

Minutes of the Meeting of the Board of the Corporation

31 March 2025, 16:30 – 18:50

SBSA Campus

Present: Tony Antonius (External Governor, TA)
 Andrea Arlidge (External Governor, AA)
 Steve Bennett (External Governor, SB)
 Steve Boardman (External Governor and Vice Chair, SBN)
 Neil Dimes (External Governor, ND)
 Julia Gray, Principal & CEO (Ex-officio, P&CEO)
 Marc Griffiths (External Governor, MG)
 Daniel Jones (External Governor, DJ)
 Shaista Mahmood (Student Governor, SM)
 Palie Smart (External Governor, PSM)
 Phil Smith (External Governor, Chair of the Corporation, PS)
 Shawn Smith (External Governor, SS)
 Steven Tunn (Staff Governor, ST)
 Jess Winkler (External Governor, JW)

In attendance: Catherine Howett, Deputy Principal (DP)
 Tim Peacock, Chief Operating Officer (COO)
 Hayley Shaw, Director of Human Resources & Organisational Development (DHRD)
 Lynette Wilson, Director of Governance & Clerk to the Corporation (Clerk)
 Jessica Thorne, Corporate Services Officer (CSO)

Min. No.	
1a	<p>APOLOGIES FOR ABSENCE AND QUORUM</p> <p>Apologies were accepted from Zoe Taylor, Danny Alfaraj and Dan Amin.</p> <p>The meeting was quorate.</p>
1b	<p>DECLARATIONS OF INTEREST IN ANY AGENDA ITEMS</p> <p>SS would be asked to leave the meeting during the discussion regarding his reappointment.</p>
1c	<p>CONFIDENTIALITY OF AGENDA ITEMS</p> <p>It was noted that the Institute of Technology (IoT) item within the Principal & CEO's report would be confidential.</p> <p>It was noted that discussion regarding Multi-Factor Authentication would be confidential.</p>

2a

MINUTES OF THE MEETING HELD ON 17 DECEMBER 2024

The minutes of the previous meeting held on 17 December 2024 were confirmed as an accurate record and **approved** by the Board.

2b

REVIEW OF ACTIONS AND ANY MATTERS ARISING.

Action	Meeting	Owner	Note
Internal Audit Strategy 2024-25 to be submitted at the next Board meeting.	17.12.24	Clerk	Completed
Safeguarding Link Governor to liaise with safeguarding team over yearly data related to suicide attempts.	17.12.24	Safeguarding Link Governor	Clerk to follow up
CSO to organise induction talks with the COO and DP in the new year.	17.12.24	CSO	Completed
COO to answer the Board's query about planning permission for the animal care and horticulture proposal following the meeting.	17.12.24	COO	Completed
COO to provide further information regarding the impact of the animal care and horticulture proposal on student numbers following the meeting.	17.12.24	COO	Completed

USE OF THE COLLEGE SEAL

It was noted that the College Seal had been used on the deed for the SBSA Animal Care Project.

2c

CHAIR/VICE CHAIR APPROVALS - ALSO SUBMITTED TO F&R COMMITTEE

The following approvals had been granted by the Chair/Vice Chair and were submitted to the Board prior to the meeting for noting:

- i. Interactive Touchscreens Project Approval
- ii. SBSA Windows - Project Approval
- iii. SBSA Study Centre and Library - Project Approval
- iv. SBSA Reception Area - Project Approval
- v. Interactive Screens - Authority to Award

The Student Governor asked about the planned reception area works at SBSA: *How can the projects ensure they minimise their impact on staff and students, especially if the SBSA works runs over the scheduled completion date in August? For example, what measures can be taken to avoid delays similar to those experienced with the College Green reception project?*

<p>2d</p>	<p>The COO confirmed that they would be working closely with the MIS Team to ensure any room bookings or scheduling conflicts were managed and also with the Estates Team to ensure disruptions were minimised to students and others accessing the building.</p> <p>WRITTEN RESOLUTIONS</p> <p>The following written resolutions had been passed since the last meeting and were submitted as papers for the Board.</p> <ul style="list-style-type: none"> i. Reappointment of Sandra Gordon ii. Procurement Strategies for recruitment agency and cleaning and janitorial services iii. Gender Pay Gap Report <p>The Clerk asked the Board whether it would delegate the approval of the publishing of the Gender Pay Gap Report to the Finance & Resources Committee from next year onwards. This was approved by the Board.</p>
<p>3</p>	<p>PRINCIPAL & CEO'S REPORT</p> <p>The P&CEO provided a detailed report to the Board prior to the meeting and an update on their recent activities, which included:</p> <ul style="list-style-type: none"> • The Portbury, Avonmouth and Severnside (PAS) Project had now launched, with significant milestones reached in collaborative working with three other colleges across the region. • The Annual DfE Strategic Conversation took place in February. The meeting was extremely positive, with the follow up letter reporting positively on the clear progress of the College. • Positive case studies on recent student activities were included in the report. <p>IoT Updates: CONFIDENTIAL ITEM Redacted.</p> <p>MFA (Multi-Factor Authentication) CONFIDENTIAL Redacted.</p>
<p>4</p>	<p>STRATEGIC RISK REGISTER</p> <p>The Risk Register, which had been reviewed by Audit Committee, was submitted to the Board prior to the meeting. The Chair of the Audit Committee and COO noted that there had been very little movement.</p> <p>The risk appetite score for staffing was discussed, after Audit Committee questioned the residual risk rating being higher than the risk appetite (<i>Risk 9. Staff - Failure to attract, develop and retain the best staff to support the College's vision and values</i>). The COO stated that this has been a carry over error and has now been amended.</p>

	<p>The Board were also advised that the RAG rating will be removed from the Risk Appetite column, following a conversation at F&R Committee whereby it was thought to be confusing.</p>
5	<p>ACCOUNTABILITY AGREEMENT UPDATE</p> <p>A paper regarding the work on the Accountability Agreement was submitted to the Board prior to the meeting.</p> <p>The P&CEO stated that the local needs duty would be extended further next year. However, the College currently met its requirements in this area.</p>
6	<p>STRATEGIC ACTION PLAN - PROGRESS SUMMARY</p> <p>The Strategic Action Planning Progress Document was shared by the P&CEO with the Board. It was stated that this detailed plan was assisting SLT to track progress against all strategic objectives.</p> <p>The Board thanked the P&CEO for the comprehensive information provided and acknowledged the substantial effort and detail involved in preparing and maintaining the document.</p> <p>The Board highlighted that it was clear to see how EDI was being threaded through different actions.</p> <p>The Board asked how the actions taken against strategic aims are fed back to the rest of the organisation.</p> <p>The DP confirmed that the Quality Improvement Action Plan, shared with Heads of Departments (HODs), aligns to the strategic plan. There is intentional reporting to HODs on key aspects, linking explicitly to the objectives.</p> <p>The COO stated that he was also undertaking a piece of work around strategic alignment.</p>
7a	<p>FINANCE College Management Accounts P6 (reviewed by F&R Committee and Audit Committee)</p> <p>The College Management Accounts were submitted to the Board prior to the meeting.</p> <p>The COO highlighted the following points:</p> <ul style="list-style-type: none"> - In-year growth funding would now will be two thirds of what was initially predicted, due to higher than expected growth sector wide. The College were looking at in-year mitigations in terms of non-pay spend. The COO would also review capital spend mitigation, decide what could be delayed until next year, and where further savings could be made. - Due to the growth of the College this year, there will be an additional £4,000,000 next year. <p>It was stated that the applications for the College this year are 900 more than they were this time last year.</p>

<p>7b</p>	<p>The Board questioned how the funding shortfall could be mitigated against in the future. The COO stated that it is difficult to accurately predict the funding levels, as the College funding is lagged. The College had planned for growth but was not able to predict such an increase in its market share this year. The P&CEO stated that although the College could have accepted less students, it was not ethical to do so, as those young people may then become Not in Employment Education or Training.</p> <p>Financial health was forecasted to be good next year and the covenant measures were stated to be fine.</p> <p>Review of approval processes for expenditure and procurement in Financial Regulations</p> <p>Proposed updates to the Financial Regulations were submitted to the Board prior to the meeting.</p> <p>The proposed updates aimed to achieve the following:</p> <ul style="list-style-type: none"> - alignment of approval pathways for expenditure and project proposals from governors over the threshold of £250,000. There were previously two processes for the same approval ask of governors, leading to a lack of clarity. - removal of approval at the Procurement Strategy stage to alleviate operational involvement of governors. - Inclusion of the Authority to Award approvals for expenditure to ensure that the Board retain oversight and control of the ultimate decision making of spend over £250,000. <p>The Board sought clarification as to whether, for unusual non-pay expenditure which isn't a capital project, whether a proposal would still be brought before the Board. It was agreed that it would through the oversight F&R Committee have of projects.</p>
<p>8</p>	<p>ESTATES CLIENT DEVICES PROPOSAL</p> <p>A Client Devices Proposal was submitted to the Board prior to the meeting for investment in client devices over a 3-year period. It was stated that current devices were coming to end of lease and end of life.</p> <p>The Board questioned the relative cost of leasing and also for more detail to be put into proposal documents going forwards with regard to the other alternatives. It was stated that leasing would be more expensive.</p> <p>The Board asked the team to consider end of life disposal for devices purchased. It was agreed that it would be a preference to donate to other organisations in need.</p> <p>The Board asked if there would be any software implications. It was stated that there would be none, as they are purchased separately.</p> <p>The Board approved the project proposal. It was noted that, once the procurement phase was completed, the Board would be provided with an Authority to Award.</p>

<p>9</p>	<p>AUDIT Internal Audit Strategy Progress 2024-25 (Reviewed by Audit Committee on 18.03.2025)</p> <p>The Internal Audit Strategy Progress 2024-25 Report from the internal auditors was submitted to the Board prior to the meeting.</p> <p>The Chair of the Audit Committee gave an overview of the committee's recent focus and welcomed suggestions for areas for internal audit in the future, if they weren't listed on the plan.</p> <p>ACTION: Governors to contact the Clerk and Audit Committee Chair with any recommendations for internal audit next year not covered by the plan.</p>
<p>10</p>	<p>CURRICULUM AND QUALITY COMMITTEE</p> <p>Papers:</p> <ol style="list-style-type: none"> i. Draft Minutes of the meeting on 18th March 2025 ii. Safeguarding and Prevent Update iii. Quality Improvement Plan iv. Teaching, Learning and Assessment Update <p>The Deputy Principal (DP) gave an overview of the meeting.</p> <p>It was noted that student attainment was on-track to meet targets.</p> <p>The 23-24 NART achievement figures were submitted to the Board as an AOB item and included the following highlights:</p> <p><i>Overall Achievement (Excluding Apprenticeships and HE):</i></p> <ul style="list-style-type: none"> • The College has improved its achievement rates by 3.2 percentage points. • This has placed the College at 2.2 percentage points above the national average. • The College is now in the top 25% of Further Education colleges nationally. • The College is the highest performing FE college in the region. <p><i>16-18 Achievement:</i></p> <ul style="list-style-type: none"> • The College has seen a remarkable 6.4 percentage point increase in its achievement rates in the last year. • The College is now 0.3 percentage points above the national average and the best in the region. <p><i>Adult Achievement:</i></p> <ul style="list-style-type: none"> • The College's adult achievement continues to excel with a 0.9 percentage point increase on last year. • The College is 2.4 percentage points above the national average. • The College is best in the region and in the top 20% of the country. <p><i>GCSE English and Maths:</i></p> <ul style="list-style-type: none"> • The College is exceeding national averages for all age groups. • The College's Adult provision is also exceeding national averages for grade 4-9. <p><i>Subject Sector Area Highlights:</i></p> <ul style="list-style-type: none"> • The College is above national averages in the majority of our subject sector areas.

- *The College's Business and Administration programmes are the best in the region and almost 10 percentage points higher than national averages.*
- *The College's Construction programmes have seen a remarkable 15 percentage point increase on last year and are now above the national average and in the top 3 in the region.*
- *The College's Health, Public Services and Care programmes are almost 5 percentage points above the national average and best in the region.*

The Board encouraged positive messaging to be shared with the community. It was stated that the Marketing Team were currently preparing these and that there are communication channels set up with relevant stakeholders.

The Board discussed how the improvements to classroom performance, teaching and achievements had clearly had an impact. The Board noted the journey taken in improvement to the College outcomes over the last two years and the significant improvement in the reliability of the forecasted results.

The P&CEO had reviewed the data in detail and confirmed that the College was at the same level, or better than, other national colleges who have achieved Ofsted outstanding in inspections this year.

The DP thanked the Board for their strong governance, leadership and challenge.

The Staff Governor spoke of the overall cultural change impact on the student community and teaching body.

They asked the Chair of the Board to recognise the staff efforts via a thank you message to all staff. **ACTION: Clerk**

The Board recommended the importance of messaging to alumni, who were the best advocates for the College and who may return to study again.

It was also noted that:

- The College had volunteered for an Ofsted research visit on 3rd April.
- Safeguarding reports had reduced. Wrap-around pastoral support work was ongoing and helping to reduce the number of reports made to Safeguarding.
- Welfare, mental health and behavioural aspects continued to be reported at a high rate.
- Talk Campus App membership would be coming to an end soon. A procurement process was underway to consider future options, particularly what service students might engage with well.
- The F&R Committee had asked about monitoring of Subcontractors. It was highlighted that the C&Q Committee had discussed this in the meeting.

The Chair asked for numbers of students who had been reported about in the safeguarding reports, not just the number of incidents.

Note: This had been discussed at C&Q Committee and it had been reported that this was not yet possible due to how data was currently recorded.

The C&Q Committee had asked how CPD budget is allocated for staff training.

	<p>The DHR&OD confirmed there was a central budget for all employees to access. A proportion of this was spent on the Management Academy and some mandatory training. The team were planning to update guidance for professional development and systems work was underway to be able to track types of requests and figures for training undertaken. The budget was slightly underspent this year and HR would promote this funding to staff, so they have a better understanding of what is available to them.</p> <p>The C&Q Committee also raised the question of how staff voice could be greater emphasised in reporting at C&Q Committee. ACTION: Clerk, DHR&OD and C&Q Committee Chair to meet to discuss.</p>
<p>11</p>	<p>AUDIT COMMITTEE</p> <p>Papers:</p> <ul style="list-style-type: none"> i. Minutes of the meetings held on 10th December 2024 and Draft minutes of the meeting on 18th March 2025 ii. Internal Audits: Procurement iii. SWAC and PiB – Risk Registers <p>The Chair of the Committee stated that, based on the deep dive into digital risk on the Risk Register, the committee were satisfied that there are suitable control mitigations in place around digital risk.</p> <p>A deep dive would be due on 16-18 curriculum at the next meeting, with the Director of FE and HE in attendance.</p> <p>It was stated that the internal audit report into procurement was positive. The internal auditors thought that the new Procurement Manager and processes in place provided appropriate reassurance and monitoring of tendering processes. They would revisit processes again in a future meeting to review this and ensure these were still on-track.</p> <p>It was noted that a Health and Safety audit report was due to be received from auditors in June.</p> <p>It was noted that the Audit Committee are now receiving the Risk Registers from SWAC and PiB.</p>
<p>12a</p>	<p>FINANCE AND RESOURCES COMMITTEE</p> <p>Papers:</p> <ul style="list-style-type: none"> i. Minutes of the meeting held on 11th March 2025 ii. Notes from the Capital Project Review Meeting held on 18th February 2025 iii. HR termly Update iv. Estates and Digital Strategy Update v. H&S Termly Update <p>The Committee Chair was pleased to report the College had achieved 99% of appraisals completed and congratulations were expressed to the staff team.</p>

<p>b</p>	<p>An employee survey would be conducted using a new tool, Hive, to give sophisticated results and prompt data reporting.</p> <p>The HR Team were shortlisted in two categories of the British HR Awards, with winners due to be announced on 2nd April 2025. The categories were 'Change Management Initiative of the Year' and 'People Team of the Year'.</p> <p>The Board received the Gender Pay Gap Report and the DHR&OD highlighted a 2.9% reduction in the gender pay gap, from 6.47% in 2023 to 4.92% in 2024.</p> <p>The Board asked if there was a pay gap target to work towards. The DHR&OD explained that although the College could try to influence the pay gap with gender neutral practices, cultural change and clear policies (such as paternity/maternity leave) the gender pay gap was a result of societal issues that take a long time to change. It was stated that making progress is a very positive step and the College has halved the gender pay gap in the previous 2 years; having SLT made up of two thirds women has helped improve the data.</p> <p>The P&CEO stated that she has joined the West of England Combined Mayoral Authority (WECA) Women's Commission.</p> <p>The following was also noted:</p> <ul style="list-style-type: none"> - Refurbishment work (including window repairs at the Ashley Down Campus) was on schedule, with further overspend estimates reduced from £200,000 to £40,000. - The College Green car park lease had been agreed in principle with the Travelodge and a new contract was due to start in Dec 2025. - Four RIDDOR incidents were reported and fully investigated (three were student incidents). <p>Policies for Board approval</p> <p>i. Professional Services Collective Agreement This was approved by the Board.</p> <p>ii. Lecturers' Collective Agreement This was approved by the Board.</p> <p>iii. Combined Leave Policy This was approved by the Board.</p> <p>iv. Subcontracting Policy This was approved by the Board.</p>
<p>13</p> <p>a</p>	<p>SUBSIDIARY COMPANIES: MANAGEMENT ACCOUNTS (REVIEWED BY F&R COMMITTEE ON 11TH MARCH)</p> <p>PARTNERS IN BRISTOL (PiB)</p> <p>The PiB Management Accounts were submitted to the Board prior to the meeting.</p>

<p>b</p> <p>c</p>	<p>It was stated that PiB was ahead of budget for the year to-date. It would spend its full WECA allocation and had experienced strong demand for training. Further bids for funding were to be submitted to WECA soon.</p> <p>SOUTH WEST APPRENTICESHIP COMPANY (SWAC)</p> <p>The SWAC Management Accounts were submitted to the Board prior to the meeting.</p> <p>There was a slower than expected start to the year, which meant that income was lower than expected. A management charge of £20,000 was included this year, to be paid to the College, which was not included in previous years. The pay & bill system was recently changed, as this was much needed.</p> <p>BRISTOL PROFESSIONAL SERVICES (BPS)</p> <p>The BPS Management Accounts were submitted to the Board prior to the meeting and were noted.</p>
<p>14a</p>	<p>BOARD COMPOSITION AND GOVERNOR RECRUITMENT</p> <p>i. Proposed reappointment of Dan Amin and Shawn Smith</p> <p>An appointment proposal was submitted to the Board prior to the meeting.</p> <p>[SS exited meeting for discussion and vote.]</p> <p>The Board approved the reappointments of Dan Amin and Shawn Smith for a second term of 4 years each.</p> <p>ii. Recruitment Need Proposal</p> <p>A recruitment need proposal was submitted to the Board prior to the meeting.</p> <p>The Board discussed the need to appoint a Student Governor for 25-26 (at the end of the current term). It was agreed to recruit two governors for 25-26., ideally a 16-18 student and an adult or a higher education student, so that there were different types of voices contributing to the Board.</p> <p>It was noted that Stephen Boardman would be resigning in July 2025, and that Zoe Taylor’s 2nd term would come to an end in July. It was noted that the F&R committee chair and vice chair leadership roles would become available.</p> <p>The Board discussed a proposal to recruit two new External Governors and a Co-opted Member. It was agreed that Search & Governance Committee would approve adverts and the recruitment process on 29th April.</p> <p>It was noted that the Clerk would be reviewing the accessibility of the application process and considering ways to advertise and recruit that would help to support more diversity on the board.</p>

<p>14b</p>	<p>ACTION: Governors to let the Clerk know by 14th April if there is any interest in the Vice Chair or F&R Committee Chair role.</p> <p>LINK GOVERNOR ROLE DESCRIPTORS</p> <p>The Clerk shared the Draft Link Governor Role Descriptors, following the request at the Strategy Day for more specific descriptors of these roles.</p> <p>The Board made the following suggestions:</p> <ul style="list-style-type: none"> • Specify how these roles feedback into either a committee or at board-level and consider specific standing agenda items within meetings. • Outline the timing, length and frequency of meetings that Governors should attend. • The EDI role is broad and covers many areas; consider which committee is best to report to. • Need to mindful of not increasing any burden on governors’ voluntary workload. <p>The Chair, Clerk and P&CEO would consider these recommendations and feedback to the next Board. ACTION: Clerk</p>
<p>14c</p>	<p>DRAFT BOARD SELF-ASSESSMENT REPORT</p> <p>The Clerk thanked the Board for their input to the Draft Board Self-Assessment Report. Feedback had been collated from the February Strategy Day and an action plan had been created. Governors were encouraged to read and pass any further feedback to the Clerk.</p> <p>The Board approved the Draft Board Self-Assessment Report and was pleased that this document demonstrated continued compliance with the AoC Good Governance Guidance.</p>
<p>14d</p>	<p>PROPOSAL TO USE CO-PILOT TO SUPPORT GOVERNANCE TEAM</p> <p>The Clerk gave an overview of ways that AI software could support governance work and asked for Board permission to trial using Microsoft 365 transcript function and Co-pilot to support with minutes and reports. This could help to reduce workload and time taken to complete tasks and also allow for accuracy checking. The Clerk gave assurance around the data protection and security of this software.</p> <p>The Board approved trialling the use of Co-Pilot to support Governance work.</p>
<p>15</p>	<p>ANY OTHER BUSINESS</p> <p>The next C&Q committee would need to be chaired by another member. The Clerk would contact committee members.</p> <p>The Schedule of Business was under review and the Clerk asked Governors to confirm they were happy to continue to meet on Tuesday evenings.</p>

	<p>It was noted that the Post-16 Audit Code of Practice had been replaced by a Framework and Guidance for External Auditors and Reporting Accountants of Colleges.</p> <p>The P&CEO shared with the Board the letter to accounting officers which was received from the ESFA confirming they would now be replaced by the DfE.</p> <p>The FE Performance Table Information, as discussed in item 10, was shared with the Board.</p> <p>The meeting ended at 18:50</p>
16	<p>DATES OF CORPORATION MEETINGS</p> <p>10 June 2025 – 6-8pm. Seminar.</p> <p>15 July 2025 - 16:30-18:30. Board meeting.</p>

ACTIONS

Action	Meeting	Owner	Deadline
Governors to contact the Clerk and Audit Committee Chair with any recommendations for internal audit next year not covered by the plan.	31.03.25	Governors	ASAP
Clerk to share a thank you to staff from the Chair of the Board.	31.03.25	Clerk	ASAP
Clerk, DHR&OD and C&Q Committee Chair to meet to discuss the place of staff voice in C&Q Committee.	31.03.25	Clerk	ASAP
Governors to let the Clerk know by 14 th April if there is any interest in the Vice Chair or F&R Committee Chair role.	31.03.25	Governors	14 th April
Link Governor Role Descriptors: The Chair, Clerk and P&CEO would consider the recommendations from governors and feedback to the next Board.	31.03.25	Clerk	15 th July