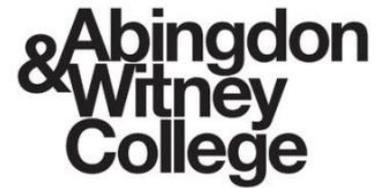


## Corporation Board Board



Minutes of the meeting held on Tuesday 22 March 2022 at 5pm  
Bicester Construction Skills Centre

### Board members:

Gavin Maitland-Smith (Chair)  
Jacqui Canton (Principal)  
Edward Collett (joined at 5.45)  
Fay Croft  
Howard Dodd  
Victoria Field  
Roger File  
Nick Handy  
Nicolas Pages  
Kathryn Schutterlin (joined at 5.35)  
David Walker  
Robert Weavers (online)  
Sam Wolfe (joined at 5.35)

### In attendance:

Laura Grainger (Clerk)  
Olivier Cognard (Vice Principal) (online)  
Mark Lay (Finance Director)  
Joanne Milsom (Vice Principal)

### Apologies:

Adam Mumford  
Sean Wellington  
Ali Kennedy  
Jenny Craig (Deputy Principal)

Governor questions are represented with bullet points, and management responses are in italics.

### 1 – Opening comments

Gavin Maitland-Smith (GMS) welcomed everyone to the Board meeting and explained that more time had been given to the strategy discussion on this agenda. Apologies had been received from Adam Mumford, Sean Wellington, Ali Kennedy and Jenny Craig. Edward Collett, Kathryn Schutterlin and Sam Wolfe would be arriving late. Robert Weavers and Olivier Cognard joined the meeting online.

No new declarations of interest were made.

Three items were added to any other business (see item 11).

### 2 – Minutes of previous meetings

Members approved the public minutes of the previous Board meeting held on 14 December 2021 as accurate and appropriate for signature.

### 3 – Matters arising, written resolutions and action points

The paper incorrectly stated that there hadn't been a written resolution. There had been an item, and this is attached at Appendix One to these minutes.

The Board noted the paper.

| Action  | By whom     | Deadline     |
|---|-------------|--------------|
| Attach written resolution to the minutes  | Clerk       | With minutes |
| Ensure future 'all governor' emails are sent CC not Bcc to enable responses                 | Clerk / all | Immediate    |
| CQS – Reinstate the SAR review workshop   | Clerk       | tbc          |
| FGP – Move approval of Subcontractor Annual Report from F&GP to Audit cycle of business     | Clerk       | tbc          |
| Equality – Examine equality of access to the Board (separate to diversity within the Board) | Clerk       | tbc          |

#### 4– Principal's update

Jacqui Canton (JCa) presented her strategic update paper and highlighted the following that there has been another RIDDOR since the report had been written: a student who tripped over a sleeping policeman and fractured their wrist.

JCa explained that whilst student recruitment is not where it should be, this is being managed.

An additional £180k worth of funding has been received from OxLep. The Board agreed to formally record their approval of this under Any Other Business – see section 11.

The Board asked to formally record their best wishes on John Revis' retirement.

- Are there any conditions to the £180k being received from OxLep, or changes to the specification of the project?  
*No conditions are attached or matched funding needed. Fundamentally, this is cost reduction for us.*
- What is happening with reporting of Covid cases at the college?  
*Relevant students are still testing twice a week, but we have very few students who are required to do this. Attendance is improving and we have been working hard to improve this since December. It is moving towards where we would expect it to be, and benchmarking shows it is above others.*
- When would you expect attendance to be back to normal levels?  
*As we get towards the end of the academic year, you shift from looking at attendance and move to looking at if they are making academic progress. Some students may not have been in college but have been working from home, so they have been learning.*
- How do we know if the tuition is at the right level given absentee rates?  
*Our quality processes haven't changed. There are still regular curriculum KQI meetings where individual student progress is discussed. There is still a multi-layered approach (at curriculum level and at support services level).*
- We heard that there are 18% of students that have been identified that you are worried about. What is happening with this?  
*Yes, that was from the round of KQI meetings that had just been completed prior to the CQS committee meeting and reflects the % of students not on track with their learning at that point. There are a range of interventions in place to ensure these students catch up and monitor this regularly and ensure they get enough support. For examples, we are doing mock exams next week as we are mindful that most of our current 16-19 cohort haven't ever sat formal exams so will need much more preparation this year. We have made different adjustments in different curriculum areas e.g. maths GCSE has recently started an online cohort.*
- Is attendance part of the ESFA requirements?  
*No, it isn't. What is part of the requirement is being on the register at the 6-week audit, and at the end of the year: but not the percentage attendance. But our priority is going through a transition to get students back to full-time education.*
- On the balanced scorecard, it states that staff turnover is in line with benchmarking: but do we conduct exit interviews to know reasons for staff leaving?  
*We encourage staff to do exit interviews, but some staff chose not to. To encourage staff to complete them, we have launched iTrent software which allows staff to do it after they have left. What the information we do have is showing is a mix of things such as people making decisions based on change of lifestyle. We are aware that pay is an issue and we are looking at this as part of our strategy.*
- The balanced scorecard shows that the number of HR case and sickness has been increasing. Are the HR cases related to covid issues?  
*Some of them are but, as always, it is a mix of different items. There has been a cluster around professional boundaries which we have been doing additional training on. We have been doing a lot of work with staff about our culture.*
- There is a comment in the report about student recruitment numbers being lower than hoped. We know you are controlling the 'bottom line', but we do still want to increase recruitment.  
*Yes – we know we need to do more marketing, but this isn't the only solution. We still need to do what is right for us and going through the strategy process will support this and help us identify who we want to be.*
- You say the AoC state more people are staying on at school, and that our enrolment is better than some of our peers. Why are the AoC saying they are staying at school?  
*Some of it is to do with students feeling it is safer to stay at school. It has also been even harder to get independent careers advice into schools over the last 2 years. It is widely accepted that some students have got higher results than expected and so they may have stayed to do something they might not have otherwise done.*

The Board noted the paper.

## 5 – Curriculum, Quality and Students

### 5.1 – Curriculum, Quality and Students committee update

Vicky Field (VF) introduced her report and highlighted the following:

Sian Cound, HoF for Service Industries, made a presentation on the work of School of Health and Education. Enrolments are on target; attendance at 90.5%, and retention over 97%. T-levels are going well. The facilities are impressive, including independent living flats as is their enrichment offer.

The British Values posters were discussed, particularly whether these could become College Values. The Principal said there was a need to review the separate College Values but they may be able to be integrated.

The DoE Keeping Children Safe in Education Consultation proposes that it becomes a requirement to carry out social media checks on job applicants.

VF also highlighted the need for another Governor to join the committee.

GMS thanked VF for her report and agreed it was acknowledged that we need more members on CQS to provide further scrutiny and challenge to SMT. David Walker said he would be happy to join the CQS committee as a non-specialist and the Board supported the idea. Additionally, Board members were asked to highlight if they felt they were on the wrong committee as this could be adjusted. The Board were reminded that every committee is open to them to attend, and that CQS is one of those where it would be useful for more Board Member participation.

- Is there was a possibility that the ‘supported living flats’ could have people live in them?  
*Whilst this is not something we have considered, the Principal said she would add it to her list of things to consider as part of the strategy discussion.*
- Would the social media checks becoming part of the recruitment process be labour intensive?  
*Yes, it would be– but it may not be in the final version of the recommendations.*

The Board noted the paper.

| Action  | By whom   | Deadline        |
|---|-----------|-----------------|
| Ensure that the terminology of the British Value posters is reviewed during the end of year refresh and integrated with College Values. | Jo Milsom | End of the year |
| David Walker be invited to join the CQS committee   | Clerk     | asap            |
| Governors to review their Committee membership  | Governors | asap            |

## 6 – Finance & General Purposes

### 6.1 – Finance & General Purposes committee update

Nick Handy (NH) gave a verbal update to the Board and highlighted the following:

An update on H&S and the committee had thanked John Revis for his contribution over the years, and noted the appointment of a new manager. Near misses are an important matter to capture as part of H&S.

An update on HR and that the committee noted that there was a drive to persuade staff to provide equality information, the difficulties in recruitment and that logging near misses relating to mental health and wellbeing had started

The committee suggested that the Carbon net zero policy should be discussed at the strategy away day.

The Committee had received a report in the curriculum planning process, and that a new tool is being used to provide greater detail and feed into the planning process.

Management accounts show the College performing well in light of the challenges of Covid. In an update to the financial health grade calculation, the ESFA have proposed change the focus from the level of borrowings to cash generation in arriving at College’s financial health grade. The other 2 measures will remain the same.

The committee noted the risks related to pension funding given the assumptions that the Government would continue to provide support for funding the Teachers' Pension Scheme England & Wales. Pay and inflation were debated; particularly the difference between the Oxford Living Wage and the Foundation Living Wage.

- In the Business Continuity Policy which the Committee recommended for Board approval, there was no reference to the Board. *Yes – we will review and add this. We will discuss further below during the approval of the policy.*
- With inflation running high – what are we allowed to do with cash? Is there any pre-payment we can do? *We can put it in deposit, but deposit rates are low. There is potential to prepay for goods and services for a suitable discount, but there would be credit risk offsetting this.*
- In terms of the carbon net zero: what are other colleges doing and what are your plans? *We need to be clear about what we plan to do and funding requirements. This should be built into the strategic plan.*

The Board noted the verbal update.

### 6.1.1 – Management accounts to 31 January 2022

The Board noted the paper.

### 6.1.2 – Update on the 2021/22 budget

- Have you made an assessment of the utility price increase with gas and electricity? *Yes, with our 2 main suppliers we spend about £250k: we are tied into our prices for two years. We will also add this to our risk register.*

The Board noted the paper.

## 7 – Audit

### 7.1 – Audit committee update

Adam Mumford was unable to attend the meeting but had provided a written report. It was highlighted that the committee was actively seeking to appoint a co-opted member. The Board approved the reappointments of internal auditors for 22/23 and external auditors for 21/22 year end..

- I did see in the notes from the Audit Committee that we would look at going out to retender. *Yes, but not this year. There is a lot going on in the external audit of FE, as many providers are pulling out of the FE market.*

The Board noted the paper.

| Action                            | By whom  | Deadline |
|-----------------------------------|----------|----------|
| Confirm reappointment of auditors | Mark Lay | asap     |

### 7.1.1 – High level risk register

Mark Lay (ML) introduced the risk register and highlighted that an additional column had been added to the register.

- As part of our strategy work, are we picking up the specific risks? We need to make sure we have these at the strategy day so we can cross reference and to feed into the discussions. *Yes, risk appetite is an important part of the strategy discussion and we will make sure you have the risk register on the day.*

The Board approved the paper and the risk register.

| Action  | By whom   | Deadline |
|---|-----------|----------|
| Ensure the Strategy away day includes the risk register | Principal | Awayday  |

## 8 – Nominations, Remuneration & Governance

### 8.1 – Nominations, Remuneration & Governance committee update

Fay Croft (FC) gave a verbal update to the Board and highlighted the terms of office for current governors and that the committee recommended to the Board that Adam Mumford and Howard Dodd were asked for a second term. In terms of recruitment to vacancies of Governors, the Committee had a discussion about how we can increase this.

The committee had discussed the pay award for the Principal and the Board asked for a summary. At this point in the meeting, college staff, along with Staff and student Governors left for the remainder of this agenda item so that the Principal's pay award could be discussed. The External Governors agreed it was useful to have this discussion.

The External Governors discussed that the need to ensure the order of business is correct at Committees going forward. It was suggested that 'reserved business' be added as a standing item on each agenda, along with clear confirmation of who can be present for what discussions. All of this should be reflected in the Terms of Reference when they are updated.

| Action   | By whom   | Deadline                      |
|--|-----------|-------------------------------|
| Formally invite Adam Mumford and Howard Dodd to a second term                            | GMS       | asap                          |
| Review terms of reference to ensure it is clearly set out who can attend for what items. | Clerk     | Before next round of meetings |
| Add 'reserved business' as a standing item to each Committee agenda                      | Clerk     | Before next round of meetings |
| Add 15 minutes at start of each committee for external Governor discussion               | Clerk/GMS | Before next round of meetings |

## 9 – Policies, minutes and other matters

\*\*At this point in the meeting, college staff, along with Staff and student Governors returned\*\*

### 9.1 – Policy headline report

The Board noted the paper.

#### 9.1.1 – Student Voice Policy

The Board approved the policy subject to the change below.

| Action   | By whom   | Deadline |
|--|-----------|----------|
| Change 'green initiative lead' to 'sustainability lead' in the Student Voice | Jo Milson | asap     |

#### 9.1.2 – Business Continuity Policy

The Board discussed the policy and asked that two items be reconsidered by staff and then recirculated to the board for approval by written resolution.

The Board noted the policy but did not approve it. They asked for it to be recirculated and agreed as a written resolution.

| Action  | By whom   | Deadline      |
|---|-----------|---------------|
| Review the BCP policy so that it includes reference to the Board  | Principal | asap          |
| Review the BCP policy so that it includes reference to loss of personnel, not just data and infrastructure. | Principal | asap          |
| Recirculate the BCP policy to the Board to be approved by written resolution.                               | Clerk     | Once reviewed |

#### 9.1.3 – Reserves policy

The Board approved the policy.

### 9.3 – Chair approved committee minutes

#### 9.3.1 – Nomination, Remuneration and Governance committee (28 February 2022)

The Board approved the minutes.

#### 9.3.2 – Finance & General Purposes committee (1 March 2022)

The Board approved the minutes.

#### 9.3.1 – Curriculum, Quality & Students committee (3 March 2022)

The Board approved the minutes.

#### 9.3.1 – Audit committee (7 March 2022)

The Board approved the minutes.

## 10 – Strategy

### 10.1 – Strategy development update

GMS gave an overview of the curriculum planning presentations – of which they had already seen the initial 4, and another 4 this week. The data and outline ideas from curriculum which now need to be tied together in a coherent strategy with chance for governors to engage with this and ask questions now and really scrutinise.

The Board noted the verbal update.

### 10.2 – 1 April 2022 strategy day

JCa gave a verbal update on the strategy day and posed the following questions:

- What do the Governors want from the day? What we need now is a clear steer on our vision.
- Where do we want to be and what is the journey to get there?
- It's your day: what do you think is most useful and what do you want the output to be?

The Board noted the verbal update and moved onto Q&A.

### 10.3 – Q&A

The Board asked the following questions in relation to the Strategy awayday:

- Can a basic set of factual data be shared in advance that covers where the College is now?
- *Yes, we could share the information from the 21 curriculum groups and then we could look at the more interesting areas in detail.*
- Can we make sure that the papers we have already seen at the strategy groups are shared with the Governors?  
*Yes, these are already in the Strategy Teams area, but we will put these onto the Governor portal.*
- Have we done a refreshed visit of the purpose of the College, in terms of the group sessions?  
*No – we are saving that for the strategy day. Each area has looked at their intent and that was useful.*
- What sits at the heart of this is staff and pay. We need to work out where we are as a college with this.
- There is another element which is the regulatory environment and the ground rules we have been set by Government. What is the government's vision of the sector – how do they see us progressing? Could we have some insight into this?  
*Yes, that's really important. And I have pulled together some information already which will be available at the strategy day.*
- What is happening with 'lifelong learning' funding?  
*We have received some additional level 3 funding. But getting adults to use this is challenging. But not too much has happened with this.*
- In the strategy day: where will the discussion take place on the big ideas?  
*If there are specific questions you want us to consider, then let us know in advance. To SMT, some of these questions might have obvious answers: we need to make sure that you are happy with them as well.*
- In terms of questions the Board have, we did a lot of work on this at the beginning. It would be worth having a look at that.  
*Agree, we will get this.*
- Will the Augar report have much of an impact on FE?  
*It's hard to say now if we should be growing HE numbers. If we do look at making our HE offer larger, we need to start right at the beginning and look at the basics.*
- In terms of demand, have we looked at the local area?  
*Yes, that is where each curriculum area started. But we also need to think about if we are only supplying to the Oxfordshire market demand, or if our students might go elsewhere.*

- What is the local area? Where do we view our locality? What about mixed provision, transport, online etc. Are we clear about how we view our geography?  
*For each of our different areas, our definition of 'local' is different. At what level is it right to specialise? E.g. should all level 3 courses be available at all colleges? What level of collaboration is appropriate? This needs discussion at the strategy day.*
- Are we regulated in terms of competition, as we may need to think about this in terms of what is allowed?  
*Interesting question. One of the criteria Ofsted will look at is whether we meet local skills needs, and where there is duplication.*
- Looking to risk tolerance - are we brave and progressive enough as a board? Do we take our role as community custodians to being a prohibitor?  
*Yes, we know (for example) we need to make an investment in staff pay: would the Board let us to go into deficits to address staff pay? What are the red lines?*
- Where are we in terms of commercial activity? Where does education end and commercial revenue begin?
- I haven't seen a review of the things we have done over the last 5 years. E.g. what was the original business plan and where are we now. This would give us some learning on how we make strategic decisions going forward. There needs to be something as a standing item each year.  
*This will be available before the Strategy Day.*
- I would like to look at sustainability at the awayday and focus on active travel encouragement from the college. It would be interesting to see how the college can develop this.  
*Yes, a point really well made.*
- I am worried about adult learning in this process and feeling that it is vulnerable. There is a tremendous amount of work that has taken place – and you will be impressed about this. But I hope we don't lose sight of that in this process.  
*Adult learning is one of the biggest contributors. We need to be smarter about what we offer. For me, an FE college works with vulnerable regardless of age: that's what we do.*

| Action  | By whom   | Deadline     |
|---|-----------|--------------|
| Ensure Data on the 21 curriculum groups is available for the Strategy Day   | Principal | Strategy Day |
| Put the papers seen at the strategy groups are on the Governor portal (they are already in the Strategy Teams area) | Clerk     | asap         |

## 11 – Any other Business

### 11.1 - Pay award

JCa explained that they Board had approved a 1% rise backdated to August for all staff. The AoC had recommended a 1% rise or £250 – whatever is more. JCa sought approval from the Board to follow this recommendation for College staff. The Board unanimously supported and approved the proposal.

### 11.2 – Chair appraisal

FC asked for it to be formally recorded that we hadn't appraised the Chair in January as we had just reappointed GMS for a 2<sup>nd</sup> term.

### 11.3 – OxLEP funding

Additional £180k funding has been offered by OxLEP. The Board formally made their approval of this.

| Action   | By whom   | Deadline |
|--|-----------|----------|
| Inform HR of the Boards approval of changes to the pay award | Principal | asap     |

## 12 – Future business and reflection

Board members discussed that the process of having more open conversations is important to the strategy process. It was agreed that the 10 minutes we had as external governors was useful.

Further attention needs to be given to recruiting a second student from the FE perspective and it was proposed that a joint meeting could be held with Student Voice. In the interim, Robert Weavers said he would attend other committees when possible and the Board thanked him for this offer.

| Action  | By whom | Deadline |
|---|---------|----------|
| Arrange a Joint meeting with Student Voice    | JM      | tbc      |
| Send Robert Weavers invites to all committees | Clerk   | asap     |
| Send all Governors committee meeting dates    | Clerk   | asap     |

**13 - Date of next meeting – 5 July 2022**

The meeting closed at 20.22

Approved for signature.....

Signature.....

Date.....

On Thursday 10 March 2022 the Board approved, by written resolution, the following resolution:

*That the Board approves submission of two bids to support the delivery of T Levels in the both the Animal Management route for £1,328k (to create a new 232 sqm Animal Management Centre at Common Leys) and also the Media and Broadcast Production route for £757k (to create industry standard teaching environments).*

This will be recorded in the minutes of the Corporation Board at the next meeting, on Tuesday 22 March 2022.