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# VERSION – v3 EXTERNAL MINUTES (Final)

# MINUTES OF CIRENCESTER COLLEGE

**CORPORATION MEETING**

**Monday 7th December2020 from 5pm**

**Due to the Coronavirus outbreak, this meeting was carried out via Microsoft Teams. All documents were made available to all Governors via SharePoint and shared via Microsoft Teams.**

**Governors:** Karen Bell (KB) (Staff Governor)

Jim Grant (JG) (Principal)

 Rebecca Halifax (RH) (External Governor)

Mike Hellens (MH) (External Governor)

 Peter Holmes (PH) (Chair)

 Paul Jones (PJ) Co-opted Governor)

 Neil Owen (NO) (Staff Governor)

 Susie Richards (SR) (External Governor)

Nicole Saunders (NS) (External Governor)

Andrew Topp (AT) (Parent Governor)

 Julian Tudsbery (JT) (External Governor)

Ben West (BW) (External Governor)

Bradley Whitefield (BWH) (Student Governor)

 David Zan-Kreyser (DZK) (External Governor)

**In attendance:** Matt Couzens (MC) (VP Quality and Standards), Angelo Faria (AF) (Finance Director), Jane Fern (HE Manager), Karen Fraser (KF) (VP Student Experience and External Relations), Matt Reynolds (MR) (VP Teaching and Learning), Jeannie Adam (Clerk)

Governor Comments (GC)

Governor Questions (GQ)

Governor Decision (GD)

1. **Apologies:**

Apologies were received and accepted from Talitha Huxham, Mariama Ifode-Blease and Chris Haslam. Bridget Stockford was unable to access the meeting due to technical problems.

1. **Declarations of interest**

There were no declarations of interest.

1. **Corporation membership**
2. **To confirm the appointment and welcome the newly elected Parent Governor to the Corporation**

GD - The appointment of the Parent Governor was unanimously approved by the Corporation.

 The Chair welcomed the Parent Governor to the Corporation and brief introductions took place.

1. **To welcome the new Student Governor to the Corporation**

The Chair introduced the new Student Governor to the meeting and welcomed him to the Corporation.

1. **To thank the Staff Governor (Support) for his service to the Corporation**

On behalf of all the governors, the Chair thanked the Staff Governor (Support) for his two terms of service to the Corporation.

1. **To receive an update on the process to appoint the new Staff Governor (Support)**

The Chair advised the Corporation that the process to appoint the new Staff Governor (Support) is taking place.

1. **Strategy Objectives 2022-2027**
2. **Strategic goals 2022-2027 briefing document**

The strategic goals 2022-2027 briefing document had been circulated with the agenda for the meeting.

The Chair drew the attention of the meeting to the document and gave a summary of the meeting of the strategy group meeting held on 16th November 2020.

GC – The impact of the pandemic on the achievement of current KPI’s needs to be considered and flexibility maintained.

GD – The Corporation unanimously approved the SLT to develop the operational response to the strategic objectives for 2022-2027.

1. **SLT operational response**

The Principal advised that the SLT will report to the Corporation meeting on 18th January 2021 on the development of the operational response.

5. **Principal’s Reports (Confidential)**

**a) Principal’s report (December 2020)**

The Principal’s report for December 2020 had been circulated with the agenda for the meeting.

The discussions regarding the Principal’s report are recorded in the confidential version of the minutes of the meeting.

The Corporation noted the Principal’s report (December 2020).

**b) KPI Tracker**

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

The discussions regarding the KPI Tracker are recorded in the confidential version of the minutes of the meeting.

The KPI tracker was noted by the Corporation.

**6. Self-Assessment report (2019-2020) and Quality Improvement Plan (QIP) 2020-2021 sign off**

1. **Self-Assessment Report 2019-2020 (SAR)**

The SAR 2019-2020 had been circulated with the agenda for the meeting.

The VP (Quality and Standards) outlined the broad structure of the SAR 2019-2020. Progress has been made but Covid 19 has impacted on the achievement of some KPIs.

The SAR 2019-2020 will be finalised before Christmas. Any feedback or comments should be sent directly to the VP (Quality and Standards).

The SAR 2019-2020 was noted by the Corporation.

1. **Quality Improvement Plan (QIP) 2020-2021**

The QIP 2020-2021 had been circulated with the agenda for the meeting.

The VP (Quality and Standards) outlined the broad structure of the QIP 2020-2021. Some items have been carried over from the QIP 2019-2020 due to the impact of Covid 19. The QIP feeds into the Quality Improvement Log.

GQ – Given that progress towards growth to 2500 students had slipped and remains at 2300, is the market too competitive to reach the 2500 target?

**A – There is strong competition and the inability to get into schools to market the college during the pandemic has had an impact. Better GCSE grades have meant that some students have been able to progress to their school 6th Form. Transport concerns due to Covid 19 have been a factor. The national trend seems to be that where the FE is not the dominant provider in an area, numbers have dropped.**

GQ - What can be done to improve retention to the census point?

**A – 2021 induction will be held over 2 days to ease students in and allow more social opportunities.**

GC – The Student Governor commented that the key issues have been student ability to manage their workloads (skills have lapsed due to time out of education) and the lack of enrichment (unavailable due to Covid 19).

The Finance Director commented that he is confident of maintaining a surplus for 2021-2022. The budget has been modelled on 2350 and consideration is being given to mitigate for a reduced enrolment.

GQ – Was the enrichment programme part of what attracted the Student Governor to the college?

**A – It was not a key part of the decision but is an important factor in college experience and retention.**

GC – The Chair commented that the Corporation is fully supportive of the aim to provide a broad spectrum of enrichment activity.

The QIP 2020-2021 was noted by the Corporation.

**7. Student Induction Survey 2020 (Confidential)**

The Student Induction Survey 2020 had been circulated with the agenda for the meeting.

The discussions regarding the Student Induction Survey 2020 are recorded in the confidential version of the minutes of the meeting.

The Student Induction Survey 2020 was noted by the Corporation.

**8. Adult Provision including Higher Education (HE)**

1. The Adult Education Report had been circulated with the agenda for the meeting.

Adult Education has managed well despite Covid 19. Funding is covered by the Adult Education budget, A Level 19 Plus and the subcontract to Premier. The objective remains to increase internal delivery and reduce the subcontracted volume. The community learning programme has been impacted by Covid 19.

GQ – Will the college be affected by the recent announcements regarding the proposed expansion of HE to qualifying adults?

**A – This should be part of the delayed White Paper.**

The Corporation noted the Adult Education Report.

1. The HE Report had been circulated with the agenda for the meeting.

GQ – If HE remains part of the mission of the college, how can it be delivered without risk to the college?

**A – HE is not a major part of the college offering but it does provide a route to study for the some in the local population and does generate income. It needs to add value to the college.**

GQ – Is teacher training being re-launched?

**A – Yes – re-launch is in January 2021. It will be available to some college staff and will be offered locally.**

The Corporation noted the HE Report.

The HE Manager left the meeting.

**9. Financial reports and accounts**

1. **October 2020 financial statements and commentary**

The October 2020 financial statements and commentary had been circulated with the agenda for the meeting.

The Finance Director commented that cash flow remains stable currently.

GC - The Focus Governor commented that the financial statements and commentary are reviewed by the Audit Committee and governors can contact the Chair of Audit or the Focus Governor if further information is required.

The Corporation noted the October 2020 financial statements and commentary.

**10. Governance**

**To note, approve and sign off the minutes of the Corporation meeting on 5th October 2020**

1. **Confidential internal minutes**

The minutes had been circulated with the agenda for the meeting. The minutes were approved as an accurate record of the meeting. The Chair will sign the minutes at a later date.

**Action – Chair to sign the confidential internal minutes and send to the Clerk.**

1. **External minutes**

The minutes had been circulated with the agenda for the meeting. The minutes were approved as an accurate record of the meeting. The Chair will sign the minutes at a later date.

**Action – Chair to sign the confidential internal minutes and send to the Clerk.**

1. **Matters arising from the 5th October 2020 minutes not covered elsewhere on the agenda.**

There were no matters arising from the minutes of the meeting held on 5th October 2020.

1. **Performance of the Chair 2019-2020**

The report summarising the performance of the Chair during 2019-2020 had been circulated with the agenda for the meeting.

**The Chair withdrew from the meeting.**

**The NS as Vice Chair took over as Chair.**

The Vice Chair commented that no significant issues were raised regarding the performance of the Chair in 2019-2020.

The Chair of Search and Governance Committee, the Clerk and Chair will meet to discuss the report further.

**Action – Clerk to set up a meeting between Chair of Search and Governance Committee, the Clerk and Chair to discuss the report further.**

**The Chair returned to the meeting.**

**11. Search and Governance Committee**

1. **Minutes of the meeting of 19th October 2020**

The minutes (draft) of the meeting of the committee on 19th October 2020 had been circulated with the agenda for the meeting.

The minutes (draft) were noted by the Corporation.

1. **To receive and approve the Standing Orders reviewed by the committee on 19th October 2020**
	1. **Standing Order Appendix 6 – Search and Governance Committee Constitution, Terms of Reference and Procedures.**
	2. **Standing Order Appendix 11 – Parent Governor election**
	3. **Standing Order Appendix 10 – Student Governor election**
	4. **Standing Order Appendix 15 – Focus Governors**
	5. **Standing Order Appendix 15 Addendum A – Focus Governor individual roles**

**GD – Standing Orders Appendix 6, 11, 10, 15 and 15 Addendum A were all approved by the Corporation.**

**Action – Clerk to update Standing Orders Appendix 6, 11, 10, 15 and 15 Addendum A on SharePoint.**

1. **To receive any further recommendations from the Search and Governance Committee following its meeting on 19th October 2020**
	1. **Attendance for 2019-2020**

The Attendance Report for 2019-2020 was noted by the Corporation.

* 1. **Focus Governor activity 2019-2020**

The Focus Governor Activity Report for 2019-2020 was noted by the Corporation.

* 1. **Governor training activity 2019-2020**

The Chair commented that pre-Corporation meeting training sessions can re-start when physical meetings resume. Governors should advise the Clerk of any individual training requirements they have.

**12. Remuneration Committee**

1. **To receive a verbal report of the Remuneration Committee meeting of 2nd November 2020**

The Chair moved this item to the confidential item at the end of the meeting.

1. **To receive and approve Standing Order Appendix 7a – Remuneration Committee Constitution, Terms of Reference and Procedures**

Standing Order Appendix 7a had been circulated with the agenda for the meeting.

GD - Standing Order Appendix 7a was approved by the Corporation.

1. **To receive and approve Standing Order Appendix 7b – Remuneration Committee Key Tasks 2020-2021**

Standing Order Appendix 7b had been circulated with the agenda for the meeting.

GD - Standing Order Appendix 7b was approved by the Corporation.

Action - **Clerk to update Standing Orders Appendix 7a and 7b Addendum A on SharePoint.**

1. **To receive and note the performance SAR 2019-2020 of the Remuneration Committee.**

The SAR 2019-2020 for the Remuneration Committee had been circulated with the agenda for the meeting.

The Corporation noted the SAR 2019-2020 for the Remuneration Committee.

**13. Audit Committee**

1. **Minutes of the meeting of 23rd November 2020**

The minutes (draft) of the meeting of the committee on 23rd November 2020 had been circulated with the agenda for the meeting.

The minutes (draft) were noted by the Corporation.

1. **To receive and approve following the meeting on 23rd November 2020**
	1. **Audit Committee 2019-2020 annual report**

The Audit Committee 2019-2020 annual report had been circulated with the agenda for the meeting.

The Chair thanked the Audit Committee for its work during 2019-2020.

The Audit Committee 2019-2020 annual report was noted by the Corporation.

* 1. **Audited Financial Statements and Members Report 2019-2020**

The Audited Financial Statements and Members Report 2019-2020 had been circulated with the agenda for the meeting.

GD – The Corporation unanimously approved the Chair of the Corporation and the Principal to sign off the Audited Financial Statements and Members Report 2019-2020.

**Action – Chair and Principal to sign the Audited Financial Statements and Members Report 2019-2020 and return to the Finance Director.**

* 1. **Letter of Representation**

The Letter of Representation had been circulated with the agenda for the meeting.

GD – The Corporation unanimously approved the Chair of the Corporation and the Principal to sign the Letter of Representation.

**Action – Chair and Principal to sign the Letter of Representation and return to the Finance Director.**

* 1. **Mazars Audit Completion Report 2019-2020**

Mazars Audit Completion Report 2019-2020 had been circulated with the agenda for the meeting.

GC – The Chair of the Audit Committee commented that this was an excellent report with no errors identified. The Chair of the Corporation thanks the Finance Director and the Finance team.

The Corporation noted Mazars Audit Completion Report 2019-2020.

* 1. **Risk Assurance Register November 2020**

The Risk Assurance Register November 2020 had been circulated with the agenda for the meeting.

GC – The Audit Committee reviewed the Risk Assurance Register and was satisfied that a timely review of the current risks and controls has taken place.

* 1. **TiAA Internal Audit Report 2019-2020**

The TiAA Internal Audit Report 2019-2020 had been circulated with the agenda for the meeting.

The Corporation noted the TiAA Internal Audit Report 2019-2020.

* 1. **Standing Order Appendix 5b – Audit Committee Calendar of Business 2020-2021**

Standing Order 5b had been circulated with the agenda for the meeting.

GD - Standing Order Appendix 5b was approved by the Corporation.

1. **To receive and ratify the following policies as reviewed by the Audit Committee on 23rd November 2020:**
2. **Whistleblowing Policy and Procedure**

The Whistleblowing Policy and Procedure had been circulated with the agenda for the meeting.

GD - The policy was approved by the Corporation.

1. **Fraud Prevention Policy**

The Fraud Prevention Policy had been circulated with the agenda for the meeting.

GD - The Policy was approved by the Corporation.

1. **Value for Money Policy**

The Value for Money Policy had been circulated with the agenda for the meeting.

GD - The Policy was approved by the Corporation.

1. **Risk Assurance Framework**

The Risk Assurance Framework had been circulated with the agenda for the meeting.

GD - The Policy was approved by the Corporation.

1. **Treasury Management Policy**

The Treasury Management Policy had been circulated with the agenda for the meeting.

GD - The Policy was approved by the Corporation.

**Action – Clerk to advise the policy owners and Principal’s PA that the policies have all been approved by the Corporation and the revised documents can be issued via CCO.**

1. **To receive the further recommendations from the Audit Committee following its meeting on 23rd November 2020**
	1. **Performance of the Audit Committee 2019-2020**

The Corporation noted the performance of the Audit Committee 2019-2020.

* 1. **Outstanding internal audit recommendations and resources available to ensure completion**

* 1. **Revised internal audit proposal for 2020-2021**

The Finance Director commented that an alternative internal audit will be considered to replace the proposed learner numbers audit which would duplicate the current ESFA funding review.

* 1. **Growing cyber security risks for the FE sector**

The Principal commented that details of the growing cyber security risks for the FE sector will be considered at the Corporation meeting on 18th January 2021.

**14. Focus Governance**

**To receive report from Focus Governors regarding contact and meetings with SLT and key college staff**

1. **Teaching and Learning November 2020**

The Corporation noted the Focus Governor report.

GC - The Chair commented that it is important for focus governor contact be maintained and encouraged the Focus Governors to use telephone and virtual meetings during the current restrictions.

**15. Any Other Business**

1. **Safeguarding Policy**

The VP (Student Experience and External Relations) commented that the updates to the policy brought it into line with Keeping Children Safe in Education (KCSIE) 2020 and reflected the comments made by the Focus Governor.

GC – The Chair advised that any further comments should be sent to the VP (Student Experience and External Relations) by the end of the week and reminded all governors to read Part 1 of KCSIE 2020, if they have not already done so.

GD – The Corporation approved the policy.

 **Staff Governors, Student Governor and SLT in attendance left the meeting.**

**16. Confidential item – external governors only**

**To receive a report from the Principal outlining SLT pay proposals.**

The report from the Principal outlining SLT pay proposals had been circulated by email to the external governors in advance of the meeting.

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

**The Principal and the Clerk left the meeting.**

12a. **To receive a verbal report of the Remuneration Committee meeting of 2nd November 2020**

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

17. **Date of next meeting**

5.00pm on Monday 18th January 2021. The venue will be confirmed at a later date.

As detailed in SO Appendix 2B – Summary of Key Business 2020-2021, this meeting will receive reports on the following:

* Apprenticeships (employer relations)
* Student personal development (mental health/healthy living, prep for modern Britain, careers education, employability, work experience, college enrichment)
* 16-19 Study Programmes (curriculum offer, high needs support, T Levels, size of programme report, curriculum balance and ‘Digication’ plans).
* Employer/employee relations (recruitment, staff retention, development and performance management)

**The meeting closed at 6.55pm.**

**Signed by:**

**Peter Holmes (Chair of Corporation)**

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**Date**

18.01.21

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| **Summary of resolutions, action points and outstanding business from this meeting (7th December 2020).** | **Action** | **Completed?** |
| Item 7 - VP (Student Experience and External Relations) to send the website brief with RH and AT for comment.  | VP (Student Experience and External Relations) | 16/12/2020 - Draft minutes sent to KF for action. |
| Item 10a - Chair to sign the confidential internal minutes of Corporation meeting on 5th October 2020 and send to the Clerk. | Chair | 16/12/2020 - Complete |
| Item 10b - Chair to sign the external minutes of Corporation meeting on 5th October 2020 and send to the Clerk. | Chair | 16/12/2020 - Complete |
| Item 10d - Clerk to set up a meeting between Chair of Search and Governance Committee, the Clerk and Chair to discuss the report further. | Clerk | 11/1/2021 - Complete |
| Item 11b - Clerk to update Standing Orders Appendix 6, 11, 10, 15 and 15 Addendum A on SharePoint. | Clerk | 9/12/2020 - Complete |
| Item 12b and 12c - Clerk to update Standing Orders Appendix 7a and 7b Addendum A on SharePoint. | Clerk | 9/12/2020 - Complete |
| Item 13bii - Chair and Principal to sign the Audited Financial Statements and Members Report 2019-2020 and return to the Finance Director. | Chair/Principal  | 9/12/2020 - Complete |
| Item - 13biii - Chair and Principal to sign the Letter of Representation and return to the Finance Director. | Chair/Principal | 9/12/2020 - Complete |
| Item 13c (i – v) - Clerk to advise the policy owners Principal’s PA that the policies have all been approved by the Corporation and the revised documents can be issued via CCO. | Clerk | 9/12/2020 - Complete |
|  |  |  |