

**MINUTES OF THE MEETING OF THE CORPORATION
HELD ON MONDAY 12 DECEMBER 2022, COLLEGE GREEN
4:30pm-6.30pm**

Corporation Members

Dan Amin
Tony Antonius
Andrea Arlidge
Alison Beckingham
Steve Bennett
Stephen Boardman
Diane Dimond, Interim Principal & Chief Executive
Richard Gaunt
Sandra Gordon
Tony Green
Marc Griffiths
Judi Harper
Keith Hutton
Dan Jones
Peter Rilett (Chair of the Corporation)
Shawn Smith
Zoe Taylor

Also in Attendance

Richard Harris, Deputy Principal & Chief Executive
Catherine Howett, Vice Principal Curriculum & Quality
Joanne Ward, Vice Principal Corporate Services & External Relations
Ben de Cruz, Haines Watts
Julia Gray, Principal Designate (observer)
Liz Gorman, Acting Clerk to the Corporation

1	<u>APOLOGIES FOR ABSENCE</u> The Chair welcomed new corporation member, Dan Jones, to the meeting. Apologies were noted from Judi Harper, Keith Hutton, and Catherine Howett. Andrea Arlidge would be delayed in joining the meeting. All others were confirmed as present.
2 2.1	<u>DECLARATION OF INTERESTS</u> There were no declarations of interest in any items on the agenda.
3	<u>Minutes of the meeting held on 13 October 2022</u> The minutes of the Meeting held on 13 October 2022 were confirmed as an accurate record and APPROVED.
4 a	<u>MATTERS ARISING FROM THE MINUTES</u> Governors NOTED the Summary Report of Actions. Governors noted the update regarding the recent ONS reclassification of colleges and finance Options. All other actions were confirmed as complete or covered under the relevant agenda items.
POLICY AND STRATEGIC BUSINESS	
5 a	<u>AUDIT & ACCOUNTS 2021-22</u> <u>Annual Report of the Audit Committee</u> The Chair of Audit presented the Annual Report of the Committee, highlighting: <ul style="list-style-type: none"> • the unqualified audit opinion

	<ul style="list-style-type: none"> • the internal audit assurance regarding reasonable and effective risk management and control • the requirement for the Corporation to receive the report ahead of the signing of the accounts <p>Andrea Arlidge joined the meeting.</p> <p>The Chair of Audit invited questions from the board – none were posed.</p> <p>BdC, Haines Watts confirmed that the external audit had raised no significant concerns.</p> <p>Governors RECEIVED and NOTED the Annual Report of the Audit Committee.</p> <p><u>Financial Statements Audit Management Letter for the year ending 31 July 2022</u> Governors APPROVED the Financial Statements Audit Management Letter for the year ending 31 July 2022 ACTION: Documents to be duly signed – IP&CE/Chair</p> <p><u>Letter of Representation for the year ending 31 July 2022 – Financial Statements Audit and Regularity Audit</u> Governors APPROVED the Letter of Representation for the year ending 31 July 2022 ACTION: Letter to be duly signed - Chair</p> <p><u>Members’ Report and Financial Statements for the year ending 31 July 2022</u> Governors APPROVED the Members’ Report and Financial Statements for the year ending 31 July 2022</p> <p><u>Regularity Self-Assessment Questionnaire</u> Governors APPROVED the regulatory Self-Assessment Questionnaire</p> <p><u>Subsidiary Companies</u> <u>South West Apprenticeship Company (SWAC)</u> - <u>Financial Statements for year ending 31 July 2022</u> Governors APPROVED the accounts and audit for SWAC.</p> <p><u>Partners in Bristol (PiB)</u> - <u>Financial Statements for year ending 31 July 2022</u> Governors APPROVED the accounts and audit for PiB.</p> <p>- <u>Bristol Professional Services (BPS)</u> - <u>Financial Statements for year ending 31 July 2022</u> Governors APPROVED the accounts and audit for BPS.</p> <p>ACTION: Documents to be duly signed – DP&CE</p>
6	<p><u>Internal Audit Plan 2022-23</u> The Chair of Audit Committee presented the Internal Audit Plan 2022-23, highlighting that due to the external review of governance scheduled to take place in year, a review of the quality of data was planned in lieu of a further internal audit of governance.</p> <p>Governors APPROVED the Internal Audit Plan for 2022-23</p>
7 7.1	<p><u>Interim Principal & Chief Executive’s Report</u> Confidential Minute</p>

<p>8 a</p>	<p><u>Risk Register & KPIs</u> DP&CE presented the Risk Register noting that:</p> <ul style="list-style-type: none"> • risks remained steady • achieving Ofsted 'good' was the key focus • potential income shortfalls were being closely monitored • a sector risk, rather than a college specific one, existed in relation to finances in 2023/34 • KPIs and RAG ratings were updated on an ongoing basis <p>In response to a query from governors on C&Q forecast data, IP&CE stated that the forecast for 22/23 would be set at the end of term one, with RAG rating taking place in term two.</p> <p>A discussion took place regarding the staff utilisation rate and the following points were made:</p> <ul style="list-style-type: none"> • significantly improved and now steady at 97% average – a need to maintain the ratio for financial performance • a higher staff utilisation rate had generated cost savings • a challenge to increase staff utilisation any further, given CoBC is a multi-site college • demands placed on staff through increased utilisation, such as travel between sites, may add to increasing staff turnover rate • a reduction in the number of contact hours for teaching staff had previously been agreed and workload was being discussed through JNC <p>Governors requested sight of feedback given by staff leaving the college. ACTION: Emerging themes from staff exit interviews and staff testimonials to be shared with governors – DP&CE</p>
<p>9</p>	<p><u>Post 16-18 capacity funding – update</u> VPCS&ER updated the board on the bid submitted for Post 16-18 capacity funding which was to modify existing space at Ashley Down and SBSA, in order to meet future growth in learner numbers at both sites. 15% match funding had been included in the bid.</p> <p>VPCS&ER informed the board that the college had been awarded £340k of funding for sustainability projects – this amount was based on the size of the college's estate. Further details would be available in January 2023, and a discussion was scheduled to take place during the Board Strategy Day.</p>
<p>10</p>	<p><u>Current Financial Position</u> <u>Latest Monthly Management Accounts P3</u> ADoF joined to present the latest Monthly Management Accounts. ADoF reported a positive start to the year, highlighting:</p> <ul style="list-style-type: none"> • EBITDA slightly below budget due to increased energy prices • 16-18 learner allocation exceeded • good performance on main WECA allocation but behind plan on NSF and on ESFA allocation • apprenticeships behind on starts but contingency offsetting this position • full cost and HE below recruitment targets – future starts for full cost planned through the year • savings against budget on pay • non pay tracking well against budget • cash and covenant position good • discussions in train regarding ringfencing of payments deferred to 22/23 <p>The committee noted that savings against budget on pay were to a great extent linked to</p>

	<p>staff vacancies.</p> <p><u>Subsidiary Companies</u> <u>Partners in Bristol (PiB)</u> - <u>Latest Monthly Management Accounts</u> Governors noted the latest monthly management accounts for PiB. <u>South West Apprenticeship Company (SWAC)</u> - <u>Latest Monthly Management Accounts</u> Governors noted the latest monthly management accounts for SWAC. <u>Pay Awards – PiB, SWAC, BPS</u> Governors noted the recent pay awards made to staff of subsidiary companies.</p>
11 11.1	<p><u>Business Services Committee Report</u> The Chair of Business Services provided a verbal update, reporting a focus on cultural change and HR matters at recent meetings.</p>
12 12.1	<p><u>Curriculum & Quality Committee Report including</u> <u>- Task and Finish Group</u> The Chair of Curriculum & Quality reported that:</p> <ul style="list-style-type: none"> • ambitious, positive targets had been set through the QIP and that improvements were anticipated in key areas. • apprenticeships, the remaining area being considered through the Task and Finish Group, would be absorbed back into Curriculum & Quality Committee business with immediate effect <p>The Chair of Curriculum and Quality noted that learning walks were a positive experience and encouraged governors to undertake these where possible.</p>
13 13.1	<p><u>College SAR and QIP</u> IP&CE presented the College SAR and QIP for approval in the absence of VPC&Q.</p> <p>IP&CE stated that a Quality of Education Section had been added to the version now being presented to the board. The college’s contribution to meeting skills needs was detailed in section four.</p> <p>A query was raised regarding the percentage given for the number of students who have received offers for HE ACTION: Figure to be verified- IP&CE</p>
14	<p><u>HE Board Report</u> The Chair of HE Board provided a verbal update, noting the positive work that had taken place to date including:</p> <ul style="list-style-type: none"> • further alignment of HE with FE • greater facilitation of internal progression • development and management of HE partnerships <p>He noted that an action plan aligned to HE strategy was due to be presented to the board, that confirmation of an HE rep was awaited and that the board had requested sight of data in order to analyse trends in relation to CoBC HE learners.</p>
15 15.1	<p><u>Strategic Plan - Partnerships Update</u> VPCS&ER presented the Strategic Plan Partnerships Update.</p>

	<p>The Strategic Plan had been approved by the board in December 2021 and would be reviewed at the Strategy Day on 17 January 23.</p> <p>VPCS&ER highlighted the college’s strong civic and community partnerships and its work with other colleges through IoT plus, detailed in the paper.</p> <p>VPC&ER stated that the recent appointment of a new Director of Marketing and Sales would strengthen the link between curriculum and sales functions.</p>
16 16.1	<p><u>Equality & Diversity 2021/22 Annual Report*</u> IP&CE presented the Equality & Diversity Annual Report. Governors APPROVED the Report. ACTION: Items to be published as required – VPCS&ER/ADHR&OD .</p>
17 17.1	<p><u>Corporation review of own performance for 2021/22</u> Governors APPROVED the Governance Self-Assessment Report and associated Quality Improvement Plan .</p>
18 18.1	<p><u>Remuneration Committee Annual Report</u> Governors APPROVED the Remuneration Committee Annual Report, noting the clarification provided in the footnote regarding principal pay ratio.</p>
19	<p><u>Governor Link Scheme and Learning Walks</u> Activity to date was noted. The chair encouraged governors to undertake further learning walks where possible.</p>
20 20.1	<p><u>Changes to Instrument & Articles</u> Governors APPROVED the amendment to the Instrument & Articles. ACTION: Acting Clerk to publish updated version on website – AC</p>
21 21.1	<p><u>Re-Appointment of Corporation Members to serve a second term</u> <u>Appointment of Link Governors</u> Governors APPROVED the re-appointment of Steve Bennett and of Andrea Arlidge to serve a second four year term of office.</p> <p>Governors APPROVED the appointment of Steve Boardman as Interim Safeguarding Governor. The Chair explained that once Keith Hutton returned as Safeguarding Governor, Steve Boardman would continue to serve as Deputy Safeguarding Governor. The Vice Principal Curriculum and Quality was undertaking DSL training and would act as the Executive Lead for safeguarding.</p> <p>Governors APPROVED the appointment of Steve Boardman as Chair designate of Business Services Committee.</p> <p>It was noted that Shawn Smith would move from serving on Audit to serve on Business Services Committee.</p> <p>The Chair stated that appointment of an additional corporation member, who would serve on Audit Committee, was in train.</p> <p>The Chair highlighted the search for two new governors being undertaken through the FEC governor recruitment service – a safeguarding governor and a governor with creative industries expertise.</p>

	<p><u>Staff Departures</u> Thanks were offered to the following staff who were leaving the college at the end of 2022:</p> <ul style="list-style-type: none"> • Diane Dimond, Interim Principal and Chief Executive. • Liz Gorman, Acting Clerk.
22 22.1	<p><u>Recommendation to appoint Clerk to the Corporation</u> The Chair presented the recommendation from the selection panel to appoint Susan Frost as Clerk to the Corporation, following conclusion of interviews.</p> <p>Confidential Minute</p> <p>Governors unanimously APPROVED the appointment.</p> <p>ACTION: Appointment letter and contract to be issued to Susan Frost - HR</p>
23 23.1	<p><u>Senior Post Holder Appraisal and Objectives</u> Governors NOTED the information that had been circulated separately via email.</p>
24 24.1	<p><u>January 22 Strategy Plan</u> Silent Paper provided for information.</p>
25 25.1	<p><u>ANY OTHER BUSINESS</u> Governors requested that they be made aware of significant anti-social behaviour issues or of a large number of exclusions.</p> <p>ACTION: Interim Safeguarding Governor to include as a recommendation within safeguarding report - SBo</p>
	<p><u>CLOSE</u> There being no further business the Chair thanked members for attending and closed the meeting at 6.30pm</p>

Liz Gorman, Acting Clerk to the Corporation

Signed as a correct record on27 March 2023



..... (Chair)