

## Cirencester College Corporation Meeting Minutes

<b>Meeting:</b>	Corporation 1	<b>Chair:</b>	Fiona Galbraith (FG)
<b>Date:</b>	20 <sup>th</sup> October 2025	<b>Clerk:</b>	Suzanna Miles (SM)
<b>Location:</b>	T105		
<b>Time:</b>	17:02 – 19:09		
<b>Corporation members (with voting rights):</b>	Fiona Galbraith (FG), Libby Reed (LR), Brendan Brown (BB), Mikey Ezewudo (ME), Ping Li (PL), Andrew Tubb (AT), Gay Wales (GW), Liam Nolan (LN), Matt Reynolds (MR), Mike Cadman (MCad), Sara Sharkey (SS)		
<b>Guests (no voting rights):</b>	SLT: Giles Robinson (GR), Matt Couzens (MCou), Mahalah Gleed (MG), Jane Fern (JF), Karen Fraser (KF), Rich Stonebridge (RS) Jacqui Parry-Jones (JPJ)		
<b>Apologies:</b>	Erika Badea		
<b>Meeting theme:</b>	Review and Forecast		
<b>Pre-meeting training:</b>	'Good Board, Bad Board' session led by Gay Wales Presentation slides to be circulated with minutes of meeting		

All meeting papers were circulated in advance of the meeting via the Corporation SharePoint.

ITEM	MINUTES				ACTION																							
1.	<b>Welcome:</b> <ul style="list-style-type: none"> <li><b>Introductions:</b> FG welcomed JPJ as prospective governor.</li> <li><b>Apologies for absence:</b> Apologies were accepted from Erika Badea.</li> <li><b>Reminder of confidentiality</b> FG reminded attendees of the requirement for confidentiality and that decisions are made collectively.</li> <li><b>Declaration of interests (as related to the agenda):</b> No conflicts of interest were declared.</li> </ul>																											
2.	<b>Approve minutes of the last meeting on 23<sup>rd</sup> June 2025 and 15<sup>th</sup> September 2025</b>  The minutes of both meetings were approved as an accurate record.																											
3.	<b>Matters arising from 12<sup>th</sup> May 2025</b> <table border="1"> <thead> <tr> <th>ITEM</th> <th>ACTION</th> <th>LEAD</th> <th>STATUS UPDATE</th> </tr> </thead> <tbody> <tr> <td>3</td><td>Finalise approved amendments to standing orders</td><td>SM</td><td>Item 21</td></tr> <tr> <td>3</td><td>Review college performance report template as part of review of Corporation reporting</td><td>KF/SM</td><td>Ongoing – linked to data project</td></tr> <tr> <td>3</td><td>Contact MG with the question regarding why the gender pay gap is lower now than three years ago</td><td>BB</td><td>Complete - BB and MG have discussed with no further questions.</td></tr> <tr> <td>6</td><td>Update report for KPI 2.2a to reflect new timelines</td><td>MR</td><td>Complete</td></tr> <tr> <td>8</td><td>Add review of strategy document to September meeting</td><td>SM</td><td>Complete</td></tr> </tbody> </table>	ITEM	ACTION	LEAD	STATUS UPDATE	3	Finalise approved amendments to standing orders	SM	Item 21	3	Review college performance report template as part of review of Corporation reporting	KF/SM	Ongoing – linked to data project	3	Contact MG with the question regarding why the gender pay gap is lower now than three years ago	BB	Complete - BB and MG have discussed with no further questions.	6	Update report for KPI 2.2a to reflect new timelines	MR	Complete	8	Add review of strategy document to September meeting	SM	Complete			SM
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	9	Ensure Accountability Agreement is added to the website before the deadline	MR	<b>Complete</b>	ALL
	10	Remove duplicate text and ensure the Public Value Statement is added to the website	MR	<b>Complete</b>	
	10	Confirm that there is no reason that prevents the Public Values Statement being added to the annual report.	GR	<b>Complete</b> – GR confirmed that the auditors are happy for this to be included.	
	18	Consider if governors wish to be involved in the External Review of Governance	ALL	Ongoing - once consultants are appointed by the S&G panel, governors will be invited to speak with the external reviewer.	
	19	Add review of internal audit action to next Audit committee agenda	SM	<b>Complete</b>	
	20	Ensure requested change is made to policies and bring back to next meeting for approval	SM	Item 18	
	21	Add agenda item to next S&G meeting to examine the relationship between student governors and the Student Council.	SM	<b>Complete</b>	

#### **Matters arising from 19<sup>th</sup> September 2025**

ITEM	ACTION	LEAD	STATUS UPDATE
2	Update the report writing guidance regarding use of acronyms	SM	Ongoing
2	Consider creating a glossary of acronyms	SM	Ongoing
5	Change the colours on the poster and change the title as requested	MR	<b>Complete</b>

5.	<b>Chair's Report to Corporation</b>  The report was noted.	
6.	<b>Focus Governance</b> <ul style="list-style-type: none"> <li><b>Finance:</b> BB has had two Focus Governor meetings since the start of the academic year and has submitted one combined report. The meetings covered year-end financials, new transport arrangements, the cleaning tender, finance KPIs. BB recommended governors use one of their training sessions to cover the finance KPIs so everyone has a sound understanding. <b>ACTION: Review the training programme to include a finance session.</b></li> <li><b>Project Artemis:</b> GW has had an initial meeting with MR, and they have agreed how they will work together to monitor the impact of the project. GW reported that a clear methodology is in place to determine the goals and responsibilities for each team.</li> </ul>	SM
7.	<b>Principal's Report</b>  MR commented that the data in the report offers an illustration of progress with all measures increasing over three years. Achievements rates are increasing but MR confirmed that as this is still below national average, this is an area of focus for this year. MR added that when	

	<p>comparing figures nationally, it is important to remember that national figures do not consider entry grades, so for example, this compares colleges who accept Grade 7+ entry grades, compared to our Grade 4 entry grades. However, we still lag colleges in similar settings with the same entry grades, so this is a big focus for Artemis.</p> <p>MR confirmed that the new Ofsted framework comes into effect in November and will have a greater focus on inclusion.</p> <p>MR reported that the new Skills white paper contains some interesting items and puts colleges front and centre, including an extra £8M for 2026-2027. There is limited information on the new qualification (V-Levels), but this could be the answer to our question around depth of curriculum. The Association of Colleges (AoC) will be investigating further, and MR has requested to be included in this work. Governors agreed that being involved was good.</p> <p><i>Questions from Governors:</i></p> <ul style="list-style-type: none"> <li>- <i>Are there any areas that affect the achievement figures more than others?</i> MR responded that Psychology is a large but underachieving course, so work is being done to review, including visiting other colleges.</li> <li>- <i>Is the achievement rate linked to students withdrawing from the course?</i> Although students drop out of a course for many reasons, some courses do have better retention than others.</li> <li>- <i>Do other colleges decide to drop the low-attaining courses?</i> Yes, or move students to other related subjects, for example Maths to Statistics. We have and will change some entry grades but are looking closely at this to give as many students as possible the opportunity to study whilst also ensuring they will achieve. This year advice and guidance have been improved, which has increased retention. The course change window was also reduced showing that our advice is correct as students are staying on their courses.</li> <li>- <i>Do you think the rapid improvement we've seen in last year's results is caused by the many changes made last year, and therefore there will not be such improvement this year?</i> MR thinks that this is a longer game and expects to stay on this current trajectory due to the impact of the combined changes over current cohorts.</li> <li>- <i>How does College fare if you compare the results of Grade 7+ entry students only?</i> MCou confirmed that with the Grade 6 entry cohort, retention is 92% and achievement is above national average (93%). With the 'grammar cohort' (Grade 7+), achievement is better than most grammar schools in the area. If we compare the Grade 8+ cohort (roughly 40 students), achievement is 1% higher than Pates.</li> <li>- <i>Do you have the data to understand which cohort needs the interventions to improve?</i> MR confirmed that resolving achievement in Psychology will make the difference.</li> <li>- <i>Do you have conversion rates from open day to enrolment to completion?</i> This varies by course but averages around 55%. T-level courses are around 80%.</li> </ul> <p>Governors thanked college staff for the impressive results.</p>	
8.	<p><b>Receive and discuss Enrolment and Admissions Report</b></p> <p>RS confirmed that enrolment is now a year-long programme rather than an activity once per year, with every adult aware of their contribution. There has been a drive to increase collaboration and transparency between teams.</p>	

	<p>RS informed governors that there has been an 8% drop in actual funding which means this area cannot grow because of the limited funding, and so we must be strategic with our offer.</p> <p><i>Questions from governors:</i></p> <ul style="list-style-type: none"> <li>- <i>What is your confidence level that advice and guidance is working well with everyone?</i> LN noted his extremely high confidence due to the impact being seen in classrooms. RS added that the cultural shift has taken place with staff being used to the approach.</li> <li>- <i>What validation is college looking for from governors around balance and sustainability?</i> There has been a period of rapid student expansion, followed by catch-up to ensure staffing levels match the numbers of students. Our current model is a good business model and size, and any growth beyond that will affect us physically. A change of strategy to focus on consolidation is now required. Governors agreed that getting quality right, with correct support mechanisms, and with the right students are on the right courses is paramount.</li> <li>- <i>How do we sustain excellence with growth, and what does this look like?</i> We are currently at capacity so growth will need to come in other ways through our innovative work, and we need more depth of provision.</li> </ul>	
9.	<p><b>Receive and discuss termly Attendance and Retention Report</b></p> <p>MC highlighted the areas of risk from his written report as being the shortfalls identified for cohorts and the courses of concern. He confirmed that faculty heads are identifying plans and setting tasks for course leaders this year, so all staff are aware of and responsible.</p> <ul style="list-style-type: none"> <li>- <i>Previously the same courses have been identified as Courses of Concern but there is less repetition this year.</i> Staff are now more aware of the data and are working on understanding what can be done. MR added that work is still being done on courses such as Geology and Health Care, despite not being Courses of Concern this year.</li> <li>- <i>Will this be seen in Faculty Reviews?</i> Yes</li> </ul>	
10.	<p><b>Receive and discuss Academic Report</b></p> <p>The report was noted.</p>	
11.	<p><b>Receive and discuss Teacher Training Progress and Impact Report (Scene Setting)</b></p> <p>RS confirmed that there is a shift in approach this year with a blended model to address issues around training of part-time staff and getting the training to the right people. The key foci are:</p> <ul style="list-style-type: none"> <li>- course team leaders</li> <li>- standardising content whilst still allowing for flexibility and creativity</li> <li>- feedback for students so they know how to improve</li> </ul> <p><i>Questions from Governors:</i></p> <ul style="list-style-type: none"> <li>- <i>What impact has the directive on attendance had?</i> Attendance has increased this term.</li> <li>- <i>What is the timeline for improving the feedback to students?</i> Feedback sessions happen at the beginning of every half term, and this is triangulated with feedback from curriculum reviews. The student survey data will be available in January. There is also a rolling programme of feedback that takes place throughout the year.</li> </ul>	

12.	<p><b>Receive and approve latest financial statement and college finance commentary</b></p> <p>GR gave a verbal update of the key areas in his written report:</p> <ul style="list-style-type: none"> <li>- The current forecast looks healthier than when the budget was set due to the announcements of further funding and savings made against utility costs, even with the additional loyalty bonus costed to this current year for payment next year.</li> <li>- There is also the potential for further savings such as a possible rebate on transport costs, and the cleaning contract currently under tender should provide annual savings of c. £80k.</li> </ul> <p><i>Questions from Governors:</i></p> <ul style="list-style-type: none"> <li>- <i>What difference is there between our current forecast and 'excellent financial health'?</i> GR confirmed that this is c. £80K. We currently score very high on two of the financial health measures but less highly on EBITDA (Earnings before interest, taxes, depreciation and amortization).</li> <li>- <i>Is the T-level 'claw-back' included within the assumptions?</i> GR confirmed it is and is confident that the gap will be less than last year.</li> <li>- <i>Are you confident about an increase in student funding?</i> No, this was increased last year by 5% but there are no guarantees.</li> </ul>	
13.	<p><b>Estates Management</b></p> <ul style="list-style-type: none"> <li>• <b>Report on energy use and carbon dioxide emissions</b> The report was noted. JF confirmed that college is maintaining statutory reporting requirements.</li> <li>• <b>Update on capital plans/ estate management</b> JF and MR have been working on an updated estates plan. This is currently based on our current wish list so includes some aspirational, statement buildings but also some more practical ideas such as the old Davis building which is extremely impractical.</li> </ul> <p><i>Questions from Governors:</i></p> <ul style="list-style-type: none"> <li>- <i>Is there a preferred option and costings available for this?</i> The plan is currently in the early stages. The next step is to involve a broader range of stakeholders and review some of the planning restrictions of which we are already aware. It is not yet known what capital money is available but having an approved plan in place will allow us to move quickly as soon as funding is available.</li> <li>- <i>It is good to see that practical implications such as student flow have been considered.</i></li> <li>- <i>Who is responsible for looking into grants?</i> Jane Fern.</li> <li>- <i>How does this align with the college's strategy?</i> MR noted that we need to consider the current areas of growth (such as media) and reflect on the size of classrooms to ensure more students can join certain courses.</li> <li>- <i>Do you plan to obtain planning permission now, so it is ready once the funding is available?</i> Replacing the Davis building would be the priority but the current planning conditions need to be met first. It is important to have smaller projects alongside bigger projects too.</li> <li>- <i>Do we require external funding for this, or could we use our reserves?</i> We are dependent on external funding.</li> <li>- <i>Governors need to understand how the different factors work together and how this is linked to our strategy, as well as the key building projects required and expected costs.</i></li> </ul>	

14.	<p><b>Approve Estates Strategy</b></p> <p><b>ACTION: MR and JF to draw together the factors discussed in item 13 to create a strategy for Corporation to approve.</b></p>	MR/ JF																				
15.	<p><b>Receive draft minutes of Search and Governance committee and Chair's update</b></p> <p><b>ACTION: Minutes to be shared at the next meeting</b></p> <p>LR summarised the meeting held on 6<sup>th</sup> October 2025:</p> <ul style="list-style-type: none"> <li>- LR was appointed as Chair of Committee.</li> <li>- A panel has been appointed to receive presentations from consultants for the External Review of Governance. <b>ACTION: Governors to consider areas of focus for the review and to share with LR.</b></li> <li>- Students can now vote on financial matters, as per the guidance from DfE.</li> <li>- Recruitment continues for new governors.</li> <li>- Skills audits will now take place annually.</li> </ul>	SM ALL																				
16.	<p><b>Confirm statutory Focus Governors (SEND, Safeguarding, Careers, H&amp;S, Finance, Whistleblowing)</b></p> <table border="1"> <tr><td><b>SEND</b></td><td>Libby Reed</td></tr> <tr><td><b>Safeguarding</b></td><td>Libby Reed</td></tr> <tr><td><b>Careers</b></td><td><i>Recruitment ongoing</i></td></tr> <tr><td><b>Health &amp; Safety</b></td><td>Mikey Ezewudo</td></tr> <tr><td><b>Finance</b></td><td>Brendan Brown</td></tr> <tr><td><b>Whistleblowing</b></td><td>This is normally the Chair of the Audit Committee and is stated in the Whistleblowing policy as such. Andrew Tubb was appointed as Whistleblowing Focus Governor.</td></tr> </table>	<b>SEND</b>	Libby Reed	<b>Safeguarding</b>	Libby Reed	<b>Careers</b>	<i>Recruitment ongoing</i>	<b>Health &amp; Safety</b>	Mikey Ezewudo	<b>Finance</b>	Brendan Brown	<b>Whistleblowing</b>	This is normally the Chair of the Audit Committee and is stated in the Whistleblowing policy as such. Andrew Tubb was appointed as Whistleblowing Focus Governor.									
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18.	<b>Approve reviewed policies</b>		
	<b>Policy</b>	<b>Comments</b>	<b>Approval</b>
	Safeguarding policy (Annual review)	<p><i>Question from governors:</i></p> <ul style="list-style-type: none"> <li>- <i>What is the process for updating staff DBS checks?</i> MG confirmed that this is a managed process every five years, and all staff are up to date.</li> <li>- <i>Updating governor DBS checks was previously discussed. What is current policy?</i> MG confirmed that governors are not rechecked. Corporation agreed that it might be sensible to recheck on reappointment.</li> </ul> <p><b>ACTION: SM to discuss with MG and KF</b></p>	Approved
	Senior Post Holder policies (disciplinary, complaints, grievance)		Approved
	Provider access policy statement (careers) (New policy)		Approved
	Student charter and code of conduct (Changes made regarding appeals)	<p><i>Question from governors:</i></p> <ul style="list-style-type: none"> <li>- <i>To what extent is the new strategy reflected in the updated student charter?</i> KF confirmed that the only changes made were to the appeals process following a request by FG in response to a recent query.</li> </ul>	Approved
	Conflict of interest policy (New policy)		Approved
<b>**Members of SLT left at 18:41**</b>			
19.	<b>Receive update on governor safeguarding training and annual requirements (register of interests etc.)</b>  SM confirmed that this has all be completed and thanked governors for their diligence. Governors confirmed that the new process was much easier to complete.		
20.	<b>Receive update on outcome of annual self-assessment, training report, attendance records and Chair's 360 review. Approve recommendations from Search &amp; Governance committee</b>  <b>**AT left at 18:42**</b> <ul style="list-style-type: none"> <li>• <b>Self-assessment and attendance</b> LR commented that governor attendance across Corporation and committees was strong.</li> </ul> <b>**FG withdrew from the meeting at 18:43**</b> <b>**CONFIDENTIAL MINUTE**</b> <b>**FG returned to the meeting at 18:51**</b>		
21.	<b>Review and adopt Instrument, Articles of Government, updated Standing Orders and Terms of Reference for all committees (on recommendation of Search &amp; Governance committee)</b>  The documents were all approved. FG noted that producing a Scheme of Delegation is the next piece of work to be completed in this project to review governance documentation. This		

	should enable meeting agendas to be more concise but, in the meantime, efficient ways of working will continue to be investigated.																	
22.	<p><b>Approve Corporate membership recommendations from Search &amp; Governance committee:</b></p> <table border="1"> <thead> <tr> <th>Governor</th><th>Name</th><th>Recommendation</th><th>Decision</th></tr> </thead> <tbody> <tr> <td>Co-opted member (Audit committee)</td><td>Catherine Simpson</td><td>Appoint Catherine as co-opted member to Audit Committee for one-year probationary term</td><td>Approved</td></tr> <tr> <td>External governor</td><td>Brendan Brown</td><td>Extend tenure for three years</td><td>Approved</td></tr> <tr> <td>External governor</td><td>Jacqui Parry-Jones</td><td>Appoint Jacqui as External governor for one-year probationary term</td><td>Approved</td></tr> </tbody> </table> <p><b>ACTION: SM to write to confirm appointments</b></p>	Governor	Name	Recommendation	Decision	Co-opted member (Audit committee)	Catherine Simpson	Appoint Catherine as co-opted member to Audit Committee for one-year probationary term	Approved	External governor	Brendan Brown	Extend tenure for three years	Approved	External governor	Jacqui Parry-Jones	Appoint Jacqui as External governor for one-year probationary term	Approved	SM
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23.	<p><b>Review meeting effectiveness</b></p> <ul style="list-style-type: none"> <li>• <b>What impact has Corporation had on strategy development in this meeting?</b> <ul style="list-style-type: none"> <li>- Estates strategy plan to allow college to respond quickly to grants when released</li> <li>- Approved focus on balance of numbers and achievement</li> <li>- Continuing to provide spaces for students with Grade 4 reflects our vision</li> </ul> </li> <li>• <b>What impact has Corporation had on student experience in this meeting?</b> <ul style="list-style-type: none"> <li>- Discussions of enrolment, retention, achievement and staff CPD</li> <li>- Consideration of how feedback is given to students</li> </ul> </li> <li>• <b>Did Corporation have the right level of information required to be effective?</b> <ul style="list-style-type: none"> <li>- The new template for reporting with graphs and headline risks is helpful</li> <li>- The detailed papers with analysis were reassuring</li> <li>- Good questions and discussion</li> </ul> </li> </ul> <p><i>Question from governors:</i></p> <ul style="list-style-type: none"> <li>- <i>How do we ensure that questions submitted in advance are noted in the meeting?</i> Governors agreed that advance questions should be emailed to the author of the report, copying in SM so these can be added as appropriate.</li> </ul>																	
24.	<p><b>Upcoming dates</b></p> <p>10th November – Remuneration committee 1st December – Corporation 26th January – Corporation 23rd March – Corporation 17th April – Corporation strategy day 11th May – Corporation 29th June – Corporation 6th July – Corporation end of year event Remembrance Service at 10.40am on 11<sup>th</sup> November.</p> <p><b>**MR, MC and LN left the meeting at 19:03**</b></p>																	
25.	<p><b>Receive draft minutes of Remuneration committee and confirmation of outcome of annual appraisal for Senior Post Holders and Governance Manager</b></p> <p><b>**CONFIDENTIAL MINUTE**</b></p>																	

**Actions from the meeting on 20<sup>th</sup> October 2025:**

ITEM	ACTION	LEAD
3	Review college performance report template as part of review of Corporation reporting	SM
3	Consider if governors wish to be involved in the External Review of Governance	ALL
3	Update the report writing guidance regarding use of acronyms	SM
3	Consider creating a glossary of acronyms	SM
5	Review the governor training programme to include a finance session	SM
14	Create an Estates strategy based on the factors discussed in item 13 for approval by Corporation	MR/ JF
15	Add S&G draft minutes to next meeting agenda	SM
15	Consider areas of focus for the ERG and share with LR	ALL
17	Add annual SEND report to the next meeting agenda	SM
17	Confirm reporting process and executive lead for whistleblowing	MG
18	Discuss DBS renewal process for governors with KF/ MG	SM
22	Send appointment confirmation letters	SM

**Signed as an accurate record of the meeting:**

**Name**

**Date**