



**Cirencester
College**

VERSION – EXTERNAL MINUTES (Final)

MINUTES OF CIRENCESTER COLLEGE

CORPORATION MEETING

Monday 20th March 2023 from 5pm

N001

This meeting was also available via Microsoft Teams. All documents were made available to all Governors via Office 365 and shared via Microsoft Teams.

Governors:

- Jane Fern (JF) (Staff Governor)
- Jim Grant (JG) (Principal)
- Chris Haslam (CH) (External Governor)
- Peter Holmes (PH) (Chair of the Corporation)
- Ben Mathis (BM) (Student Governor)
- Libby Reed (LR) (External Governor) (via Teams)
- Susie Richards (SR) (External Governor)
- Nicole Saunders (NS) (External Governor) (via Teams)
- Andrew Tubb (ATU) (External Governor) (Chair)
- Julian Tudsbury (JT) (External Governor) (via Teams)
- Ben West (BW) (External Governor)

In attendance: Matt Couzens (VP Curriculum and Quality), Angelo Faria (AF) (Finance Director), Karen Fraser (KF) (VP Student Experience and External Relations), Nathan Hall (NH) (Estates and Environment Manager), Matt Reynolds (MR) (VP Teaching and Learning), Rachel Robson (RR) (External Reviewer, Stone King), Jeannie Adam (Clerk)

Governor Comments (GC)

Governor Questions (GQ)

Corporation Decision (CD)

The Chair introduced RR from Stone King, in her capacity to conduct an observation of the meeting as part of the external review of governance.

1. **Apologies:**
Apologies were received and accepted from Arron Evans, Fiona Galbraith, Amelie Solomon, David Zan-Kreyser.
2. **Declarations of interest**
There were no declarations of interest.
3. **Health and Safety**
 - a. The annual Health and Safety Report to March 2023 had been circulated with the agenda for the meeting.

The Chair advised that he had met with NH in his capacity as Focus Governor for health and safety.

NH drew the meetings' attention to the key issues and trends identified in the report.

GC – Given the level of activity on site, the figures in the report are encouraging. It is appropriate to drill down into the figures to ensure that full reporting is taking place.

The Corporation noted the Health and Safety Report.

- b. The revised Health and Safety Policy had been circulated with the agenda for the meeting.

NH advised that the policy has been subject to a minor change regarding a security-based lockdown.

The Chair advised that he has reviewed the site security strategy in his capacity as Focus Governor for health and safety. This documentation will have a limited circulation due to its content.

CD – The Corporation members unanimously approved the revised Health and Safety Policy.

Action – Clerk to advise policy owner and the Principal's PA that the policy has been approved by the Corporation. The revised document can be issued via CCO and posted on the website.

The Chair thanked NH for his attendance at the meeting and the training session which preceded this meeting.

NH left the meeting.

4. Corporation membership and appointment of second Vice Chair of the Corporation.

The Search and Governance Committee (6th February 2023) recommends the approval of:

- a. The co-option of BW as external governor for the academic year 2023-2024.

CD – The Corporation unanimously approved the co-option of BW for the academic year 2023-2024.

- b. The appointment of BW as second Vice Chair of the Corporation for the 2023-2024 academic year.

CD – The Corporation unanimously approved the re-appointment of BW as second Vice Chair for the 2023-2024 academic year.

- c. The interview panel appointed by the Search and Governance Committee (6th February 2023) recommends the Corporation approval for the appointment of PL as external governor and Focus Governor for skills.

BW advised that PL will be a positive addition to the Corporation bringing a strong interest in FE and experience in the education sector.

CD – The Corporation unanimously approved the appointment of PL as an external governor and Focus Governor for skills.

Action – Clerk to finalise the details of the appointment, arrange a meeting with the Chair and invite PL to attend the next Corporation meeting.

5. Committee membership

On the recommendation of the Search and Governance Committee (6th February 2023) and with the agreement of the Chair of the Remuneration Committee, the Corporation is asked to approve:

The appointment of FG as member of the Remuneration Committee.

CD – The Corporation unanimously approved the appointment of FG to the Remuneration Committee.

Action – Clerk to confirm the appointment of FG to the Remuneration Committee.

6. Principal's Report (Confidential)

a. Principal's report March 2023

The Principal's report for March 2023 had been circulated with the agenda for the meeting.

The details of these discussions are recorded in the confidential internal minutes.

The Corporation noted the Principal's report for March 2023.

b. Key Performance Indicator (KPI) tracker against Strategic Plan 2022-27.

The KPI Tracker had been circulated with the agenda for the meeting.

The KPI Tracker (2022-2027) was noted by the Corporation.

c. Accountability Agreement 2023 - draft for information and comment.

The draft Accountability Agreement 2023 had been circulated with the agenda for information and comment.

The Principal advised that the document is now a requirement to ensure that colleges are addressing the skills needs of the local economy.

The Chair asked governors to send any comments to the Principal. The final version will be on the agenda of the Corporation meeting on 24th April 2023 for approval.

7. Estate strategy, management and environmental sustainability (accommodation strategy)

- a. The PowerPoint presentation slides to outline the current key estate activities had been circulated with the agenda for the meeting.

The Principal guided the meeting through the presentation slides.

GC – The presentation highlights the delivery of the strategy and the transformation of the college estate. The delivery has been faster than originally outlined in the 15-year plan.

GC – The achievement in a short space of time is significant and credit must go to the delivery team.

GC – There is a virtuous circle as the improved estate attracts more students to the college and the opportunity for further investment.

The Corporation noted the presentation regarding estate developments.

- b. The Cirencester College Masterplan from Roberts Limbrick (Addendum Update on Progress January 2023) had been circulated with the agenda for the meeting and was noted by the Corporation.
- c. The Green Campus Strategy (updated February 2023) had been circulated with the agenda for the meeting and was noted by the Corporation.

8. Student Induction Survey (Confidential)

The Student Induction Survey 2022 had been circulated with the agenda for the meeting. Note – this item was deferred from 23rd January 2023.

The details of these discussions are recorded in the confidential internal minutes.

The Student Induction Survey 2022 was noted by the Corporation.

9. College Performance

To receive the report on college performance with data on student outcomes for particular groups – FSM, deprived areas, polar postcodes.

Note – this report is deferred to 24th April 2023.

10. Financial Report and Accounts

- a. The February 2023 (PO6) financial statement and commentary had been circulated with the agenda for the meeting.

GC – The current financial statement is encouraging.

GQ – Will some smaller capital projects be funded from reserves?

A – This is happening already, for example the refectory. Refurbishments are proving to be more challenging than the new builds and costs can be subject to significant change. Costs can be supplemented from surplus.

GQ – Have there been any updates on future funding?

A – This has been received but will be subject to change. Changes to the subject premium have hit some colleges very hard. The college is assessing this impact at the moment and will report to Corporation.

GQ – How is the new HR system being funded?

A – From college funds.

The February 2023 (PO6) financial statement and commentary was noted by the Corporation.

- b. The Form of compliance certificate to Lloyds Bank had been circulated with the agenda for the meeting and was noted by the Corporation.

11. Focus Governance

- a. Focus Governor report – Faculty reviews 6th March – ALES, 9th March – Human Behaviour and 10th March 2023 – STEAM (BW) had been circulated with the agenda for the meeting.

GC – The faculty reviews have become more focussed and issues are being addressed. Some universities are cautious around T level grades and concerned colleges will be teaching above first year university standards.

A – This has been an issue for a few years. Around 80% of universities are now recognising T Levels.

- b. Focus Governor report – Health and Safety (PH) had been circulated with the agenda for the meeting.

AT advised the Corporation that he had meetings with the Marketing Manager, Apprenticeships Manager and attended the Careers and University Convention.

The Chair requested that all Focus Governor meetings be reported to the Clerk.

The Focus Governor reports were noted by the Corporation.

12. Governance

- a. To note, approve and sign off the minutes of the Corporation meeting on 23rd January 2023:
 - i. Confidential minutes – external governors only
 - ii. Confidential Internal minutes
 - iii. External minutes

The minutes had been circulated with the agenda for the meeting.

NB: Confidential minutes for external governors only of the Corporation meeting on 23rd January 2023 had been issued by email.

All minutes were approved as an accurate record of the meeting and were signed by the Chair of the Corporation.

- b. Matters arising from the 23rd January 2023 minutes not covered elsewhere on the agenda.

There were no matters arising from the 23rd of January 2023 minutes.

13. Search and Governance Committee

- a. The minutes (draft) of the Search and Governance Committee meeting of 6th February 2023 had been circulated with the agenda for the meeting and were noted by the Corporation.
- b. The further recommendations from the Search and Governance Committee following its meeting on 6th February 2023 were:

The committee unanimously agreed to recommend to the renewal of the subscription to the ETF Governance Development Programme to the Corporation meeting on 20th March 2023.

CD - The Corporation unanimously approved the recommendation to renew the subscription to the ETF Governance Development Programme.

Action – Clerk to renew the subscription to the ETF Governance Development Programme.

- c. Governor recruitment update (verbal). Agenda item 4c of the minutes of this meeting refers.

The Corporation noted the update from the Search and Governance Committee meeting held on 6th February 2023.

14. Audit Committee

- a. The minutes (confidential draft) of the Audit Committee meeting of 6th March 2023 had been circulated with the agenda for the meeting and were noted by the Corporation.
- b. The Risk Assurance Register as of March 2023 had been circulated with the agenda for the meeting and was noted by the Corporation.
- c. The Interim Risk Management Report as of March 2023 had been circulated with the agenda for the meeting and was noted by the Corporation.

Further recommendations from the Audit Committee following its meeting on 6th March 2023 were:

- a. The tender process for the appointment of external auditors – the Chair of Audit Committee advised the Corporation that 2 companies have been shortlisted and presentations to a panel from the Audit Committee and the Finance Director will take place shortly.
- b. HR system – the Chair of Audit Committee advised the Corporation that the HR Manager had reported to the Audit Committee and that the implementation of the HR system is on track.
- c. IT and cyber security update – the Chair of the Audit Committee advised the Corporation that the top 5 IT risks will be reported to and monitored by the Audit Committee.

The Corporation noted the update from the Audit Committee meeting held on 6th March 2023.

15. Policies

Health and Safety Policy (agenda item 3b of this meeting refers).

16. Standing Orders

The following Standing Orders were reviewed by the Search and Governance Committee on 6th February 2023 and are recommended to the Corporation for approval:

- a. Standing Order Appendix 17 – Corporation and Co-opted Members’ Tenure of Office should be reviewed annually to ensure that the terms of members’ tenure are appropriate to the requirements of Corporation membership.
- b. Standing Order Appendix 17 – Corporation and Co-opted Members’ Tenure of Office – the committee recommends that the tenure for corporation and co-opted members should remain currently as, 1 probation year followed by 2 terms each of 3 years (subject to review).
- c. Standing Order Appendix 15 Addendum A – a definition of individual Focus Governor roles.
- d. Standing Order Appendix 13 - Governor Roles.

CD – The Corporation unanimously approved Standing Order Appendix 17, 15(Addendum A) and 13.

Action – Clerk to finalise the updates to Standing Order Appendix 17, 15(Addendum A) and 13.

17. Any Other Business

LR advised the Corporation that a governor panel met on 13th March 2023 to hear a student appeal against exclusion. The panel found that the college had followed the correct process, that there was no new evidence and upheld the exclusion.

Staff and student governors, MC,MR and KF left the meeting.

Pay proposals 2023-2024 (confidential external governors only)

The discussions for this item are recorded in the confidential minutes for external governors only.

The Principal and Finance Director left the meeting.

18. Remuneration Committee (confidential external governors only)

The Chair of the Corporation gave a verbal report of the Remuneration Committee meeting of 7th November 2022.

The details are recorded in the confidential minutes for external governors only.

The Corporation noted the update from the Remuneration Committee meeting held on 15th March 2023.

19. Date of next meeting

5.00 pm on Monday 24th April 2023 in N001 at Cirencester College.

As detailed in SO Appendix 2B – Summary of Key Business 2022-2023 this meeting will receive reports on the following:

- Quality of teaching and learning (planning and implementation, impact, pedagogy, out of class learning, high achievers).

External minutes

Corporation meeting 20th March 2023 (Final)

- Pastoral support (student behaviour/attitudes, student support, student participation in enrichment and community).
- Budget 2023-2024 sign off
- Pay proposals 2023-2024.
- Statutory duties (safeguarding, Prevent, equalities). Note – this report will include the College Performance report (data on student outcomes for particular groups – FSM, deprived areas, Polar postcodes) deferred from 20th March 2023.

The meeting closed at 6.55pm

Signed by:

Peter Holmes (Chair of Corporation)

P. B. Holmes

Date

24/04/23

Summary of resolutions, action points and outstanding business from this meeting (20 th March 2023).	Action	Completed?
Item 3b - Clerk to advise policy owner and the Principal's PA that the policy has been approved by the Corporation. The revised document can be issued via CCO and posted on the website (if required).	Clerk	Complete – confirmation email sent 22/3/2023
Item 4c - Clerk to finalise the details of the appointment, arrange a meeting with the Chair and invite PL to attend the next Corporation meeting	Clerk	22/3/2023 – PL advised and meeting arranged for 29/3/2023 with Clerk.
Item 5 - Clerk to confirm the appointment of FG to the Remuneration Committee.	Clerk	Complete – confirmation email sent 22/3/2023
Item 13b - Clerk to renew the subscription to the ETF Governance Development Programme	Clerk	Complete
Item 16a-16d Clerk to finalise the updates to Standing Order Appendix 17, 15(Addendum A) and 13.	Clerk	Complete
Item 18 - Chair of the Corporation to circulate the targets for the Principal to the external governors.	Chair of the Corporation	29/3/2023 – Complete. Sent by email to external governors.