complete
Safeguarding Training Update for	KH, autumn term	Link to training has been sent out,	Ongoing

Governors		Governors asked to complete by end September, reminders being sent	
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