

Minutes of the Corporation Board meeting held on Friday 16th July 2021 at 9.05am

Present:	Jeremy Cartwright, Chair Pritpal Singh-Nagi Andy McKay Rob Fisher Sue Blake Dave Hopley Steve Sawbridge (joining via Microsoft Teams) Jo Mountney (joining via Microsoft Teams) David Rogers (joining via Microsoft Teams) Neil Hoskinson (joining via Microsoft Teams) Tom Nadin (joining via Microsoft Teams) Sibgha Amin (joining via Microsoft Teams)		
In Attendance:	Maxine Bagshaw, Clerk to the Corporation Jason Lancaster, Deputy Principal Antoinette Lythgoe, Chief Financial Officer		
Min. No.		Action By Whom	Action By When
1	DECLARATIONS OF INTEREST		
	The Chair reminded everyone again to declare any interests that they may have on matters to be discussed. Standing declarations were noted.		
2	WELCOME, INTRODUCTIONS AND APOLOGIES FOR ABSENCE		
	Apologies for absence were received from Denise Brown, David Boughey and Steph Talbot. Absent without apologies was Donna Hazledine, Aimie Lassells and Shannon Mansfield.		
3	MINUTES OF THE MEETING HELD ON 21ST MAY 2021		
	The minutes were reviewed and it was agreed that they were an accurate record of discussions. AGREED: to approve the minutes of the meeting held on 21 st May 2021.		

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	There were no matters arising.		
4	ACTION PROGRESS REPORT		
	<p>Board were happy to note the content of the update provided and it was acknowledged that the vast majority of actions were picked up in reports to be presented. In relation to line 1, the Chief Financial Officer advised that a new format Risk Register has now been agreed with the Audit Committee and therefore the option of purchasing alternative software would not be pursued and it was therefore agreed that this action could be removed from the schedule.</p>		
5	ENABLING STRATEGIES		
	<p>In the absence of the Principal, the Deputy Principal presented this item and explained that the strategic suite aims to bring all of the enabling strategies together, so that they sit cohesively under the updated strategic plan. He drew governor's attention to the presentation slides which set out the steps taken to create a strategic refresh. He indicated that the aspects to particularly note are opportunities for Board and Committee oversight. The Deputy Principal advised that the Quality Improvement Strategy has not yet been considered by the Curriculum, Quality & Standards Committee and therefore the intention is to review this on behalf of the Board at the August meeting.</p> <p>Governors' attention was drawn to document 5.4 which explains the strategic suite of documents and clearly articulates how they all fit together. This is the first time that the College has seen all of the strategies as a collection and the next steps are action planning with production of delivery plans covering a 1-3 year period.</p> <p>The Deputy Principal advised that the College has moved a long way in terms of data accuracy and now the next step is to use data more effectively. He provided assurance that there will be a continued focus on teaching and learning and that performance reviews remain important and learner views are critical.</p> <p>He reminded that, in terms of Board oversight, the responsibility for approval rests with the full Board in relation to:</p> <ul style="list-style-type: none"> • Strategic Plan approval and monitoring • Quality Strategy approval • Financial Strategy approval • HR Strategy approval • Pay Strategy approval <p><u>Finance Strategy</u></p>		

The Chief Financial Officer presented this and the Board acknowledged that this was the first time that a strategy in this area had been created. The Chief Financial Officer expressed the view that all other strategies need to better articulate growth to support any financial strategy and that what needs to now be fully formulated is more detail in relation to the how, what and when. She advised that year 1 of the strategy is the 2021/22 budget and updated financial forecasts and that the budget includes year 1 costs to implement the Digital Strategy and years 1 and 2 of the Pay Strategy.

The Board were reminded that the Curriculum Strategy was approved by the Curriculum, Quality & Standards Committee 18 months ago and is now due for a refresh. It was explained that, in the next iterations, there will be a more standardised approach and it was also acknowledged that there needs to be more rigorous version control.

The Chief Financial Officer advised that the delivery plans link in to the Financial Strategy but that there is still more work to do, and the aim is to have very clear links with the operational documents. A challenge from the Board was to now move quickly to implementation rather than continuing with strategy discussions.

The Deputy Principal advised that there is more work to be done in terms of the broader approach to curriculum planning and that the focus now is on delivery plans. In relation to strategic documents, a challenge from the Board was that there should be a rolling process in place to update. It was acknowledged that the overarching strategic plan is in place until 2022/23 and that what are now being created are the delivery plans for 2021/22.

In considering the suite of enabling strategies, the Board all agreed that they were, in essence, the documents which set out the tactics for delivery. They felt that they were part of the mechanisms for providing assurance and that it was not necessarily the role of Governors to be involved in their creation. The Board all agreed that there was an expectation in relation to revisions, rather than fundamental changes year to year.

A challenge from one member of the Board was that there appears to be a tremendous amount of narrative within the documents and not much 'action' and therefore the delivery plans are critical and need to be in place as early as possible.

The Chair asked whether there was a need to review the date for the next planned strategic workshop. Following discussion, it was agreed to continue with the planned date in January but it

	<p>was acknowledged that this could be reconsidered, if felt appropriate, at the October Board meeting.</p> <p>In terms of approvals, it was acknowledged that the Board have already approved the HR and Pay Strategy. The Quality Improvement Strategy is to firstly be considered by Curriculum, Quality & Standards Committee and any recommendations for its approval will come via the Chairs report to the October meeting. The Board were happy to approve the Financial Strategy as presented but acknowledged that much more detailed implementation plans need to be created.</p> <p>AGREED:</p> <ol style="list-style-type: none"> a) To note the content of the documents provided b) Approve the Financial Strategy 		
6	PRINCIPAL/CEO'S REPORT		
	<p>In the Principal's absence, the Deputy Principal drew Governors attention to the 5-pillar plan progress update and FE Commissioner composite report provided. Key matters brought to the Boards attention were:</p> <ul style="list-style-type: none"> • The TAG process has gone well, • Staff are looking at data reporting and good practice in place at another college. This was described as not an insubstantial piece of work, with the expectation being a 3-4-month project, which is manageable. • There is one FE Commissioner recommendation remaining where there is still slightly more work to do. <p>The Boards attention was then drawn to the DfE statutory guidance entitled 'Review how well the educational training provided meets local needs'. The Board, in discussing the document, agreed that, whilst local needs are important, what the College offers goes beyond this and that it is important to consider what students want. A challenge from the Board was to better understand what 'local' means and identify the footprint. It was acknowledged that local can mean different things to different people and the Board questioned whether the intention is to look at the City, North Staffordshire area or wider. The Board felt that there had been a similar proposal as part of the area-based reviews but that what is now expected is more self-generating rather than intervention.</p> <p>A challenge from one member of the Board was that the College needs to seize the opportunity and take the initiative in this area. It was acknowledged that the work envisaged plays in to the curriculum planning considerations. All agreed that the process is not just for colleges and governors felt that there may be merit in setting up a smaller working group to consider and advise. One member of the Board indicated that there needs to be clear links with the Local Skills Plan. An observation</p>		

	<p>made was that LEPs are currently going through reviews and therefore this will need to be considered.</p> <p>The Board all agreed that getting closer to organisations in a protected way is important and that there is a need to consider how the Board feeds in to this process. The Board agreed that the review expected needs to be done in a meaningful way. All felt that Stoke on Trent College was stronger now than was the case in the area-based review and therefore has to approach this process confidently. Governors felt that there was still more work to be done to identify what the College wants to be known for. All felt that obtaining grade 2 at Ofsted will help with perceptions, but that what is now important is for the College to get on the front foot.</p> <p>The Board asked what the timescales are for the expected review. It was acknowledged that the statutory guidance is unlikely to be finalised until the end of the calendar year, which would then tie in with the January 2022 workshop already planned. The Board agreed that the College should be looking to be ready for implementation in the spring term.</p> <p>The Board acknowledged that 2020/21 had been a very challenging year for staff, not least of which was the TAG process. It was agreed that a note of thanks to staff would be sent from the Board.</p> <p>The Deputy Principal provided a verbal update in relation to two FE Professional Grant Fund bids which are to be submitted. He explained the themes and confirmed that each has a value of between £60k-£70k but that Stoke on Trent College is not the lead College for each, as there is a requirement that the lead college be at least a grade 2. The Board were advised that there is no expectation of match funding and that there are to be 'group bids' submitted.</p> <p>AGREED:</p> <ul style="list-style-type: none"> a) To note the content of the update provided, and b) Approve the submission, as proposed, of two FE Professional Grant Fund bids. 	Chair	July 2021
7	CHAIRS REPORT – TRANSFORMATION, FINANCE & RESOURCES COMMITTEE		
	<p>In the absence of the Committee Chair, the summary slides and detailed minutes of the meeting held on 29th June 2021 were noted. The Clerk to the Corporation advised that there are a number of areas specifically requiring Board approval following Committee recommendation; these are:</p> <ul style="list-style-type: none"> 1) LIBOR transition – recommendation from the Committee is to approve the change from LIBOR to bank base rate. 		

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	<p>The context for this change was explained.</p> <p>The Board discussed the Transition Proposal and, having considered the documentation in this regard, the Board approved the Transition Proposal outlined in the documentation, replacing LIBOR with bank base rate, as recommended.</p> <p>The Board further authorised the following signatory, Denise Brown, Principal & CEO, to sign the necessary documentation, including the Transition Agreement on behalf of Stoke on Trent College.</p> <p>AGREED: to approve the change from LIBOR to bank base rate as recommended and authorise Denise Brown, Principal & CEO, as signatory.</p> <p>2) Sub-contracting – the Board were reminded that the College is generally trying to reduce the level of sub-contracting activity and a specific proposal is to run down arrangements with Steelworks, which would mean no new starts in 2021/22, with only continuing learners remaining. The Committee also received a proposal to increase an allocation to North Staffordshire in 2020/21 by up to £120k. It was explained that this predominantly relates to engineering provision, both AEB and apprenticeship delivery. The Chief Financial Officer advised that the College is not aiming to go as high as the maximum allocation but that the increase proposed gives flexibility.</p> <p>The Chief Financial Officer provided assurance that the College is nowhere near the upper limit for sub-contracted activity; however, states that there is a need to closely monitor the impact on staff percentages and budget. A challenge from the Board was to make sure that the policy proposed is cross referenced to ESFA guidance. The Chief Financial Officer confirmed that the College will build in reviews to monitor both sub-contracting and internal provision. She explained that the College subscribes to Evershed guidance on sub-contracting, which allows assurance and confidence. She advised that, to support the planned run out of students, 2021/22 will only have one sub-contract proposal. Steelworks will only have year 2 students, which are circa 40. She advised that discussions with NSEG for 2021/22 are still ongoing.</p> <p>The Board discussed Steelworks provision and were given assurance that the organisation will seek an alternative partner, which will allow them to continue to support students. The Chief Financial Officer advised that the ESFA have some concerns regarding sub-contracting in the areas of dance and football and</p>		
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	<p>therefore the decision taken mitigates any risks in this area. The decision also aligns with the previous strategy agreed to closedown Performing Arts provision. She indicated that this is a practical example of how collaboration with other providers would be of benefit to ensure students have provision opportunities.</p> <p>AGREED: to approve amendments to the sub-contracting proposals for 2020/21 and initial contract allocations for 2021/22 as presented.</p> <p>The Board were asked to note the Committee recommendation that Terms of Reference and membership roll forward for 2021/22 unchanged. The Board were happy to support this.</p>		
8	CHAIRS REPORT – CAPITAL PROJECT COMMITTEE		
	<p>The Committee Chair drew Governors attention to his summary slides and also the detailed minutes of the meetings held on 1st June and 6th July 2021. Key matters noted were:</p> <ul style="list-style-type: none"> • J Block sale is progressing but the anticipated completion is now not likely to be this financial year. • Actions required to spend capital funding received are now substantially complete and the College is just awaiting final handover documentation. Works have been completed on time and on budget. • LEP bid capital works are all but completed. There have been some minor delays to materials but there has been no impact on the project. Value engineering took place but the Committee were given assurance that there has been no negative impact in terms of quality and/or the student experience. • The College has now received notification that it has been successful in terms of the stage 1 bid to the FE Capital Transformation Fund. • No further Committee meetings are planned but there will need to be further consideration of this in terms of completing the stage 2 bid. It was agreed that the Chief Financial Officer would advise on key dates and any schedule required for governor review either at Capital Project Committee; Transformation, Finance & Resources Committee or full Board. The Chief Financial Officer advised that there were three substantial templates to complete including: space utilisation, guided learning hours and a schedule of areas of provision. She expressed the view that external space will be really important within the plan and that there are potential links to be made with use for the local area. <p>In terms of risks and issues these are:</p> <ul style="list-style-type: none"> • J Block moving-in disruption to be managed. A challenge from the Staff Governor present was whether or not the 		

	<p>College has learnt lessons from the Cauldon site sale e.g. disrepair, antisocial behaviour etc. The Chief Financial Officer confirmed that fencing is being put in place and that Mirage are currently storing machinery in the building and have a strong desire to move in but have to await a decision from planning in terms of access permission. The expectation is exchange of contracts by the end of August. In terms of visuals, there have been detailed conversations with Mirage and the College has made it clear that it is looking to ensure something unobtrusive is established. She acknowledged that if there were any delays beyond the end of August, then the College would need to look to do something different.</p> <ul style="list-style-type: none"> • Internal capacity, expertise and high cost of consultants engaged to project manage. The Chair described this as a supportive conversation in terms of developing internal expertise, it being acknowledged that the College needs to find the right balance. • Match funding expectations, if the College is successful re the second stage bid for Capital Transformation funding. • How the Estates Strategy will be implemented if there is no or limited external funding available. <p>The Board then discussed the CDI works and the Chief Financial Officer confirmed the intention for a launch. She explained that the College is required to do this as part of the LEP funding conditions. The College is at the planning stage for this launch and is simply awaiting machinery to be put in place first.</p> <p>AGREED: to note the content of the update provided.</p>		
9	CHAIRS REPORT – GOVERNANCE COMMITTEE		
	<p>The Committee Chair drew Governors attention to the summary slides and detailed minutes of the meeting held on 1st July 2021. He confirmed that good progress has been made to implement the actions agreed following the external review of Governance by ETF. Plans are being developed for increased opportunities for Governors to engage, with on-site activities planned. The Board continues to look to recruit to fill the existing vacancies, with agreed priorities being Ofsted experience, financial strategy and diversity. In terms of risks and issues, there have been no significant changes since the last meeting.</p> <p>AGREED: to note the content of the update provided.</p>		
10	CHAIRS REPORT - AUDIT		
	The Committee Chair presented his summary slides and also		

	<p>the detailed minutes of the meeting held on 2nd July 2021. He confirmed that risk remains a key responsibility for this Committee and that the Risk Register has been updated and a new format introduced. He confirmed that the Chief Financial Officer and her team have been working hard to make sure that it is more accessible and it is believed that the new format supports this. The next step is for the College to create a Board Assurance Framework, which is a wider summary to explain where the Board and Governors get assurance.</p> <p>Risk appetite is changing alongside the Colleges change in circumstances and confidence. This will also impact upon the areas requiring internal audit focus.</p> <p>The Board were advised that there are a number of aspects requiring Board approval. These include:</p> <ul style="list-style-type: none"> • Updated Risk Management Policy – unfortunately this document had not been uploaded to One Drive and therefore it was agreed that it would be deferred for discussion to the next meeting. • The Committee would like the Board approval that membership and Terms of Reference roll forward in to the next academic year unchanged – this was agreed. • Proposed contract extensions recommended for both internal and external auditors – the Board were happy to agree as presented. 	CFO	October 2021
11	CHAIRS REPORT – CURRICULUM, QUALITY & STANDARDS COMMITTEE		
	<p>The Committee Chair introduced this item and drew Governors attention to his summary slides and also detailed minutes of the meetings held on 20th May and 2nd July 2021. In relation to the 'here and now', he confirmed that a number of meetings of the Apprenticeship Delivery Task and Finish Group have taken place and that some good progress has been made, whilst there is still more to do. He confirmed that start of year arrangements remain a focus and, whilst the position was improved for 2020/21, there is a need to ensure a good start again for this year.</p> <p>In terms of the 'medium term', there are a number of key aspects, including:</p> <ul style="list-style-type: none"> • Ofsted monitoring visit – the College will need to prepare for this but it will also give a level of assurance. There is likely to be a full inspection in the spring term and what is now important is to ensure all of the good work done is properly articulated and evidenced. The aim is to complete the SAR much earlier than in previous years and the College is also streamlining the QIP, which will be sharper. • Committee to review the Quality Improvement Strategy 		

	<p>at the next meeting.</p> <ul style="list-style-type: none"> • Curriculum areas have done a first draft of the SARs. The Deputy Principal confirmed that he has done a short-term SAR review and identified actions needed before September. The aim is to have a first version SAR in September, so that it can be scheduled for internal and Board review. • Safeguarding remains a real strength in the College and it was noted that Sue Blake is now the link governor. There is new statutory guidance on Keeping Children Safe in Education which comes in to effect in September. It was agreed that this would be circulated to all Governors so that they know their responsibilities. All agreed that, whilst safeguarding was a strength, it was important not to be complacent. <p>The Committee Chair advised that there were no surprises in terms of the areas requiring focus - they remain attendance and Apprenticeship provision. All acknowledged that attendance in 2021/22 cannot slip and felt that the positives seen last year by using Attendance Officers should be repeated.</p> <p>A challenge from one member of the Board was whether or not they, as a group, should have a greater focus on Safeguarding, as it is not necessarily debated in substantial detail because it is considered a strength. The Staff Governor reminded that Internal Auditors have reviewed the College arrangements in the last 12 months, which gives assurance.</p> <p>In terms of the longer term, it was noted that Heather Marks will focus on development of Higher Education provision and direct funding. In terms of risks and issues, one to watch is the differential levels of achievement for those learners who have results via TAGs, rather than assessments/exams.</p> <p>AGREED: to note the content of the update provided.</p>	Dave Hopley	Sept. 2021
12	GOVERNANCE ITEMS		
	<p>The Clerk to the Corporation drew Governors attention to her short report and the Board were happy to approve:</p> <ol style="list-style-type: none"> a) Committee membership and Terms of Reference for 2021/22, and b) The re-appointment of Jeremy Cartwright and David Boughey as independent Governors and respectively Chair and Vice Chair from 8th September 2021 to 8th September 2025. 		
13	ANY OTHER BUSINESS		
	<p>There was one item of additional business and governors' attention was drawn to the disclosure form required by Zurich.</p>		

	Members of the board were happy to declare that there were no known instances or issues which would give rise to a claim on the Governor Liability insurance policy.		
14	DATE AND TIME OF NEXT MEETING		
	This was confirmed as Thursday 21 st October 2021 at 4pm. Meeting closed at 11.55am.		

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