

## Cirencester College Corporation Meeting Minutes

<b>Meeting:</b>	Corporation 2	<b>Chair:</b>	Fiona Galbraith (FG)
<b>Date:</b>	1 <sup>st</sup> December 2025	<b>Clerk:</b>	Suzanna Miles (SM)
<b>Location:</b>	T105		
<b>Time:</b>	17:05 – 19:25		
<b>Corporation members (with voting rights):</b>	Fiona Galbraith (FG), Libby Reed (LR), Brendan Brown (BB), Mikey Ezewudo (ME), Ping Li (PL), Matt Reynolds (MR), Mike Cadman (MCad), Sara Sharkey (SS), Jacqui Parry-Jones (JPJ) Gay Wales (GW) - online		
<b>Guests (no voting rights):</b>	SLT: Giles Robinson (GR), Matt Couzens (MCou), Mahalah Glead (MG), Matt Bullivant – prospective parent governor		
<b>Apologies:</b>	Liam Nolan, Erika Badea Paul Tibbetts – prospective governor Yara Biru – prospective student governor		
<b>Meeting theme:</b>	Finance and Governance		
<b>Pre-meeting training:</b>	<i>'Essential benchmarks of good financial health' session led by Giles Robinson</i> 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.	<p><b>Welcome:</b></p> <ul style="list-style-type: none"><li><b>Introductions:</b> FG welcomed the board and introduced MB as prospective parent governor.</li><li><b>Apologies for absence:</b> Apologies were accepted from Liam Nolan and 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.	<p><b>Approve minutes of the last meeting on 20<sup>th</sup> October 2025</b></p> <p>GR raised two minor points relating to wording in item 12 which the board approved. Subject to these changes, the minutes were approved as an accurate record.</p> <p><b>ACTION: SM to update the draft minutes</b></p>	SM												
3.	<p><b>Matters arising from 20<sup>th</sup> October 2025</b></p> <table><tr><th>ITEM</th><th>ACTION</th><th>LEAD</th><th>STATUS UPDATE</th></tr><tr><td>3</td><td>Review college performance report template as part of review of Corporation reporting</td><td>SM</td><td>On-going project</td></tr><tr><td>3</td><td>Consider if governors wish to be involved in the External Review of Governance</td><td>ALL</td><td><b>Complete</b></td></tr></table>	ITEM	ACTION	LEAD	STATUS UPDATE	3	Review college performance report template as part of review of Corporation reporting	SM	On-going project	3	Consider if governors wish to be involved in the External Review of Governance	ALL	<b>Complete</b>	SM
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To fully prepare learners to progress to their next stage, be that education or employment,  
by delivering excellent educational programmes.

	3	Update the report writing guidance regarding use of acronyms	SM	<b>Complete</b>	SM
	3	Consider creating a glossary of acronyms	SM	On-going as part of induction	
	5	Review the governor training programme to include a finance session	SM	<b>Complete</b>	
	14	Create an Estates strategy based on the factors discussed in item 13 for approval by Corporation	MR/JF	The updated Estates strategy will be presented to Corporation in January 2026. <b>ACTION: SM to add to next agenda</b>	
	15	Add S&G draft minutes to next meeting agenda	SM	Item 20	
	15	Consider areas of focus for the ERG and share with LR	ALL	<b>Complete</b> FG updated the board, stating that interviews have been held with three providers.	
	17	Add annual SEND report to the next meeting agenda	SM	Item 18	
	17	Confirm reporting process and executive lead for whistleblowing	MG	<b>Complete</b> As per the policy, Helen Finan collates whistleblowing reports and reports to Audit three times per year. Chair of Audit will report to Corporation once per year and reports through the annual report.	
	18	Discuss DBS renewal process for governors with KF/ MG	SM	<b>Complete</b> The current College policy not to renew DBS checks for governors is appropriate and in line with KCSIE requirements, DBS guidance, and practice in other colleges.	
	22	Send appointment confirmation letters	SM	<b>Complete</b>	
4.	<b>Chair's Report to Corporation</b>  The report was noted.  FG confirmed Chair's Action was taken by agreeing to move ahead with the appointment of a new Vice-Chair following the resignation of Andrew Tubb.				
5.	<b>Focus Governance</b> <ul style="list-style-type: none"> <li><b>Finance:</b> BB noted that, since the last Corporation meeting, the approved College Financial Forecasting Return was submitted in line with reporting deadlines. A letter has since been received from the DfE which confirms the accuracy of the information provided by college.</li> </ul> Governors added that the training received before the meeting had been helpful.  <i>Comment from governors:</i> <ul style="list-style-type: none"> <li>- <i>Each year we initially expect to achieve a 'good' level of financial health which then later increases to 'outstanding'. This would seem to offer opportunities for consideration.</i></li> </ul>				

	<ul style="list-style-type: none"> <li>• <b>Health &amp; Safety:</b> <i>Questions from governors:</i> <ul style="list-style-type: none"> <li>- <i>Has the signage in the Digital Skills Building been updated following the visit?</i> MR confirmed it has been updated.</li> <li>- <i>What has been followed up after the lockdown incident?</i> All actions have been followed up and completed, including provision of extra radios. One of the outcomes of the Lessons Learnt conference (conducted with emergency services and Deer Park) is that the college will be the host site for training for the emergency services next year.</li> </ul> </li> <li>• <b>Humanities Review:</b> Noted</li> </ul>	
6.	<p><b>Principal's Report</b></p> <p>MR provided a verbal update alongside his written report:</p> <ul style="list-style-type: none"> <li>- GW has been updated today on the latest Artemis actions. <b>ACTION: SM to add GW's report to the next agenda</b></li> <li>- The DfE annual review has taken place, and they are happy with progress.</li> <li>- The devolution debate continues. MR is part of discussions through the Gloucester Federation (a collaboration of five colleges). Concerns have been raised by this group around funding models and the difficulties in creating more authorities.</li> <li>- The coaching and mentoring pilot on management skills has been completed successfully. Development work will now begin to create a training programme.</li> </ul> <p><i>Questions from governors:</i></p> <ul style="list-style-type: none"> <li>- <i>How does the DfE annual review feed into Ofsted?</i> The DfE conversation is not public and considers areas such as finance, strategy and curriculum offer. Ofsted are the DfE's enforcers, so it is a different lens.</li> <li>- <i>Is this a two-way discussion?</i> MR confirmed that it is.</li> <li>- <i>How will the pilot's impact be measured?</i> Through our KPIs. The KPI for this was green but has been moved back to amber now that the next phase is about to start.</li> <li>- <i>Is this across all staff?</i> Yes, across support, academic and adult learning staff.</li> <li>- <i>Who are the coaches for the pilot scheme?</i> They are external coaches.</li> <li>- <i>How are we supporting parents?</i> This is based on last year's feedback, where - particularly at level 3 as non-subject specialists - some parents feel disempowered to support their children. We are making a Podcast and looking at scripted support programmes.</li> </ul>	SM
7.	<p><b>Update on implementation of revised Performance Related Pay (PRP)</b></p> <p>MCou provided a verbal update:</p> <ul style="list-style-type: none"> <li>- The new approach is fairer with more teachers able to meet the requirements.</li> <li>- Measurements and targets are now linked to areas within the control of teachers.</li> <li>- There have been no appeals this year.</li> <li>- The unions have asked us to include a question on the staff survey linked to PRP.</li> <li>- The process is very clear.</li> <li>- If staff decide to opt out, they are aware that high standards are still expected.</li> </ul>	

	<p>MR added that PRP is a government directive, but we need to use it to improve quality.</p> <p><i>Questions from governors:</i></p> <ul style="list-style-type: none"> <li>- <i>What was the view of the unions?</i> They are happy with our proposals.</li> <li>- <i>Why do a third of eligible staff opt out?</i> This equates to 21 out of 78 eligible staff. The responses vary and include: nearing retirement; leaving employment in-year; personal circumstances; ideological reasons.</li> <li>- <i>What is the process?</i> Previously staff were entered automatically into the process once they reached the threshold. Now they decide whether to opt in.</li> <li>- <i>How should this be reviewed by governors?</i> MCou and governors agreed that this should be reported against again next year, including the additional feedback and survey information.</li> </ul>	
8.	<p><b>Welcome to new Student Governor and update on newly elected Student Council</b></p> <p>Apologies were received from the student governors, so MR provided an update saying he had met with both student governors and the Student Council in a productive meeting. The Council has 15 students from across all areas of college.</p> <p>The meeting focussed on:</p> <ul style="list-style-type: none"> <li>- Social spaces</li> <li>- Buses (with positive comments on the changes made since half-term)</li> <li>- Use of the Spotlight Garden, considering the possibility of this being used as an outdoor classroom and teaching space</li> </ul> <p><i>**Post-meeting update.</i> YB provided her notes from the Student Council meeting.</p> <p><b>ACTION: SM to share YB notes with the minutes**</b></p>	SM
9.	<p><b>Receive Student Induction Survey report</b></p> <p>MCou noted that the top reason for choosing Cirencester College is consistently our choice of courses. He added that when considering the viability of courses (particularly those with lower numbers), it is important to remember that students may be coming for that course which is unavailable elsewhere.</p> <p>MR added, as an example, that offering students GCSE Latin as an enrichment supports students previously without this opportunity to access degree courses such as medicine. This makes college an enabler for opportunity.</p> <p><i>Questions and comments from governors:</i></p> <ul style="list-style-type: none"> <li>- <i>This view is backed up the discussions at the recent Humanities Review attended by GW.</i></li> <li>- <i>Why is it that enrichment is compulsory yet there is also a low uptake on opportunities?</i> Enrichments are fitted around the working week, rather than on a set day. The programme changes in the New Year which will allow opportunities to be opened out to others who may not have been able to attend due to timetabling restrictions. MCou noted that it also requires effort to maintain momentum and the enrichment provision needs to be 'relaunched' regularly. MCad added that there may also be some discrepancy over what students understand to be enrichment activities. In addition, the enrichment programme did not start until October. Governors were encouraged to review figures in the annual survey (June).</li> </ul>	

10.	<p><b>Discussion on:</b></p> <ul style="list-style-type: none"> <li>- <b>DfE Post-16 and Skills White Paper and 'V levels'</b></li> <li>- <b>DfE Curriculum Review</b> (focus on the section 16-19 education pp. 141-166)</li> <li>- <b>Opportunities for Cirencester College</b></li> </ul> <p><b>**CONFIDENTIAL MINUTE**</b></p>	
11.	<p><b>Financial Report and Accounts</b></p> <p>The report was noted.</p> <p><i>Questions from governors:</i></p> <ul style="list-style-type: none"> <li>- <i>Was there anything in the Budget that would impact on our finances?</i> No.</li> <li>- <i>Will the changes to Salary Sacrifice impact us?</i></li> </ul> <p>GR confirmed that Salary Sacrifice is not allowed in Teacher pension or LGPS for standard contributions.</p>	
12.	<p><b>Receive Audit Committee annual report</b></p> <p>FG thanked the Audit committee for their work, and to Andrew Tubb for his leadership of the committee. The report was noted and approved.</p>	
13.	<p><b>Receive draft minutes of Audit Committee and Chair's update (17<sup>th</sup> October 2025)</b></p> <p>The minutes were noted and BB reminded Corporation that the documents submitted for items 14 and 15 had been reviewed and approved at the committee meeting.</p>	
14.	<p><b>Receive Going Concern Regularity Assessment update from Audit Committee</b></p> <p>GR explained that, as part of preparing the accounts, management needs to assess whether the college can operate as a business for 12 months from the point of signing the accounts. This assessment shows that we are a going concern.</p>	
15.	<p><b>Approve audited financial statements and report (for signature by Chair and Accounting Officer) on recommendation of Audit Committee</b></p> <p><b>Approve letters of representation x 2 (for signature by Chair and Accounting Officer) on recommendation of Audit Committee</b></p> <p>FG confirmed that she (as Chair of Corporation) and the Audit committee had had a private meeting with the auditors, who were complimentary about the conduct of the team.</p> <p><b>DECISION:</b>  <b>Corporation agreed that the financial statements and letters be signed by FG and MR.</b></p>	
16.	<p><b>Receive internal financial controls questionnaire</b></p> <p>The report was noted.</p>	
17.	<p><b>Receive and discuss updated Risk Register</b></p> <p>GR noted that the risk related to Student Transport has been reduced by one point as the contracts have now been signed so the risk has reduced. There were no other changes.</p> <p>FG added that consideration is currently being given to our approach to risk management to ensure that Corporation is managing strategic risk appropriately.</p>	

18.	<b>Note annual reports</b> <table><tr><td><b>Annual Special Educational Needs and Disabilities report (SEND and wider SEND)</b></td><td>Noted</td></tr><tr><td><b>Annual Whistleblowing report</b></td><td>BB confirmed that no Whistleblowing reports had been reported to Audit Committee over the course of 2024-2025.</td></tr><tr><td><b>Confirmation of workforce data collection</b></td><td>MG confirmed completion in line with the required deadline</td></tr><tr><td><b>Confirmation of governor data collection</b></td><td>SM confirmed completion in line with the required deadline</td></tr><tr><td><b>Public Benefit statement</b></td><td>Noted within Financial Statements</td></tr></table>	<b>Annual Special Educational Needs and Disabilities report (SEND and wider SEND)</b>	Noted	<b>Annual Whistleblowing report</b>	BB confirmed that no Whistleblowing reports had been reported to Audit Committee over the course of 2024-2025.	<b>Confirmation of workforce data collection</b>	MG confirmed completion in line with the required deadline	<b>Confirmation of governor data collection</b>	SM confirmed completion in line with the required deadline	<b>Public Benefit statement</b>	Noted within Financial Statements							
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19.	<b>Approved reviewed policies (on recommendation of Audit committee)</b> <table><tr><th>Policy</th><th>Comments</th><th>Approval</th></tr><tr><td>Whistleblowing policy</td><td></td><td>Approved</td></tr><tr><td>Data protection policy</td><td>This has been merged with the Data Breach policy</td><td>Approved</td></tr><tr><td>Subcontract fees and charges policy</td><td></td><td>Approved</td></tr><tr><td>Supply chain fees and charges policy</td><td></td><td>Approved</td></tr></table> <p style="text-align: center;"><b>**GR/ MCou/ MG left at 18:39**</b></p>	Policy	Comments	Approval	Whistleblowing policy		Approved	Data protection policy	This has been merged with the Data Breach policy	Approved	Subcontract fees and charges policy		Approved	Supply chain fees and charges policy		Approved		
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20.	<b>Receive draft minutes of Search and Governance committee (6<sup>th</sup> October 2025)</b> <p>The minutes were received.</p>																	
21.	<b>Receive annual report on progress against the External Review of Governance and self-assessment/ tracker document</b> <p>The report was noted.</p>																	
22.	<b>Appoint vice-Chair of Corporation</b> <p>SM confirmed that one nomination had been received from BB.</p> <p><b>DECISION: Corporation unanimously agreed to appoint Brendan Brown as Vice-Chair</b></p>																	
23.	<b>Approve change to Instrument of Government</b> <p>The report was noted and the Instrument of Government was amended to allow for up to 18 members to sit on Corporation. This means that Corporation’s documents are consistent with each other and will allow new members to be appointed and fill the current important vacancies.</p>																	
24.	<b>Approve Corporate membership recommendations from Search &amp; Governance committee</b> <table><tr><th>Name</th><th>Governor</th><th>Recommendation</th><th>Decision</th></tr><tr><td>Paul Tibbetts</td><td>External</td><td>Appoint for one-year probationary term</td><td>Approved</td></tr><tr><td>Yara Biru</td><td>Student</td><td>Ratify student election for term of office until end of college</td><td>Approved</td></tr><tr><td>Matt Bullivant</td><td>Parent</td><td>Ratify parent nomination</td><td>Approved</td></tr></table>	Name	Governor	Recommendation	Decision	Paul Tibbetts	External	Appoint for one-year probationary term	Approved	Yara Biru	Student	Ratify student election for term of office until end of college	Approved	Matt Bullivant	Parent	Ratify parent nomination	Approved	
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25.	<b>Reminder of mandatory training requirements for governors by end of term</b> <p>FG reminded Corporation members to complete the required training by the end of term.</p> <p><b>ACTION: All governors to complete outstanding Educare training</b></p>	ALL																

26.	<div>Review meeting effectiveness</div> <div><div><div>What impact has Corporation had on strategy development in this meeting?</div><div><div>Consideration of V-Levels</div><div>Investigation of Defence Colleges</div><div>Financial training will support governors in understanding the constraints and opportunities for ongoing strategy</div></div></div><div><div>What impact has Corporation had on student experience in this meeting?</div><div><div>Consideration of induction survey</div><div>Information regarding Student Council</div><div>Finance discussions – importance of remembering the balance between good financial health and supporting student outcomes</div></div></div><div><div>Did Corporation have the right level of information required to be effective?</div><div><div>The training was very helpful to support understanding of finance reports</div></div></div><div>**MCad left at 18:49**</div></div>									
27.	<div>Upcoming dates</div> <table><tr><td>12<sup>th</sup> January – Chairs’ Cabal</td><td>11<sup>th</sup> May – Corporation</td></tr><tr><td>26<sup>th</sup> January - Corporation</td><td>29<sup>th</sup> June – Corporation</td></tr><tr><td>23<sup>rd</sup> March – Corporation</td><td>6<sup>th</sup> July - Corporation</td></tr><tr><td>17<sup>th</sup> April – Corporation Strategy Day</td><td></td></tr></table>	12 <sup>th</sup> January – Chairs’ Cabal	11 <sup>th</sup> May – Corporation	26 <sup>th</sup> January - Corporation	29 <sup>th</sup> June – Corporation	23 <sup>rd</sup> March – Corporation	6 <sup>th</sup> July - Corporation	17 <sup>th</sup> April – Corporation Strategy Day		
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28.	<div>Project committee approvals</div> <div><div>**CONFIDENTIAL MINUTE**</div><div>**MR left at 19:21**</div></div>									
29.	<div>Receive draft minutes of Remuneration committee and Chair’s report (10<sup>th</sup> November 2025) and annual report from Remuneration Committee</div> <div><div>**CONFIDENTIAL MINUTE**</div></div>									

**Actions from the meeting on 1<sup>st</sup> December 2025:**

ITEM	ACTION	LEAD
2	Update draft minutes	SM
3	Review college performance report template as part of review of Corporation reporting	SM
3	Consider creating a glossary of acronyms	SM
3	Add Estates Strategy to next meeting agenda for approval by Corporation	SM
6	Add Artemis Focus report to next meeting agenda	SM/ GW
8	Share meeting notes with minutes	SM/ YB
25	Complete any outstanding Educare modules	ALL

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

**Name**

**Date**