

MINUTES OF MEETING OF THE GOVERNING BOARD HELD AT 5.30PM ON THURSDAY 7 DECEMBER 2023

Present: Dr A Birkinshaw (Chair) Mr A Micklethwaite
 Ms J Atkins Mrs J Rogers
 Mr E Drake Mr R Scott
 Dr J Guth Ms C Thomas
 Mr A Hussain
 Mrs A Lall (Interim Principal and CEO)

In attendance: Mr G Dixon Vice-Principal (Finance and Resources)
 Mrs A Crabtree (Interim Assistant Principal – Quality)
 Mr W McGlinchey (Interim Assistant Principal – Curriculum)
 Mrs J Tracy (Interim Director of Governance)
 Ms K Rae (Audit and Assurance Director – Armstrong Watson) – for Items 7a to 7d only

		ACTION
M23/085	The Chair welcomed everyone to the meeting and introductions were made by those present. The Board formally ratified the appointment of Adam Hussain as Student Governor, his term of office being to 31 July 2024.	
M23/086	The Board was informed that, in accordance with best practice and the requirements of the Post-16 Audit Code of Practice, the external auditor would present their findings annually to the Board. Ms K Rae would join the meeting via Teams for agenda items 7a to 7d. As Mr Rae was in another meeting prior to the Board’s, the agenda order would therefore be varied as necessary.	
M23/087	The minutes would be recorded in order of discussion.	
	Item 1: APOLOGIES FOR ABSENCE	
M23/088	There were apologies for absence from Professor J Craig, Mrs H Kerrick, Mr D Langton, Mr C Morgan and Mr D Bulloch (Interim Assistant Principal – Curriculum).	
	Item 2: DECLARATIONS OF INTEREST	
M23/089	There were no declarations of interest.	
	Item 3a: MINUTES OF 5 OCTOBER	
M23/090	The minutes of the meeting held on 5 October 2023 were approved as a true and correct record.	
	Item 3b: REVIEW OF ACTION TRACKER AND MATTERS ARISING ON THE MINUTES	
M23/091	Governors had received the action tracker and noted the updates on previous actions.	
M23/092	The Chair noted that the Board was still challenging itself on how to increase its engagement with staff. The Interim Principal would inform the Board of any events at which their attendance would be welcome; the performance of Guys and Dolls in February 2024 being noted.	IP
M23/093	M22/212- - Designated/Link Governors The Chair and Interim Director of Governance would follow up on proposals. Board Briefing – re dashboards	

M23/094	The Interim Principal provided an update on the work which was underway on the dashboards and on the recent visit to Warrington and Vale Royal College. The dashboard information was expected to be available in January 2024.
M23/095	M23/042 The Board member who had raised the initial concern confirmed that they were happy with the update provided by College management.
M23/096	Item 4: PRINCIPALSHIP Item 4a: Principalship Report The Board had received the Principalship report and members noted the content on the key activities in relation to Ofsted, policy update, recruitment, finance and resources, the Autumn Statement and impact on the College, and skills update.
M23/097	The Interim Principal was asked whether the changes relating to the adult skills fund would affect the devolved areas. Whilst this had been discussed at a recent meeting, the Interim Principal had no information on any possible effects.
M23/098	The Vice Principal – Finance and Resources confirmed that the figures relating to recruitment had not changed and at the request of a member of the Board, increased visibility on T level funding would be provided in future reports.
M23/099	The College was asked when the recruitment position for 2024 would be known and that easily digestible information on this and on the funding be provided. Information was also provided on the College’s curriculum planning process which used the detail on recruitment and conversion rates for each department to plan class sizes, etc. The Chair commented that this information was presented to Finance, Resources and Investment Committee.
M23/100	The Interim Principal also provided an update on recent events at which College students had been involved. This included a presentation by Evolve students at Ripon Cathedral to representatives from North Yorkshire Council, LEP, charities, etc. and a research project and presentation involving Aviation students. An Aviation student had also appeared in an article on skills reform in FE Week.
M23/101	Item 6: ANNUAL REPORT OF THE AUDIT COMMITTEE 2022-23 The Annual Report had been considered by Audit Committee on 16 November 2023. Having noted the recommendation of Audit Committee, the Board approved the Annual Report of the Audit Committee 2022-23, including the Audit Committee opinion that ‘the College has adequate and effective assurance arrangements, framework for safeguarding, framework of governance, risk management and control processes for the effective and efficient use of resources, solvency and the safeguarding of assets’, and that the Committee was ‘satisfied that it has sufficient assurance to enable it to provide its opinion and its assessments of its current level of confidence in overall effectiveness of internal control’.
M23/102	Item 5: STRATEGIC PLANNING Item 5a: Self-Assessment Report (SAR) 2022-23 The minutes of this item (in italics) would be classified as confidential – not for publication.
M23/107	The Board approved the Self-Assessment Report 2022-23, as recommended by Quality and Curriculum Committee.
M23/108	Item 5b: Quality Improvement Plan (QIP) 2023-24 The draft Quality Improvement Plan (QIP) had been considered by Quality and Curriculum Committee at its meeting on 23 November 2023. The Board noted the key areas for improvement and the timescales, success criteria, status and impact.

VP-F&R

M23/109 The Chair noted and was pleased to see that the targets and impacts were measurable, with the Interim Principal confirming that the QIP was monitored by Quality and Curriculum Committee. In answer to questions from members of the Board, clarification was provided on the success criteria relating to AFI11 – personal development - and on how the College obtained information relating to the enrichment programme offer. The Interim Assistant Principal – Quality informed the Board that the target in relation to the enrichment programme offer was ambitious, and was intended to drive improvements in the offer and take up.

M23/110 Noting the recommendation of Quality and Curriculum Committee, the Board **approved** the Quality Improvement Plan 2023-24.

Item 7 FINANCE

M23/111 The Vice Principal – Finance and Resources explained the process involved in the production of the management letters and the financial statements. The papers had been discussed in detail at a joint meeting of Audit Committee and Finance and Resources Committee on 29 November 2023. The papers being presented to the Board for approval had been updated as necessary following these discussions and with the agreement of the external auditors.

M23/112 As the External Auditor was still in a prior meeting, it was **agreed** that Item 8 – Policies would be taken next.

Item 8a: Health and Safety Policy

M23/113 The paper provided an overview of the changes proposed as part of the annual Health and Safety Policy review and were as considered by Finance, Resources and Investment Committee at its meeting on 15 November 2023.

M23/114 Noting the recommendation from Finance, Resources and Investment Committee, the Board **approved** the Health and Safety Policy.

Item 8b: Marketing Strategy

M23/115 The Board noted the information provided in the report on the purpose of the Marketing Strategy and that feedback from an external marketing expert had been taken into account.

M23/116 The following minute (in italics) would be classified as confidential – not for publication.

M23/118 Noting the comments as above, the Board **approved** the Marketing Strategy.

M23/119 Ms K Rae joined the meeting and apologised for being late, this being as a result of a previous meeting overrunning.

M23/120 It was agreed that Items 7a to 7d would be considered.

Item 7a: Management Letter

M23/121 Ms Rae from Armstrong Watson had joined the meeting to present the Management Letter in accordance with the ESFA requirement. It was noted that the Management Letter had already been considered at a joint meeting of the Audit and Finance, Resources and Investment Committees the previous week.

M23/122 Ms Rae had highlighted a number of points in the management letter which included the key focus areas, audit adjustments, audit findings, internal controls and the audit conclusions. Ms Rae thanked the College staff involved in the audit. Ms Rae confirmed that there was a clean unmodified audit opinion alongside a clean opinion on regularity.

M23/123	The Board approved the Management Letter (the Final Management and Governors' Report) for the period ended 31 July 2023.
	Item 7b: Management Representation Letter – Audit
M23/124	The Board noted that the Management Representation Letter – Audit had been considered at the joint meeting of Audit and Finance, Resources and Investment Committees on 29 November 2023.
M23/125	The Board approved the Management Representation Letter – Audit and for signature by the Chair.
	Item 7c: Management Representation Letter – Regularity
M23/126	The Board noted that the Management Representation Letter – Regularity had been considered at the joint meeting of Audit and Finance, Resources and Investment Committees on 29 November 2023.
M23/127	The Board approved the Management Representation Letter – Regularity and for signature by the Accounting Officer.
	Item 7d: Financial Statements to 31 July 2023
M23/128	The Board had received the Financial Statements to 31 July 2023 which had been considered at the joint meeting of Audit and Finance, Resources and Investment Committees on 29 November 2023 . The Financial Statements had been amended to take account of the discussions at that meeting and Ms Rae confirmed that she was happy with the paper being presented to the Board. The Board's attention was brought to its cash resources, it being noted that whilst not a going concern issue, the Board and College needed to monitor its cash position closely.
M23/129	The Board approved the Financial Statement to 31 July 2023 and for signature by the Chair of the Governing Board and Accounting Officer.
M23/130	The Chair thanked Ms Rae for her attendance.
M23/131	18:42pm - Ms Rae left the meeting.
M23/132	The Staff Governor, Student Governor, the Interim Assistant Principal – Quality and the Interim Assistant Principals – Curriculum left the meeting.
	Item 7e: Control Budget 2023-24 inc. Pay Award
M23/133	The following minutes (in italics) would be classified as confidential – not for publication.
M23/141	The Staff Governor, Student Governor, the Interim Assistant Principal – Quality and the Interim Assistant Principal – Curriculum returned to the meeting. The Chair apologised that the staff and student had been waiting, but that the discussions had necessarily been detailed.
	Item 8: POLICIES AND STRATEGIES
	Item 8c: Environmental and Sustainable Development Statement of Intent
M23/142	The Environmental and Sustainable Development Statement of Intent was intended to set out the high level aims of the College to deliver a net zero College and was broken down into three areas of delivery – curriculum, community and campus. The Statement of Intent had been considered by Finance, Resources and Investment Committee at its meeting on 15 November 2023.
M23/143	Noting the recommendation of Finance, Resources and Investment Committee, the Board approved the Environmental and Sustainable Development Statement of Intent.

Item 9: RISK MANAGEMENT

Item 9a: Annual EDI Monitoring Report and Equality Objectives 2023-24

M23/144 The Board considered the paper on the annual Equality, Diversity and Inclusivity (EDI) report for 2022-23 and the proposed equality objectives for 2023-24, noting that the paper had been considered by Staffing and Remuneration Committee at its meeting on 6 November 2023. A detailed review of the EDI Strategy would take place in September 2024 to ensure that it aligned to the College's new strategic aim.

M23/145 Having noted the recommendation from Staffing and Remuneration Committee, the Board **approved** the EDI Annual Report 2022-23 and Equality Objectives for 2023-24.

Item 10: GOVERNANCE

Item 10a: Board, Vice Chair and Committee Appointments

M23/146 The Board considered the paper, noting the recommendation from Search and Governance Committee and **approved**:

- The appointment of Andy Micklethwaite as Vice Chair of the Governing Board, his term of office being to 20 March 2027
- The appointment of Emma Calvert as a member of Search and Governance Committee, subject to her agreement to taking on this role. Her term of office would be to 5 October 2027.
- As at the start of the meeting, the formal ratification of the appointment of Adam Hussain as Student Governor, his term of office being to 31 July 2024.
- The appointment of Thomas Ford as a Student Observer, his term of office being to 31 July 2024. The Board noted that as an observer, Mr Ford would receive Board papers and could take part in the discussions, but would not count towards the quorum and would not be eligible to vote.

M23/147 The Interim Director of Governance informed the Board that one member of the teaching staff had expressed an interest in the role of Teaching Staff Governor. Mr Kevin Wilcock was a lecturer in Building and Technology Industries. The Board **approved** the appointment of Mr Kevin Wilcock as Teaching Staff Governor, his term of office being to 7 December 2027.

Item 10b: Probationary Reviews

M23/148 Noting the recommendation from Search and Governance Committee following its meeting on 22 November 2023, the Board **approved** the continued appointment of:

- Claire Thomas – as a Board member, the term of office being to 23 January 2027.
- Chris Morgan – as a Board member and as a member of Audit Committee, the term of office being to 27 March 2027.
- Andy Micklethwaite – as a Board member, and as a member of Finance, Resources and Investment Committee, and as Vice Chair of the Governing Board, the term of office being to 20 March 2027.

M23/149 As Search and Governance had not been quorate for the consideration on continued appointment of Rob Scott, Mr Scott being present at the meeting and not eligible to count towards the quorum nor vote, the Board considered and **approved** the continued appointment of Mr Scott – as a Board member, Chair of Audit Committee and member of Search and Governance Committee, the term of office being to 20 March 2027.

M23/150 The above Board members, where present at the Board meeting, did not take part in the discussion nor vote on their continued appointment.

Item 10c: AoC Further Education Code of Good Governance

M23/151

The Board considered the paper and, noting the recommendation of Search and Governance Committee at its meeting on 22 November 2023, **approved**:

- That the updated AoC Further Education Code of Good Governance 2023 be adopted with effect from the academic year 2024-25
- That it did not wish to volunteer as a case study.

Item 10d: Governance Self-Assessment (SAR) 2022-23 and Quality Improvement Plan (QIP) 2023-24

M23/152 The Chair informed the Board that the Governance SAR and QIP had received detailed scrutiny, including by a group of Board members which included the Chair and Committee Chairs and to which all Board members had been invited. The SAR and QIP had also been presented to Search and Governance Committee at its meeting on 22 November 2023. The papers presented to the Board had taken account of the feedback received.

M23/153 The Board also noted the update provided in the paper on the QIP 2022-23.

M23/154 Noting the recommendation of Search and Governance Committee, the Board **approved** the Governance Self-Assessment Report 2022-23 and the Governance Quality Improvement Plan 2023-24.

Item 11: LEARNING AND TEACHING

M23/155 **Item 11a: Learning and Teaching Report**

The Interim Assistant Principal – Quality presented the paper which informed the Board on the implications of performance trends, key risks and actions, together with final 2022-23 performance against key performance indicators for further education provision.

M23/156 The Board noted the information provided on the key risks, including attendance and retention and the significant reduction in the number of out of funding (OOF) apprentices. The impact on future continuation outcomes as a result of underperformance at Level 4 was also noted.

M23/157 The Chair of the Governing Board commented on the improvement in the papers which were present to Quality and Curriculum Committee and welcomed the inclusion of year comparison data.

Item 11b: AEB Update including Sub-Contracting

M23/158 In the absence of the Interim Assistant Principal – Quality (Duncan Bulloch) , the Interim Principal and Vice Principal - Finance and Resources presented the paper which provided an update on the current position for AEB from a financial perspective. It was noted that the paper had been updated from that considered by Finance, Resources and Investment Committee at its meeting in November 2023.

M23/159 The Board noted the work being undertaken on College dashboards which would give better visibility on the programmes. The Board was also informed on the savings made following the closure of some small classes.

M23/160 A member of the Board asked for and received information on how the decision was made on which classes to close. The College was also asked whether it looked at a contribution threshold and on whether it was possible to have a lower percentage figure in order to increase income. The Chair of the Governing Board asked for more clarity on this point, and it was **agreed** that the Interim Principal would follow this up with the Interim Assistant Principal - Quality.

IP/IAP-Q

	Item 12: FINANCE	
	Item 12a: Financial Position Summary	
M23/161	The Vice-Principal - Finance and Resources presented the financial position summary as per the Management Accounts to October 2023. The Board noted the information provided in relation to the current cash position and the cash forecast, including that on the FEC target of 25 days. Income was currently ahead as a result of the funding received, whilst pay costs were slightly over, this being as a result of agency costs; the Board noted the control of non-pay costs.	
M23/162	It was agreed that all future financial reports would be considered earlier on the agenda.	Interim DG
	Item 13: RISK REVIEW	
	Item 13a: Risk Review	
M23/163	The Interim Principal presented the report which provided the Board with an update the strategic key performance indicator (KPIs) and the actions being taken. The Board noted that following the review, consolidation and re-wording of the risks which had taken place over the summer, the risks had now been renumbered.	
M23/164	The Board noted the information provided on the risks which remained unchanged to that reported in October 2023, and on those which had decreased or increased. Action plans had been reviewed and updated, with further detail having been provided in the paper. The Chair of the Governing Board commented that the risk relating to financial health and the need to manage costs and efficiencies was not included. It was agreed that the risk register would be amended. It was also proposed and agreed that the Board be briefed on Artificial Intelligence (AI) and the wider implications.	IP
	Item 14: LEARNING AND TEACHING	
	Item 14a: Final Destinations 2021-22 and Interim Destinations 2022-23	
M23/165	The paper provided a detailed summary of the actual destinations for 2020-21 and 2021-22 and a comparison summary to intended destinations at the end of 2022-23. It was noted that the paper had been scrutinised by Quality and Curriculum Committee at its meeting on 23 November 2023.	
	Item 14b: Student Engagement Report and Plan	
M23/166	The paper provided the plan for student engagement with initial data on enrichment activities undertaken so far and was considered by Quality and Curriculum Committee at its meeting on 23 November 2023.	
	Item 15: HEALTH AND SAFETY ANNUAL REPORT 2022-23	
M23/167	The Board noted the Health and Safety Annual Report 2022-23, this have been considered by Finance, Resources and Investment Committee at its meeting on 15 November 2023.	
M23/168	A member of the Board noted the information provided on accidents by subject area in equine had doubled and requested further information on the detail and the reasons for the increase, and on what was being done to prevent escalation. It was agreed that information would be provided to the Board.	VP-F&R
M23/169	At the request of the Board, information would also be provided on accidents categorised as by 'behaviour'.	VP-F&R
	Item 16: ANNUAL ENVIRONMENTAL REPORT 2022-23	
M23/170	The Board noted the information provided in the Annul Environmental Report 2022-23, and that this had been also presented to Finance, Resources and Investment Committee at its meeting on 15 November 2023.	

Item 17 GOVERNANCE

Item 17a: Reports from the Committees

- (i) Audit**
- (ii) Finance, Resources and Investment**
- (iii) Staffing and Remuneration**
- (iv) Seach and Governance**

M23/171 The notes and feedback summary were presented for information.

M23/172 The Chair of the Governing Board requested that Board members give consideration to taking on the role of Link Governor for IT.

**Board
Members**

Item 18: REVIEW OF MEETING

- M23/173
- Were the agenda papers written and presented clearly?
 - Yes; with note being made of the request that financial papers be considered together and towards the beginning of the meeting
 - Did you have all the information you needed to participate fully in the discussion?
 - Yes
 - Were the issues discussed appropriate?
 - Yes
 - Did you have enough time for thorough debate and to express your views during the meeting?
 - Yes, whilst noting the size of the agenda and the timings as per the financial items covered above
 - Were you satisfied that decisions were reached in an appropriate manner?
 - Yes
 - Are there any new risks you feel need addressing or any other risk changes that have not been discussed?
 - No; the proposed briefing on AI was noted

Item 19: DATE OF NEXT MEETINGS

- M23/174 It was noted that the next meetings would be held on:
- Thursday 25 January 2024 – Board Away Day (in person, venue tba)
 - Thursday 8 February 2024 – Board Briefing - 5.30pm (via Teams)
 - Thursday 21 March 2024 at 5.30pm – Ingleborough Board Room (I1.10)

M23/175 The Board noted that an extraordinary meeting of the Board would be arranged to further consider the pay award. *Post Meeting Update: Confirmed for Monday 18 December 2023 at 1pm via Teams.*

Item 20: CONFIDENTIAL ITEM: PART 2: CONFIDENTIAL MINUTES

M23/176 The Board **approved** the confidential minutes from the meetings held on 5 October 2023.

Item24: CONFIDENTIAL ITEM: REVIEW OF CONFIDENTIAL MINUTES

M23/177 The Board noted that the confidential Board and Committee minutes for the academic year 2021-22 had been reviewed by the Chair of the Governing Board and the Interim Director of Governance.

M23/178 The Board **approved** the review of classification of confidential minutes as per the paper.

Item27: CONFIDENTIAL ITEM: WHISTLEBLOWING SUMMARY 2022-23

M23/179 The Board noted the information provided in the paper.

M23/180	Item26: CONFIDENTIAL ITEM:
M23/182	The Staff Governor, Interim Assistant Principal – Quality and Interim Assistant Principal – Curriculum left the meeting.
	Item22: CONFIDENTIAL ITEM: SENIOR POST HOLDER REMUNERATION ANNUAL REPORT 2022-23
M23/183	The Board noted that the Senior Post Holder Remuneration Annual Report 2022-23 had been considered by Staffing and Remuneration Committee at its meeting on 6 November 2023 and that no amendments had been requested.
M23/184	Noting the recommendation of Staffing and Remuneration Committee, the Board approved the Senior Post Holder Remuneration Annual Report 2022-23.
M23/185	The Interim Principal and Vice Principal – Finance and Resources left the meeting.
	Item23: CONFIDENTIAL ITEM: POLICY ON SENIOR POST HOLDER REMUNERATION
M23/187	Noting the recommendation of Staffing and Remuneration Committee, the Board approved the Policy on Senior Post Holder Remuneration.
M23/188	Item 21: CONFIDENTIAL ITEM:
M23/189	Item25: CONFIDENTIAL ITEM:
M23/193	The meeting closed at 8:33pm.